

MEETING MINUTES RECORD

Meeting: Board of Directors – Virtual Meeting during COVID-19 Pandemic
Date: November 17, 2022
Location: Virtual Meeting
Start time: 5:04 pm
Adjourn time: 6:56 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, ITS

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 5:04 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- (10/27/22) • Meeting minutes (accepted) <ul style="list-style-type: none"> ✓ Governance & Planning Committee (10/25/22) ✓ Budget & Finance Committee (10/20/22) 	<p>A motion was made by CC Linstroth and seconded by Sarah Carlsen to approve the regular and consent agendas as presented. Motion carried.</p>	<p>Closed.</p>
<ul style="list-style-type: none"> • Reports 			
<p>1. Hospital Chief of Staff Report</p>	<p>Dr. Monty Seper commented on influx of patients and the lack of ability to transfer most days and the effects this has on staff.</p> <p>Thank you to all staff and their families for your commitment to providing great care to our communities.</p>	<p>Information only.</p>	<p>Closed</p>

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<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="378 331 922 762"> <thead> <tr> <th>Practitioner #</th> <th>Category</th> <th>Privilege</th> </tr> </thead> <tbody> <tr><td>4159</td><td>AH:I</td><td>CRNA</td></tr> <tr><td>4160</td><td>AH:I</td><td>CRNA</td></tr> <tr><td>4158</td><td>Active</td><td>OBGYN</td></tr> <tr><td>4165</td><td>AH:I</td><td>NP- Peds</td></tr> <tr><td>4166</td><td>Affiliate</td><td>Cardiology MHI</td></tr> <tr><td>4161</td><td>Telemedicine</td><td>Teleradiology</td></tr> <tr><td>4164</td><td>AH:I</td><td>Behavioral Health</td></tr> <tr><td>4163</td><td>AH:I</td><td>Behavioral Health</td></tr> <tr><td>4162</td><td>AH:I</td><td>PA- Pathology</td></tr> </tbody> </table> <p>Reappointments</p> <table border="1" data-bbox="378 835 922 1402"> <thead> <tr> <th>Practitioner #</th> <th>Category</th> <th>Privilege</th> </tr> </thead> <tbody> <tr><td>3899</td><td>Affiliate</td><td>Cardiology/ IM</td></tr> <tr><td>3679</td><td>Telemedicine</td><td>Teleradiology</td></tr> <tr><td>7202</td><td>Affiliate</td><td>Plastic Surgery</td></tr> <tr><td>3862</td><td>AH:I</td><td>PA-C Perinatology</td></tr> <tr><td>7454</td><td>Telemedicine</td><td>Teleradiology</td></tr> <tr><td>7365</td><td>Active</td><td>Internal Medicine</td></tr> <tr><td>7366</td><td>Affiliate</td><td>Cardiology</td></tr> <tr><td>3737</td><td>Affiliate</td><td>Sleep Medicine</td></tr> <tr><td>3893</td><td>Telemedicine</td><td>Teleradiology</td></tr> <tr><td>7457</td><td>Telemedicine</td><td>Teleradiology</td></tr> <tr><td>3970</td><td>Active</td><td>Radiology</td></tr> <tr><td>3733</td><td>Affiliate</td><td>Medical Oncology</td></tr> <tr><td>3331</td><td>Active</td><td>Emergency Medicine</td></tr> <tr><td>7456</td><td>Active</td><td>OBGYN</td></tr> <tr><td>3977</td><td>AH:I</td><td>Nurse Practitioner</td></tr> </tbody> </table> <p>Category Change Request</p> <table border="1" data-bbox="378 1465 922 1570"> <thead> <tr> <th>Practitioner #</th> <th>Category</th> <th>Privilege</th> </tr> </thead> <tbody> <tr> <td>4016</td> <td>Telemedicine to Affiliate</td> <td>Pathology</td> </tr> </tbody> </table> <p>Provisional Status</p> <table border="1" data-bbox="378 1633 922 1843"> <thead> <tr> <th>Practitioner #</th> <th>Category</th> <th>Privilege</th> </tr> </thead> <tbody> <tr><td>4118</td><td>Telemedicine</td><td>Teleradiology</td></tr> <tr><td>4096</td><td>Telemedicine</td><td>Teleradiology</td></tr> <tr><td>4097</td><td>Telemedicine</td><td>Teleradiology</td></tr> <tr><td>4089</td><td>Telemedicine</td><td>Teleradiology</td></tr> <tr><td>4095</td><td>Telemedicine</td><td>Teleradiology</td></tr> </tbody> </table>	Practitioner #	Category	Privilege	4159	AH:I	CRNA	4160	AH:I	CRNA	4158	Active	OBGYN	4165	AH:I	NP- Peds	4166	Affiliate	Cardiology MHI	4161	Telemedicine	Teleradiology	4164	AH:I	Behavioral Health	4163	AH:I	Behavioral Health	4162	AH:I	PA- Pathology	Practitioner #	Category	Privilege	3899	Affiliate	Cardiology/ IM	3679	Telemedicine	Teleradiology	7202	Affiliate	Plastic Surgery	3862	AH:I	PA-C Perinatology	7454	Telemedicine	Teleradiology	7365	Active	Internal Medicine	7366	Affiliate	Cardiology	3737	Affiliate	Sleep Medicine	3893	Telemedicine	Teleradiology	7457	Telemedicine	Teleradiology	3970	Active	Radiology	3733	Affiliate	Medical Oncology	3331	Active	Emergency Medicine	7456	Active	OBGYN	3977	AH:I	Nurse Practitioner	Practitioner #	Category	Privilege	4016	Telemedicine to Affiliate	Pathology	Practitioner #	Category	Privilege	4118	Telemedicine	Teleradiology	4096	Telemedicine	Teleradiology	4097	Telemedicine	Teleradiology	4089	Telemedicine	Teleradiology	4095	Telemedicine	Teleradiology	<p>A motion was made by Jamie Reister and seconded by Robert Morrison 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"> Presentations 			
<ul style="list-style-type: none"> Nursing/Patient Care Update: Long Term Care 	<p>Tammy Hayes, CNE, provided an annual update on NH+C Long term Care services. Her presentation included trending data and was included in the meeting packet.</p>	Information only.	Closed.
<ul style="list-style-type: none"> Creative Staffing 	<p>Jerry Ehn, COO, provided an update on some creative staffing /recruiting efforts occurring as a result of current staffing shortages.</p> <p>Highlighted efforts included:</p> <ul style="list-style-type: none"> Exploring the creation of some entry level healthcare career training programs. Working with other Northfield and Rice County agencies to identify career paths and barriers. Due to CMA training programs attendance being down, NH+C has developed a new position, Care Team Assistant, to provide much needed support to the CMA's we do have. NH+C has piloted a program to temporarily hire people and train them as Emergency Medical Technicians and has recruited 2 of the 6 that were enrolled. This program helps to create a build pathways to other positions at NH+C like EMT's, Paramedics, CTA, Phlebotomists, Transportation EMR's and potentially Nursing assistants. 	Information only.	Closed.
<p>Executive and Committee Reports</p>			
<ul style="list-style-type: none"> CEO Report 	<p>Steve Underdahl, CEO, reported on the following:</p> <p><u>Clinical Update:</u></p> <ul style="list-style-type: none"> Upper respiratory diseases are on the rise, particularly for children. This trend is stretching resources across the state. MN Children's hospitals have been at or beyond capacity making transferring children difficult. As a result, a team is developing a surge plan to do our part in caring for sick children. <p><u>Strategic update:</u></p> <ul style="list-style-type: none"> NH+C Urgent Care continues to exceed expectations. Workforce issues are still pressing. Mental Health and Addiction options continue to be explored and vetted. 	Information only.	Closed.

