

MEETING MINUTES RECORD

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

Date: May 26, 2022

Location: Virtual Meeting

Start time: 5:11 pm

Adjourn time: 6:53 pm

Board Members:

- Fred Rogers, Board Chair
- Sarah Carlsen, Vice-Chair
- Rick Estenson
- Michael Hemesath
- CC Linstroth
- Charlie Mandile
- Robert Morrison
- Rhonda Pownell
- Jami Reister

Staff:

- Steve Underdahl, CEO
- Jerry Ehn, COO(joined later)
- Jeff Meland, MD., CMO
- Monty Seper
- Scott Edin, CFO
- Tammy Hayes, CNE
- Betsy Spethman, Director of Community Relations
- Kelly Velander (Recorder)
- Vern Lougheed

Others:

- Ben Martig, City Administrator
- Teresa Knoedler, Legal Counsel

Guests:

Issue/Problem	Discussion/Conclusions	Action	Follow-up/Resolution
<ul style="list-style-type: none"> • Call to Order and Approval of the Agenda 	<p>The board meeting was called to order by Steve Underdahl, CEO who was given permission by board members in the absence of board chair, Fred Rogers at 5:11 p.m.</p> <p>At 5:14 p.m., board chair, Fred Rogers joined the meeting and resumed as chair.</p> <p>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.</p> <p>Items on the consent agenda (available on the portal):</p> <ul style="list-style-type: none"> • Meeting minutes (approve) <ul style="list-style-type: none"> ✓ Board Meeting- (4/28/22) • Meeting minutes (accepted) <ul style="list-style-type: none"> ✓ Governance & Planning Committee (5/10/22) 	<p>A motion was made by Rick Estenson and seconded by Robert Morrison to approve the regular and consent agendas as presented. Motion carried.</p>	<p>Closed.</p>
<ul style="list-style-type: none"> • Reports 			

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1. Hospital Chief of Staff Report		No updates provided.	Closed																																																						
<ul style="list-style-type: none"> Approval of Applications for Medical Staff Membership/ Privileges 	<p>The medical staff applications from the Credentials Committee were presented for approval.</p> <p>Appointments</p> <table border="1" data-bbox="376 367 868 520"> <thead> <tr> <th>Practitioner #</th> <th>Category</th> <th>Privilege</th> </tr> </thead> <tbody> <tr> <td>4136</td> <td>Telemedicine</td> <td>Teleradiology</td> </tr> <tr> <td>4135</td> <td>Affiliate</td> <td>Radiology</td> </tr> <tr> <td>4133</td> <td>Affiliate</td> <td>Internal Medicine</td> </tr> </tbody> </table> <p>Provisional Status</p> <table border="1" data-bbox="376 577 868 739"> <thead> <tr> <th>Practitioner #</th> <th>Category</th> <th>Privilege</th> </tr> </thead> <tbody> <tr> <td>4060</td> <td>AH:I</td> <td>Anesthesia/ CRNA</td> </tr> <tr> <td>4062</td> <td>Affiliate</td> <td>Internal Medicine/ Cardiology</td> </tr> <tr> <td>4061</td> <td>Affiliate</td> <td>Internal Medicine/ Cardiology</td> </tr> </tbody> </table> <p>Reappointments</p> <table border="1" data-bbox="376 823 868 1192"> <thead> <tr> <th>Practitioner #</th> <th>Category</th> <th>Privilege</th> </tr> </thead> <tbody> <tr> <td>3728</td> <td>Telemedicine</td> <td>Teleradiology</td> </tr> <tr> <td>7433</td> <td>Affiliate</td> <td>Internal Medicine</td> </tr> <tr> <td>3770</td> <td>Telemedicine</td> <td>Teleradiology</td> </tr> <tr> <td>3680</td> <td>Telemedicine</td> <td>Teleradiology</td> </tr> <tr> <td>3947</td> <td>Telemedicine</td> <td>Teleradiology</td> </tr> <tr> <td>3958</td> <td>Telemedicine</td> <td>Teleradiology</td> </tr> <tr> <td>3194</td> <td>Affiliate</td> <td>Otolaryngology</td> </tr> <tr> <td>3726</td> <td>Telemedicine</td> <td>Teleradiology</td> </tr> <tr> <td>3954</td> <td>AH:I</td> <td>CRNA</td> </tr> </tbody> </table>	Practitioner #	Category	Privilege	4136	Telemedicine	Teleradiology	4135	Affiliate	Radiology	4133	Affiliate	Internal Medicine	Practitioner #	Category	Privilege	4060	AH:I	Anesthesia/ CRNA	4062	Affiliate	Internal Medicine/ Cardiology	4061	Affiliate	Internal Medicine/ Cardiology	Practitioner #	Category	Privilege	3728	Telemedicine	Teleradiology	7433	Affiliate	Internal Medicine	3770	Telemedicine	Teleradiology	3680	Telemedicine	Teleradiology	3947	Telemedicine	Teleradiology	3958	Telemedicine	Teleradiology	3194	Affiliate	Otolaryngology	3726	Telemedicine	Teleradiology	3954	AH:I	CRNA	A motion was made by CC Linstroth and seconded by Rhonda Pownell to accept the recommendations from the Medical Executive Committee as presented. Motion carried.	Closed
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<ul style="list-style-type: none"> CEO Report 	<p>Steve Underdahl, CEO, reported on the following:</p> <p>COVID-19 Update:</p> <ul style="list-style-type: none"> The pandemic is not over. COVID hospitalization rates have risen significantly over the past two weeks. NH+C has experienced an increase in staff out ill with COVID and as a result, surgeries continue to be monitored daily and transfer to other facilities and nursing home has been challenging. These trends are similar within the state and nation. <p>Strategic update:</p>	Information only.	Closed.																																																						

