MEETING MINUTES

**Stoughton Hospital Association Governing Board**

Wednesday, March 26, 2025 | 7:15 a.m. – 9:00 a.m.

MS Teams Link: [**Join the meeting now**](https://teams.microsoft.com/l/meetup-join/19%3Ameeting_YWM4OTkyNjItN2QxMC00YjQ0LWI1Y2YtMjYyZWE5YTNiMzA3%40thread.v2/0?context=%7b%22Tid%22%3a%22367b5c1b-0570-438f-89d9-f701fb549e26%22%2c%22Oid%22%3a%22be3212bb-d10e-4597-b89a-85f8d35f20b9%22%7d) | Meeting ID: 259 961 040 647 | Passcode: gz7n6zt6

Or call in (audio only): 1-608-383-6164 | Phone Conference ID: 284 172 001#

# **Board Function and Members**

**Board Function:** Overall organizational governance. Assure adherence to organizations mission, vision, values and organizational purpose as defined in Article 1, Section II of SHA bylaws.

**Meeting Attendees:** Tim Rusch | Sue Vanderbilt | Glenn Kruser | Matt Kinsella | Dawit Tesfasilassie | Cindy McGlynn | Donna Olson | Steve Peotter (virtual) | Nick Probst (virtual) | Dr. Aaron Schwaab | Michelle Abey | Chris Brabant | Chris Schmitz | Laura Mays | Andy Boryczka | Amy Hermes | Angie Polster

**Guests:** Jolynn Suko, SSM Health | James Meacham, SSM Health

**Absent:** Kris Krentz | Dr. Ashish Rawal

|  | Item # | Agenda | Time |
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|  |  | Call to Order(Tim Rusch)Mr. Rusch called the March 26, 2025 Governing Board meeting to order at 7:16 a.m.  | 7:15 a.m.  |
| A |  | Review Minutes of January 22, 2025 Governing Board Meeting (Tim Rusch)***Action: Ms. Vanderbilt made a motion to approve the January 22, 2025 Governing Board meeting minutes. Mr. Kruser seconded the motion. Motion carried.*** |  |
|  |  | Trustee Education 1. Stoughton Health/SSM Health Strategy Alignment – Q1 2025 (Jolynn Suko/James Meacham)

Mr. Tesfasilassie stated there is an opportunity to continue to strengthen the Stoughton Health/SSM Health partnership. He introduced Ms. Suko noting she joined in September filling a strategy leader role which was open for a year and a half. Ms. Suko left Parkview Health to join SSM Health, and prior to that she was in Seattle for fourteen years. Mr. Meacham introduced himself and shared he has been with SSM Health for six years in the direct to employer space. Ms. Suko shared with Board members she is working on understanding SSM Health’s affiliate relationships. She stated she will discuss financial models that drive SSM Health, and Mr. Tesfasilassie is going to discuss how that impacts its affiliates. Ms. Suko shared top of mind is patient experience, population health, and lowering the cost of care per capita (Triple Aim in healthcare: improve health, better care, lower costs). Ms. Suko referred to a pie chart related to why we want to lower cost of care and what makes us healthy: * 20% health behaviors
* 20% clinical care
* 5% genes and biology
* 55% social and economic factors

Ms. Suko provided an overview of how SSM Health would organize to deliver the Triple Aim using a conceptual model of care delivery in neurosciences. She noted in the absence of a system they have it is nice to think about an ideal state that would rationalize resources, focus on cost, quality and value:* Right Care
* Right Place
* Right Cost

