



~Approved 10/31/2023~

Regular Board Meeting

Tuesday, October 3, 2023

9:00 a.m.

Board Room & Microsoft Teams Conference Call

Board Members Present:

Clint Cook – Bigfork Township
Greg Cook – Koochiching County Unorganized
Gary Erickson – City of Bigfork
Carol Gilbertson – Itasca County At-Large
Teresa Kittridge – Marcell Township
Tom LaMont – City of Effie
Marie Lovdahl – Itasca County Unorganized
Gordon Rahier – Pomroy Township
Larry Salmela – Carpenter Township
Dan Sursely – City of Big Falls
Heidi Watson – Koochiching County At-Large

Board Members Remote: None

Board Members Absent:

Stokes Township – Vacant
Wirt Township – Vacant

Staff Members: Dr. Ed Anderson, Darla Anderson, Nelly Becker, Kyle Buckingham, Sam Caron, Alex Cleath, Jeff Fontana, Drew Francisco, Katie Gilbertson, Amanda Niemala, Heidi Powell, Jennifer Rissanen, Aaron Saude, Londa Storlie, Renee Tower

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Others: Ellen Bomstad, Linda Buckingham, Cheri Carrigan, Londa Cole, Lin Cook, Dan Heinecke, Jack Hillstrom, Dawn Kern, Bonnie Lovdahl, Brad Lovdahl, Connie Lovdahl, Ted Lovdahl, Tracy Lovdahl, Karen Pifher, Kenneth Porter, Barbara Rahier, Bruce Sampson, Sally Sedgwick, Valerie Trujillo

Vice Chair Heidi Watson called the regular monthly board meeting to order at 9:03 a.m.

The meeting opened with prayer.

I. Community Comments

Public comments were given. Residents expressed concerns with ER experience, legality of tax levy vote, billing issues, and the Twin Homes.

II. Approval of Agenda

After discussion, a **motion** to approve the agenda as amended was made by Teresa Kittridge, seconded by Greg Cook. The motion passed with nine in favor and two opposed.

“Tax Levy Vote” was added to the end of the agenda. “Appoint Wirt Township Board Member” and “Appoint Board Chair” were moved to the top of the agenda.

III. Approval of Regular Board Meeting Minutes 9/5/2023

A **motion** to approve the September 5, 2023, Regular Board meeting minutes was made by Greg Cook, seconded by Tom LaMont. The motion passed unanimously.

IV. Approval of Special Board Meeting Minutes 9/11/2023

A **motion** to approve the September 11, 2023, Special Board meeting minutes was made by Carol Gilbertson, seconded by Greg Cook. The motion passed unanimously.

V. Acceptance of Medical Staff Meeting Minutes 6/28/2023

A **motion** to accept the June 28, 2023, Medical Staff meeting minutes as presented was made by Carol Gilbertson, seconded by Teresa Kittridge. The motion passed unanimously.

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VI. Information, and/or Action

A. Appoint Wirt Township Board Member

Sally Sedgwick submitted a letter of interest for the vacant Wirt Township board seat.

A **motion** to appoint Sally Sedgwick for the vacant Wirt Township board position was made by Gary Erickson, seconded by Carol Gilbertson. The motion passed unanimously.

Sally Sedgwick signed the Oath of Office, then took her seat as a new member, representing Wirt Township. Sally's term of office will run until December 31, 2024. At the next regular Hospital District election, the Wirt Township board position will be open for general election.

B. Appoint Board Chair

It was recommended that the role of the officers be reviewed before electing a chairperson.

A **motion** to table the election of a board chair until the November meeting was made by Gordon Rahier, seconded by Gary Erickson. Discussion ensued.

Vice Chair Heidi Watson called for a roll-call vote, the vote of yeas, nays, and abstentions being as follows:

Yeas	Nays	Abstentions
1. Gary Erickson	1. Clint Cook	
2. Carol Gilbertson	2. Greg Cook	
3. Tom LaMont	3. Teresa Kittridge	
4. Marie Lovdahl	4. Larry Salmela	
5. Gordon Rahier		
6. Dan Sursely		
7. Sally Sedgwick		

The motion passed with seven in favor and four opposed.

Gary Erickson made a **motion** to appoint Larry Salmela as a second vice chair, seconded by Clint Cook. The motion passed unanimously.

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Larry Salmela took over chairing the meeting at 10:28 a.m.

C. Finance Committee Report

The Finance Committee meeting was held on Tuesday, September 26.

D. Financials

Darla Anderson presented the financials and accounts payable for August 2023.

Darla reported that Senior Life Solutions is an alternative to Day Stay.

Bigfork Valley's organizational chart will be shared with the board next month.

Darla and Drew Francisco are exploring an opportunity to purchase the Bigfork laundromat. Laundering our own linens will reduce expenses by about \$40,000 per year. There was discussion concerning the impact the purchase of the laundromat would have on the community. Additional information will be provided to the full board next month.

A **motion** to accept the financial report for the month of August was provided by the Finance Committee, seconded by Clinton Cook. The motion passed unanimously.

E. Accounts Payable

Heidi Watson exited the meeting at 11:01 a.m.

A **motion** to ratify the accounts payable for the month of August was made by the Finance Committee, seconded by Marie Lovdahl. The motion passed unanimously.

F. Financial Audit Firm

A **motion** to select CliftonLarsonAllen as the auditing firm for 2023 was made by Clint Cook, seconded by Sally Sedgwick. The motion passed unanimously.

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G. **2022 Annual Report**

The revised 2022 Annual Report was reviewed.

There was discussion concerning the financials on the annual report.

