

Meeting Name: Windom Area Health Governing Board of Directors AGENDA

Purpose: Provide governance for Windom Area Health	
Meeting Date/Time/Location:	Monday, January 24, 2022 / 5:30 pm / Large Conference Room
Members: All Windom Area Health Governing Board Mbrs	Present: Absent: Others:
Recorder:	Janel Eichstadt, Admin Asst
Category / Topic	Action step(s) / Updates
STANDING ITEMS	
Call to Order	Call Windom Area Health Governing Board meeting to order at 5:30 pm by WAH Governing Board Vice-chairperson
Meeting Minutes	Approve Windom Area Health Governing Board minutes from the regular meeting of December 20, 2021 (<i>Board motion</i>)
COMMITTEE REPORTS	
Professional Practice / Quality & Planning Cmte	Review Committee activities
Finance / Personnel / Labor Relations & Building & Grounds Cmte	Review Committee activities
OTHER REPORTS	
Statistical & Financial Performance Reports	Review & recommend approval of statistical & financial reports (<i>Board motion</i>)
Capital Acquisition Activity	Review & recommend approval of capital acquisition activity (<i>Board motion</i>)
Educational Assistance Applications	Review & recommend approval of application(s) for educational assistance (<i>Board motion</i>)
New / Department Transfer Employees	Report of recently hired / transferred employees
Medical Staff Credentialing & Meeting Update	<ul style="list-style-type: none"> • Review & approve medical staff credentialing, upon recommendation from WAH Medical Staff (<i>Board motion</i>) • Report on business addressed at WAH Medical Staff meeting
Patient Concern Reports	Review patient concern reports and patient survey comments
Patient Safety Reports	Review patient safety activities
Administration	<ul style="list-style-type: none"> • Review / Update Sr Management Team Executive Summaries • Review / Approve WAH committee meeting reports as presented (<i>Board motion</i>)
City of Windom	Informational update
Sanford Health Network	Informational update
WAH Foundation Board	Foundation Board meeting January 25, 2022, 5:00pm. Meeting minutes from October 26, 2021 included in Board book
WAH Auxiliary	Auxiliary met January 10, 2022. November meeting minutes included in Board book. Auxiliary did not meet in December.

NEW & OLD BUSINESS		
Old Business	WAH Partnership Update	Dr M Fisher
New Business	April Board Meeting - Alternative Options	Shelby Medina
CONCLUSION		
	Conclude WAH Governing Board meeting	Dr M Fisher
Board Education	Danielle Bunting, Revenue Cycle Director	

Meeting Name: Windom Area Health Governing Board of Directors

MINUTES

Purpose: Provide governance for Windom Area Health

Meeting Date/Time/Location: Monday, December 20, 2021 / 5:30 pm / Large Conference Room

Members: All Windom Area Health Governing Board Mbrs
 Present: Dan Ortman, Ann Bartelt, Kay Gross, Terry Tegels, Justin Schmit, Dr. Michael Fisher, Laura Fresk, John Peyerl/CFO, Emily Masters/CHRO, Kelsey Andrews/DON, Shelby Medina/CEO, Terry Mahar/Sanford Health Network VP
 Other Attendees: Dr. M. Olson/Chief of Medical Staff, Lisa Farag/Windom City Council Liaison
 Absent: Julie Brugman/Mt Lk Advisory Mbr, Steve Nasby/City of Windom Administrator
 Janel Eichstadt, Admin Asst

Recorder:

Leader:

Category / Topic **Action step(s) / Updates**

STANDING ITEMS

Call to Order Windom Area Health Governing Board meeting was called to order at 5:30 pm by Board Chairperson, Dr. Michael Fisher.

Meeting Minutes M/S/C UNANIMOUSLY TO APPROVE WINDOM AREA HEALTH GOVERNING BOARD MINUTES FROM THE REGULAR MEETING OF NOVEMBER 22, 2021 AS PRESENTED (TEGELS/GROSS).

