



North Dakota Hospital Association (NDHA) Board of Directors Meeting Minutes September 20, 2019

Directors Present: Keith Heuser, Dan Kelly, Alan O'Neil, Darrold Bertsch, Andrew Lankowicz, Tim Blasl, Jeff Herman*.

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 September 20, 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 June 14, 2019 meeting. Upon a motion duly made, seconded, and adopted, the minutes were approved as written.

Financials: Kelly Cermak, Finance Manager, presented the June 2019 financial statements. Upon a motion duly made, seconded and adopted, the June 2019 financial statements were approved. Mr. Cermak mentioned that Troy Nelson from Edward Jones will be at the next meeting to review the NDHA investments.

Preliminary Budget FY 2019/2020: Mr. Cermak presented the 2019/2020 NDHA budget. Upon a motion duly made, seconded and adopted, the 2019/2020 budget was approved.

North Dakota Hospital Foundation Board of Directors Recommendation: The North Dakota Hospital Foundation (NDHF) Board of Directors recommends for approval by the NDHA Board of Directors the appointment of Chris Albertson, President/CEO, Presentation Medical Center,

Rolla and Beverly Vilhauer, CEO, Wishek Hospital, Wishek, to serve on the NDHF Board of Directors. Upon a motion duly made, seconded and adopted, the NDHF Board recommendation was approved.

Resolution – Melissa Hauer, General Counsel, explained the Board of Directors resolution to allow the transfer of ownership of any existing life insurance policy that was owned by the formerly terminated NDHA Pension Plan life insurance trust to an employee whose life is insured under such policy. Upon a motion duly made, seconded and adopted, the resolution was approved.

Associate Membership Approvals – Tim Blasl, President, stated NDHA received four new associate membership applications. Two applicants that are part of the Endorsed Business Partners program are First American Healthcare Finance, a company that offers healthcare finance, and Managed Care Advisory Group (MCAG), which provides class action settlement recovery. The two other associate membership applicants are the North Dakota Professional Health Program, a resource that assists with the identification, intervention, referral, monitoring and recovery of physicians, physician assistants and medical students who may be affected by substance use or mental health disorders, and BEK Care Solutions which offers nurse call systems. Upon a motion duly made, seconded and adopted, all four associate membership applications were approved.

Bylaws Amendments Recommendations – Ms. Hauer reviewed the recommended changes to the NDHA Bylaws brought forth by the Bylaws Committee. Upon a motion duly made, seconded and adopted, all of the recommended Bylaws revisions, with the addition of Board power to extend all Directors' terms by one year and the removal of a Director by a two-thirds majority were approved.

Information Reports:

AHA Advocacy - AHA Advocacy – Jen Porter, American Hospital Association (AHA) Region Six Executive, gave an update on federal advocacy and regulatory issues.

Washington Update – John Flink, NDHA Federal Affairs Consultant, gave an update on what is happening in Washington, D.C.

Legislative Interim – Mr. Blasl and Ms. Hauer reviewed the key legislative interim committee studies that NDHA is following and that the NDHA Legislative Committee will meet monthly during the interim.

Third Party Payer Committee – Ms. Hauer reviewed creation of a third party payer committee, its purpose, and a proposed charter. Upon a motion duly made, seconded and adopted, the Third Party Committee was authorized and the proposed charter was approved.

NDHA Subsidiary Reports -

- Kim Granfor, Vice President of Hospital Services, Inc. (HSI), gave an update on soon-to-be vacancies on the HSI Board of Directors, the vendor partnership program, collections, early-out/payment monitoring program and peer review services.
- Mr. Blasl gave an update on the HSI group purchasing service line which partners with a national healthcare GPO called Intalere. Mr. Blasl mentioned the hiring of Dan Gannon as Sales Account Executive for the GPO.
- North Dakota Hospital Foundation (NDHF) – Mr. Blasl stated that the NDHF Board of Directors approved its FY 2019/2020 budget, which included \$25,000 worth of education vouchers for NDHA members to utilize for NDHA education events, \$5,000 for the NDHA Annual Convention, and \$43,000 for legal services provided by the General Counsel. Mr. Blasl reviewed the grants and projects of NDHF.

Staff Reports:

President's Report – Mr. Blasl reported on Medicaid Expansion and interim legislative session strategy, and that meetings with the North Dakota Department of Human Services' Director and the new Director of Medical Services to discuss Medicaid Expansion, MMIS, behavioral health needs, and IHS, will continue during the interim. Mr. Blasl mentioned that he had a meeting with John Kutch, President/CEO, Trinity Health, and he would like to meet the NDHA team. The NDHA ballots with the slate of at-large Directors and AHA delegate were both approved by the membership.

Legal Activities – Ms. Hauer gave an update on the AHA lawsuit regarding the site neutral OPPS rule cut, ACA lawsuit, Remicade litigation, and medical marijuana being used by patients in hospitals.

Executive Session:

The Board of Directors went into executive session at 1:36 p.m. The executive session ended at 1:56 p.m.

Adjournment: The Board reconvened in open meeting after the executive session. There being no further business, the meeting was adjourned at 1:57 p.m.

Lori Schmartz

Recording Secretary