Ms. Suko shared how SSM is developing strategy in the next 12-18 months focused on one Wisconsin vision. SSM’s rollout of its strategy development is to work with each of its five Wisconsin markets, one at a time. She noted strategy inputs include for example if there was an award-winning autism center in Fon du Lac, you wouldn’t do this in Greenfield. She noted they must decipher what parts of the service line should be delivered and where in the ecosystem. Ms. Suko stated SSM Health would like to partner with affiliates to create mutual value for each other, our patients, and our communities. She noted she would love to be part of our strategic planning retreat. Mr. Brabant noted how the model changes based on new technology and how physicians are trained, and the consolidation of advanced tertiary care procedures. He added robotics used to be something that only happened in big centers and now many general surgeons are using robotics for an appendectomy, so practices are shifting. Ms. Olson stated the elderly make up the biggest percentage of our population so it’s desirable to have more services locally in order to reduce the amount of travel needed. Mr. Meacham provided an overview of the capitated model. He shared Amazon lost money initially but decided to hold out and they are making money now. Mr. Meacham referred to the risk pool overview adding at the end of the day you have surplus or deficit. Ms. Abey and Mr. Meacham have been in discussions on what they could do proactively to partner as like-minded affiliates. Mr. Tesfasilassie noted SSM Health and Stoughton Health are better at aligning care than other affiliates. Mr. Meacham stated with the fee for service-model healthcare lost significant dollars last year. Next Mr. Meacham shared the WI affiliate strategy roadmap for 2024-2025 which includes evaluating the partnership structure through the lens of mutual goals and value proposition. For example, Mr. Meacham shared SSM Health hired two general surgeons recently for the Janesville hospital and once they are settled, he would like to support Stoughton in general surgery coverage. Mr. Rusch noted it was a very healthy conversation, and it helps align the two entities. Ms. Vanderbilt asked whether they see something coming out of strategy related to things we align or shouldn’t align. Mr. Tesfasilassie stated they are analyzing for zip code data. Mr. Kinsella shared SSM’s desire to keep patients local with very efficient premiums.  |  |
|  |  | SSM Updates(Matt Kinsella/Dawit Tesfasilassie)No additional updates provided other than what was shared during the trustee education. |  |
|  |  | New Business 1.
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|  |  | Old Business |  |
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|  |  | Committee Updates  |  |
|  |  | 1. Executive Committee (Tim Rusch)
2. Upcoming Meeting: April 23, 2025 at 7:15 a.m.
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| AA |  | 1. Finance Committee (Glenn Kruser/Michelle Abey)
* Overview of February 28, 2025 Finance Committee Meeting
* January 2025 Financials:

Ms. Abey provided a brief overview of January 2025 Financial Statements which can be found in the March 26, 2025 Governing Board packet. ***Action: Mr. Kinsella made a motion to approve January 2025 Financial Statements. Ms. McGlynn seconded the motion. Motion carried.*** * Policy 2.10: Financial Assistance Policy Changes

***Action: Ms. Olson made a motion to approve changes to Policy 2.10: Financial Assistance Policy. Mr. Tesfasilassie seconded the motion. Motion carried.**** Discussion of Debt Management Strategy:

Ms. Abey shared an overview of strategies for pre-payment of bonds and other issuances which will be explored further at the April Finance Committee meeting.* Mako Robot:

Ms. Abey shared the Mako Robot is a capital purchase which is expected to be brought forth for approval at the May Governing Board meeting. * Upcoming Meeting: Friday, April 18, 2025 at 7:15 a.m.
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|  |  | 1. Governance Committee (Kris Krentz)
* Upcoming Meeting: Thursday, April 17, 2025 at 7:15 a.m.
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|  |  | 1. Quality Committee (Tim Rusch)
* QM Council Updates
* Review QM Council Meeting Minutes
* February 2025
* Review QM Council Dashboard
* Cohort A – February 2025

Mr. Rusch stated there were a total of 22 projects, three of which were closed during February.* Upcoming Meeting: Tuesday, April 22, 2025 at 9:00 a.m.
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|  |  | 1. Audit Compliance/Risk Management Committee (Michelle Abey)
* Overview of February 28, 2025 Audit Compliance/Risk Management Committee Meeting
* Stoughton Hospital Association Tax Deferred Annuity 403(B) Plan FY2024 Audit Statement of Work Approval:
* FY2025 Audit, Tax & Cost Report Preparation Request for Proposal Process (RFP)
* Internal Control Review

Ms. Abey provided a brief overview of the February 28, 2025 Audit Compliance/Risk Management Committee meeting. She noted the committee approved the tax deferred annuity 403B audit statement of work. She provided an overview of the RFP process and noted all proposals are due by April 1, 2025. Finally, Ms. Abey shared the committee went through an internal control review at the meeting.* Upcoming Meeting: Friday, April 18, 2025 at 8:30 a.m. (immediately following Finance Committee)
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|  |  | Administration Team Updates (Chris Brabant, Michelle Abey, Amy Hermes, Chris Schmitz, Laura Mays, Andy Boryczka) |  |
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|  |  | 1. CEO Summary Report (Chris Brabant)
2. WHA Advocacy Day – Reminder:

Mr. Brabant reminded Governing Board members that Advocacy Day takes place April 9th and they are expecting over 1,000 attendees. 1. Service Line Expansion:
* Expanded Cardiology Service:
* Interventional Spine & Pain Clinic

Mr. Brabant provided a service line expansion update. He shared Oregon Urgent Care opened and volumes are increasing with the additional hours. He met with St. Mary’s Madison Hospital President/CEO, Eric Thornton, and discussed our swing bed program. Mr. Thornton knew Edgerton had a swing bed program but was unaware that Stoughton had one. Mr. Brabant stated we are working towards opening a musculoskeletal program with Dr. Greenburg, and some of our physical therapists are studying spinal therapy. He stated we are signing a contract with Zenith Group to expand cardiology services, which will include 24/7 phone coverage to assist us in keeping patients at Stoughton Health. Mr. Brabant added Dr. Museitif has pledged he will contact SSM Health to care for any patients who need procedural work or require a high level of care. Mr. Brabant informed Board members there is an offer out to an ortho surgeon. He provided an update on meetings with DHP/Medica & the health plan’s agreement to add Dr. Lind, Podiatric Surgeon, to the panel. Mr. Brabant informed that Board that the Administrative Team would be starting the Strategic Planning Process internally soon and that the Board will be involved later in the summer.Finally, Mr. Brabant shared Stoughton Health has been approached by a general surgeon who would like to work part time doing colonoscopies one day per week and taking call one weekend per month. The team is exploring whether it is feasible to add this general surgeon as another provider at Stoughton Health. |  |
| AAA |  | 1. CFO Summary Report (Michelle Abey)
2. February 2025 Financial Statements:

Ms. Abey shared Accounts Receivable days and cash on hand continued to be strong. She stated there was a drop in operating income from the previous month, but the month is still ahead of budget. On the outpatient side, we continued to have strong volumes but surgical services was slightly down in February. Ms. Abey noted the biggest loss was related to scopes and cataract surgeries. Mr. Rusch stated he saw swing bed increased with hours up 144% per year. Mr. Tesfasilassie stated he was surprised Mr. Eric Thornton was unaware of our swing bed program, and he added he would like to introduce Mr. Brabant to Ms. Jane Curran-Meuli, President of SSM Health St. Mary’s Janesville & Monroe Hospital, to ensure she is aware of our swing bed program. ***Action: Ms. Vanderbilt made a motion to approve the February 2025 Financial Statements. Mr. Kinsella seconded the motion. Motion carried.*** 1. Capital Requests.
* Hana Table, $104,093 (Budgeted):

Ms. Hermes provided an overview of the budgeted capital request of $104,093 plus maintenance contract for $9,900 per year for purchase of a Hana Table for the Operating Room. ***Action: Mr. Tesfasilassie made a motion to approve the budgeted capital request of $104,093 plus maintenance contract for $9,900 per year for the purchase of a Hana Table for the Operating Room. Dr. Schwaab seconded the motion. Motion carried.***  * Power 9 System for OR, $326,586 (Budgeted):

Ms. Hermes provided an overview of the budgeted capital request of $326,586 to lease a Power 9 System for the Operating Room. She noted this system is used primarily in Orthopedics but can also be used in Podiatry. ***Action: Ms. Olson made a motion to approve capital up to $326,586 to lease a Power 9 System for the OR. Mr. Kruser seconded the motion. Motion carried.*** 1. March Month-to-Date Financials:

Ms. Abey provided a summary of March Month-to-Date financials and noted they are optimistic. 1. Multi-Specialty Clinic Updates:

Ms. Abey shared with the Board Dean/Medica paneled Dr. Lind and his practice is expected to continue growing. She added a new Specialty Clinics Manager, Pam Engelhart, has been hired who will be managing Cardiology, General Surgery, and Urology. 1. Stoughton Health Outpatient Center (SHOC) Updates:

Ms. Abey shared there is a ribbon cutting/open house on Wednesday, April 23rd and asked Board members to invite folks as a group has been working to organize activities for the community. She noted the project is on budget and there is approximately $340,000 in contingency remaining. |  |
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| A |  | 1. CNO Summary Report (Amy Hermes)
2. Growth Updates:
* Cottage Grove Urgent Care

Ms. Hermes shared the average daily census and new patient volumes continue to be monitored.* Oregon Location Expansion:

Ms. Hermes shared we had the ribbon cutting/open house for Oregon Urgent Care on February 24th and the expanded hours are now in effect.* Sterile Processing Department (SPD):

Ms. Hermes shared phase two of the Sterile Processing Department is complete and phase three began on March 24th. 1. Root Cause Analysis (RCA) – Power Outage Event

Ms. Hermes shared there was a Root Cause Analysis related to a power outage caused by a squirrel approximately three weeks ago. The outage took down power to the hospital and to the northwest side of the city. She noted generators kicked on as expected. **CONSENT AGENDA**1. MCE Meeting Minutes – January 2025, February 2025:

Dr. Schwaab provided a brief summary of the January and February 2025 MCE meeting minutes which can be found in the March 26, 2025 Governing Board packet. 1. MEC Meeting Minutes – March 2025:

Dr. Schwaab provided a brief summary of the March 2025 MEC meeting minutes which can be found in the March 26, 2025 Governing Board packet. Dr. Schwaab reported that there were updates provided on changes in the Lucid Radiology Group through conversation with Dr. McGuire. Quality of reads is improving.1. Quality/Safety:
* 2024 Annual Performance Evaluation - Emergency Management

Ms. Hermes shared we are required by DNV to have the Annual Performance Evaluation – Emergency Management. * Report Cards
* Quality and Safety Report Card Q1 FY2025:

Ms. Hermes shared we are under goal by approximately five hours for patients being admitted to inpatient but still being boarded in the Emergency Room. Mr. Rusch asked whether this is where Quality Management projects come from, and Ms. Hermes confirmed. * Quality and Safety Report Card Q1 FY2025 P4P:

Ms. Hermes shared the team plans on taking a deeper dive into inpatient psychiatry. * Quality and Safety Report Card Q1 FY2025 ED:

Ms. Hermes shared the decision to admit was carryover from the previous slide. * Balanced Scorecard FY2025 Q1:

Mr. Schmitz has measures under the People Pillar which are red for the most recent quarter such as a measure surrounding new hires getting six-month evaluations on time. There were staff who took vacations or were ill for this quarter, which contributed to why the goal wasn’t met.* Patient Safety
* Patient Safety Meeting Minutes – January 2025:

Ms. Hermes provided an overview of the January 2025 Patient Safety meeting minutes which can be found in the March 26, 2025 Governing Board packet. She noted there will be active shooter training and DNV will be coming for a survey any time after Labor Day but before Thanksgiving. * Infection Prevention
* Infection Prevention Meeting Minutes – January 2025:

Ms. Hermes provided a summary of the January 2025 Infection Prevention meeting minutes which can be found in the March 26, 2025 Governing Board packet. **APPROVAL OF CONSENT AGENDA*****Action: Ms. Olson made a motion to approve the consent agenda. Ms. McGlynn seconded the motion. Motion carried.***  |  |
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| A |  | 1. VP, HR, Campus Planning, Operational Support Services Summary Report (Chris Schmitz)
2. HR/Facilities Updates
* Alano Club Property Purchase Update:

Mr. Schmitz provided a brief update on the Alano Club property purchase and noted their Board approved selling the facility. 1. Staffing Updates:

Mr. Schmitz shared a brief update on staffing and noted the various open positions include Medical Imaging Techs, Surgical Techs, RN Surgical Float, and Patient Transporters.  1. Environment of Care Annual Board Report

Mr. Rusch questioned the 33 employee incidents as that seemed like a high number. The team responded that the number was consistent with previous years. Ms. McGlynn asked whether there were a lot of mental health issues being seen. Ms. Hermes reminded the group about the relationship with Embrace Health and the resources they can offer employees.***Action: Ms. Olson made a motion to approve the 2024 Environment of Care Annual Board Report. Mr. Kruser seconded the motion. Motion carried.***  |  |
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|  |  | 1. Foundation/Marketing/PR/Business Development Director Summary Report (Laura Mays)
2. Upcoming Events:

Ms. Mays said there are several fundraisers going on with the Foundation. 1. PR/Marketing Report:

Ms. Mays shared there are various billboards and other advertising being done in our service area. 1. Foundation Dashboard:

Ms. Mays shared the Foundation recently had a basket fundraiser and she has been meeting with local community members. She added they recently had a Parkinson’s class with approximately 200 people in attendance. Ms. Mays shared the Partners have a Pansy sale going on which ends next week, and they have already raised over $5,000 for March Match.  |  |
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|  |  | 1. Director, Engagement and Experience Summary Report (Andy Boryczka)
2. Excellence Together Team Updates:

Mr. Boryczka shared Excellence Together teams recently provided a Beat the Winter Blues Hawaiian luncheon and ran a Caught in the AAACTS campaign. He also shared the Customer Experience team is working to put Patient and Family Advisory Council (PFAC) feedback into action. 1. Other Updates:

Mr. Boryczka shared the Energage employee engagement survey was sent out to staff on March 19th and closes on April 3rd. The results should be available by April 10th and the feedback will be used in the strategic planning process. Mr. Boryczka also shared Stoughton Health was recognized for being Madison’s Top Large Workplace at the Wisconsin State Journal Madison Top Workplaces Awards presentation on March 19th.  |  |
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| AA |  | Chief of Staff Report (Dr. Aaron Schwaab)1. One Year Appointments:
2. Janis Tupesis, MD,Emergency Medicine, SWEA, Active
3. Pupinder Jaswal, MD, Radiology, Madison Radiology, Courtesy
4. Yoginder Vaid, MD, Radiology, Madison Radiology, Courtesy
5. Michelle Romero, MD, Radiology, Madison Radiology, Courtesy
6. George Stohr, DO, Radiology, Madison Radiology, Courtesy
7. Jesse Boyett Anderson, MD, Pediatric Cardiology, UW Health, Courtesy
8. Imitiaz Ahmed, MD, Radiology, Madison Radiology, Courtesy
9. Stephen Philip, MD, Cardiology, UW Health, Courtesy
10. Evan Klein, MD, Cardiology, UW Health, Courtesy
11. Mark Gonwa, MD, Radiology, Madison Radiology, Courtesy
12. Wael Abdalla, MD, Radiology, Madison Radiology, Courtesy\*

Flagged Files: None at this time***Action: Ms. McGlynn made a motion to approve One Year Appointments. Ms. Olson seconded the motion. Motion carried.*** 1. Two Year Re-Appointments:
2. Brian Bachhuber, MD, Cardiology, SSM Health, Courtesy \*
3. Thomas Teelin, MD, Cardiology, UW Health, Courtesy \*
4. Aurangzeb Baber, MD, Cardiology, UW Health, Courtesy
5. Ford Ballentyne, MD, Cardiology, UW Health, Courtesy
6. Anne Kilby MD, Ophthalmology, SSM Health, Active \*
7. Aaron Schwaab, MD, General Surgery, Stoughton Health, Active \*
8. Abigail Dahlberg, MD, Emergency Medicine, SWEA, Active \*
9. Mark Belligan, PA, Emergency Medicine, SWEA, AHP \*
10. Brian Martinson, PA, Emergency Medicine, SWEA, AHP \*
11. Brad Johnson, PA, Emergency Medicine, SWEA, AHP \*
12. Mary Hickner, DPM, Podiatry, Independent, Active \*
13. Mary Embrescia, MD, Psychiatry, ITP, Courtesy \*
14. Neza Bharucha, MD, Psychiatry, ITP, Courtesy \*
15. Cathleen Handke, APNP, ITP, AHP
16. Cassandra Sung, MD, Pediatric Cardiology, UW Health, Courtesy \*
17. Andrea Rock, MD, Pediatric Cardiology, SSM Health, Courtesy \*
18. Roderick Deano, MD, Cardiology, UW Health, Courtesy
19. Shannon McCormack, DO, Hospital Medicine, Beam Healthcare, Active
20. Talya Spivak, DO, OBGYN, SSM Health, Active
21. John Hoopes, CRNA, Anesthesia, Sto Health, AHP \*

Flagged Files: None at this time.***Action: Ms. Olson made a motion to approve Two-Year Re-Appointments. Mr. Kruser seconded the motion. Motion carried.***  |  |
|  |  | Open Discussion: Mr. Brabant asked the May 28, 2025 Governing Board meeting be extended to 9:30 a.m. Ms. McGlynn shared a HATS update and noted a family was placed this past weekend.  |  |
| A |  | Adjourn***Mr. Tesfasilassie made a motion to adjourn the March 26, 2025 Governing Board meeting at 9:30 a.m. Ms. McGlynn seconded the motion. Motion carried.***  | 9:00 a.m.  |

Respectfully submitted,



Mr. Glenn Kruser

Secretary/Treasurer