COMMITTEE REPORTS

Professional Practice / Quality & Planning Cmte

Medical Staff members reviewed the proposed December Credentialing list with no issues found and a recommendation for its approval was made to the Governing Board. Motion stated in the Medical Staff Credentialing section of these minutes. The 2022 Performance Improvement/Risk Management Plan was reviewed by the Medical Staff and recommended its approval to the Governing Board. M/S/C UNANIMOUSLY, UPON RECOMMENDATION FROM THE WAH MEDICAL STAFF, TO APPROVE THE CY2022 PERFORMANCE IMPROVEMENT/RISK MANAGEMENT PLAN AS PRESENTED (GROSS/FRESK).
 M/S/C UNANIMOUSLY TO APPROVE AN AMENDMENT TO THE WAH MEDICAL STAFF BYLAWS REGARDING THE TELEMEDICINE STAFF CATEGORY BY REVISING SECTION 4.9 AND ADDING SECTION 6.7, TITLED APPOINTMENT PROCESS FOR TELEMEDICINE STAFF (GROSS/TEGELS). Discussion was held regarding an additional possible amendment to the Courtesy Staff section of the Medical Staff Bylaws at the January Medical Staff meeting. Discussion was held with Medical Staff members regarding review of the WAH Emergency Contingency Plan for patient admissions. Shelby noted the Emergency Contingency Plan is not currently in place at WAH, but will be reviewed with Medical Staff members in the event it becomes necessary to implement it due to an increase in Covid.

Kay Gross

Finance / Personnel / Labor Relations & Building & Grounds Cmte

M/S/C UNANIMOUSLY TO APPROVE SENDING ACCOUNTS TOTALING \$46,892.28 TO AAA COLLECTIONS AND APPROVE 8 FINANCIAL ASSISTANCE ACCOUNTS SUBMITTED FOR WRITE-OFF TOTALING \$6297.83 (SCHMIT/BARTELT).
 In month 8 of FY22, financial assistance accounts approved for write off totaled \$51,396.49 on a budget of \$125,000.
 M/S/C UNANIMOUSLY TO RECOMMEND APPROVAL OF THE FOLLOWING RESIGNATIONS – PT PATIENT ACCESS REPRESENTATIVE EFFECTIVE 11/21/21 AND ULTRASOUND RADIOLOGY TECH EFFECTIVE 1/28/22(SCHMIT/TEGELS).
 M/S/C UNANIMOUSLY TO APPROVE CY2022 WAGE SCALE ADJUSTMENTS AVERAGING 6.2% EFFECTIVE JANUARY 2, 2022, FOR WINDOM AREA HEALTH NON-EXEMPT NON-UNION EMPLOYEES (SCHMIT/ORTMANN).

Justin Schmit

OTHER REPORTS

Statistical & Financial Performance Reports

November 2021 statistical and utilization graphs were reviewed. The month's total patient revenue was above budget projections; contractual adjustments, as a percentage of revenue, were above budget projections; total operating expenses were above budget expectations; net operating revenue and total operating expenses factored together left a net increase in assets totaling \$266,941. FY2021 year-to-date net income totals \$2,164,289 on a projected budget of \$550,375. Days in A/R were reported at 45.83 and Days Cash on Hand totaled 392.

John Peyerl

Capital Acquisition Activity

M/S/C UNANIMOUSLY TO APPROVE NOVEMBER 2021 STATISTICAL AND FINANCIAL PERFORMANCE REPORTS AS PRESENTED (SCHMIT/BARTELT)
 There were no capital acquisitions purchased during November 2021 requiring Governing Board action.

