

# MEETING MINUTES RECORD

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

Date: December 16, 2021 Location: Virtual Meeting

Start time: 5:05 pm Adjourn time: 7:55 pm

**Board Members:**

- Fred Rogers, Board Chair
- Sarah Carlsen, Vice-Chair
- CC Linstroth
- Charlie Mandile
- Jessica Peterson White
- Bob Shepley, MD
- Rick Estenson

**Staff:**

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

**Others:**

- Rhonda Pownell, Mayor
- Ben Martig, City Administrator
- Teresa Knoedler, Legal Counsel
  
- David Emery, LWV

**Guests:**

- \*Kip Sullivan, Advisory Board of Health Care For All MN

Issue/Problem	Discussion/Conclusions	Action	Follow-up/Resolution
<ul style="list-style-type: none"> <li>• Call to Order and Approval of the Agenda</li> </ul>	<p>The board meeting was called to order by Fred Rogers at 5:05 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>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.</p> <p>Items on the consent agenda (available on the portal):</p> <ul style="list-style-type: none"> <li>• Meeting minutes (approve)               <ul style="list-style-type: none"> <li>✓ Board Meeting – 11/18/21</li> </ul> </li> <li>• Meeting minutes (accepted)               <ul style="list-style-type: none"> <li>✓ Community Relations Committee (11/16/21)</li> </ul> </li> <li>• Northfield Community Services Recreation Program Agreement (approve)</li> </ul>	<p>A motion was made by CC Linstroth and seconded by Robert Shepley to approve the regular and consent agendas as presented. Motion carried.</p>	<p>Closed.</p>
<ul style="list-style-type: none"> <li>• Reports</li> </ul>			
<p>1. Hospital Chief of Staff Report</p>		<p>No updates provided.</p>	<p>Closed</p>

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<ul style="list-style-type: none"> <li>Approval of Applications for Medical Staff Membership/ Privileges</li> </ul>	<p>The medical staff applications from the Credentials Committee were presented for approval.</p> <p><b>Appointments</b></p> <table border="1" data-bbox="376 300 850 363"> <thead> <tr> <th>Practitioner #</th> <th>Category</th> <th>Privilege</th> </tr> </thead> <tbody> <tr> <td>4124</td> <td>Active</td> <td>EM</td> </tr> </tbody> </table> <p><b>Reappointments</b></p> <table border="1" data-bbox="376 453 868 898"> <thead> <tr> <th>Practitioner #</th> <th>Category</th> <th>Privilege</th> </tr> </thead> <tbody> <tr> <td>4021</td> <td>Active</td> <td>EM</td> </tr> <tr> <td>4024</td> <td>Telemedicine</td> <td>Teleradiology</td> </tr> <tr> <td>4023</td> <td>Telemedicine</td> <td>Teleradiology</td> </tr> <tr> <td>3808</td> <td>Active</td> <td>FM</td> </tr> <tr> <td>7127</td> <td>Active</td> <td>FM/ EM</td> </tr> <tr> <td>7334</td> <td>AH:I</td> <td>Anesthesia</td> </tr> <tr> <td>3761</td> <td>Active</td> <td>FM/EM</td> </tr> <tr> <td>3759</td> <td>Affiliate</td> <td>Pathology</td> </tr> <tr> <td>3936</td> <td>AH:I</td> <td>Behavioral Health</td> </tr> <tr> <td>4022</td> <td>AH:I</td> <td>Anesthesia</td> </tr> <tr> <td>4026</td> <td>AH:I</td> <td>Behavioral Health</td> </tr> </tbody> </table> <p><b>Provisional Status</b></p> <table border="1" data-bbox="376 1033 891 1115"> <thead> <tr> <th>Practitioner #</th> <th>Category</th> <th>Privilege</th> <th>Advance</th> <th>Extend</th> </tr> </thead> <tbody> <tr> <td>4042</td> <td>Active</td> <td>FM</td> <td>X</td> <td></td> </tr> </tbody> </table>	Practitioner #	Category	Privilege	4124	Active	EM	Practitioner #	Category	Privilege	4021	Active	EM	4024	Telemedicine	Teleradiology	4023	Telemedicine	Teleradiology	3808	Active	FM	7127	Active	FM/ EM	7334	AH:I	Anesthesia	3761	Active	FM/EM	3759	Affiliate	Pathology	3936	AH:I	Behavioral Health	4022	AH:I	Anesthesia	4026	AH:I	Behavioral Health	Practitioner #	Category	Privilege	Advance	Extend	4042	Active	FM	X		<p>A motion was made by Sarah Carlsen and seconded by Jessica Peterson White 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"> <li>Presentations/ Discussion / Action Items</li> </ul>																																																							
<ul style="list-style-type: none"> <li>Long Term Care Quality Update</li> </ul>	<p>Tammy Hayes, CNE provided the Long-Term Care Quality Update that is reviewed annually by the Board.</p>	<p>Information only.</p>	<p>Closed.</p>																																																				
<ul style="list-style-type: none"> <li>NH+C 2026 Visioning: A single payer future?</li> </ul>	<p>Kip Sullivan with the Advisory Board of Health Care for All, reviewed the debate about why the U.S. and Minnesota health care costs are high, the role that managed care has played in driving costs up, and the potential of a single-payer option.</p>	<p>Information only.</p>	<p>Closed.</p>																																																				
<p>Executive and Committee Reports</p>																																																							
<ul style="list-style-type: none"> <li>CEO Report</li> </ul>	<p>Steve Underdahl, CEO, reported on the following:  <b>COVID-19 Update:</b></p> <ul style="list-style-type: none"> <li>It's as bad as its been.</li> <li>Record ED volumes continue.</li> <li>NH+C is experiencing the highest number of hospitalized COVID patients on our COVID unit.</li> <li>MN has reached COVID 10,000 deaths.</li> </ul>	<p>Information only.</p>	<p>Closed.</p>																																																				

