

Meeting Minutes Record

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

Date: January 27, 2022

Location: Virtual Meeting

Start Time: 5:08 pm

End Time: 7:39 pm

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

Staff Present: Steve Underdahl- CEO, Jerry Ehn- COO, Jeff Meland- CMO, Monty Seper, Scott Edin- CFO, Tammy Hayes- CNE, Betsy Spethman- Director of Community Relations, Kelly Velandar (Recorder), Vern Lougheed

Others Present: Teresa Knoedler- Legal Counsel, David Emery- LWV

Board Members Absent:

Staff Absent:

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 5:08 p.m.

It was determined that it is 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.

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

- Meeting minutes (approve)
 - Board Meeting – (December 16, 2021)
- Meeting minutes (accepted)
 - Quality Board Committee (December 16, 2021)
- Board Committee Membership and Officers (approve)

Action: A motion was made by CC Linstroth and seconded by Rhonda Pownell to approve the regular and consent agendas as presented. Motion carried.

Follow-up/Resolution: Closed.

Introduction to New Board Members

Fred Rogers welcomed and presented the four new members of the NH+C Board below.

- Michael Hemesath
- Robert Morrison
- Rhonda Pownell
- Dr. Jami Reister

Action: Information only.

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:

- Practitioner 4125: Telemedicine, eHospitalist
- Practitioner 4126: Telemedicine, eHospitalist

Reappointments:

- Practitioner 7080: Refer and Follow, Refer and Follow
- Practitioner 3760: Active, EM
- Practitioner 3926: AH:I, Behavioral Health
- Practitioner 3939: Affiliate, Pathology
- Practitioner 3962: AH:I, Behavioral Health
- Practitioner 3942: Telemedicine, Teleradiology
- Practitioner 4027: AH:I, Behavioral Health
- Practitioner 2739: Active, Ophthalmology
- Practitioner 3717: Affiliate, Internal Medicine
- Practitioner 3938: AH:D, Physician Assistant

Request for Additional Privileges:

- Practitioner 4001: Active, General Surgery
- Practitioner 3769: Active, General Surgery
- Practitioner 3236: Active, eHospitalist

Action: A motion was made by Robert Morrison and seconded by Sarah Carlsen to accept the recommendations from the Medical Executive Committee as presented. Motion carried.

Follow-up/Resolution: Closed.

Presentations/Discussions/Action Items

2021 Year in Review

The following items were shared in the 2021 Year in Review presentation given by Steve Underdahl, CEO.

- The COVID pandemic dominated the practice and our lives.
- COVID vaccines were more widely available.
- NH+C became leaders in vaccinations relative to our size around the State.
- NH+C has given out just under 25,000 doses of COVID vaccines and has given another 7,000 doses to other clinics.
- We reopened clinics and services that had been closed or reduced in scope due to pandemic.
- We were able to focus some of our efforts on growing our practice.
- The Wound Healing Center opened in March and ramped up quickly.
- The Birth Center expansion is being well utilized and has experienced a record year in 2021 with nearly 600 births.
- DELTA variant surge put increased stress and demand on community hospitals.
- Kenyon Clinic practice was established and is doing well.
- Patient volumes and financial results slowing began to increase.
- The Faribault practice building was purchased.
- The OMICRON variant emerged and became the dominant strain. As a result, record numbers of patients were seen in our clinics with COVID and non-COVID needs. Large tertiary and quaternary hospitals were overwhelmed. Trouble transferring sick and injured patients became largely the concern.

Action: Information only.

Follow-up/Resolution: Closed.

Capital Request: Ambulance Replacement

Jerry Ehn shared information on current state of the Ambulance fleet.

- Three of the five ambulances are in need of replacement. Original replacement schedule estimated only needing to replace one unit in 2022.
- Recent events are calling for an adjustment to the replacement plan. Noting the reliability of the freightliners and scarcity of ambulances.
- The proposed change would secure replacement of three ambulances, resulting in better pricing, guaranteed vehicle availability and improved reliability.
- Request is to approve the purchase of three ambulances to be delivered in 2022-23 for a price to not exceed \$1,023,600.00.

Action: A motion was made by CC Linstroth and seconded by Jami Reister to accept the recommendation as presented for the purchase of three ambulances for a price not to exceed \$1,023, 600.00. Motion carried.

Follow-up/Resolution: Closed.

Executive and Committee Reports

CEO Report

Steve Underdahl, CEO, reported on the following:

COVID-19 Update:

- End of December and most of January was pretty tough.
- High number of hospitalized COVID patients on our COVID unit continues.
- Transferring patients is still difficult.
- 'Defend in Place' planning is taking place.
- Visitation restrictions are back in place.

Strategic update:

- EHR still on track for a summer 2022 Go-Live.
- eHospitalist program is working well and adding value.

Operations update:

- Very busy Q4.
- Surgeries are accessed daily and postponed and rescheduled as needed.
- There has been a steady stream of cyber-attack threats.
- Kenyon clinic volumes continue to grow.
- Northfield Urgent Care clinic is targeted to open end of Q1.
- Staffing shortages have stressed the system both in Northfield and around the State.

Action: Information only.

Follow-up/Resolution: Closed.

Financial Report

Scott Edin, CFO, presented the December financial report:

December Key Drivers:

- Inpatient Admits were 6% under forecast.
- Emergency Dept visits were 7% under forecast.
- Surgery procedures were 2% over forecast.

Financial Outcomes:

- Net Operating Revenues were \$1.4M over forecast.
- Gross Revenues were \$2.3M over forecast.
- Deductions were \$757K over forecast.
- Bad Debt was \$100K over forecast.

Financial Notes:

- Recognized \$300K of COVID grants.
- Investment losses were \$478K for the month.
- Purchased services of \$89K to Mayo for COVID testing; our purchase of two analyzers has helped reduce this cost.

Action: Information only.

Follow-up/Resolution: Closed.

Board Quality Committee Dashboard Summary

Sarah Carlsen shared the quality dashboard summary.

Action: Information only.

Follow-up/Resolution: Closed.

Roundtable, Announcements and Questions

Those board members that attended the MHA Trustee conference, shared reflections.

Action: Information only.

Follow-up/Resolution: Closed.

Adjourn

The meeting was adjourned at 7:39pm.

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

Follow-up/Resolution: Closed.