

**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 22, 2024**

**Directors Present\*:** Tim Blasl, Ben Bucher, Mike Delfs, Mariann Doeling, Todd Forkel, Tiffany Lawrence, Nikki Lindsey, Alan O'Neil, Todd Schaffer, M.D., Reed Reyman

**Others Present\*:** Kelly Cermak, Melissa Hauer, Elizabeth Summy, Troy Nelson, Nicole Heldstab, Lori Wangler, Trisha Jungels, Bonnie Vangerud

\*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 22, 2024, by Mariann Doeling, Chair of the Board. A quorum of directors was present.

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

Ms. Doeling called on Troy Nelson, Financial Advisor, Edward Jones, to review NDHA's investment portfolio and recommended strategies within the organization's investment policy to best capitalize on changing markets.

**Agenda Approval:** Ms. Doeling asked if there were any proposed changes to the meeting agenda. Tim Blasl, President, asked that the agenda item "Other Business" be amended to include a discussion regarding the resumption of in-person board meetings. Upon a motion duly made, seconded, and adopted, the amendment to the agenda was approved.

**Approval of Minutes:** Ms. Doeling presented to the Board for approval the minutes from the December 5, 2023, board meeting. Upon a motion duly made, seconded, and adopted, the minutes of the December 5, 2023, meeting were approved.

**Audit Report:** Nicole Heldstab, CPA, Brady Martz, presented a draft of the audited consolidated financial statements of NDHA for the years ended September 30, 2023 and 2022. Ms. Heldstab noted that the audit opinion is unqualified and that NDHA's financial

statements are fairly presented and consistent with accounting principles and that there were no disagreements with management. Upon a motion duly made, seconded, and adopted, the draft audit report as presented, with the understanding that Kelly Cermak, NDHA Finance Manager, will report the issuance of the final opinion to the Board, was approved.

**NDHA Financials:** Mr. Cermak presented NDHA's statement of financial position as of December 31, 2023. Upon a motion duly made, seconded, and adopted, the statement was approved as presented.

**At-Large Director Vacancy:** Mr. Blasl informed the Board of the resignation of Richard Vetter, M.D., from the Board effective March 1, 2024, and that Mark Thompson, M.D., President, West Essentia Health, is interested in fulfilling Dr. Vetter's term. Mr. Blasl asked for other recommendations to fill the vacancy. There were none. Upon a motion made, seconded, and adopted, Dr. Mark Thompson was appointed to the Board of Directors to fulfill the term of Dr. Richard Vetter ending October 1, 2025.

**PAC C-suite Solicitation:** Mr. Blasl asked the Board members for their input regarding solicitation of members' C-suite leadership for the NDHA PAC. Board input included developing a detailed plan of how solicitation of senior leaders will be directed, presenting that plan to member CEOs before solicitation of the members' senior leaders, and ensuring that those solicited know that contributing to the PAC is strictly voluntary and the presentation does not indicate an expectation of donation by the CEOs.

Mr. Blasl agreed to discuss strategies for PAC distributions for the upcoming legislative session with Alan O'Neil, PAC Chair, and present a plan to the Board at the June 21, 2024 meeting.

**Subsidiary Reports:** Mr. Blasl explained that subsidiary reports are given regularly to the NDHA Board because NDHA is ultimately responsible for the operations of its subsidiaries. He reported the following:

- a. **Hospital Services, Inc. (HSI).** HSI pays a dividend to NDHA each year from its profits. HSI's Group Purchasing Organization will begin discussing the extension of their contract with Vizient. The Strategic Business Partners program is currently negotiating additional strategic business partner contracts.
- b. **North Dakota Hospital Foundation (NDHF).** NDHF provided \$100,000 for the State of Health Care Report, \$30,000 for the Economic Impact study, and \$5,000 for the CAH financial analysis.
- c. **NDHA Health Benefits Trust.** There are nine hospitals along with NDHA that currently participate in the Health Benefits Trust. Proposals will be sent to four

additional facilities that have expressed interest in joining the Trust. The Trust has approximately \$1.6 million in the bank and the current third-party administrator (TPA) is Blue Cross Blue Shield of North Dakota. The Trust will be issuing an RFP to request bids from other TPA entities. Mr. Blasl reported on claims, administration fees, and stop-loss coverage premiums.

Ben Bucher volunteered to arrange for Alfred Sams, President of RRHVN, to join the next NDHA Board meeting to discuss opportunities for partnership with NDHA in GPO and self-funded health trust. Mr. Blasl agreed to discuss RRHVN's participation in the next NDHA Board meeting.

