



IT Governance Meeting
November 21, 2023
Hospital Conference Room

The IT Governance meeting began at 5:00 p.m. in the hospital conference room. Committee members present were Directors Kim Gehling, former Director Duane Olson (remote), Heather Henry, IT Manager, Dr. Snider and Jodie Criswell, CFO. Also in attendance were Director Doug Ford; Dave Shannon, Interim CEO (remote); and Diane Biellier, Director, Admin Ops. Diane Bogart of RSM attended remotely.

Overview of progress to date

Diane Bogart of RSM informed the Committee that the University of Iowa had removed themselves from the RFP due to their resources being pulled to internal projects for the near future. There was discussion regarding potential Epic hosting partnerships and the EHR project timeline.

Next steps

After discussion, it was decided that the Meditech Expanse demos will proceed. They will be followed by a scoring process. The goal is to provide providers and users with an understanding of the functionality of the Expanse software and to determine if this will meet their needs.

In the interim, RSM will reach out to the University of Iowa and determine what a workable timeframe would be for them if they are still interested in an Epic hosting relationship with Hammond-Henry. They will also reach out to another potential Epic hosting partner to see if there is any interest.

Adjournment

The meeting was closed at 5:23pm.

Respectfully Submitted by,

Diane Biellier
Director of Administrative Operations



Finance Committee

November 21, 2023

Hospital Conference Room

Call to Order

The Finance Committee meeting was called to order by Kim Gehling at 5:30 p.m. in the hospital conference room. Committee members present were Kim Gehling, Kathleen Repass, Doug Ford, Nancy Lang, Brett Decker, and Jeff Belvel. The following Board members were also present: Mike Zerull and Julie Atwell. Also in attendance were Dave Shannon, Interim CEO (remote); Jodie Criswell, CFO; Heather Charlet, CNO; Hazel Butter, VP of Human Resources; Wyatt Brieser, VP of Operations and Diane Biellier, Director, Administrative Ops. Chip Holmes of Ovation attended remotely, and Nick Emmerson with Farmer's National Bank presented.

Investment Report – Nick Emmerson, VP of Farmers National Bank

Nick discussed Hammond-Henry's current investments and their performance over the last year. He provided education to the Board regarding the Public Funds Investment Act and the types of investments Hammond-Henry is eligible to participate in. A review of the hospital's investments show an increase in the average return as well as an increase in the maturity. The fixed income valuations are at a ten year high at this point and Nick feels that corporate earnings will continue to grow. Board Directors' questions were addressed.

Financial Authorization Policy – Jodie Criswell

Jodie presented a proposed policy to the Board. This new policy provides guidance to hospital staff and board members on various authority parameters and processes for acquisition of real estate, supplies, and the hiring of staff. Also included are the controls for contracts, new or expanded services, and discounts to patient account balances and other expenses. The policy was recommended by Wipfli, the fiscal auditors for the hospital.

Capital Requests – South Garage

Jodie presented a capital request for a 40'x80' garage that would be utilized for general and vehicle storage as well as two apartments for medical students and Hospitalist lodging. The Foundation has committed to contributing \$150,000 to the \$450,000 project. Discussion ensued regarding the project and the Board requested additional information. Jodie will return with a breakout of pricing with and without the apartments. This will be readdressed at the December Board meeting.

October Financials -

There were no questions for Jodie regarding the October financials.

Hammond-Henry Hospital recorded a gain of \$12,008 for the month ended October 31, 2023. The budget was \$206,768 for a negative variance of \$194,760. The year-to-date gain was \$780,906 and \$239,612 below budget through the first five months of the fiscal year. Total deductions for the month were 60.4% of gross charges versus a budget of 61.4%. Total operating revenue was \$37,480 above budget as 340B revenues continue to exceed budget. October expenses were \$301,508 above budget with variances in fringe benefits, supplies, purchased services, and contract labor.

Gross patient revenue totaled \$11,883,847 for the month. This was a negative variance of \$131,354 from budgeted projections.

Jodie provided an IT update to the Finance Committee and discussed the pending wage assessment. She addressed questions regarding the wage analysis.

Adjournment

A motion was made: To close the finance committee meeting at 6:12 p.m. With a second, the **motion passed**.