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	<ul style="list-style-type: none"> <li>Transferring patients is very challenging some days.</li> <li>Pediatric vaccination was held last Saturday.</li> <li>NH+C now has a Monoclonal Antibody Treatment program up and running.</li> <li>Omicron variant is still not well understood but likely to become more prevalent.</li> </ul> <p><u>Strategic update:</u></p> <ul style="list-style-type: none"> <li>EHR Implementation prep continues. On track for a summer 2022 Go-Live.</li> <li>eHospitalist program started and has gone well.</li> <li>Kenyon Clinic continues to do well.</li> <li>NH+C Urgent Care Clinic project is on pace for a February 2022 Go-Live.</li> </ul> <p><u>Operations update:</u></p> <ul style="list-style-type: none"> <li>Volumes are strong.</li> <li>Expenses associated with COVID, and staffing continue to grow.</li> <li>Out staff are tired and increasingly dealing with more tragic outcomes.</li> </ul>		
<ul style="list-style-type: none"> <li>Financial Report</li> </ul>	<p>Scott Edin, CFO, presented the November financial report</p> <p><u>November Key Drivers</u></p> <ul style="list-style-type: none"> <li>Inpatient Admits were 14% under forecast(admits were down but LOS was up)</li> <li>Emergency Dept visits were 5% under forecast</li> <li>Surgery procedures were 4% over forecast</li> </ul> <p><u>Financial Outcomes</u></p> <ul style="list-style-type: none"> <li>Net Operating Revenues were \$298K over forecast</li> <li>Gross Revenues were \$497k over forecast</li> <li>Deductions were \$261K over forecast</li> <li>Bad Debt was \$62K under forecast</li> </ul> <p><u>Financial Notes</u></p> <ul style="list-style-type: none"> <li>Recognized \$531K of COVID grants</li> <li>Investment losses were \$745K for the month</li> <li>Purchased services of \$31K were over plan</li> </ul>	Information only.	Closed.
<ul style="list-style-type: none"> <li>Roundtable, Announcements and Questions</li> </ul>	<p>Steve Underdahl and Fred Rogers acknowledged board members whose terms are ending for their dedication and service.</p> <ul style="list-style-type: none"> <li>Dr. Robert Shepley was recognized for not only his medial contributions to the Northfield community, but also his commitment to continue to offer his expertise as a NH+C Board member.</li> <li>Jessica Peterson White has been a valuable thought partner and</li> </ul>	Information only.	Closed.

Issue/Problem	Discussion/Conclusions	Action	Follow-up/Resolution
	outstanding board member of the NH+C, her contributions will be missed.		
<ul style="list-style-type: none"> <li>Closed Session</li> </ul>	<p>Prior to the start of Closed session, everyone was excused from the meeting except board members, administrative staff, the City Mayor and Administrator. At 7:24 pm the Board went into Closed Session pursuant to Minn. Stat. Ch. 13D.05, subd. 53(b), which permits closure for Attorney-Client privileged communications.</p>		
<ul style="list-style-type: none"> <li>Adjourn</li> </ul>	<p>The meeting was adjourned at 7:55 pm.</p>	<p>Motion made by Rick Estenson and seconded by Sarah Carlsen to adjourn meeting. Motion carried.</p>	<p>Closed.</p>