

WinnMed Board of Trustees Minutes

Wednesday, July 12th, 2023

Conference Room B2/B3

4:00-5:30 p.m.

Minutes

<u>Topic</u>	<u>Presenters</u>	<u>Purpose</u>
Call to Order	Clark, Chairperson	
Clark, Chairperson, called the meeting to order at 4:00 p.m.		
Moment for Mission	Dave Rooney	Information
Dave recognized Kirsten Wyffels and her commitment and dedication to WinnMed over the last 10 years. Leadership extends their appreciation and gratitude for her services to WinnMed as well as her commitment to the Mabel community.		
Consent Agenda	Clark, Goltz, Chairperson	Approval
Action: Motion was made by Justin Gullekson seconded by Karl Jacobsen to approve the Board Minutes, Board Finance Committee Minutes, and Medical Executive Committee Minutes. All other voting aye. Motion carried.		
Compliance and Accreditation	Carmen Krivachek	Information
Board educated on Emergency Medical Treatment and Labor Act (EMTALA) and the hospital's responsibility to meet these requirements.		
Transforming Tomorrow-USDA	Ben Stevens	Approval
Ben provided context to the USDA loan requirements. As we continue towards a USDA-funded project, there are specific requirements needed to comply with the public information sharing laws that USDA defines. <ul style="list-style-type: none">• Resolution for Public Hearing Financing Process: Per our June 7th board meeting where Ben introduced the Resolution to issue Revenue Bonds or borrow money for the purposes of the Transforming Tomorrow construction project along with notifying the public through a newspaper publication issued June 22, 2023 in the Decorah Public Opinion. Public comments (4:15 p.m.): No comments from the public Action: Motion made by Karl Jacobsen, seconded by Justin Gullekson to adopt all provisions outlined in the Resolution to issue Revenue Bonds or borrowing money for the purposes of the Transforming Tomorrow construction project. All voting aye. Motion carried.• Resolution for Public Hearing Bidding Process: Per our June 7th board meeting where Ben introduced the Resolution to issue bidding documents for the purposes of the Transforming Tomorrow construction project along with notifying the public through a newspaper publication issued June 22, 2023 in the Decorah Public Opinion. Public comments (4:20 p.m.): No comments from the public Action: Motion made by Karl Jacobsen, seconded by Jan Heikes, to adopt all provisions outlined in the resolution to issue hospital revenue bonds or borrow money per the documents included in the board of trustee packet. All voting aye. Motion carried.		
May Finance Report	Ben Stevens	Information/Discussion
<ul style="list-style-type: none">• Inpatient revenues for the month were above budget by \$100,767 (9.1%) variance. Outpatient above budget by \$694,974 (7.3%) Swing bed facility revenues for the month were \$12,258 (9.2%) above budget for the month. Total gross revenue \$681,070 (5.1%) above budget for the month. Revenue Deductions were above budget by \$816,968 due to positive revenues contributed to \$340,535 of the variance, Charity Care below budget and bad debt estimates being over budget. Net patient revenue for the month end was \$135,898 (2.1%) below budget. Other Operating revenues were above budget by \$178,646 due to 340B being above budget and rebates being below budget. Total operating expenses were \$1,645 (0.0%) over budget. Total operating income for the month was a profit of \$186,459 and		

non-operating revenue was above budget by \$83,647.

FY24 Budget	Ben Stevens	Approval
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Ben presented the FY24 Budget. Finance committee members shared the inclusion of the interest expense for the Transforming Tomorrow project reduces cash flow, but previously would have been a capitalized expense. Being it is still positive cash flow with the inclusion, and we are not yet projecting an increase in revenue from the expansion, it is positive that current operations can handle the additional expense. Finance Committee members also shared that the revenue in excess of expense was still positive even if the Medicare Direct Payment Program does not materialize is positive.

Motion made by Justin Gullekson, seconded by Britt Rhodes to approve the FY24 Budget as presented. All voting aye. Motion carried.

Capital Request items	Steve Slessor/Kathy Moritz	Approval
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Administration is requesting the purchase of two capital expenditures. These items have been budgeted for the 2024 fiscal year.