Respectfully Submitted by,

Diane Biellier
Manager, Administrative Operations



**Board of Directors' Meeting of
Tuesday, November 21, 2023**

Call to Order

Board Chair Doug Ford called the meeting to order at 6:13 pm in the Hospital conference room. Board members present were Doug Ford, Kim Gehling, Brett Decker, Mike Zerull, Nancy Lang, Jeff Belvel, Kathleen Repass and Julie Atwell. Director Dr. Thomas Rizzo had an excused absence. Also in attendance were Dave Shannon, Interim CEO (remote); Jodie Criswell, CFO; Heather Charlet, CNO; Hazel Butter, VP of Human Resources; Colton Anderson, Clinics Director; Wyatt Brieser, VP of Operations and Diane Biellier, Director of Admin. Ops. Dr. Satkauskas was present for open session and reported representing the Medical Staff. Also present for open and part of closed session was Krista Nixon, Quality Director. Ryan Nestrack and Chip Holmes of Ovation attended remotely.

Consent Agenda

Chair Ford referred to the following consent agenda:

- CEO Steering Committee minutes of November 1, 2023
- CEO Steering Committee minutes of October 31, 2023
- Closed Session minutes of CEO Committee October 31 and November 1, 2023
- CEO Steering Committee minutes of October 30, 2023
- IT Governance minutes of October 17, 2023
- Finance Committee minutes of October 17, 2023
- Board Meeting minutes of October 17, 2023
- Closed Session minutes of October 17, 2023
- Medical Executive Committee minutes for September 14, 2023
- Operations Review

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

Medical Staff Report

Dr. Satkauskas reported on behalf of the Medical Staff. He presented revised bylaws recently approved by the Medical Staff and awaiting Board final approval. Dr. Satkauskas outlined the changes. There are two additional topics pending resolution – both have been tabled until the new CEO arrives. They are the Joint Conference Committee and the medical staff conflict of interest/employment status issues. Director Ford thanked Dr. Satkauskas for attending the meeting and his contribution towards getting the bylaws updated.

Committee Business

Finance Committee

Kim Gehling provided the Board with an overview of the Finance Committee which included the October financial reports, a presentation by Nick Emmerson, the Financial Authorization Policy and a capital request.

A **motion** was made and seconded to approve the Financial Authorization Policy. The **motion passed.**

Administrative Reports

Administration

The Board had an opportunity to ask the senior leadership team any questions resulting from a review of their Board packet submissions. There were a few additional items discussed:

- Heather Charlet will be working with Ryan Nestrack regarding the Western Hospitalist contract.
- COVID vaccines are now available at the Clinics.
- The Long-Term Care unit is currently in COVID outbreak status with staffing challenges resulting. They will hold on accepting new admits until they are out of outbreak status.
- The Shining Star for December is Lora McKune, RN from the Kewanee Clinic.

Ovation Healthcare Report

Out of respect for time needed for Closed Session, Chip Holmes and Ryan Nestrack deferred to the packet information.

Board Action

Antibiotic Stewardship

The appointment of Danielle Smyser, R.PH as Antibiotic Steward was proposed. A **motion** was made and seconded: To approve the antibiotic stewardship. **The motion passed.**

Review and approval of the eye and tissue donor policies was requested to meet DNV requirements. A **motion** was made and seconded: To approve the eye and tissue donor polices as presented. **The motion passed.**

Approval of October Bills

Chair Ford referred to the bills. The total bills for the month of October are \$3,609,336.49. A **motion** was made and seconded: To approve payment of the bills for the month of October in the amount of \$3,609,336.49. **On a roll call vote the motion passed.**

Approval of Medical Staff Bylaws

Chair Ford referred to the information presented by Dr. Satkauskas. A **motion** was made and seconded: To approve the medical staff bylaws as presented. **The motion passed.**

Recess to Closed Session

A **motion** was made and seconded: To recess to closed session at 6:37 p.m. to the recruitment, credentialing, discipline or formal peer review of physicians or other health care professionals for a hospital, or other institution providing medical care, that is operated by the public body. And appointment, employment, compensation, discipline, performance or dismissal of an employee or legal counsel of the Hospital, including hearing testimony on a complaint lodged against an employee of the Hospital or against legal counsel for the Hospital to determine its validity.

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 7:43 p.m. The **motion passed.**

A **motion** was made and seconded: To approve the medical staff appointments and reappointment that was discussed in closed session. All appointments/ reappointments will be effective November 30, 2023. **The motion passed.**

A **motion** was made and seconded: To approve the Ovation Healthcare contracts. **The motion passed.**

A **motion** was made and seconded: To approve the employment offer to the potential CEO candidate. **The motion passed.**

A **motion** was made and seconded: To approve the hospitalist compensation as dicussed. **The motion passed.**

A **motion** was made and seconded: To approve the CEO to extend an employment offer to provider as dicussed. **The motion passed.**

Adjournment

A **motion** was made and seconded: To adjourn the meeting at 7:43 p.m. The **motion passed.**

Respectfully submitted by,
Diane Biellier, Director, Administrative Operations