H. **Credentialing**

Dr. Ed Anderson presented the following credentialing applications for consideration:

Privileges with a 6-month provisional status:

- Derek Dyess, MD (vRad)
- Thomas Fiorito, MD (vRad)
- Katrina Metzger, LGSW (Senior Life Solutions)
- Allison O'Dell, LIGSW (Senior Life Solutions)
- Aaron D. Wright, MD (vRad)

Privileges without a provisional status:

- Ashley Buckner, LISW (Senior Life Solutions)
- Kent Donelan, MD (MN Pathologists Chartered)
- Gwendolyn Durgin, MD (vRad)
- Bertil Lindquist, CRNA
- John Mulloy, MD (vRad)
- Terry Perkins, MD (Locum)
- Thoms Viren, MD (Locum)

Greg Cook made a **motion** to accept the applications as presented, seconded by Gordon Rahier. The motion passed unanimously.

I. **Stokes Township Vacancy**

George Rounds submitted his resignation as a board member representing Stokes Township, effective September 11, 2023.

It was consensus of the board to advertise the vacant board position.

J. **Bank Resolutions**

Carol Gilbertson made a **motion** to remove George Rounds from the following bank resolutions: First State Bank of Bigfork, Deerwood Bank Northome, National Bank of Commerce, Northview Bank

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Floodwood, and Deerwood Bank Baxter, seconded by Gordon Rahier. The motion passed unanimously.

Sally Sedgwick made a **motion** to add Teresa Kittridge, board secretary, to the following bank resolutions: First State Bank of Bigfork, Deerwood Bank Northome, National Bank of Commerce, Northview Bank Floodwood, and Deerwood Bank Baxter, seconded by Carol Gilbertson. The motion passed unanimously.

K. Special Board Meeting Report

Larry Salmela provided a summary of the closed session. The board discussed its relationship with its employee Aaron Saude.

L. CEO Separation Agreement

The board reviewed an email from Grant T. Collins, attorney at Felhaber Larson law firm.

A **motion** to hire Grant T. Collins, attorney at Felhaber Larson law firm, to draft the separation agreement was made by Heidi Watson, seconded by Carol Gilbertson. Discussion ensued. There was no vote on the motion.

At 11:36 a.m., a **motion** to close the meeting to discuss the separation agreement with Grant T. Collins, attorney, was made by Carol Gilbertson, seconded by Greg Cook. The motion passed unanimously.

Closed session attendees: Clint Cook, Greg Cook, Gary Erickson, Carol Gilbertson, Teresa Kittridge, Tom LaMont, Marie Lovdahl, Gordon Rahier, Larry Salmela, Sally Sedgwick, Dan Sursely, Heidi Watson, Heidi Powell, Grant Collins, Renee Tower

At 1:10 p.m., Larry Salmela called the regular meeting to order.

Larry Salmela provided a summary of the closed session. The board discussed the details of the CEO separation agreement.

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M. CEO Recruitment

Gordy Rahier reported that GPAC, the search firm his wife works for, can conduct a CEO search for a flat fee of \$15,000.

A **motion** to obtain proposals from three different recruitment firms was made by Greg Cook, seconded by Carol Gilbertson. The motion passed unanimously.

Gary Erickson made a **motion** to appoint a Recruitment Committee of six board members, Heidi Powell (HR manager), and one community member, seconded by Heidi Watson. The motion passed unanimously.

The following board members were appointed to serve on the committee:

1. Dan Sursely
2. Carol Gilbertson
3. Gary Erickson
4. Greg Cook
5. Sally Sedgwick
6. Clint Cook

The committee will develop the recruitment process and will conduct initial screening of potential candidates. The committee will provide a monthly report to the full board.

N. Conflict of Interest

Gary Erickson recommended board members visit American Hospital Association's (AHA) website and review the information on conflict of interest. Discussion ensued.

O. CEO Report

Aaron reported that Bigfork Valley was chosen as a CNA test site. Jeff Temple, orthopedic nurse practitioner, resigned. He will be done mid-November.

P. Education

A report from the American Medical Association (AMA) "Health systems plagued by payer-takeback schemes, 110,000 denials" was provided for education.

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Q. Employee Appreciation

Brett Ripley, Troy Myers, Kim Thomas, and Damon Jacobson were nominated to receive employee appreciation gift certificates for outstanding job performance. A **motion** to approve the nominations was made by Greg Cook, seconded by Tom LaMont. The motion passed unanimously.

R. Monitoring CEO Performance – Financial Condition and Activities (Internal)

A **motion** to accept Aaron’s report was made Teresa Kittridge, seconded by Carol Gilbertson. The motion passed unanimously.

S. Strategic Discussion

No report.

T. Board Meeting Agenda Topics for Next Month

A **motion** to add “Hire Board Attorney” on next month’s agenda was made by Carol Gilbertson, seconded by Gary Erickson. The motion passed unanimously.

U. Board Meeting Schedule

To enable more recent financial reports, Sally Sedgwick made a **motion** to reschedule the Regular Board meeting to the last Tuesday of each month at 9:00 a.m., starting in October, seconded by Clint Cook. The motion passed unanimously.

A **motion** to reschedule the Finance Committee meeting to the Tuesday before the regular meeting at 3:00 p.m. was made by Sally Sedgwick, seconded by Clint Cook. The motion passed unanimously.

V. November Board Meeting Date

The November Board meeting will be held on Tuesday, November 28.

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W. Tax Levy Vote

There was discussion about whether the tax levy vote was a majority of the board. Discussion ensued. There was no resolution.

At 2:47 p.m., a **motion** to adjourn the meeting was made by Teresa Kittridge, seconded by Greg Cook. The motion passed unanimously.

Minutes respectfully submitted by Renee Tower, Executive Administrative Assistant.

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