

Meeting Minutes Record

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

Date: April 28, 2022, 2022

Location: Virtual Meeting

Start Time: 5:04pm

End Time: 7:50pm

Board Members Present: Fred Rogers- Board Chair, Sarah Carlsen- Vice-Chair, Rick Estenson, Michael Hemesath, CC Linstroth, Charlie Mandile (joined later), Robert Morrison, Rhonda Pownell, Jami Reister

Staff Present: Steve Underdahl- CEO, Jerry Ehn- COO, Monty Seper, Scott Edin- CFO, Tammy Hayes- CNE, Kelly Velander (Recorder), Vern Loughheed

Others Present: Teresa Knoedler- Legal Counsel

Board Members Absent:

Staff Absent: Jeff Meland- CMO, Betsy Spethman- Director of Community Relations

Others Absent: Ben Martig- City Administrator

Call to Order and Approval of the Agenda

The board meeting was called to order by Fred Rogers at 5:04 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. A closed session will follow the open meeting pursuant to Minn. Stat. CH. 13D.05 Subd.3(b), which permits closure for attorney-client privileged communications and also pursuant of Minn. Stat. 144.581, subd. 5 Marketing: marketing activity related to the Hospital's competitive position with other health care providers that offer similar services.

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

- Meeting minutes (approve)
 - Board Meeting- (March 31, 2022)
- Meeting minutes (accepted)
 - Budget & Finance Committee (April 21, 2022)
 - Quality Board Committee (March 28, 2022)
 - CEO Evaluation Summary from February Closed Session

- Informational only
 - Emergency Medical Treatment and Labor Act (EMTALA) Policy

Action: A motion was made by CC Linstroth and seconded by Robert Morrison to approve the regular and consent agendas 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

The medical staff applications from the Credentials Committee were presented for approval.

Appointments:

- 4137: AH:I, Certified Nurse Midwife
- 4130: Telemedicine, Teleradiology
- 4138: AH:I, Behavioral Health
- 4132: AH:I, Nurse Practitioner
- 4128: AH:I, Behavioral Health
- 4131: Active, OBGYN-Locum
- 4129: AH:I, Behavioral Health

Provisional Status:

- 4071: Affiliate, Internal Medicine

Reappointments:

- 7166: Active, Family Medicine with OB
- 2622: Telemedicine, Teleradiology
- 3945: Affiliate, Internal Medicine
- 4034: AH:D, Physician Assistant
- 2623: Telemedicine, Teleradiology
- 3943: Active, OBGYN
- 3844: AH:D, Radiation Oncology
- 3949: Active, Plastic Surgery

Action: A motion was made by Michael Hemesath and seconded by Jami Reister to accept the recommendations from the Medical Executive Committee as presented. Motion carried. Follow-up/Resolution: Closed.

Presentations/Discussions/Action Items

Nursing/Patient Care Update

Tammy Hayes, CNE, provided the following Nursing/Patient Care updates regarding the Patient and Family Advisory Committee (PFAC), Cancer Care Accreditation process and the Birth Center -Live Video Chat.

- The Patient & Family Advisory Council (PFAC) continues to meet quarterly virtually. The council includes 6 patient partners, 3 staff members, a patient advocate and perspectives from patients. The projects that have resulted from these meetings continues to provide better outcomes for patient experiences.
- The Birth Center has replaced the in-person tours throughout the pandemic with Live Video tours of the Birth Center. This has been well-received. These tours include topics such as what to expect when you arrive, labor positions and tools, how to choose a pediatric provider, the guidelines for visitors and allows time for live chats and questions.
- The Cancer Care Accreditation process continues, with a target of application by fall of 2022. Accreditation will allow NH+C to provide a comprehensive, quality approach to cancer treatments for patients.

Action: Information only.

Follow-up/Resolution: Closed.

Executive and Committee Reports

CEO Report

Steve Underdahl, CEO, reported on the following:

COVID-19 Update:

Things are better this month.

Strategic update:

- NH+C Urgent Care launch is mostly ready. Waiting for final hires.
- DEI Council continues to perform organizational assessment and develop priorities.
- Work has resumed to develop a drafted comprehensive plan about social determinants of health.
- Kicked off the framing of the future workforce plan with leadership group.

- A multidisciplinary group has been assembled to assess and identify potential priorities and areas of focus around mental health care.
- A team has also been gathered to analyze data to develop an assessment on the hospital scope of practice and acuity for NH+C.
- Excited to announce that the NH+C Foundation has formally launched, and the website is up and running to accept donations from both employees and members of our community. Information on how you can support NH+C is located here <https://www.northfieldhospital.org/northfield-hospital-foundation>

Operations update:

- Financial results are still soft as we emerge from the pandemic.
- NH+C has added specialized Back, Neck and Spine Care in our Orthopedic Clinic starting on April 18th. This comprehensive approach to care has been added through a partnership with the Twin Cities Spine Center and NH+C Providers.
- Talent acquisition and retention continue to be challenging across our enterprise and across the State of Minnesota.
- Inflationary pressures continue to impact expenses.
- The property sale of the Elko New Market land to Kwik Trip closed on 4/26 with proceeds of \$800,000.

Policy:

- Steve attended the annual American Hospital Association meeting in Washington D.C. this week. Met with several members of the MN Congressional delegation.

Action: Information only.

Follow-up/Resolution: Closed.

Financial Report

Scott Edin, CFO presented the March financial report.

March Key Drivers

- Inpatient Admits were 13% under forecast
- Emergency Dept visits were 7% under forecast
- Surgery procedures were 3% under forecast

Financial Outcomes:

- Gross Revenues were \$955K under forecast
- Deductions were \$415K under forecast
- Bad Debt was \$195K over forecast
- Net Operating Revenues were \$735K under forecast
- Operating expenses were \$349k under forecast

- Resulting in a Net Operating Loss of \$322K

Action: Information only.

Follow-up/Resolution: Closed.

Quality Dashboard Report

Sarah Carlsen shared the Quality Board dashboard.

Action: Information only.

Follow-up/Resolution: Closed.

Budget and Finance Committee Verbal Report

Fred Rogers shared a summary of the April Budget and Finance Committee meeting.

Action: Information only.

Follow-up/Resolution: Closed.

Roundtable, Announcements and Questions

No announcements.

Action: Information only.

Follow-up/Resolution: Closed.

Closed Session

Prior to the start of Closed session, everyone was excused from the meeting except board members.

At 6:40 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 and also pursuant of Minn. Stat. 144.581, subd. 5 Marketing: marketing activity related to the Hospital's competitive position with other health care providers that offer similar services.

Action: Motion made by Sarah Carlsen and seconded Michael Hemesath to move into the closed session. Motion carried.

Follow-up/Resolution: Closed.

Adjourn

The meeting was adjourned at 7:50 p.m.

**Action: Motion made by Robert Morrison and seconded by Sarah Carlsen to adjourn meeting.
Motion carried.**

Follow-up/Resolution: Closed.