John Peyerl

Educational Assistance Applications	There were no Educational Assistance applications submitted requiring Governing Board action.	Emily Masters
New / Department Transfer Employees	<p>The following new hires and department transfers were reported: New hires included an IT Tech Assistant and Nutritional Services Aide; and two position transfers, to include Brenda Muller to Director of Outpatient Operations and Brittany Schichtl, RN, moved to Surgery Department Supervisor effective December 19, 2021.</p> <p>M/S/C UNANIMOUSLY, UPON RECOMMENDATION FROM THE WAH MEDICAL STAFF, TO APPROVE MEDICAL STAFF CREDENTIALING AS PRESENTED (GROSS/FRESK).</p> <p>APPOINTMENTS: Abigail Moeller, PA-C Orthopedics (Botker) Allied Health Professionals</p> <p>REAPPOINTMENTS: Adam Nichols, DPM Podiatry Associate Professionals Dennis Silver, M.D. Emergency Medicine Emergency Services Brett Van Kley, M.D. Family Practice Active John Yu, M.D. Pulmonology Consulting</p> <p>SANFORD TELEMEDICINE APPOINTMENTS: VRAD REAPPOINTMENTS: Nausheen Naveed, M.D. Teleradiology Telemedicine</p> <p>RESIGNATION: (informational purposes only) Nazita Adili-Khams, M.D. Emergency Medicine Emergency Services Amber Hogan, PA-C Orthopedics (Botker) Allied Health Professionals Thomas Vreeland, M.D. Teleradiology Telemedicine</p>	Emily Masters
Medical Staff Credentialing & Meeting Update	<p>Dr. Olson reported on agenda items addressed at the Medical Staff meeting held earlier in the day. Her report is included in the Professional Practice Committee report above.</p> <p>November 2021 Patient Concern Reports and patient survey comments were reviewed and found to be appropriately addressed.</p>	Dr M Olson
Patient Concern Reports	<p>Kelsey shared there was 1 reportable patient fall with no patient injuries incurred; 0 documented patient skin integrity issues; 0 use of patient restraints; and 0 opioid-related deaths. Kelsey noted there were no reportable adverse events as of December 14, 2021.</p>	Shelby M Kelsey A
Patient Safety Reports	<p>Emily Masters reported February 2022 is Heart Health month with events planned. Darci Jones, Radiology Tech, was selected as WAH's Qtr 3 Employee of the Quarter.</p> <p>Kelsey Andrews reported the Lab was recently informed of a serious blood shortage currently taking place due to Covid. Shelby reported the ED renovation project is progressing on schedule. Backordered equipment for the ED has started arriving in a timely manner, which was not anticipated to be the case when equipment orders were placed earlier.</p>	Kelsey Andrews
Administration	<p>M/S/C UNANIMOUSLY TO APPROVE THE FOLLOWING WAH COMMITTEE MEETING REPORTS AS PRESENTED (GROSS/TEGELS)</p> <ul style="list-style-type: none"> ● CY2022 ANNUAL PERFORMANCE IMPROVEMENT/RISK MANAGEMENT PLAN ● UTILIZATION REVIEW CMTE ● PATIENT & FAMILY ADVISORY CMTE ● EMERGENCY DEPARTMENT CMTE 	Sr Mgmt Team
City of Windom	<p>Work continues on finalizing the 2022 budget. City Council passed a motion to submit a grant for the Wolf Lake walking and bike path project, which is planned to be constructed using cement. The acting Street Dept supervisor was moved up to the temporary Street Department manager position due to a LOA of the department manager.</p>	Lisa Farag
Sanford Health Network	<p>Terry reported updated Covid statistics for the US and MN. He noted Sanford currently has 38 Covid inpatients and approximately 50 inpatients throughout the Sanford Network. Influenza cases are already being diagnosed, which is sooner than usual for what is considered the normal flu season.</p>	Terry Mahar, VP
WAH Foundation Board	<p>WAH Foundation Board did not meet in December 2021. Next Foundation meeting is planned for January 25, 2022 at 5:00pm.</p>	Shelby Medina

