



## Board of Directors' Annual Meeting of Tuesday, June 16, 2020

### Call to Order

The meeting of the Board of Directors of Henry Hospital District was called to order by Chair Olson at 7:02 p.m. in the hospital conference room and via conference call. Members present at the hospital conference room were: Directors Duane Olson, Dr. Don Ford, Jack Schindwein, and Doug Ford. Directors Julie Atwell, Ann DeSmith, Denise Ward, Mike Zerull and Kim Gehling participated by conference call. Also, in attendance were Mark Kuhn, CEO; Mike Lieb, HealthTech Vice President; Kevin Stringer, HealthTech Vice President; Laura Domino, Vice President of Patient Care Services; Jodie Criswell, Vice President of Fiscal Services; and Kathy Tank, Executive Assistant.

### Consent Agenda

Chair Olson referred to the following consent agenda:

- a. Auxiliary Report
- b. Foundation Board meeting minutes of June 2, 2020
- c. Compliance virtual meeting minutes of June 2, 2020
- d. Board meeting minutes of May 19, 2020
- e. Closed Session minutes of May 19, 2020
- f. Operations Review
- g. Community Support Report

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

### Adjournment of 2019-2020 Board of Directors

A **motion** was made and seconded: To adjourn the 2019-2020 Board of Directors' annual meeting at 7:10 p.m. **The motion passed.**

### Call to Order of 2020-2021 Board of Directors

#### Appointments and Election of Officers

Director Schindwein, Chair of the Nominating Committee announced that the county board has approved the reappointment for board members Duane Olson, Ann DeSmith, and Dr. Don Ford.

Director Schindwein stated that the nominating/governance committee recommends to the board the following slate of officers for the 2020-2021 Board of Directors: Duane Olson, Chair; Ann DeSmith, Vice-Chair, Denise Ward, Secretary and Doug Ford, Treasurer. Chair Olson opened the floor for any other nominations. A **motion** was made and seconded: To close the nominations and to unanimously approve the slate of officers as presented: Duane Olson, Chair; Ann DeSmith, Vice Chair; Denise Ward, Secretary; and Doug Ford, Treasurer. The **motion passed.**

## Roll Call

The meeting was called to order by Chair Olson at 7:20 p.m. Roll call was taken and the members present were: Directors Duane Olson, Doug Ford, Dr. Donald Ford, and Jack Schlindwein. Directors Julie Atwell, Ann DeSmith, Denise Ward, Mike Zerull and Kim Gehling participated by conference call. Also, in attendance were: Mark Kuhn, Chief Executive Officer; Mike Lieb, HealthTech Vice President; Kevin Stringer, HealthTech Vice President; Laura Domino, Vice President of Patient Care Services; Jodie Criswell, Vice President of Fiscal Services; and Kathy Tank, Executive Assistant.

## Education

Mark Kuhn gave a presentation on the Medicare Advantage Impact on Critical Access Hospitals. He referred to the information in the board packet that was based on a study conducted by Northern Illinois University and commissioned by ICAHN. Mark highlighted that Medicare Advantage enrollment has more than doubled the past 10 years. He stated that the hospital Medicare population is 1/3 enrolled in Medicare Advantage plans and 2/3 are Medicare traditional plan. Mark asked Jodie to share the impact on the hospital's Medicare Cost Report. Jodie stated that Medicare Advantage patient days cannot be counted for Cost Report purposes. She also noted that advantage claims are not included in Medicare settlements. In reviewing the data, she found it interesting that half of the patients in long term care have the Medicare Advantage Plan and a higher number of traditional Medicare patients utilize our clinic services. Jodie also stated that the Medicare Advantage patients have rules for pre-authorization and Medicare has fewer pre-authorization rules.

## Old Business

### Fiscal Services Report

Jodie Criswell referred to the May fiscal services report in the board packet.

Jodie referred to the clinic financials and addressed a question from a board member. She stated the clinic administration page has been added to capture overhead costs for clinic services. There was a recommendation by the auditors to assist in Cost Report preparation. Discussion ensued regarding time reports and Jodie stated they have been implemented for various projects. She stated currently any COVID-19 work-related hours have been tracked so we can validate for any grant funds received.

Jodie announced the annual audit will begin on July 13. She stated that the May financials will be closed again before the audit, it will include invoices from May that were paid in June. She will provide a summary of what may have changed and will provide the final fiscal year financials based on the revisions. Jodie stated that this year the audit team will complete their audit remotely, utilizing a secure portal for document communication.

## New Business

### FY20-21 Committee Appointments

Chair Olson referred to the proposed committee appointments that he assigned for FY20-21. He asked if there were any recommendations or changes. The board accepted the proposed committee appointments.

### FY20-21 Board List

Chair Olson referred to the FY20-21 List in the board packet, which includes board members' contact and address information. Chair Olson stated that he tries to rotate board members to various committees to experience the board governing process. Board members should contact Kathy Tank if there are any revisions needed on the board list.

