

Meeting Minutes Record

Meeting: Board of Directors - Virtual Meeting during COVID-19 Pandemic

Date: February 23, 2023

Location: Virtual Meeting

Start Time: 5:00 pm

End Time: 7:08 pm

Board Members Present: Sarah Carlsen- Board Chair, Michael Hemesath- Vice-Chair, Rick Estenson, Katie Lane, Robert Morrison, Crystal Mulvihill, Rhonda Pownell, Jami Reister

Staff Present: Steve Underdahl- CEO, Jerry Ehn- COO(joined later), Monty Seper, Ben Flannery- MD, Scott Edin- CFO, Tammy Hayes- CNE, Betsy Spethman- Director of Community Relations, Kelly Velandar (Recorder), Vern Lougheed- ITS

Others Present: Ben Martig- City Administrator, April Miller- Director of Wound Healing Services, David Emery

Board Members Absent: Fred Rogers

Staff Absent: Jeff Meland- CMO

Others Absent: Teresa Knoedler- Legal Counsel

Call to Order and Approval of the Agenda

The board meeting was called to order by Sarah Carlsen at 5:00 p.m.

It was determined that it is was not feasible for members of the board of directors to be physically present at the board meeting due to the COVID-19 pandemic. The virtual meeting was held via WebEx. All action items will receive a roll call vote.

Items on the consent agenda (available on the portal):

- Meeting minutes (approve)
 - Board Meeting (January 26, 2023)
- Meeting minutes (accepted)
 - Budget and Finance Committee (January 24, 2023)
 - Governance and Planning Committee (February 14, 2023)
 - Annual Review of board member roles and Responsibilities

Action: With a minor edit change to the board minutes removing Jami Reister from attendance from the January board meeting, a roll call vote was held, and a unanimous motion was made to approve the consent agenda items as presented. Motion carried.

Follow-up/Resolution: Closed.

Reports

Hospital Chief of Staff Report

Action: No updates provided.

Follow-up/Resolution: Closed.

Approval of Applications for Medical Staff Membership/Privileges

There were no medical staff applications from the Credentials Committee presented by Dr. Flannery for approval.

Action: no motion necessary.

Follow-up/Resolution: Closed.

Nursing/Patient Updates

Steve Underdahl wanted to thank all of the NH+C team members for helping keep the medical facilities open during the recent winter storm.

Tammy Hayes, CNE, provided a nursing/patient care update. This presentation highlighted the following:

- Current open nursing positions to include RN's, NA/R's, temporary positions to include travelers.
- The length of hiring positions and the current issues filling these positions. This is a common concern of many healthcare facilities.
- Tammy shared tactical responses to address the staffing issues to include retention bonuses, market pay adjustments, staffing shift to shift and recurring daily surgical case reviews.
- Some strategic staffing solution in place are the RN training program, self-scheduling, clinical ladder and partnerships with schools to develop CST's.

Action: Information only.

Follow-up/Resolution: Closed.

Wound Healing Program Update

April Miller, Director of Wound Healing Services shared a review of NH+C Wound healing program.

- Since March of 2021, the NH+C Wound healing program has served over 230 new patients, healing 86% of all wounds encountered annually.
- Wound care has a huge impact on the healthcare system. Some common areas with this need include those living with diabetes, peripheral artery disease, foot ulcers and general untreated wounds.
- Healogics provides world-class wound care, improves wound science, empowers hospitals and heals communities with community education, financial outcomes, operational efficiency and clinical excellence.
- Using benchmark metrics, Healogics identifies gaps and takes specific actions that produce results. NH+C program has exceeded many metrics with this program and will continue to work on community outreach growth and marketing these services.

Action: Information only.

Follow-up/Resolution: Closed.

Executive and Committee Reports

CEO Report

Steve Underdahl, CEO, reported on the following:

Strategic Update:

- An updated strategic and tactical plan is being currently vetted by Administration and will be shared with the board of directors for feedback.
- The Board retreat is tentatively scheduled for April 7th

Operations Update:

- The first two months of 2023 continue with much of the same pressures from 2022. This is occurring in much of the state and country.
- NH+C is embarking on a significant service line analysis.

Policy Update:

- There are a number of bills and public policy discussions occurring that we are following and engaging in.
- The staffing bill of most concern is that of SF1561, "Keeping nurses at the bedside act". We believe that this bill is a dangerous and ill-advised bill.
- Steve will be attending the AHA Annual meeting in Washington, D.C. in April to discuss the existential crisis facing healthcare, particularly community medical centers.

Action: Information only.

Follow-up/Resolution: Closed.

Financial Report

Scott Edin, CFO, presented the January financial report.

January Key Drivers:

- Inpatient Admits were 8% less than 4Q22 average
- Emergency Dept visits were 9% less than 4Q22 average
- Surgery procedures were 8% less than 4Q22 average

Financial Outcomes:

- Gross Operating Revenues were \$481K over 4Q22 average
- Deductions were \$871K over 4Q22 average
- Bad Debt was \$136K over 4Q22 average
- Net Revenues were \$526K under 4Q22 average
- Operating expenses were \$844K over 4Q22 average
- Resulting in a Net Operating Loss of \$1.0M.

Action: Information only.

Follow-up/Resolution: Closed.

Community Relations Committee (verbal report)

- Robert Morrison gave a brief summary update of the community relations committee meeting from February 12, 2023.
 - The committee received over \$155k community requests. The committee reviewed these requests and will be contributing \$70k towards these requests. This will be indicated in the minutes brought forward for acknowledgement at the March board meeting.

Action: Information only.

Follow-up/Resolution: Closed.

Roundtable, Announcements and Questions

Steve Underdahl, CEO, Sarah Carlsen, board chair and Michael Hemesath, vice chair attended the AHA Rural healthcare conference in San Antonio, Texas and shared their insights. A copy of a presentation was added to the board portal website for reference.

Action: Information only.

Follow-up/Resolution: Closed.

Adjourn

The meeting was adjourned at 7:08 p.m.

**Action: A roll call vote was held, and a unanimous motion was made to adjourn the meeting.
Motion carried.**

Follow-up/Resolution: Closed.