NEW & OLD BUSINESS

- Dr. Fisher noted the next meeting of the WAH Governing Board would be held Monday, January 24, 2022 at 5:30 p.m.
- Dr. Fisher reported on the negotiations meeting held December 15th between Sanford Health and Windom Area Health regarding a new Management Agreement between these two organizations. It was unanimously agreed upon by the WAH Governing Board negotiations team, comprised of Dr. M Fisher, Board Chair, Kay Gross, Board Vice-chair, and Justin Schmit, Finance Cmte Chair, to move forward approving the new Management Agreement between Sanford Health Network and Windom Area Health; and, to commence with the new Management Agreement upon being signed by Sanford Health Network Executives and WAH Governing Board Chairperson, Dr. Michael B Fisher and Chief Executive Officer, Shelby Medina; and, term length of the new Management Agreement shall be 10-years. Discussion was held among Governing Board members regarding the proposed new Management Agreement. There was unanimous consensus among WAH Governing Board members to move forward with approving the new Management Agreement being proposed between Sanford Health Network and Windom Area Health. WAH Board negotiations team leader, Dr. M. Fisher, introduced the following motion for WAH Governing Board action;
M/S/C UNANIMOUSLY TO MOVE FORWARD WITH APPROVING AND SIGNING A NEW MANAGEMENT AGREEMENT BETWEEN SANFORD HEALTH NETWORK AND WINDOM AREA HEALTH AT THE JANUARY 24, 2022 WAH GOVERNING BOARD MEETING; AND, TO COMMENCE WITH THE NEW MANAGEMENT AGREEMENT EFFECTIVE THE FIRST DAY OF THE NEW MONTH FOLLOWING THE WAH GOVERNING BOARD MEETING OF THE AGREEMENT SIGNING; AND, THE NEW MANAGEMENT AGREEMENT SHALL BE IN FORCE FOR A PERIOD OF 10 YEARS (FISHER/GROSS).
A ROLL CALL VOTE WAS TAKEN ON THE BEFORE MENTIONED MOTION. THOSE BOARD MEMBERS VOTING YES TO SIGN A NEW MANAGEMENT AGREEMENT BETWEEN SANFORD HEALTH AND WINDOM AREA HEALTH : DAN ORTMANN, LAURA FRESK, ANN BARTELT, JUSTIN SCHMIT, TERRY TEGELS, KAY GROSS, AND DR. MICHAEL B FISHER. THOSE GOVERNING BOARD MEMBERS VOTING No: NONE; MOTION PASSED UNANIMOUSLY.

Old Business

Dr M Fisher

New Business

There was no new business to report.

Dr M Fisher

CONCLUSION

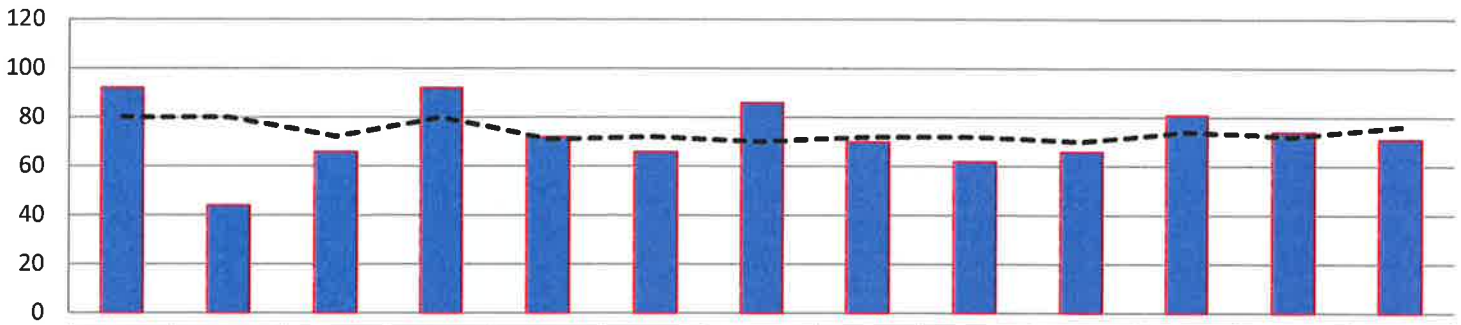
WAH Governing Board meeting was concluded by Chairperson, Dr. Michael Fisher.