### FY20-21 Board Calendar

Chair Olson referred to the proposed board meeting calendar in the board packet, which is a guide for the board and committee responsibilities. The calendar is a table of agenda items for the FY20-21 monthly board meetings.

### Conflict of Interest

Chair Olson reminded the board members to complete the conflict of interest disclosure statements in the board packet and submit it to Kathy Tank by July 14. The disclosure statements will be submitted in the July board packet, per the board policy.

## Administrative Reports

### CEO Report

Mark Kuhn referred to the information in the board packet on the Hammond-Henry providers clinic visit volumes by location and by provider. He stated that volumes for May are 53% of February, with April at 39%. He did highlight that the Urgent Care and Port Byron volumes are low and are working on a plan to re-open access to the clinics. It was noted that the budget does reflect volumes at 65% of normal for June through August and at 85% for the remainder of the year.

Mark referred to the donor summary in the board packet of items that have received from individuals and corporations for our staff and long term care residents. He shared that it has been overwhelming with the recognition from our community. A thank you video is being created and will post on Facebook and plans are to invite all donors to possibly the Foundation tail gate party later this Fall to show our appreciation.

Mark announced that UnityPoint has agreed to a two year lease beginning September 1 or before. The UnityPoint Clinic will relocate to the Hammond-Henry RHP Geneseo Clinic and our providers will relocate to the UnityPoint Clinic. This will be a good outcome for all parties.

### Patient Care Services & Physician/Outpatient Services Report

Laura Domino referred to the patient care and physician/outpatient services report in the board packet. She announced that the drive-thru clinics are doing a great job with keeping COVID-19 patients from entering the clinics. We are currently testing all long term care caregivers and residents. She announced that lab supplies and PPE are in good standing. The antibody and antigen test are available. Dr. Ford stated that the benefit of the antigen test is if someone wants to donate plasma and tests positive the plasma can help those that are seriously ill with COVID-19. Others may want the test to find out if they have had COVID-19. The cost of the COVID-19 test is \$170 and insurance may or may not pay. Laura stated that all outpatient departments are open and Imaging and Lab are at the same volumes as pre-COVID. She stated that most of the specialty clinic providers have returned.

Laura stated they are working on guidelines for Stage 4 reopening. Plans are to continue with masking and good handwashing. They are also looking at possibly opening the cafeteria for employees and to continue practicing the social distancing.

Laura also gave an update on the clinics. She reported that plans are to remove the “Stop” signs at the entrances of each clinic and to have a sign that welcomes patients. All patients will need to answer a symptom evaluation. Laura also reported that Annawan Clinic is waiting for the rural health certification survey.

Laura stated that Dr. Jeffries and administration have met with Dr. Wilzinski and he is currently completing the credential process to provide ER coverage. Dr. Wilzinski is from the Quad Cities and currently works at Genesis – Silvis Campus.

Laura stated that Colton is leading a committee to begin preparing for Dr. Heberer’s arrival in August. Laura commended Colton on his efforts with working on occupational health needs for area businesses.

#### Shining Star

Kathy Tank announced that Heather Charlet, R.N., Med Surg Manager is the July Shining Star recipient.

#### Board Action

##### Small Business Administration Paycheck Protection Program

Chair Olson referred to the information in the board packet for the Small Business Administration (SBA) Paycheck Protection Program. He stated that the SBA allowed governmental hospitals that are not 501(c)(3) to participate in the program if they met certain criteria. He stated as a district hospital we are not a 501(c)(3), but we do operate in a similar capacity as a not-for-profit hospital. He referred to the documentation that was completed in the packet to meet the criteria for the SBA Paycheck Protection Program. Chair Olson asked if there were any questions. Discussion ensued. A **motion** was made and seconded: To approve the small business administration terms of qualification for receipt of the paycheck protection program loan. The **motion passed.**

##### Approval of May Bills

Chair Olson referred to the bills. The total bills for the month of May are \$2,327,091.72. A **motion** was made and seconded: To approve payment of the bills for the month of May in the amount of \$2,327,091.72. On a roll call vote the **motion passed.**

##### Recess to Closed Session

A **motion** was made and seconded: To recess to closed session at 7:57 p.m. to discuss closed meeting minutes and audio recordings compensation; purchase of adjacent property; compensation, performance or dismissal of an employee or employees; and discussion of the sale or purchase of securities or investments. 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 8:29 p.m. The **motion passed**.

### Closed Session Minutes and Audio Recordings

A **motion** was made and seconded: To approve that the closed session minutes from July 16, 2019 through December 17, 2019 no longer require confidential treatment and are available for public inspection. The **motion passed**.

A **motion** was made and seconded: To approve the destruction of the audio recordings of the closed session minutes of the meetings dated July 26, 2018 through December 18, 2018. The **motion passed**.

### Adjournment

A **motion** was made and seconded: To adjourn the meeting at 8:33 p.m. The **motion passed**.

Respectfully submitted by,

Kathy Tank  
Executive Assistant