- Steve presented the capital request for the North Parking Lot Expansion, as well as, the North Parking Lot Renovation project.
Leadership requesting the Board approval to proceed with requesting bids for the North Parking Lot Expansion project of an estimated \$600,000 and approval of up to \$625,000 and the lot renovation project of an estimated \$100,000.
Action: Motion made by Justin Gullekson, seconded by Jan Heikes, to proceed with the requesting bids for the North Parking Lot Expansion project and remodel. Motion carried.
- Kathy presented the capital request for Phase II of the Nutrition Project. Estimated cost \$282,543. Renovation is included in the 2024FY Capital Budget.
Action: Action: Motion made by Mark Jensen, seconded by Karl Jacobsen, to proceed with Phase II of the nutrition services renovation as outlined in the board packet. Motion carried.

Department Presentation	Brian Lensch	Information/Discussion
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Cyber security is a new standalone department at WinnMed. Brian educated the Board on the National Institute of Standards and Technology (NIST) Cyber Security framework. The purpose of this new department and the NIST frame work is to ensure the confidentiality, integrity, and availability of information. High overview of risk mediation efforts were shared as well.

Foundation Updates	Karl Jacobsen, Trustee	Information
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Karl reported the annual hospice ride was a success and raised over \$9,000 for hospice therapeutic services. Wound center is planning an open house in August for all 2022 annual fund donors. The Foundation and Hallie are working on the Center of Excellence Grant. If awarded the medical center would receive \$750,000 over the next three years.

Administrative Reports	Leadership Team	Information
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Chief Administrative Officer

Steve Slessor reported:

- Lease agreement was sent out for review for a potential DME office on the WinnMed Campus. More to come.

Chief Medical Officer

Dr. Tom Marquardt:

- Excited about the three new providers coming onboard this fall.

Chief Financial Officer

Ben Stevens:

- No updates

Chief Nursing Officer

Kathy Moritz reported:

- No updates

Administrator of Operations

Dave Rooney reported:

- We completed 3 interviews for APP's. Made offers to all three. One has accepted and waiting to hear back from the other two.

Director of Human Resources

Laurie Bulman reported:

- Building out year-end turn over for FY2023, more to come next month.
- In-service completed internally on generations in the work force. Focus on leveraging the strengths of each.

Executive Session	Clark Goltz, Chairperson	Approval
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At 5:30 p.m., Board members went into Closed Session pursuant to Iowa code 21.5 (1) (l) to discuss patient care quality and process improvement initiatives in a meeting of a public hospital.

Motion: Made by Mark Jensen, seconded by Jan Heikes to enter a Closed Session. Roll Call Vote: Gullekson, aye; McLean, aye; Jacobsen, aye; Rhodes, aye; Jensen, aye; Heikes, aye; Goltz, aye. Motion carried.

Return to Regular Session	Clark Goltz, Chairperson	Approval
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At 5:40 p.m. Board members returned to regular session.

The Medical Staff Report was included in the packet.

Action: Motion made by Mark Jensen, seconded by Karl Jacobsen to appoint, grant membership and privileges as listed on the Medical Staff Report. All voting aye. Motion carried.

Adjournment		
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The meeting adjourned at 5:40 p.m.

Action: Motion made by Britt Rhodes, seconded by Jan Heikes to adjourn the meeting. All voting aye. Motion carried.

Members || O = Absent, X = Present

Clark Goltz, Chairman	X	Jan Heikes, Board member	X	Dave Rooney, Administrator of Operations	X	Eric Crockett, Regional Chair of Admin-MCHS SEMN (Virtual)	O
Karen McLean, Vice-Chair - Virtual	X	Mark Jensen, Board member	X	Kathy Moritz, Chief Nursing Officer	X	Dr. Albright, MCHS SEMN Regional Vice President (Virtual)	O
Justin Gullekson, Secretary-Treasurer	X	Steve Slessor, Chief Administrative Officer	X	Ben Stevens, Chief Financial Officer - Virtual	X	Kristin Johnson, MCHS SEMN Vice-Chair Administration (Virtual)	O
Britt Rhodes, Board member	X	Thomas Marquardt, DPM, Chief Medical Officer	X	Catherine Nelson, DO President, Medical Staff	X	BreAnna Sovereign, Executive Assistant	X
Karl Jacobsen, Board member	X	Laurie Bulman, Director of Human	X				

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Guests: Carmen Krivachek, Brian Lensch, Kate Klimesh, Christy Vrtis, Hallie Vonk

Justin Gullekson, Secretary

Recording: BreAnna Sovereign, Executive Assistant