

MEETING MINUTES RECORD

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

Date: July 28, 2022

Location: Virtual Meeting

Start time: 5:03 pm

Adjourn time: 6:46 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 Fred Rogers at 5:03 p.m.</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- (6/23/22) • Meeting minutes (accepted) <ul style="list-style-type: none"> ✓ Quality Committee (6/14/22) • Revised Privilege List for OB/GYN, FP an CNM 	<p>A motion was made by Robert Morrison and seconded by Jami Reister 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="378 405 883 699"> <thead> <tr> <th>Practitioner #</th> <th>Category</th> <th>Privilege</th> </tr> </thead> <tbody> <tr> <td>4144</td> <td>Locum Tenens Only</td> <td>OB/GYN</td> </tr> <tr> <td>4143</td> <td>AH:I</td> <td>CNM</td> </tr> <tr> <td>4156</td> <td>Telemedicine</td> <td>Teleradiology</td> </tr> <tr> <td>4140</td> <td>AH:I</td> <td>Behavioral Health</td> </tr> <tr> <td>4145</td> <td>Locum Tenens Only</td> <td>OB/GYN</td> </tr> <tr> <td>4154</td> <td>AH:I</td> <td>CNM</td> </tr> </tbody> </table> <p>Provisional Status</p> <table border="1" data-bbox="378 789 878 1125"> <thead> <tr> <th>Practitioner #</th> <th>Category</th> <th>Privilege</th> </tr> </thead> <tbody> <tr> <td>4070</td> <td>AH:I</td> <td>Behavioral Health</td> </tr> <tr> <td>4064</td> <td>AH:I</td> <td>Behavioral Health</td> </tr> <tr> <td>4066</td> <td>AH:I</td> <td>Behavioral Health</td> </tr> <tr> <td>4073</td> <td>AH:I</td> <td>Behavioral Health</td> </tr> <tr> <td>4068</td> <td>AH:I</td> <td>Behavioral Health</td> </tr> <tr> <td>4069</td> <td>AH:I</td> <td>Behavioral Health</td> </tr> </tbody> </table> <p>Reappointments</p> <table border="1" data-bbox="378 1230 883 1776"> <thead> <tr> <th>Practitioner #</th> <th>Category</th> <th>Privilege</th> </tr> </thead> <tbody> <tr> <td>3768</td> <td>Affiliate</td> <td>Emergency Medicine</td> </tr> <tr> <td>3691</td> <td>Telemedicine</td> <td>Teleradiology</td> </tr> <tr> <td>3771</td> <td>Telemedicine</td> <td>Teleradiology</td> </tr> <tr> <td>3682</td> <td>Telemedicine</td> <td>Teleradiology</td> </tr> <tr> <td>3941</td> <td>Active</td> <td>Pediatrics</td> </tr> <tr> <td>3864</td> <td>Affiliate</td> <td>Pathology</td> </tr> <tr> <td>3683</td> <td>Telemedicine</td> <td>Teleradiology</td> </tr> <tr> <td>3686</td> <td>Telemedicine</td> <td>Teleradiology</td> </tr> <tr> <td>7194</td> <td>Active</td> <td>Ophthalmology</td> </tr> <tr> <td>7245</td> <td>AH:I</td> <td>Anesthesia</td> </tr> <tr> <td>3684</td> <td>Telemedicine</td> <td>Teleradiology</td> </tr> <tr> <td>3236</td> <td>Active</td> <td>IM and EM</td> </tr> <tr> <td>3873</td> <td>AH:I</td> <td>Behavioral Health</td> </tr> <tr> <td>3960</td> <td>Telemedicine</td> <td>Teleradiology</td> </tr> </tbody> </table>	Practitioner #	Category	Privilege	4144	Locum Tenens Only	OB/GYN	4143	AH:I	CNM	4156	Telemedicine	Teleradiology	4140	AH:I	Behavioral Health	4145	Locum Tenens Only	OB/GYN	4154	AH:I	CNM	Practitioner #	Category	Privilege	4070	AH:I	Behavioral Health	4064	AH:I	Behavioral Health	4066	AH:I	Behavioral Health	4073	AH:I	Behavioral Health	4068	AH:I	Behavioral Health	4069	AH:I	Behavioral Health	Practitioner #	Category	Privilege	3768	Affiliate	Emergency Medicine	3691	Telemedicine	Teleradiology	3771	Telemedicine	Teleradiology	3682	Telemedicine	Teleradiology	3941	Active	Pediatrics	3864	Affiliate	Pathology	3683	Telemedicine	Teleradiology	3686	Telemedicine	Teleradiology	7194	Active	Ophthalmology	7245	AH:I	Anesthesia	3684	Telemedicine	Teleradiology	3236	Active	IM and EM	3873	AH:I	Behavioral Health	3960	Telemedicine	Teleradiology	<p>A motion was made by Michael Hemesath and seconded by Sarah Carlsen to accept the recommendations from the Medical Executive Committee as presented. Motion carried.</p>	<p>Closed</p>
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<ul style="list-style-type: none"> EHR Report 	<p>Vern Lougheed, Director of IT/ITS, provided and update on the go-live of the new electronic health record software implementation and current state.</p> <p>Dr. Seper also thanked all of those involved in the implementation process and commented that this software assists greatly in helping patients with more ease.</p>	Information only.	Closed.
Executive and Committee Reports			
<ul style="list-style-type: none"> CEO Report 	<p>Steve Underdahl, CEO, reported on the following:</p> <p><u>COVID-19 Update:</u></p> <ul style="list-style-type: none"> Community transmission rates remain high throughout counties in Minnesota. Local hospitalization numbers have vacillated. <p><u>Strategic update:</u></p> <ul style="list-style-type: none"> EHR go-live is going well. Thank you to the team! Staffing challenges continue. This continues to cause a delay in the opening of the NH+C urgent care. Multi-disciplinary groups continue to make great strides. <p><u>Operations update:</u></p> <ul style="list-style-type: none"> Volumes continue to be uneven. Staffing continues to be rate limiting and expensive. Other inflationary pressures continue to have a negative impact. The new EHR conversion will result in negative short term operational impact. <p><u>Policy</u></p> <ul style="list-style-type: none"> Steve Underdahl participated in rural health taskforce with Angie Craig. A new 9-8-8 crisis and mental health resource line has been established and will be beneficial. Northfield Hospital was recognized in Becker's Hospital review to be among 429 hospitals from CMS' nationwide report with a 5-star rating. 	Information only.	Closed.
<ul style="list-style-type: none"> Financial Report 	<p>Scott Edin, CFO was not able to share June financials due to delay with implantation of the new EHR.</p> <p>These results will be shared at the August 18th Board meeting.</p>	Information only.	Closed.

