



**Board of Directors' Meeting of
Tuesday, June 21, 2022**

Call to Order

The meeting of the Board of Directors of Henry Hospital District was called to order by Chair DeSmith at 6:00 p.m. in the hospital conference room. Members present were: Directors Ann DeSmith, Doug Ford, Dr. Don Ford, Nancy Lang, Kim Gehling, and Mike Zerull. Director Denise Ward was present until adjournment of the 2021-2022 Board Members. New Director Brett Decker attended via telephone. Directors Duane Olson and Julie Atwell were not present due to excused absences. Also, in attendance were Dr. Julie Brown, President of Medical Staff; Mark Kuhn, CEO, Jodie Criswell, Vice President of Fiscal Services; Hazel Butter, Vice President of Human Resources; Julie Theill, VP of Rehab and Long-Term Care; Colton Anderson, Director of Clinic Services; Wyatt Brieser, Director of OP and Ancillary Services and Diane Biellier, Administrative Assistant Chip Holmes, Senior VP of QHR, Dick Stone, Attorney, Ellen Scranton, Auxiliary Representative, Managers Rhonda Rice, Heather Henry and Krista Nixon were also present.

Recess to Closed Session

A **motion** was made and seconded: To recess to closed session at 6:01 p.m. to Review Meeting Minutes and Audio Recordings and for Credentialing of Physicians and Other Healthcare Professionals. On a roll call vote the **motion passed.**

Reconvene into Regular Session

A **motion** was made and seconded: To reconvene the regular meeting of the Board at 6:03 p.m. The **motion passed.**

A **motion** was made and seconded: To keep the following closed session minutes confidential: June 16, 2020, July 21, 2020, August 18, 2020, November 17, 2020, December 15, 2020, January 19, 2021, August 17, 2021, August 31, 2021, November 16, 2021, December 21, 2021, sessions 1 and 2, and December 27, 2021. To approve that the closed session minutes from July 20, 2021, September 21, 2021, and October 19, 2021, no longer require confidential treatment and are available for public inspection. And to approve the destruction of the audio recording of the closed session minutes of the meetings dated June 16, 2020 through December 15, 2020. The written minutes for the audio recording meetings were approved as no longer require confidential treatment and are available for public inspection. **The motion passed.**

A **motion** was made and seconded: To approve the medical staff appointments and reappointments that were discussed in closed session. All appointments/ reappointments will be effective June 30, 2022. **The motion passed.**

Education

Ellen Scranton, Auxiliary Board Representative, presented the HHH Auxiliary Spring events. The Auxiliary fund-raising events continue to be a success with \$2,750 raised with the Lagomarcino's Candy Sale and over \$4,000 raised at the Ice Cream Social. Upcoming events such as the Birdies for Charity program, \$5 Jewelry Sale and Fundraiser trips were also shared. Ellen and the Auxiliary were thanked to their ongoing service to the hospital and community.

Rhonda Rice, Revenue Cycle Manager, presented to the Board on the Price Transparency and No Surprises Acts. Rhonda shared the Price Transparency Tool available on Hammond-Henry

Hospitals website as well as the internal process used to accommodate the No Surprises Act. Questions from the Board were addressed regarding the logistical challenges that compliance with these Acts create and possible challenges as the No Surprises Act is slated to expand to private insurance in the future. The Board thanked Rhonda for a great educational update.

Med Staff Report

Dr. Brown provided the Board with a recap of the May 24, 2022, Medical Staff Meeting. Discussion ensued regarding election of Medical Staff Officers. Dr. Brown also stated the recent Stark County Ambulance agreement is going well with no issues with patient transfers since the contract was finalized.

Consent Agenda

Chair DeSmith referred to the following consent agenda:

- Executive Committee meeting minutes of June 15, 2022 (p. 11)
- Closed Session minutes of June 15, 2022 (posted on web portal)
- Foundation Board meeting minutes of June 7, 2022 (pp. 12-13)
- Compliance meeting minutes of June 7, 2022 (pp. 14-18)
- Quality Council meeting minutes of May 25, 2022 (pp. 19-22)
- Special Session Board meeting minutes of May 25, 2022 (p. 23)
- Closed Session minutes of May 25, 2022 (posted on web portal)
- Medical Staff Meeting minutes of May 24, 2022 (pp. 24-26)
- Executive Committee meeting minutes of May 23, 2022 (p. 27)
- Closed Session minutes of May 23, 2022 (posted on web portal)
- Board meeting minutes of May 17, 2022 (pp. 28-30)
- Closed Session minutes of May 17, 2022 (posted on web portal)
- Operations Review (pp. 31-33)

A **motion** was made and seconded: To approve the consent agenda. The **motion passed.**

Adjournment of 2021-2022 Board of Directors

Chair Ann DeSmith thanked Secretary Denise Ward for her six years served on the Hammond-Henry Hospital Board and the several committees she's served on. Denise's dedication to the Hospital, community and Board were commented upon. Denise thanked the Board, Administration, Managers and staff of Hammond-Henry for their dedication and commitment.

Call to Order of 2022-2023 Board of Directors

Chair Ann DeSmith introduced Brett Decker, new Director to the Board and obtained approval for Nancy Lang as the Board Secretary and retention of the remaining three officers for the 2022-2023 fiscal year.

