



North Dakota Hospital Association (NDHA) Board of Directors Meeting Minutes January 10, 2020

Directors Present: Keith Heuser, Dan Kelly, Al Hurley, Jeff Herman, Andy Lankowicz*, Tim Blasl

Also Present: Jen Porter*, John Flink*, Troy Nelson, Melissa Hauer, Kelly Cermak, and Lori Schmutz

*Present via telephone.

A regular meeting of the Board of Directors of the North Dakota Hospital Association was called to order at 10:03 A.M., Central Time, on January 10, 2020, 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 September 20, 2019 meeting. Upon a motion duly made, seconded, and adopted, the minutes were approved as written.

Board Appointments: Tim Blasl, President, mentioned there are three at-large director openings currently on the NDHA Board of Directors. Pat Branco and Nate White resigned from their CEO positions and Dan Kelly's at-large position is open due to his appointment as the American Hospital Association Regional Policy Board Region 6 Delegate. Mr. Blasl recommended Michael LeBeau, MD, Sanford Health Bismarck, Nikki Johnson, Cooperstown Medical Center, and Bryan Nermoe, Sanford Health Fargo, to fill the openings. Mr. Blasl visited with these individuals and they are all willing to serve on the board. Mr. Heuser opened the floor for other recommendations and discussion. There being none, Mr. Heuser asked for a motion to approve the recommendations. Upon a motion duly made, seconded and adopted, the recommendation of Michael LeBeau, Nikki Johnson and Bryan Nermoe to fill the three vacant at-large open positions on the NDHA Board of Directors was approved.

NDHA Board Officers: Mr. Blasl recommended that Dan Kelly serve as Board Chair, Jeff Herman as Chair-elect, and Andrew Lankowicz as Secretary/Treasurer. Mr. Blasl visited with them and they are willing to serve in the officer positions. Mr. Heuser opened the floor for other nominations. There being

none, nominations were closed. Upon a motion duly made, seconded and adopted, the recommendation of Dan Kelly, Chair, Jeff Herman, Chair-Elect, and Andrew Lankowicz, Secretary/Treasurer was approved.

Financial: Kelly Cermak, Finance Manager, presented the September 30, 2019 financial statements. Upon a motion duly made, seconded and adopted, the September 30, 2019 financial statement was approved.

HSI Board Member Appointment and Election: Mr. Blasl explained that NDHA is the sole shareholder of Hospital Services, Inc., (HSI) and has the right to refuse any director elected by the HSI Board of Directors. On September 30, 2019, the HSI Board of Directors appointed Mike Delfs, President/CEO, Jamestown Regional Medical Center, Jamestown, and reappointed Marcus Lewis, CEO, First Care Health Center, Park River, to serve on the HSI Board of Directors. Mr. Heuser called for any motion of refusal by the NDHA Board and there was none.

Information Reports:

AHA Advocacy: Jen Porter, American Hospital Association (AHA) Region 6 Executive, gave an update on key federal advocacy activities and initiatives. Ms. Porter mentioned that she has been doing two jobs - AHA Region 6 Executive and AHA Regional Executive Team Leader - but effective January 21, 2020, Elizabeth Summy will be the AHA Region 6 Executive.

Washington Update: John Flink, NDHA Federal Affairs consultant, gave an update on what is happening in Washington, D.C. on several key healthcare issues. Mr. Flink also covered the 2020 healthcare agenda.

NDHA Investment Review: Troy Nelson, Financial Advisor, Edward Jones, presented an overview of the NDHA investment portfolio. Mr. Nelson recommended NDHA change its investment policy to increase international limit from 25% to 30%. Upon a motion duly made, seconded and adopted, an increase to the investment policy international limit to a maximum of 30% was approved.

Legislative Interim: Mr. Blasl and Melissa Hauer, General Counsel/VP, gave an update on the legislative interim committee studies that NDHA is following. The focus is on three studies: the health care cost study being conducted by the State Insurance Commissioner, the Health Care Committee chaired by Rep. George Keiser, and the Human Services Committee chaired by Rep. Karen Rohr.

Mr. Blasl mentioned that the NDHA Legislative Committee will meet monthly until the next legislative session is closer, at which time it will meet weekly. He doesn't see our platform changing much from the last session. Mr. Blasl mentioned, in the past, the Chair of the NDHA Legislative Committee has been a NDHA board member, but it is not required. Reed Reyman, Altru, Executive Vice President Regional Development, expressed his interest in remaining chair of the NDHA Legislative Committee. Mr. Blasl recommended Mr. Reyman continue as the NDHA Legislative Committee Chair. Upon a motion duly made, seconded and adopted, Mr. Reyman serving as chair of the NDHA Legislative Committee was approved.

NDHA Subsidiary Report: Mr. Blasl gave an update on HSI, including collections and the group purchasing organization, and the North Dakota Hospital Foundation (NDHF).

Staff Reports:

President's Report: Mr. Blasl updated the board on his visits with key stakeholders and John Kutch from Trinity Health in Minot, Medicaid Expansion, the NDHA economic impact study, an association health plan, and the NDHA PAC.

Mr. Blasl informed the Board that NDHA has discontinued its relationship with Kevin Malee, Physician Recruiter as of February 1, 2020.

Mr. Blasl mentioned he approved three new Associate Members: Tri-State Nursing, a temporary nursing placement service; CBIZ, a company that provides benefits and insurance services; and New Vision Security, a company that provides security systems.

Legal Activities – Ms. Hauer gave an update on the two lawsuits that AHA filed and in which NDHA has joined in amicus briefs support of: Texas v. U.S. regarding the Affordable Care Act (ACA) and a lawsuit challenging a CMS rule regarding price transparency. There is a cost associated with these amicus briefs which is estimated to be \$2,000 for the ACA amicus brief and \$3,000 for the price transparency amicus brief.

Adjournment: There being no further business, the meeting was adjourned at 1:33 p.m.

Lori Schmartz

Recording Secretary