



Meeting Minutes Record

Meeting: Board of Directors – Hybrid: In-Person/Virtual Meeting

Date: September 28, 2023

Location: Virtual Meeting

Start Time: 5:09pm

End Time: 8:08pm

Board Members Present: Michael Hemesath- Vice-Chair, Rick Estenson, Robert Morrison, Crystal Mulvihill, Rhonda Pownell, Jami Reister, Fred Rogers

Staff Present: Steve Underdahl- CEO, Jerry Ehn- COO, Monty Seper, Ben Flannery- MD, Eric Guth- Interim CFO, Tammy Hayes- CNE, Betsy Spethman- Director of Community Relations, Kelly Velandar (Recorder), Vern Lougheed- ITS

Others Present: Teresa Knoedler- Legal Counsel

Board Members Absent: Sarah Carlsen- Board Chair (participate as observer only), Katie Lane

Staff Absent: Jeff Meland- CMO

Others Absent: Ben Martig- City Administrator

Call to Order and Approval of the Agenda

Due to unfortunate circumstances, board chair Sarah Carlsen joined the meeting virtually and per statute that requires prior notice and address location for reasons needing to attend virtually, she will be participating in this meeting as an observer.

The board meeting was called to order by vice chair Michael Hemesath at 5:09 p.m.

Meetings will now take place in hybrid format. Board members that joined virtually were: Fred Rogers.

The locations of board members attending by electronic means were included in the public notice of the meeting.

Michael also announced that at the conclusion of the open session meeting, there will be a closed session pursuant of Minn. Stat. 144.581, subd.5 Marketing: To discuss marketing activity related to the hospitals 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- (August 24, 2023)
- Meeting minutes (accepted)
 - Community Relations Committee (August 22, 2023)
- Policies/Other (accepted)
 - Verification of licensure for Practitioner ordering test and procedures policy
 - Medical Staff impairment policy
 - Medical staff temporary privileges policy
 - Quality Improvement policy and program
 - Annual review of contracted services
 - Annual report on MN Attorney General Agreement on Hospital's on Debt Collection

Action: Paste the action (Arial 11pt font, bold, Heading 3 text style)

Follow-up/Resolution: Closed.

Reports

Hospital Chief of Staff Report

No updates provided.

Action: Information only.

Follow-up/Resolution: Closed.

Approval of Applications for Medical Staff Membership/Privileges

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

Appointments:

- 4226 AH:I, Certified Nurse Midwife
- 4229 Active, Family Medicine w/ OB
- 4230 Telemedicine, Teleradiology
- 4245 AH:I, CRNA
- 4248 AH:I, Behavioral Health
- 4249 AH:I, Behavioral Health
- 4250 AH:I , Behavioral Health
- 4246 Affiliate, Internal Medicine
- 4247 Affiliate, Internal Medicine

Reappointments:

- 3927 Active, Anesthesia

- 3884 AH:D, OMS Dental Assistant
- 4083 Locum, OBGYN
- 3818 AH:I, Behavioral Health
- 4005 Affiliate, FMOB
- 3503 Telemedicine, Teleradiology
- 7244 Telemedicine, Teleradiology
- 3755 Affiliate, Cardiology
- 3799 Affiliate, Oral Surgery
- 4089 Telemedicine, Teleradiology
- 3924 AH:I, Nurse Practitioner
- 3923 AH:I, Behavioral Health

Action: A motion was made by Jami Reister and seconded by Rick Estenson to approve the medical staff files as presented. Due to members of the board participating virtually, a roll call vote was also performed. Motion carried.

Follow-up/Resolution: Closed.

Presentations/Discussions/Action Items

Hospital/City Playbook changes

The most recent changes made to the Hospital/City Playbook were included in the board materials and reviewed by Steve Underdahl, CEO. The recent changes will better align the hospital board appointment process with recent calendar modifications.