Issue/Problem	Discussion/Conclusions	Action	Follow-up/Resolution
<ul style="list-style-type: none"> Budget & Finance Committee Verbal Report 	<p>Fred Rogers shared a brief summary regarding the financing options reviewed at this Budget & Finance Committee meeting. NH+C will use this financing to replenish funds used for previous projects.</p>	<p>Information only.</p>	<p>Closed.</p>
<ul style="list-style-type: none"> Roundtable, Announcements and Questions 	<ul style="list-style-type: none"> Nothing shared. 	<p>Information only.</p>	<p>Closed.</p>
<ul style="list-style-type: none"> Closed Session 	<p>Prior to the start of Closed session, everyone was excused from the meeting except board members.</p> <p>At 6:22 pm the Board went into Closed Session pursuant to Minn. Stat. CH. 13D.05 Subd.3(b), which permits closure for attorney-client privileged communications.</p>	<p>Motion made by Sarah Carlsen and seconded Robert Morrison to move into the closed session. Motion carried.</p>	<p>Closed.</p>
<ul style="list-style-type: none"> Adjourn 	<p>The meeting was adjourned at 6:46 p.m.</p>	<p>Motion made by Sarah Carlsen and seconded by Charlie Mandile to adjourn meeting. Motion carried.</p>	<p>Closed.</p>