



**Vision**

*The North Dakota Hospital Association will take an active 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**

**March 31, 2023**

**Directors Present\*:** Tim Blasl, Marianne Doeling, Todd Forkel, William Heegaard, MD, Tiffany Lawrence, Nikki Lindsey, Alan O’Neil, Reed Reyman, and Todd Schaffer, MD.

**Others Present\*:** Kelly Cermak, Melissa Hauer, Nicole Heldstab, Tyler Richter, Erik Rasmussen, Liz Summy and Lori Wangler.

\*All participated by video conferencing.

A regular meeting of the Board of Directors of the North Dakota Hospital Association (NDHA) was called to order at 9:01 a.m., Central time, on March 31, 2023, by Dr. William Heegaard, MD, Chair of the Board. A quorum of directors was present.

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

**Agenda Approval** - Dr. Heegaard asked if there were any proposed changes to the meeting agenda. There were none.

**Anti-trust Policy** - Melissa Hauer, General Counsel/VP, provided annual training to the Board regarding the requirements and purpose of the NDHA anti-trust policy.

## **Action Items:**

- a. Approval of Minutes: Dr. Heegaard presented to the Board for approval the minutes from the December 13, 2022 board meeting. Upon a motion duly made, seconded, and adopted, the minutes of the December 13, 2023, meeting were approved.
- b. Approval of Brady-Martz Audit Report: Nicole Heldstab and Tyler Richter, Brady Martz & Associates, presented the NDHA Audit Report for fiscal year 2022. Upon a motion duly made, seconded, and adopted, the 2022 audit report was approved.
- c. NDHA Financials: Kelly Cermak, NDHA Finance Manager, presented NDHA's financial statements as of December 31, 2022. Upon a motion duly made, seconded, and adopted, the financial statements were approved as presented.
- d. Tim Blasl, NDHA president, announced the resignation of William Heegaard, MD, from the NDHA Board of Directors effective upon Dr. Heegaard's transition on April 1 to his new position as President, Essentia Health— East Market.

Ms. Hauer informed the Board that according to the NDHA by-laws, the chair-elect could perform the duties of the chair of the board, or a new chair and chair-elect could be appointed.

A motion was made and seconded for the current chair-elect, Mariann Doeling, to perform the duties of the chair until the end of term, which is approximately 10 months. There was discussion on the motion regarding the practice of alternating the chair position between a PPS facility and a critical access hospital. Upon a motion duly made, seconded and adopted, Mariann Doeling will continue to serve as chair-elect for the remainder of 2023 and then assume the chair position. Upon a motion duly made and seconded, the grant of authority to current Secretary/Treasurer Nikki Lindsey, to perform the duties of the chair if the chair-elect is unable during the current

officers' term was adopted.

NDHA Board Member Appointments: The board discussed appointments for the NDHA director position vacancies of the at-large position of Jeff Herman, the at-large position of Alan O'Neil, and the at-large position of Dr. Heegaard. Upon a motion made and duly seconded, the appointment of Ben Bucher to the unexpired at-large term of Jeff Herman, the appointment of Mike Delfs to the unexpired at-large term of Alan O'Neil, and the appointment of Richard Vetter, MD, to the unexpired at-large position of Dr. Heegaard was approved.

### **Reports:**

#### **a. Subsidiaries:**

i. North Dakota Hospital Foundation. Mr. Blasl reported that Darrold Bertsch will be presenting a financial analysis of the state's critical access hospitals in May. He also reported that the physician component of the Economic Impact Study has been completed and is available to view online.

ii. Hospital Services, Inc. (HSI). Mr. Blasl announced the transition of HSI leadership from Kim Granfor to Rob Field and that HSI's dividend paid to NDHA was \$158,000 last year which keeps dues down.

iii. NDHA Health Benefits Trust. Mr. Blasl reported that there are currently 10 members of the health benefits trust covering approximately 1300 lives. There are two to three members who may join the trust in 2023 and the current cash balance is just over \$1 million. NDHA hired one FTE that splits duties between staffing the trust and performing marketing duties for NDHA.

b. **NDHA Bylaws Committee:** Ms. Hauer reported that the NDHA bylaws require a review of the bylaws once every three years and therefore a Bylaws Committee needs to be convened. The committee must consist of the Chair, the President, and two directors appointed by the Chair. Dr. Heegaard appointed Todd Schaffer, MD, and Alan O'Neil to the committee. The committee will meet over the summer, report any bylaws revisions to the board, and present the revisions for approval at the annual member meeting in the fall.

- c. **Legislative Update:** Mr. Blasl and Ms. Hauer reported on the following activity in the state legislature:
- The state budget bill affecting Medicare expansion.
  - Bills introduced regarding abortion.
  - Legislation regarding prior authorization which has been turned into a study.
  - Legislation introduced for workforce development, including creating an office of immigration.
  - Legislation prohibiting all medical treatment of minors for gender dysphoria.
- d. **AHA Update:** Liz Summy , AHA Region 6 Director, reported on rural conference participation. She also stated there is currently little federal legislative activity.
- e. **Federal Update:** Erik Rasmussen, NDHA's federal affairs consultant reported on the current political climate in Washington, D.C., including a lawsuit in Texas regarding the federal surprise billing law, the end of the telehealth flexibilities due to ending of the COVID-19 public health emergency.

There being no further business, the board meeting was adjourned at 12:01 p.m., Central time.



Lori Wangler  
Recording Secretary