Dr M Fisher

Signature _____, Dan Ortman, WAH Governing Board Secretary

SURGERY

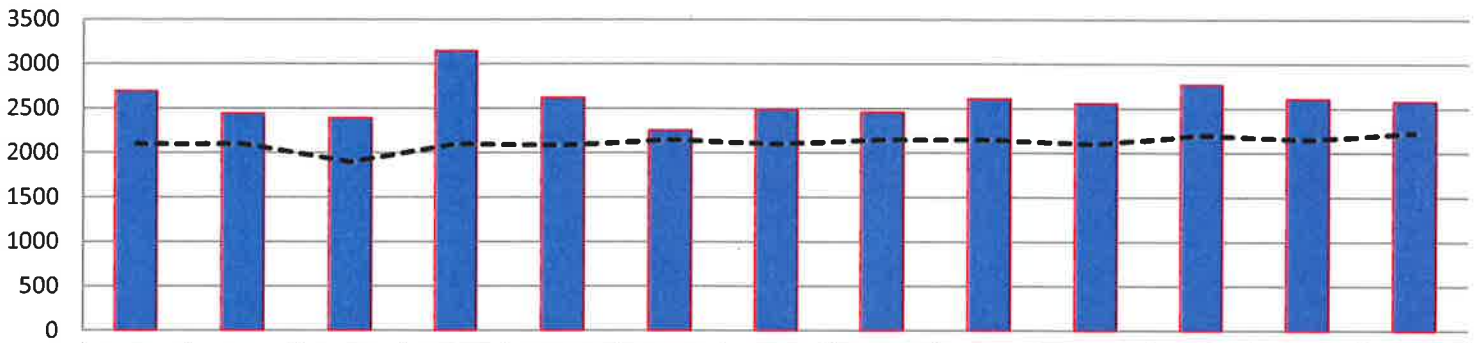
Surgery --- Budget



	Dec 20	Jan 21	Feb 21	Mar 21	Apr 21	May 21	Jun 21	Jul 21	Aug 21	Sep 21	Oct 21	Nov 21	Dec 21
Surgery	92	44	66	92	72	66	86	70	62	66	81	74	71
Budget	80	80	72	80	71	72	70	72	72	70	74	72	76