**NDONL Activities Report:** Bonnie Vangerud, President, North Dakota Organization of Nurse Leaders (NDONL), and Trisha Jungels, Secretary/Treasurer, NDONL, joined the meeting to update the Board on the vision, activities, and plans for NDONL. Ms. Vangerud informed the Board that the NDONL meets quarterly. The immediate goal of NDONL is to stimulate more participation by members, raise more informed leaders in the nursing field, and develop a united voice across the state.

Ms. Vangerud updated the Board on her work with the North Dakota Office of Immigration. Other activities have included assisting the North Dakota Center for Nursing in developing a functioning website and strengthening the NDONL's relationship with the American Nurses Association.

NDONL has nominated Dr. Mary Wakefield to the North Dakota Rough Rider Hall of Fame, and Ms. Vangerud encouraged NDHA to send a letter of support for the nomination to the Governor's office.

Ms. Jungels reported on the membership and financial position of NDONL.

**AHA Update:** Elizabeth Summy, AHA's Region 6 Executive, said that she is continuing to monitor the Change Healthcare cyberattack. She reported that the Federal appropriations bills containing health care provisions had been approved. She recapped the Regional Policy Board meeting held in Kansas City, Missouri, March 14-15, 2024.

### **President's Report:**

1. **Health Care Task Force.** Mr. Blasl reported that the agenda for the next task force meeting indicates that Sarah Aker, Executive Director, Medical Services Division, North Dakota Health and Human Services (NDHHS), will be presenting Medicaid data at the next meeting, with no specific indications of the type of data to be presented. Commercial payers will also be giving presentations. Mr. Blasl said he will request more detailed information with supporting documentation for the data to be presented. NDHA will have a prep meeting before the next task force meeting

with the members who serve on the task force. Mr. Blasl reported that he will request meetings with Majority Leaders Lefor and Hogue this summer to discuss Medicaid Expansion ahead of the next legislative session.

2. **State of Health Care Study.** Mr. Blasl said the state of health care in North Dakota study being conducted by Eide Bailly LLP should be complete by the end of May.
3. **Interim Legislative Committees.** Mr. Blasl informed the Board that work in the interim legislative committees is progressing slowly. NDHA is tracking activity on issues dealing with prior authorization, behavioral health, and delivery of emergency services.
4. **Meeting with NDHHS Executive.** Ms. Blasl announced that he and Melissa Hauer, NDHA General Counsel, have a meeting scheduled with Wayne Salter, new Executive Director, NDHHS on April 11, 2024.
5. **C-Suite Leadership Conference.** Mr. Blasl reminded the Board of the NDHA C-Suite Leadership Conference scheduled in Mandan on April 22-23, 2024.
6. **AHA meeting in Washington, D.C..** Mr. Blasl informed the Board of his plans to attend the AHA Annual meeting in Washington, DC, April 14-16, 2024.
7. **Legislative E-newsletter.** Mr. Blasl said a digital newsletter to state legislators is now being developed by NDHA to provide positive stories about health care and tell the hospital story.

#### **General Counsel's Report:**

Melissa Hauer, General Counsel/VP, reported to the Board that the U.S. 8<sup>th</sup> Circuit Court of Appeals recently upheld an Arkansas law that prohibits drug manufacturer policies that restrict provider access to 340B discounts through community and specialty pharmacy partners. The court found that the Arkansas statute does not conflict with federal law, but rather supports and complements the 340B program and is, therefore, not preempted. Ms. Hauer reported that a new final rule governing privacy of substance use disorder treatment records under 42 CFR Part 2 was issued which aims to modernize regulations to better align with contemporary healthcare practices while ensuring confidentiality of patient information related to substance use disorder (SUD) treatment. The rule enhances coordination of care by permitting more flexibility in sharing patient information within healthcare systems while maintaining stringent privacy protections. The final rule aims to strike a balance between ensuring patient privacy and facilitating integrated care delivery, thereby improving access to comprehensive healthcare services for substance use

disorders. The new rule will have significant implications for hospitals, particularly in how they handle and share patient information related to SUD treatment. NDHA is seeking education on this topic for interested members.

Ms. Hauer reported on the status of a lawsuit challenging the state's abortion ban. The lawsuit was filed in 2022 in state district court and was recently amended to challenge changes the legislature made to the law in 2023. A five-day trial is scheduled for the end of August.

**Other Business:**

The Board discussed resuming in-person meetings. Suggestions included maintaining virtual meetings twice per year but also holding two in-person meetings per year. It was suggested that one of the in-person meetings be held for strategic planning.

There being no further business, the meeting was adjourned at 11:58 a.m., Central time.

**Lori Wangler**

Recording Secretary