

WinnMed Board of Trustees Minutes
Wednesday, September 6th, 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	Steve Slessor	Information
A video recording from The Today Show was shared recognizing Lois Bohr’s retirement from WinnMed after 42 years. She covered multiple areas in the organization throughout her years. Her retirement party was a great reunion with current and past providers. Congratulations to Lois on her retirement. The entire organization wishes her all the best. Dr. Marquardt introduced Dr. D’Netto to the board. Dr. D’Netto shared his excitement about joining the medical center. Our Mayo leaders were present. Kris Johnson, Eric Crockett, and Dr. Albright were also introduced.		
Consent Agenda	Clark, Goltz, Chairperson	Approval
Action: Motion was made by Justin Gullekson seconded by Karen Mclean to approve the Board Minutes, Board Finance Committee Minutes, Medical Executive Committee Minutes, and Compliance Committee Minutes. All other voting aye. Motion carried.		
Strategic Tactic Updates	Steve Slessor	Information
Steve provided a recap of the last management retreat, which focused on larger strategic topics with a two-year projection period. Organization-wide strategic tactics included a continued focus on ACO work, robotic surgery, expanding echo services, recruiting a psychiatrist, and adding a clinical pharmacist to the primary care team. Additional strategic tactics are framed around patient experience, alignment with staff and Mayo Clinic, growth opportunities, funding our future, and operational excellence.		
Annual CAH Evaluation	Tasha Croell	Approval
Critical Access Hospital Annual Program Evaluation and Quality Review highlights consisted of the WinnMed rebrand, growth in total registered outpatients and outpatient services, addition of the Wound Center, and we continue to maintain a healthy and steady overall turnover rate. The overall organizational priorities for FY23 were met. In addition, the priorities for Patient Safety, Infection Prevention and Control, and Patient Experience were also met. FY24 Goals were reviewed and shared with the Board. Action: A motion was made by Karen McLean seconded by Jan Heikes to approve the Annual CAH Program Evaluation and Quality Review as presented. All other voting, aye. Motion carried.		
Mayo Clinic Health Systems Update	Dr. Albright	Information/Discussion
Dr. Albright gave the Board of Trustees an MCHS/SEMN overview. Discussion was had on how MCHS in SEMN and SWWI work together to offer care to medically complex patients and community members, allowing patients to stay local. Dr. Albright shared several statistics and growth strategies for MCHS. Looking ahead, Mayo is projecting an extreme acceleration of care at home. Recruitment and retention will be critical for growth.		
Medical Staff Bylaws	Dr. Nelson	Approval
Dr. Nelson shared that while Joint Commission requires three-year reappointments, the Iowa code requires this every two years. This was updated in the Bylaws, along with updating our name to WinnMed. Action: Motion was made by Karl Jacobsen, seconded by Mark Jensen, to approve the Medical		

Staff Bylaws as presented. All other voting, aye. Motion carried.		
Medical Staff Rules and Regulations	Dr. Nelson	Approval
Dr. Nelson shared updates to the Medical Staff Rules and Regulations. Action: Motion was made by Karl Jacobsen, seconded by Mark Jensen, to approve the Medical Staff Rules and Regulations as presented. All other voting, aye. Motion carried.		
Transforming Tomorrow Interim Financing	Ben Stevens	Approval
Ben presented options for interim financing for the Transforming Tomorrow Project. The proposal to the board recommended utilizing interim financing through a Bank Construction Loan with a 5.96 % interest rate. Ben noted that there would be interest expense with the Bank route once we borrow the funds. This provides greater flexibility as the length of the project is uncontrollable. Finance committee members provided their input and expressed that they also favored the Bank Construction Loan over the BAN route as it offers the least amount of constraints and has minimal variables. Finance Committee members shared with all trustees that Kristen Miller from Raymond James attended the Committee meeting in August. Her recommendation was also to go the Bank route at this time. The Finance Committee feels Ben’s research and Kristen’s recommendation validate that the Bank route is the way to go. Action: Motion was made by Karen McLean, seconded by Karl Jacobsen, to approve the utilizing the Bank Construction Loan for interim financing for the Transforming Tomorrow Project. All other voting, aye. Motion carried. Mark Jensen and Justin Gullekson abstained from voting due to a conflict of interest.		
June Financial Update (Draft)	Ben Stevens	Information/Discussion
A financial audit was conducted a couple of weeks ago. The final audit should be ready in October. Ben presented a draft financial update to the Board. Overall, things look good, no concerns. Eide Bailey completed a 5-year feasibility study, which was reviewed. The income statement shows that gross patient revenues were met majority of the time. Cash on hand is looking good and lining up with the feasibility study. Overall, \$8 Million positive for FY23.		
July Finances	Ben Stevens	Information/Discussion
July, as predicted, wasn’t a strong month for the organization. Inpatient and outpatient revenues were below budget for the month. The emergency department has been very busy and was above budget. One positive for the month was outpatient expenses were below budget. Projecting a \$350,000 loss in Q1 with a rebound in Q2/3. Cash on hand is still favorable.		
Foundation Updates	Karl Jacobsen	Information/Discussion
Wound center open house was held on June 17th. The WinnMed Foundation board members delivered ~57 picnic meals to some of our donors in nursing homes and assisted living facilities. We continue to work on our annual campaign and will launch later this fall.		
Administrative Reports	Leadership Team	Information
Chief Administrative Officer Steve Slessor reported: <ul style="list-style-type: none"> Community picnic served ~1,200 sandwiches and had about 40 volunteers. Over all it was a great turn out and great community event. Chief Medical Officer Dr. Marquardt: <ul style="list-style-type: none"> Motivational Speaker, Dr. Steve Berkowitz, will be here next week. Trustees are encouraged to attend on Sept. 13th at 8:00 a.m. 		