Issue/Problem	Discussion/Conclusions	Action	Follow-up/Resolution
	<ul style="list-style-type: none"> • NH+C continues implementing paths out of the pandemic by working on reconnecting with staff, continuing succession planning within the organization and refining a future workforce plan. • The NH+C Urgent Care target date is late summer. • The implementation of the new EHR (Electronic Health Record) software is on target for the end of June. This process can be both a bit disruptive for patients and staff and will take a few months to normalize. Your care may be a slower as our staff gets familiar with the new system. Know and trust that you will receive the same personal care- always safe, always thorough. If you need care today, your options are Urgent Care and eCare, if it's an emergency, the ED or call 911. • A multi-disciplinary team is being assembled to help identify social determinants of health priorities and tactics. <p><u>Operations update:</u></p> <ul style="list-style-type: none"> • The first few months of the year continue to be demanding, both clinically and financially. • Financial concerns are trending state-wide for healthcare organizations. • The cost of talent/people, increase in cost of medical supplies/drugs, energy/fuel and payer mix are all contributing factors to these financial constraints. • NH+C continues to be impacted by not being able to transfers patients to nursing homes, mental health facilities, or to other tertiary and academic medical centers. • NH+C's PERA pension plan (Public Employees Retirement Association) is also causing unique pressures financially. It is trending to make recruiting more difficult on the front end as well as adding approximately \$1.5 M more in contributions to the bottom line versus regular defined contribution type pension plans. • Mitigation strategies and tactics are being developed as a result of all these financial driver factors. <p><u>Policy</u></p> <ul style="list-style-type: none"> • Steve is continuing to let policy makers know that impact of the pandemic continues, and that a strong health infrastructure is crucial to each of our communities. 		

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<ul style="list-style-type: none"> Financial Report 	<p>Scott Edin, CFO presented the March financial report in Scott Edin's absence</p> <p><u>March Key Drivers</u></p> <ul style="list-style-type: none"> Inpatient Admits were 7% under forecast Emergency Dept visits were 3% over forecast Surgery procedures were 1% under forecast <p><u>Financial Outcomes</u></p> <ul style="list-style-type: none"> Gross Revenues were \$360K under forecast Deductions were \$614K over forecast Bad Debt was \$345K under forecast Net Revenues were \$622K under forecast Operating expenses were \$34k over forecast Resulting in a Net Operating Loss of \$1.15M 	Information only.	Closed.
<ul style="list-style-type: none"> Community Relations Verbal Report 	<p>CC Linstroth shared that the Auxiliary bookfair had both record number of attendance, books and revenue this year.</p> <p>The committee also reviewed the job description to assure that they are finding meaningful ways to support well being of the communities we support.</p>	Information only.	Closed.
<ul style="list-style-type: none"> Roundtable, Announcements and Questions 	<ul style="list-style-type: none"> The MHA Summer Trustee conference information was shared with board members. The Growing Up Healthy, HCI -supported program, information was shared with those in attendance. The NH+C Foundation has received great contributions since it began in May already. Contributions can be made by clicking this link https://www.northfieldhospital.org/northfield-hospital-foundation 	Information only.	Closed.
<ul style="list-style-type: none"> Adjourn 	The meeting was adjourned at 6:53 p.m.	Motion made by Robert Morrison and seconded by Rick Estenson to adjourn meeting. Motion carried.	Closed.