



#### Vision

*The North Dakota Hospital Association will take an active leadership role in major Healthcare issues.*

#### Mission

*The North Dakota Hospital Association exists to advance the health status of persons served by the membership.*

## North Dakota Hospital Association Board of Directors Meeting Minutes June 19, 2020

A meeting of the Board of Directors of the North Dakota Hospital Association (NDHA) was called to order at 10:02 a.m., Central Time, on June 19, 2020, by Dan Kelly, Chair of the Board. A quorum of directors was present.

**Directors Present:** Alan O'Neil, Andrew Lankowicz, Jeff Herman, Dan Kelly, Bryan Nermoe, Kurt Schley, and Tim Blasl.

**Others Present:** Pat Brown from Brady Martz, Melissa Hauer, Kelly Cermak, and Lori Schmautz.

Mr. Kelly asked if there were any perceived or known conflicts of interest. There were none.

**Agenda Approval:** Mr. Kelly asked if there were any changes to the meeting agenda. Tim Blasl, President, asked that two items be added to the agenda for discussion: Brad Wehe's open at-large board position and Personal Protective Equipment (PPE). Upon a motion duly made, seconded, and adopted, the two additional agenda items were approved.

**Approval of Minutes:** Mr. Kelly presented to the Board for approval the minutes from the January 10, 2020, March 27, 2020, and March 30, 2020 meetings. Upon a motion duly made, seconded, and adopted, the three sets of minutes were approved.

**Audit Review:** Pat Brown, Brady Martz, presented the audit report for the fiscal year ending September 30, 2019. Mr. Brown stated that during the audit testing and individual staff interviews, there were no signs or findings of fraud. Upon a motion duly made, seconded, and adopted, the audit report was approved.

**Financials:** Kelly Cermak, Finance Manager, presented the March 2020 financial statements. Upon a motion duly made, seconded, and adopted, the March 2020, financial statements were approved.

**Board Attendance Policy:** Melissa Hauer, General Counsel/VP, reviewed the draft Board of Directors Attendance Policy. Discussion was held regarding the second sentence in paragraph two regarding participation by telephone or virtual attendance be permitted as some facilities have travel restriction policies due to the COVID-19 pandemic. Upon a motion duly made, seconded, and adopted, the Board Attendance Policy, with the deletion of the second sentence in paragraph two, was approved.

**Paycheck Protection Program (PPP) Loan:** Mr. Cermak explained in the next COVID-19 stimulus bill being considered by Congress, 501(c)(6) organizations may be eligible to apply for PPP loans. There was discussion regarding the ways in which the COVID-19 pandemic has decreased, or is expected to decrease, the revenue of NDHA. Upon a motion duly made, seconded, and adopted application by NDHA for a PPP loan if it becomes available was approved.

**Board Vacancy:** The at-large director position held by Brad Wehe, President, Altru Health System, has become vacant. Mr. Blasl recommended that Steve Weiser, MD, current President, Altru Health System, fulfill the remainder of the term. Mr. Blasl reported that Dr. Weiser is interested in serving on the board of directors. Upon a motion duly made, seconded, and adopted, the vacancy of the remaining at-large term thru 2022 to be filled by Dr. Weiser was approved.

**Conflict of Interest:** Mr. Blasl mentioned the NDHA Annual Conflict of Interest Policy was included in the board material. Each board member was asked to review the policy, sign, and return the statement to NDHA which affirms they received a copy, read, and agree to comply with the Conflict of Interest Policy.

#### **Information Reports:**

- North Dakota Legislative Interim Committee Updates –

Mr. Blasl and Ms. Hauer provided a report regarding the Health Care Committee. The next committee meeting is tentatively scheduled for August. NDHA is closely following the Insurance Commissioner health care cost study, which will be reported to this committee.

Mr. Blasl provided a report of the interim Human Services Committee which last met on June 3. Mr. Blasl gave an update on 100% Federal Medical Assistance Percentage (FMAP) project and the psychiatric bed study.

Mr. Blasl mentioned he made a request to meet with Governor Burgum. Included in the discussion will be the COVID-19 cost impact study NDHA is doing with Eide Bailly.

- NDHA Legislative Committee Enhancements
  - NDHA will host a virtual advocacy and policy forum on September 9 from 9:00 am to Noon to provide education to members on the NDHA legislative platform. The House and Senate Majority Leaders will also provide a presentation at the forum which will be followed by a Q & A session.
  - The NDHA Legislative Committee suggested having legislative regional committee meetings for Critical Access Hospital members and PPS hospital members.
  - Ms. Hauer suggested that hospitals consider asking a legislator from their district to serve on their hospital board of directors.

#### **Presidents Report:**

- Mr. Blasl stated that the NDHA office closed in March and staff worked remotely from home due to the COVID-19 pandemic. NDHA developed a return to work plan and the office reopened with certain modifications on June 1.
- Mr. Blasl gave a report regarding the work of NDHA to assist hospitals in responding to the COVID-19 pandemic including hospital financial relief, executive orders, waivers, and compliance concerns. NDHA issued a letter to, and met with, each of the offices of our congressional delegation regarding future COVID-19 funding to help hospitals. NDHA contracted with Eide Bailly to perform a study of how hospitals have been financially impacted by the COVID-19 pandemic. To assist in getting our message across to legislators and the public regarding the financial impact of the pandemic on hospitals, NDHA will get a bid to produce a short video by the NDHA president
- Mr. Blasl reported on meetings that were held with the Governor, Chris Jones, Executive Director, North Dakota Department of Human Services, and North Dakota Medicaid Director Caprice Knapp. Mr. Blasl stated that he plans to also visit with the two majority leaders, Senator Wardner and Representative Pollert, and Representative Jon Nelson.
- NDHA PAC – Andy Lankowicz, President, CHI St. Alexius Health Devils Lake Hospital, is our PAC Chair. The PAC campaign kicked off early in June. AHA's PAC will be contributing \$2,500 to the campaign of Representative Kelly Armstrong.
- The NDHA Annual Convention will proceed as a virtual meeting.
- NDHA new associate member is KFI Engineers.

There being no further business the meeting was adjourned at 12:03 P.M.

Lori Schmautz

Recording Secretary