- Recruitment –
 - Dr. Tagliero will not be joining WinnMed
 - Dr. Ballard, OB/GYN, will join late October
 - Dr. D’Netto, Allergist, will start seeing patients tomorrow
 - Hospitalist, an offer went out. This will take a few of our primary care providers out of the hospital and put them back into the clinic

Chief Financial Officer

Ben Stevens:

- No updates.

Chief Nursing Officer

Kathy Moritz reported:

- Applicant for ER RN came in this last week.

Administrator of Operations

Dave Rooney reported:

- First HBO dive took place this month. Treatments are 5x/wk. Increased staffing in the wound center to cover the needs of the HBO.
- Lots of activity in the recruitment. Dr. Locke is coming back in a supplemental role to cover HHH.

Director of Human Resources

Laurie Bulman reported:

- Hired 13 new staff.
- Using 5 locums.
- Filled the HR Service Partner position. She will start end the Sept.
- Axillary tailgate party tomorrow. Community members welcome 11:00-1:00.

Executive Session	Clark Goltz, Chairperson	Approval
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At 5:25 p.m., Board members went into *Closed Session pursuant to Iowa code 21.5 (1) (I) To discuss patient care quality and process improvement initiatives in a meeting of a public hospital.*

Met in closed session to discuss credentialing. Intent: To evaluate the professional competency of an individual whose appointment, hiring, performance, or discharge is being considered when necessary to prevent needless and irreparable injury to that individual’s reputation and that individual requests a closed session.

The Annual Spring Grove Clinic Program and Patient Experience, Performance Excellence, and Patient Safety discussion in closed session. Intent: To discuss patient care quality and process improvement initiatives in a meeting of a public hospital or to discuss marketing and pricing strategies or similar proprietary information in a meeting of a public hospital, where public disclosure of such information would harm such a hospital’s competitive position when no public purpose would be served by public disclosure

Motion: Made by Jan Heikes, seconded by Britt Rhodes 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 5:46 p.m. Board members returned to regular session.

The Medical Staff Report and the Annual Spring Grove Clinic Report were included in the board packet.

Action: Motion made by Britt Rhodes, seconded by Karl Jacobsen to appoint, grant membership and privileges as listed on the Medical Staff Report and approved the Annual Spring Grove Clinic report as presented. All voting, aye. Motion carried.

Adjournment

The meeting adjourned at 5:48 p.m.

Action: Motion made by Mark Jensen, 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 SEM N	X
Karen McLean, Vice- Chair	X	Mark Jensen, Board member	X	Kathy Moritz, Chief Nursing Officer	X	Dr. Albright, MCHS SEMN Regional Vice President	X
Justin Gullekson, Secretary-Treasurer	X	Steve Slessor, Chief Administrative Officer	X	Ben Stevens, Chief Financial Officer -	X	Kristin Johnson, MCHS SEM N Vice-Chair Administration	X
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 Resources	X				

Guests: Kathleen Klimesh, Tasha Croell, Dr. Michael D’Netto

Justin Gullekson, Secretary

Recording: BreAnna Sovereign, Executive Assistant