OUTPATIENT OCCASIONS OF SERVICE

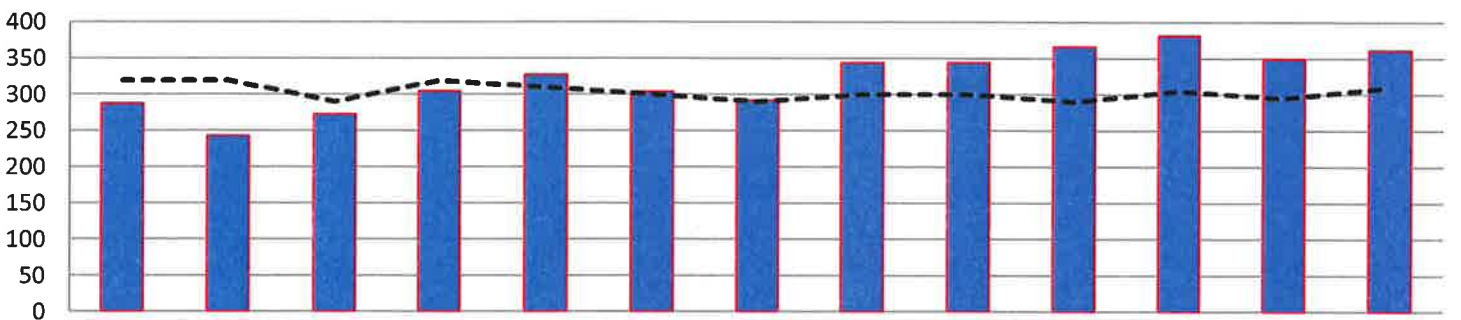
OP Visits --- Budget



	Dec 20	Jan 21	Feb 21	Mar 21	Apr 21	May 21	Jun 21	Jul 21	Aug 21	Sep 21	Oct 21	Nov 21	Dec 21
OP Visits	2692	2438	2390	3151	2622	2255	2490	2461	2610	2561	2770	2608	2583
Budget	2100	2100	1897	2100	2083	2150	2100	2150	2150	2100	2200	2150	2225

EMERGENCY VISITS

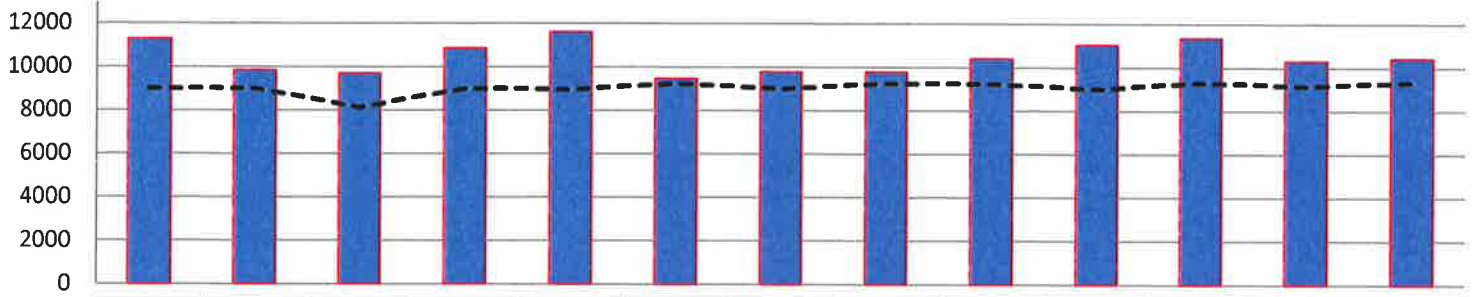
ER Visits --- Budget



	Dec 20	Jan 21	Feb 21	Mar 21	Apr 21	May 21	Jun 21	Jul 21	Aug 21	Sep 21	Oct 21	Nov 21	Dec 21
ER Visits	288	243	273	305	328	304	292	344	344	366	382	350	362
Budget	320	320	290	320	310	300	290	300	300	290	305	295	310