Action: A motion was made by Crystal Mulvihill and seconded by Robert Morrison to approve the playbook changes as presented. Due to members of the board participating virtually, a roll call vote was also performed. Motion carried. Take changes to the City Council meeting on 10/3/23 for approval.

Follow-up/Resolution: Closed.

Lonsdale Clinic updates

Jerry Ehn, COO, provided current updates on the Lonsdale clinic closure/consolidation of services.

- This clinic closure/consolidation was announced on September 19th and was part of the NH+C budget recover plan.
- Next steps were discussed and include implementing the relocation plan, finalization of employment opportunities for staff involved, repurpose of the equipment and start the sale process for the building/land.

Action: Information only.

Follow-up/Resolution: Closed.

Executive and Committee Reports

CEO Report

Steve Underdahl, CEO, reported on the following:

Strategic Update:

- Financial mitigation efforts continue to be the primary focus.
- The Lonsdale clinic closure/consolidation efforts are in motion.
- Mental health project is making progress. These counseling services will be provided by the Cashman group who will be leasing space in our Faribault Clinic location soon.

Operations Update:

- Mitigation plans may drive up expenses in the short term.
- We have sunset the temporary travelers program as well as the shift bonuses. The impact of these changes should be reflected in the October financials.
- In speaking with other hospital CEO's, others are experiencing the same pressures.
- We have added two new providers recently, Dr. Allison McCarter M.D., provides Ob/Pregnancy care and Dawn DeBus MMS, PA-C Hospitalist.
- The Northfield Urgent Care Clinic on Jefferson Road will be offering expanded hours of service now 7 days a week (8:30a-7:30p Mon-Fri and 8:30a-3:30p Sat/Sun) beginning on 10/9.

Policy Update:

- Making adjustments to new workplace violence requirements for reporting mandate.
- Meeting next week with a community group that is interested in engaging the hospital regarding the expansion of Minnesota Care.

Action: Information only.

Follow-up/Resolution: Closed.

Financial Report

Eric Guth, CFO, presented the (month) financial report.

August Key Drivers:

- Inpatient Admits were 20% over forecast.
- Emergency Dept visits were 3% over forecast.
- Surgery procedures were 6% over forecast.

Financial Outcomes:

- Gross Operating Revenues were \$2.7M over forecast.
- Deductions were \$2.4M over forecast.

- Bad Debt was \$117K over forecast.
- Net Revenues were \$264K over forecast.
- Operating expenses were \$403K over forecast.
- Net operating loss was \$815K vs. a forecast loss of \$645K.

Action: Information only.

Follow-up/Resolution: Closed.

Quality Committee report

Sarah Carlsen provided a brief update from the recent Quality Committee meeting.

- Thank you to Ann Reuter for all of her time at NH+C as she retires. Maari Schwering will now be her replacement.
- Discussed quality improvement projects.
- Shared the process involved with social determinants of health (SDOH) and the steps NH+C is taking to better assess the barriers to those we serve.
- Telestroke and Teleneurology services now available are really helping extend the care we provide at NH+C.

Action: Information only.

Follow-up/Resolution: Closed.

Roundtable, Announcements and Questions

No items shared.

Action: Information only.

Follow-up/Resolution: Closed.

Closed Session

A brief break was taken prior to the start of Closed session, everyone was excused from the meeting except board members.

At 6:54 pm the Board went into Closed Session pursuant to of Minn. Stat. 144.581, subd.5 Marketing: To discuss marketing activity related to the hospitals competitive position with other health care providers that offer similar services.

Action: A motion was made by Rick Estenson and Jami Reister to move into Closed Session. A roll call vote was performed. Motion carried.

Follow-up/Resolution: Closed.

Adjourn

The meeting was adjourned at 8:08 p.m.

Action: A motion was made by Crystal Mulvihill and seconded by Rick Estenson to adjourn the open meeting session. A roll call vote was performed. Motion carried.

Follow-up/Resolution: Closed.