



North Dakota Hospital Association (NDHA) Board Meeting Minutes March 9, 2018

Directors Present: Keith Heuser, Craig Lambrecht, M.D., Pat Branco, Jeff Herman*, Jerry Jurena, Reed Reyman*, Nate White, Andy Lankowicz*, Darrold Bertsch*, Alan O’Neil, Tim Saylor* and Dan Kelly.

*Present via telephone

Also Present: Kristen Foss, Jen Porter, Dave Molmen, Tim Blasl, Melissa Hauer, Kelly Cermak, and Lori Schmautz.

A regular meeting of the North Dakota Hospital Association was called to order at 10:00 a.m. Central Time on March 9, 2018, by Keith Heuser, Board Chair, at the NDHA offices located at 1622 E. Interstate Avenue, Bismarck, ND. A quorum of directors was present.

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

Board Minutes: Mr. Heuser presented to the Board for approval the minutes of December 8, 2017 meeting. Upon a motion duly made, seconded and adopted, the December 8, 2017 minutes were approved.

Audit Review – Kristin Foss, Brady Martz, presented the audit report for the year ended September 30, 2017. Upon a motion duly made, seconded and adopted, the audit report was approved.

Financials: Kelly Cermak, Finance Manager, presented the December 31, 2017, financial statements. Upon a motion duly made, seconded and adopted, the December 31, 2017, financial statement was approved.

Special Report: – Dave Molmen, CEO, Altru Health System, discussed recent efforts of the six North Dakota PPS hospitals to study options for a provider sponsored North Dakota Medicaid managed care program . Upon a motion duly made, seconded and adopted, support for a coalition of members to explore options for a provider-based Medicaid managed care program was approved.

Action Items:

- Bylaws – Melissa Hauer, General Counsel, reviewed the resolution and procedure to amend the NDHA bylaws to extend the directors' terms by one year to provide continuity for the new President during the transition. Upon a motion duly made, seconded and adopted, a ballot to amend the bylaws to extend directors' terms by one year to be sent to the members electronically was approved.
- Associate Membership Application – An application for associate membership from First American Health Care Finance was brought forth for approval. Upon a motion duly made, seconded and adopted, NDHA will request a brief explanation from First American Health Care Finance about the company was approved.
- Strategic Initiative – Mr. Heuser discussed approaching the North Dakota Medical Association (NDMA) and the North Dakota Long Term Care Association (NDLTCA) regarding the long-term strategic direction of the organizations. Upon a motion duly made, seconded and adopted, NDHA discussing strategic direction with the NDMA Executive Director and the NDLTCA Executive Director was approved.

Reports:

- AHA Advocacy – Jen Porter, Region Six, Regional Executive, American Hospital Association (AHA) gave an update on federal advocacy and regulatory issues.
- PAC – Jerry Jurena, President, explained the importance of the Political Action Committee (PAC), how PAC dollars are split between federal and state PACs, and how the dollars are distributed. Mr. Jurena mentioned that AHA plans to provide a donation to Senator Heidi Heitkamp when she is in North Dakota and would like NDHA members there for the presentation. Dan Kelly, CEO, McKenzie County Healthcare Systems, recommended that NDHA visit with AHA about supporting both Kevin Cramer and Heidi Heitkamp at the same level. Mr. Jurena will visit with AHA. Mr. Kelly also suggested that two lower levels of contributions be added to the NDHA PAC contribution form in the amounts of \$100 and \$50.
- NDHA Legislative Committee Chair Appointment – Mr. Heuser appointed Reed Reyman, CEO, CHI St. Alexius Health Dickinson Medical Center, as Legislative Committee Chair. The NDHA Legislative Committee will meet the fourth Thursday of each month beginning March and continuing through August.
- IHS 100% FMAP – Tim Blasl, Vice President and Ms. Hauer gave an update on the IHS 100% FMAP project. Care coordination agreements have been signed with Sanford Bismarck, CHI St. Alexius Health and IHS-Standing Rock and claims are being submitted. Maintenance Management Information System (MMIS) enhancements will need to be completed before additional federal dollars will be paid to the state.
- Subsidiary Board Reports of Hospital Services, Inc. (HSI) and the North Dakota Hospital Foundation will be added as a regular NDHA Board agenda items.

Staff Reports:

- President – Mr. Jurena gave an update on the HSI contract with Intalere which ends December 31st. HSI has developed a plan to renew the contract and presented it to Intalere. Legal Activities – Ms. Hauer reviewed draft charters for the Finance, Bylaws, Nominating and Legislative Committees provided for in the NDHA Bylaws. Changes to the drafts were discussed and revised Charters will be presented to the Board at its next meeting.

Executive Session:

Upon a motion duly made, seconded, and adopted, the Board met in executive session beginning at 1:50 p.m. Andrew Lankowicz was asked to disconnect from the conference call due to conflict relating to the search committee for a new NDHA President. NDHA staff excused except for Ms. Hauer and Lori Schmautz. During the executive session, the Board discussed management succession planning and the status of the Search Committee for a new President and the status of the 100% FMAP project.

Upon a motion duly made, seconded and adopted, the Board returned to full session at 2:13 pm.

Adjournment: There being no further business, the meeting was adjourned at 2:14 p.m. Central Time.

Lori Schmautz

Recording Secretary