LAB PROCEDURES

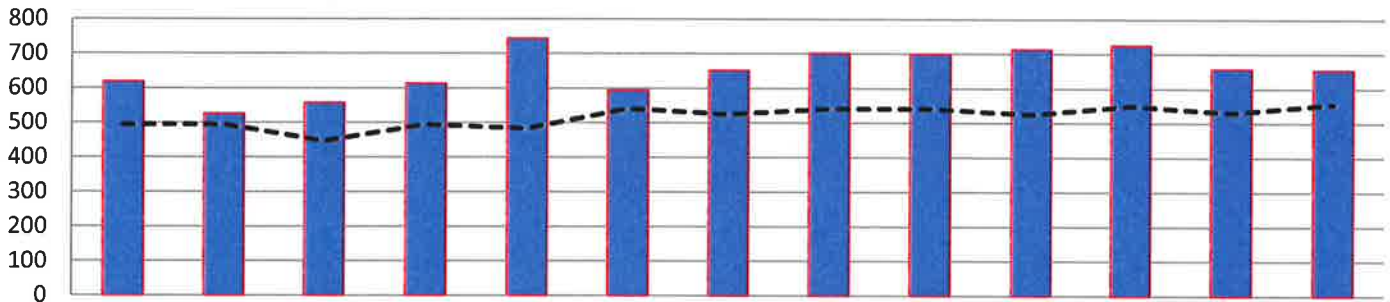
Lab Proc Budget



	Dec 20	Jan 21	Feb 21	Mar 21	Apr 21	May 21	Jun 21	Jul 21	Aug 21	Sep 21	Oct 21	Nov 21	Dec 21
Lab Proc	11292	9836	9692	10858	11620	9473	9781	9785	10410	11049	11379	10329	10440
Budget	9000	9000	8129	9000	8958	9250	9000	9250	9250	9000	9300	9150	9325

IMAGING PROCEDURES

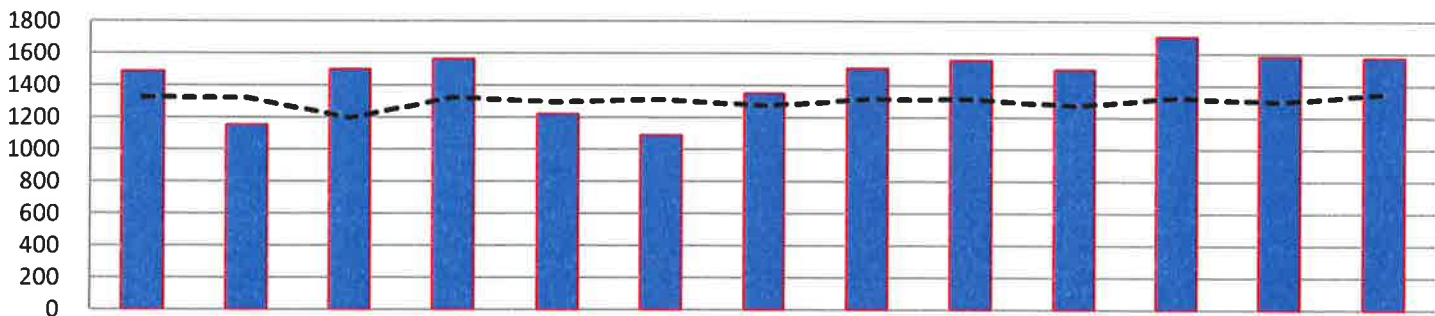
Imaging Proc Budget



	Dec 20	Jan 21	Feb 21	Mar 21	Apr 21	May 21	Jun 21	Jul 21	Aug 21	Sep 21	Oct 21	Nov 21	Dec 21
Imaging Proc	618	526	558	613	744	594	652	702	699	714	725	658	655
Budget	495	495	447	495	483	541	525	541	541	525	550	530	555

REHAB MODALITIES

Rehab Modalities Budget



	Dec 20	Jan 21	Feb 21	Mar 21	Apr 21	May 21	Jun 21	Jul 21	Aug 21	Sep 21	Oct 21	Nov 21	Dec 21
Rehab Modalities	1489	1154	1500	1565	1221	1091	1352	1508	1559	1501	1707	1585	1575
Budget	1325	1325	1197	1325	1298	1316	1275	1316	1316	1275	1325	1300	1350