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	<p><u>Operations update:</u></p> <ul style="list-style-type: none"> EHR mitigation efforts are continuing. Progress on revenue backlog due to EHR implementation continues. Currently working with CLA on securing tools and analytics. <p><u>Policy update:</u></p> <ul style="list-style-type: none"> Election results didn't turn out the way most experts thought. Policy implications will likely start to emerge after the first of the year. 		
<ul style="list-style-type: none"> Financial Report 	<p>Scott Edin, CFO was not able to share October financials due to delay with implementation of the new EHR.</p> <p>Scott Edin, CFO presented the September financial report.</p> <p><u>September Key Drivers</u></p> <ul style="list-style-type: none"> Inpatient Admits were 5% under forecast Emergency Dept visits were 17% over forecast Surgery procedures were 11% over forecast <p><u>Financial Outcomes</u></p> <ul style="list-style-type: none"> Gross Operating Revenues were up \$767K over forecast Deductions were \$705K over forecast Bad Debt was \$156K over forecast Net Revenues were \$94K under forecast Operating expenses were \$183K over forecast Resulting in a Net Operating Loss of \$621K 	Information only.	Closed.
<ul style="list-style-type: none"> Governance & Planning Committee (verbal report) 	<p>Fred Rogers, chair, provided a brief summary of the Governance & Planning Committee meeting from October 25th.</p> <p>Per the Committee's minutes from the meeting included in the packet, Fred Rogers brought forward his recommendation for consideration with the full board to continue to allow the board meetings for 2023 to meeting remotely with some face-to-face meetings a few times a year. This would allow many to continue to remain active on our board with busy schedules. The benefit of participating remotely in meetings has greatly allowed a better work/life balance for many.</p> <p>Following much discussion with this proposed concept, it was asked if the Hospital can</p>	<p>Steve Underdahl will work with Teresa Knoedler, legal counsel, to review any meeting requirements that prevent these meetings from occurring in person.</p> <p>Any findings will be brought to the next board meeting.</p>	<p>Further discussion at the December board meeting.</p> <p>Legal counsel will review any related requirements.</p>

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	<p>decide to continue meeting remotely if the pandemic is no longer a factor.</p> <p>Staff present from NH+C commented that the hospital does operate under different guidelines with constant exposure to illnesses. Outside meeting exposure is still limited and staff is still required to wear masks as well.</p>		
<ul style="list-style-type: none"> • Community Relations Committee (verbal report) 	<p>CC Linstroth provided the below updates from the 11/15/22 Community Relations Committee.</p> <ul style="list-style-type: none"> • Robust conversation was had in finalizing the committees' job description. • The committee reviewed the community donation requests and CC wanted to thank NH+C and the Budget & Finance committee for their gracious participation in allowing funds to be used in the communities that we serve. • Betsy Spethmann wanted to say a big thank you to all the efforts and passion that CC Linstroth has brought to this committee, and how amazing we have been to have her as a chair of this committee, as this is her last committee meeting. • Steve Underdahl also took a moment to extend his gratitude to CC Linstroth for being so passionate about the care we can help provide to our communities and the outreach support she has provided over the years. She has been a great thought partner and her tenacity is wonderful. 	Information only.	Closed.
<ul style="list-style-type: none"> • Roundtable, Announcements and Questions 	<ul style="list-style-type: none"> • Rhonda Pownell highlighted the holiday social event for boards and commissions members on 12/13. 	Information only.	Closed.
<ul style="list-style-type: none"> • Adjourn 	The meeting was adjourned at 6:56 p.m.	Motion made by CC Linstroth and seconded by Robert Morrison to adjourn meeting. Motion carried.	Closed.