



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
January 28, 2022**

Directors Present: Tim Blasl*, Jeff Herman*, Steven Weiser, MD*, Kurt Schley*, Nikki Johnson*, Bryan Nermoe*, Alan O’Neil**, Todd Schaffer, MD*, William Heegaard, MD*, and MariAnn Doeling**.

Others Present: Troy Nelson*, Nicole Heldstab*, Kelly Cermak*, Melissa Hauer*, John Flink, Liz Summy, and Lori Schmautz*.

*Participated by video conferencing.

**Participated by phone.

A regular 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 January 28, 2022, by Jeff Herman, Chair of the Board, at the NDHA office located at 1622 E. Interstate Avenue, Bismarck, ND. A quorum of directors was present.

Mr. Herman 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: Mr. Herman asked if there were any proposed changes to the meeting agenda. There were none.

Investment Update: Troy Nelson, Financial Advisor, Edward Jones, presented an investment update. Mr. Nelson discussed the increase in inflation and its effect on the equity and bond markets. He explained that he does not suggest any changes to NDHA’s investment policy. He

Audit Report: Nicole Heldstab, CPA, Brady Martz, presented the audit report for the fiscal year ending September 30, 2021. Ms. Heldstab stated that Brady Martz issued an unqualified opinion. As in the past, there is a lack in segregation of duties for internal control, which is expected in a small entity such as NDHA. Upon a motion duly made, seconded, and adopted, the audit report was approved.

Action Items:

- a. Approval of Minutes – Mr. Herman presented to the Board for approval the minutes from the September 30, 2021, board meeting. Upon a motion duly made, seconded, and adopted, the minutes from September 30, 2021, meeting were approved.

- b. Financials – Kelly Cermak, Finance Manager, presented the financial statements as of September 2021. Mr. Cermak mentioned that the Paycheck Protection Program (PPP) loan that NDHA received as part of the federal COVID-19 relief program has been forgiven. Mr. Cermak mentioned he will work with Mr. Nelson on investing the HSI dividend based on the recommendation Mr. Nelson presented in his investment update. Upon a motion duly made, seconded, and adopted, the September 2021 financial statements were approved.
- c. NDHA Board Election: Tim Blasl brought forth for discussion his recommendations for the election of NDHA Board Officers as follows:
 - i. Chair – Dr. Steven Weiser
 - ii. Chair-elect – Alan O’Neil
 - iii. Secretary/Treasurer – Nikki Johnson

Mr. Herman opened the floor for nominations. There being no other nominations, the floor was closed. Upon a motion duly made, seconded, and adopted, the slate of the three nominees for board officers was approved. Mr. Herman turned over the meeting to the new Chair, Steven Weiser, MD.

- d. Hospital Services, Inc. (HSI) Board of Directors Election:
 - i. Director Election – Mr. Blasl reported that Dr. Rosalie Etherington, Superintendent, ND State Hospital, was elected to serve a second three-year term on the HSI Board of Directors. The NDHA Board of Directors has the right to refuse any director elected by the HSI Board. No action was taken to refuse the director.
 - ii. Chair and Chair-Elect Update – Mr. Blasl mentioned that Ben Bucher, CEO, Towner County Medical Center, was elected as Chair and Matt Shahan, CEO, West River Health Services, was elected as Chair-Elect of the HSI Board of Directors.
- e. Conflict of Interest Review and Signatures – Melissa Hauer, General Counsel/VP, reviewed the NDHA Conflict of Interest Policy. Each director was asked to sign and return the statement to NDHA which affirms they received a copy, read, and agree to comply with the Conflict of Interest Policy.
- f. Antitrust Policy Review – Ms. Hauer reviewed the NDHA Antitrust Policy. After discussion of the recent announcement by the North Dakota Department of Human Services and Blue Cross Blue Shield of North Dakota that Medicaid Expansion will begin reimbursing on a value based payment methodology that was not discussed with health care providers, NDHA will draft a letter to Governor Burgum regarding the lack of input hospitals were allowed and how we can work more collaboratively with the state on issues like this.

Reports:

- a. Subsidiary Report – Mr. Blasl gave an update on the North Dakota Hospital Foundation, HSI, and the NDHA Health Benefits Trust.
- b. Legislative – Mr. Blasl and Ms. Hauer gave a status report on three legislative interim committees being tracked and key studies in those committees. The Acute Psychiatric Treatment Committee is studying the role of the State Hospital and the number of inpatient psychiatric beds needed in the state. The Health Care Committee is studying drug pricing, telehealth, and medication optimization. The Human Services Committee is

studying the North Dakota Department of Human Services and the North Dakota Department of Health merger. Mr. Blasl mentioned that the NDHA Legislative Committee meets monthly year around and is creating a telehealth subcommittee to discuss telehealth payment parity. The subcommittee will make recommendations to be brought to the NDHA Board for approval. Mr. Blasl gave an update on the State's traditional Medicaid program moving to Value Based Purchasing in July 2023. The State, Blue Cross Blue Shield of North Dakota, NDHA, and PPS providers have met to discuss how a value based program should look. Critical Access Hospitals will be brought into discussion this summer.

- c. AHA – Liz Summy, 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. Mr. Flink suggested NDHA write a letter to the our Congressional delegation listing our priorities. Mr. Blasl announced that Mr. Flink will be retiring April 1 and thanked him for his service to NDHA and the membership.

Staff Reports:

- a. President's Report– Mr. Blasl discussed the importance that the NDHA State PAC plays in NDHA's advocacy efforts and the need to build our State PAC fund. This will be a big election year with the redistricting changes, retirement announcements of many current legislators, and new majority leaders. Mr. Blasl asked all board members for their leadership and support by contributing to the state PAC.
- b. Legal Activities – Ms. Hauer gave a summary of the U.S. Supreme Court decision on the federal CMS COVID-19 vaccine requirements for health care providers and large employers. She discussed areas in which the CMS guidance conflicts with the language of the interim final rules. Ms. Hauer was asked to draft a document that can be shared with hospital employees on the on the vaccine rule requirements in general.

Other:

There was a discussion about all hospitals in the state being a “united front” to work on solutions and re-engaging the one PPS hospital, Trinity Health, which is not a member of NDHA to encourage it to join. The Board would like to send a letter from the NDHA President and the Board Chair welcoming Trinity Health to become a member and explaining the benefits we bring. After the letter has been sent, Mr. Blasl is to contact Trinity Health's CEO to see if he has any questions or would like more information.

Mr. Blasl announced Lori Schmautz, Executive Assistant, will be retiring at the end of February and thanked her for the 26 years of service to NDHA. Mr. Blasl mentioned the board has a gift he will present to her.

There being no further business, the board meeting was adjourned at 1:02 p.m..

Lori Schmautz
Recording Secretary