



North Dakota Hospital Association (NDHA) Board of Directors Meeting Minutes June 14, 2019

Directors Present: Keith Heuser, Jeff Herman, Reed Reyman, Pat Branco, Andrew Lankowicz, Tim Blasl, Darrold Bertsch*, and Alan O'Neil*.

Also Present: Jen Porter*, John Flink*, Melissa Hauer, Kelly Cermak, and Lori Schmautz.

*Present via telephone

A regular meeting of the Board of Directors of the North Dakota Hospital Association was called to order at 10:00 a.m., Central Time, on June 14, 2019, by Keith Heuser, Chair of the Board, at the NDHA office located at 1622 E. Interstate Avenue, Bismarck, ND. A quorum of directors was present.

A copy of the NDHA Anti-Trust Statement was included in the material sent to directors.

Mr. Heuser asked if there were any perceived or known conflicts of interest as per the items listed on the agenda for this meeting. There were none.

Agenda Approval: The agenda was reviewed and no changes or additions were made.

Action Items:

Board Minutes: Mr. Heuser presented to the Board for approval the minutes of the March 8, 2019 meeting. Upon a motion duly made, seconded, and adopted, the minutes were approved as written.

Financials: Kelly Cermak, Finance Manager, presented the April 2019, financial statements. Upon a motion duly made, seconded and adopted, the April 2019, financial statements were approved. Mr. Cermak mentioned that Mr. Troy Nelson from Edward Jones was scheduled to be at this meeting to review the investments but had to reschedule for personal reasons. Mr. Nelson will present at the next board meeting.

Choice Financial Account Agreement Resolution: Melissa Hauer explained the resolution which takes Jerry Jurena off all banking with Choice Financial and adds Ms. Hauer. Upon a motion duly made, seconded and adopted to accept the Choice Financial Account Agreement Resolution was approved.

Informational Reports:

AHA Advocacy: Jen Porter, American Hospital Association (AHA) Region Six Executive, gave a briefing on AHA's federal advocacy and regulatory issues. Ms. Porter mentioned that AHA is making a

change to the RPB structure. Effective January 2020 AHA will eliminate the RPB Alternate Delegate position.

Washington Update: John Flink, NDHA Federal Affairs Consultant, gave an update on what is happening in Washington, D.C. Several healthcare issues remain at the top of the congressional agenda: surprise billing, budget and appropriations. Budget caps and debt ceiling unresolved and needs to be done by October 1st or risk a government shut down. Mr. Flink mentioned additional highlights from the past few months.

Legislative Interim: Mr. Blasl and Ms. Hauer reviewed the 2019-2020 Legislative Interim Studies set over the next 18 months. NDHA will track two committees: Health Care and Human Services. Mr. Blasl mentioned that NDHA plans to continue to have the NDHA Legislative Committee meet monthly.

Nominating Committee: Mr. Heuser discussed the nominating committee process and responsibility. There will be six positions to be filled, four at-large and two AHA Regional Policy Board (RPB) positions. At-large openings are Nate White, Reed Reyman, Dr. Craig Lambrecht and Keith Heuser. Mr. White and Mr. Reyman were fulfilling terms and are eligible for reappointment. RPB positions ending December 31, 2019 are Darrold Bertsch, Delegate and Tim Saylor, Alternate Delegate.

The nominating committee recommends the following slate of nominees to be sent out by ballot to the NDHA membership for approval:

- At-large positions:
 - Reappointment of Nate White, CEO of Sanford Health Fargo and Reed Reyman, CEO of CHI St. Alexius Dickinson Health Center
 - Appointment of Brad Wehe, CEO of Altru Health System and Al Hurley, West Region COO of Essentia Health
- AHA RPB slate of nominees to be sent out by ballot to NDHA members that are also AHA members:
 - Dan Kelly, CEO of McKenzie County Health System appointed as Delegate
 - Kurt Schley, CEO of CHI St. Alexius Health appointed as Alternate Delegate

Upon a motion duly made, seconded and adopted to approve the slate of nominees to be placed on the ballot to be sent to the NDHA membership for vote was approved.

NDHA Subsidiary's: Mr. Blasl gave an update on the subsidiary activities of HSIolutions, GPO and Foundation.

Staff Reports:

President Report: Mr. Blasl reported on the legislative session's key highlights, the legislative interim plan and additional activities he will be working on.

Legal Activities: Ms. Hauer gave an update on the air ambulance lawsuit and CMS initiative to reduce administrative burdens. Deadline to submit public comments to CMS is August 12, 2019.

Other Business:

Retreat/Member Survey - Mr. Blasl mentioned having a board retreat in November after the new board members are confirmed. NDHA will do a member survey to guide the retreat.

Chair and Chair-Elect Process – Ms. Hauer explained the process of electing board chair and chair elect and does the board want to change how this is done. Board recommends this be an agenda item of discussion during the board retreat.

Board Attendance – Mr. Heuser mentioned as chair when members are not in the room it is challenging running a board meeting. Phone should be used as a last resort since we put out the dates of meetings a year in advance. Mr. Heuser mentioned it is board members fiduciary duty of loyalty and effort to NDHA to attend meetings.

Other - Mr. Reyman mentioned PAC fundraising and would like to see a fundraising fun event during the annual convention. Some suggestions were a golf outing, bowling night, casino night, or cornhole tournament. Staff will look into doing a fun fundraising event.

Adjournment: There being no further business, the board meeting was adjourned at 1:27 p.m. Central Time.

Lori Schmartz
Recording Secretary