A **motion** was made and seconded: To Approve the 2022-2023 Board Officers. The **motion passed.**

Old Business

Fiscal Services Report

Hammond-Henry Hospital recorded a gain of \$538,179 for the month ended May 31, 2022. Gross revenues totaled \$11,177,387. Inpatient volumes and gross charges were below budget. Outpatient surgical and lab gross revenues were also below expectations. Total deductions from revenue were 61.0% of gross revenues versus a budget of 65.4%. This was a positive variance of \$1,666,724 from budget. The resulting total operating revenue was \$4,554,071 or \$119,409 below budget. Total expenses were also below budget at \$3,955,274.

The monthly Outpatient revenue totaled \$8,355,084 which was below budget. Clinic revenue totaled \$1,816,911 and 9.68% above budget. May expenses totaled \$3,955,274.

Jodie commented that the staff is preparing for the FY2022 audit. This year's audit will once again be remote with Wipfli beginning the process on July 18 with closure during August or September.

New Business

The following were reviewed with no questions from the Board:

- FY22-23 Board List
- FY22-23 Board Committee Assignments
- FY22-23 Board Agenda Calendar
- Conflict of Interest
- I.T. Policies

The Board will complete the annual Conflict of Interest disclosures prior to the July Board meeting.

Administrative Reports

QHR Report

Chip Holmes discussed the upcoming Board Retreat to be held at Geneseo Country Club July 12 and 13. A packet will be sent out for review one week prior to the retreat including agenda, strategic priorities and market data.

Vantage, the Productivity tool provided by QHR, is up and running with quarterly reviews. Chip thanked Mark and Jodie for their ongoing involvement in the Monthly Operating Review calls and Director DeSmith for her continued conversations.

QHR has planned a Board Basics educational seminar on July 20 and 21 in Nashville. Information will be sent out to the Board, and they are encouraged to attend.

CEO Report

Mark Kuhn shared a recent All Staff Meeting presentation with the Board and discussion of recent industry trends. New retention and recruitment initiatives by Administration were discussed.

The Lab renovation and statement of probable cost was also reviewed. Construction is scheduled to begin in August and last approximately four months. Updates to the North Clinic space, which will temporarily house Lab during the project, will add value to the offices. Mark will provide the guaranteed maximum price and costs to upgrade the temporary space at the July meeting or a Special meeting, based on timing.

Mark also shared an article regarding Supporting Critical Access Hospital Staff During COVID-19 where Hammond-Henry was recognized for its efforts to support employees during the pandemic.

Human Resources Report

Hazel Butter provided the Board with a staffing report and survey reflecting the current challenges faced by employers struggling to hire and retain staff.

Rehab and Long-Term Care Report

Julie Theill provided Rehab and Long-Term care staffing updates. Long-Term care census continues to be strong and a recent IDPH survey was quickly concluded with no findings. The summer Summit program has started with excellent interest from the community.

Patient Care and Nursing Services Report

Discussion ensued regarding the recent safety culture focus groups held using the AHQR survey. It was determined that focus group format is beneficial and additional meetings will be held with revised questions and scope. Copies of the raw results and final management report will be shared with the Board.

Outpatient/Ancillary Services Report

Wyatt Brieser commented on the current shortage for some reagents, such as B12. There is also a continued shortage on contrast dye, although the hospital is receiving small shipments which are being used with a conservation strategy.

Clinic Services Report

Colton Anderson gave an update on the Orion Clinic. Some staff is currently training at other locations and Mara Clarke, APRN is in the credentialing process.

Dr. Davis has begun seeing patients and said the community and staff have been very welcoming.

The Annawan Clinic recently performed 31 sports physicals and an additional 140 physicals were performed for Geneseo student athletes in the Rehab Department. Colton thanked Julie Theill and the Rehab staff that assisted with these initiatives.

Hazel Butter announced that Mercy Chavez, CNA in the ED, is the July Shining Star recipient.

Board Action

Approval of the Board Resolutions for Banking Institutions

Hammond-Henry's financial intuitions require a passing of a resolution which reflects changes to the Board of Directors officers. A **motion** was made and seconded: To approve the Board resolutions as presented. The **motion passed.**

Approval of Capital Expenditure for a Lab bi-directional interface with Unity Point

Wyatt Brieser presented a capital expenditure request to the Board for a bi-directional interface between Unity Point clinic and the Lab. This interface will help Unity Point meet standards of practice by allowing lab orders to be electronically entered and results received back upon completion. There is also the potential for specialty providers within Unity Point to utilize the interface.

A **motion** was made and seconded: To approve the capital expenditure of \$32,750.00 for a bi-directional interface between the Lab and Unity Point. On a roll call vote the **motion passed.**

Approval of May Bills

Chair DeSmith referred to the bills. The total bills for the month of May are \$4,605,209.46. A **motion** was made and seconded: To approve payment of the bills for the month of May in the amount of \$4,605,209.46. On a roll call vote the **motion passed.**

Recess to Closed Session

A **motion** was made and seconded: To recess to closed session at 8:10 p.m. to discuss the Dismissal, Suspension, or Disciplining of, or to hear Complaints or Charges Brought Against an Employee. On a roll call vote the **motion passed.**

Reconvene into Regular Session

A **motion** was made and seconded: To reconvene the regular meeting of the Board at 9:41 p.m. The **motion passed.**

Adjournment

A **motion** was made and seconded: To adjourn the meeting at 9:42 p.m. The **motion passed.**

Respectfully submitted by,
Diane Biellier, Administrative Assistant