WINDOM AREA HEALTH
INCOME STATEMENT

12/31/2021

	Revenue		Revenue		Revenue		Revenue		December	\$ Change	% Change
	12/31/2021	Comparison	Budget 2022	Comparison	Y-T-D 2022	Comparison	Budget 2022	Comparison			
PATIENT REVENUE											
Inpatient Revenue	\$765,724	18.26%	\$795,000	23.42%	\$5,418,766	17.78%	\$6,285,942	23.08%	\$6,179,134	(\$760,368)	-12.3%
Outpatient Revenue	\$3,426,973	81.74%	\$2,600,000	76.58%	\$25,056,947	82.22%	\$20,947,573	76.92%	\$20,351,602	\$4,705,345	23.1%
Total Patient Revenue	\$4,192,697	100.00%	\$3,395,000	100.00%	\$30,475,713	100.00%	\$27,233,515	100.00%	\$26,530,736	\$3,944,977	14.9%
Contractual Adjustments	\$1,738,829	41.47%	\$1,495,000	44.04%	\$13,039,215	42.79%	\$11,976,894	43.98%	\$12,047,556	\$991,659	8.2%
Other Income	\$25,205	0.60%	\$18,494	0.54%	\$193,759	0.64%	\$150,291	0.55%	\$970,644	(\$776,885)	
NET OPERATING REVENUE	\$2,479,073	100.00%	\$1,918,494	100.00%	\$17,630,257	100.00%	\$15,406,912	100.00%	\$15,453,824	\$2,176,433	14.1%
EXPENSE											
Employee Salaries	\$700,510	28.26%	\$679,601	35.42%	\$5,630,420	31.94%	\$5,479,421	35.56%	\$5,115,374	\$515,046	10.1%
Employee Benefits	\$214,214	8.64%	\$225,356	11.75%	\$1,716,966	9.74%	\$1,816,979	11.79%	\$1,591,058	\$125,908	7.9%
Pharmaceuticals	\$99,538	4.02%	\$70,562	3.68%	\$665,188	3.77%	\$568,919	3.69%	\$526,652	\$138,536	26.3%
Supplies	\$149,003	6.01%	\$149,424	7.79%	\$1,077,714	6.11%	\$1,204,767	7.82%	\$1,135,586	(\$57,872)	-5.1%
Rents & Utilities	\$29,546	1.19%	\$26,564	1.38%	\$220,558	1.25%	\$214,179	1.39%	\$201,377	\$19,181	9.5%
Purchased Services	\$342,214	13.80%	\$398,465	20.77%	\$3,077,567	17.46%	\$3,212,709	20.85%	\$2,921,679	\$155,888	5.3%
Other Direct Expenses	\$130,503	5.26%	\$121,106	6.31%	\$1,025,309	5.82%	\$976,443	6.34%	\$858,871	\$166,438	19.4%
Provision for Bad Debts	\$49,085	1.98%	\$44,392	2.31%	\$460,014	2.61%	\$357,916	2.32%	\$439,416	\$20,598	4.7%
Depreciation	\$122,125	4.93%	\$121,352	6.33%	\$950,243	5.39%	\$972,402	6.31%	\$962,133	(\$11,890)	-1.2%
Interest Expense	\$13,028	0.53%	\$13,750	0.72%	\$106,624	0.60%	\$110,000	0.71%	\$113,712	(\$7,088)	-6.2%
Total Operating Expense	\$1,849,766	74.62%	\$1,850,571	96.46%	\$14,930,603	84.69%	\$14,913,734	96.80%	\$13,865,858	\$1,064,745	7.7%
Income (loss) From Operations	\$629,307	25.38%	\$67,923	3.54%	\$2,699,654	15.31%	\$493,178	3.20%	\$1,587,966	\$1,111,688	
Investment Income	\$5,254	0.21%	\$7,459	0.39%	\$56,157	0.32%	\$60,668	0.39%	\$87,897	(\$31,740)	
Other Revenue/(Expenses)	\$7,472	0.30%	\$10,081	0.53%	\$50,509	0.29%	\$81,992	0.53%	\$91,980	(\$41,471)	
Non Operating Rev/Exp	\$12,726	0.51%	\$17,540	0.91%	\$106,666	0.61%	\$142,660	0.93%	\$179,877	(\$73,211)	
Increase in Net Assets	\$642,033	25.90%	\$85,463	4.45%	\$2,806,320	15.92%	\$635,838	4.13%	\$1,767,843	\$1,038,477	