

# GOVERNANCE FORUM

APRIL 14-15



## PROGRAM OVERVIEW

Effectively governed hospitals require motivated and knowledgeable trustees who understand how to think and lead strategically. The IHA Governance Forum is designed to educate trustees and CEOs in governance functions, health care trends, advocacy initiatives and leadership competencies.

## INTENDED AUDIENCE

- Board chairs.
- Board members.
- CEOs and senior executives.
- Physicians.
- Nurse leaders.
- Staff members coordinating governing board activities.

## FRIDAY, APRIL 14

8 a.m.

### Optional Session – Build a Better Board

*Tracy Warner, CEO and Founder, Board Business, Des Moines*

This session provides a primer to all things “board” to allow new members, as well as seasoned board members, to optimize their knowledge of key governance practices. All attendees will benefit from discussions about transformational leadership at the board level.

Learning objectives:

- Detail a board’s key duties including specific applications of a hospital board’s fiduciary responsibilities.
- Describe the differences between governance and management.
- Explore the components of an optimal board meeting.

10:30 a.m. **Break**

10:55 a.m. **Opening of the 2023 IHA Governance Forum**

11 a.m. **Future Trends in Health Care and a Road Map for Navigating the Path Ahead**

*Mary Edwards, Former Vice President of Public Policy, Fairview Health Services, St. Paul, Minnesota*

This session lays out several trends in health care and explains their significance for both urban and rural health care settings. Participants will learn how these trends may affect their facilities. The session also will outline key steps for board members to address the new roads emerging because of these trends.

Learning objectives:

- Identify three to five trends in health care.
- Examine the impact these trends will have on health care facilities.
- Create an advocacy road map to address the challenges and opportunities these trends have on health care facilities.

12:30 p.m. **Lunch and Hospital and Trustee Recognition Presentations**

**2 p.m.      **Becoming a Population Health-Focused Board****

*Keith Wysocki, Principal Consultant, Kedros Leadership, Omaha, Nebraska*

This session will give participants a common language for discussing population health and practical suggestions for boards to evolve, lead and govern more effectively. The session will focus on:

- Improving outcomes and lowering costs.
- Needed hospital competencies to take on population health.
- Social determinants and other factors affecting health equity with examples specific to Iowa.
- Understanding various payment models including bundled payments and shared savings.

Board members also will receive recommendations about competencies, education topics, questions to ask and metrics to prioritize population health.

**3 p.m.      **Break****

**3:15 p.m.      **Fiduciary and Ethical Considerations for Trustees of Health Care Organizations****

*William Boyd III, Shareholder, and Seamus Taylor, Associate, Nyemaster Goode, Des Moines*

This presentation will discuss general fiduciary and ethical issues for trustees of health care organizations ranging from the duties of care and loyalty to professional ethics and community benefit. This presentation will provide a general overview of the various rules and regulations governing bodies must be mindful of and present examples of thorny choices organizations must sometimes make between competing interests. This presentation also will provide an update on federal and state legislative and regulatory activity. Lastly, this presentation will analyze notable cases involving ethical issues to provide examples of ethics that have gone wrong and suggest ways trustees may avoid similar issues.

Learning objectives:

- Describe general fiduciary and ethical issues in health care governance.
- Explain the various rules and regulations which intersect with health care ethics.
- Provide update on federal and state legislative and regulatory activities in this area.
- Analyze recent legal decisions involving ethics in health care governance.

**4:15 p.m.      **Examining Fullerton Hospital: A Hospital Board Gone Awry****

*Todd Linden, Partner, Linden Consulting, Cedar Rapids*

In this session, participants will apply their governance experiences and knowledge to analyze a case study drawn from real-world challenges that trustees face in today's dynamic health care environment. Attendees will discuss the decision options and select recommended actions for the case study board. Participants will examine the risks of each option, discuss questions the case study board should ask and identify where the case study board got off track.

Learning objectives:

- Using a set of governance best practices, participants will identify where the Fullerton Hospital board of directors failed in their duties of "care, obedience and loyalty."
- Describe risks to the hospital when even well-intended board members go rogue.
- Explore effective communication with the community and other stakeholder about difficult issues.
- Discover and discuss implications of strong C-suite and board relations and what can happen when these relations are challenged.

Participants are encouraged to read the short case study that will be provided prior to the Forum to better participate in the discussions.

**5:15 p.m.      **Adjourn****

**5:30 p.m.      **Governance Forum Reception – Liz Lidgett Art Gallery****

111 E. Grand Ave Suite 110, Des Moines (across from the IHA Conference Center)

**7 p.m.      **Reception ends****

## **SATURDAY, APRIL 15**

### **8:30 a.m. Questions at the Grocery Store: How to Answer From the Potato Chip Aisle**

*Doug Morse, Principal, ExecHQ, Des Moines and Susan Freed, Shareholder, Denton's Davis Brown, Des Moines*

This interactive session offers specific tips to help hospital governance leaders answer unexpected questions in unexpected places. Participants will learn to effectively and appropriately answer questions in the community. Case studies and real-world examples will be shared so board members, physicians and anyone with governance responsibilities will be prepared as needed.

Learning objectives:

- Compare and contrast potential questions and develop appropriate comments.
- Detail topics that should never be discussed publicly by governance members.
- Propose answers to real-world case studies.
- Practice sharing learning with other governance members.

### **9:30 a.m. Break**

### **9:45 a.m. Cybersecurity Threats for 2023: Ransomware, Phishing and Service Provider Risks**

*Randy Romes, Principal, CliftonLarsonAllen, Minneapolis*

As organizations improve their cybersecurity hygiene by hardening defenses and refining detection and response, hackers in organized crime and nation-state actors continue to find ways to ply their trade. Attendees will gain an up-to-date understanding of threats through the analysis of case studies and examples from penetration testing, incident response, forensic practice and public disclosures. We will explore case studies of actual spear phishing, account takeovers and ransomware. Specific examples will include SolarWinds Orion and Log4J attacks. We will close with strategies to mitigate the risks with these types of attacks.

Learning objectives:

- Develop and refine a framework of knowledge to plan future security efforts.
- Learn where organizations can focus valuable risk-mitigation resources.
- Recognize critical dependencies and risks in outsourced service provider relations.
- Understand the latest threat developments.

### **11 a.m. IHA Advocacy Update and How to be an Effective Advocate for Your Organization**

*Ken McCuskey, Trustee, Mary Greeley Medical Center, Ames; and Dave Miglin, Trustee, Broadlawns Medical Center, Des Moines; Barb Kalbach, Trustee, Adair County Health System, Greenfield. Moderated by Chris Mitchell, President and CEO, Iowa Hospital Association, Des Moines*

It is crucial for hospital trustees to engage with legislators from a grassroots level. This session will review state and federal legislative activities that affect health care. Panelists will detail how to access local representatives and share strategies to develop those relations. Panelists will give examples of how their advocacy efforts have made an impact. Finally, the panel will provide answers to audience questions at the end of the session.

Learning objectives:

- Detail the impact the trustee voice has on advocacy and share successes trustees have had with lawmakers.
- Discuss legislative issues facing the federal and state legislature and the impact on Iowa's health care organizations.
- Explain ways to effectively get involved in advocacy efforts at a grassroots level.

### **12:30 p.m. Adjourn**

## SPEAKERS



**Bill Boyd III** is a shareholder in Nyemaster Goode's corporate department. Boyd advises health care and health insurance clients about compliance measures and regulatory matters including privacy, certificate of need, insurance regulation and government contracts. He also works with corporate entities, financial institutions and nonprofit organizations on a variety of issues.



**Mary Edwards** is a national health care and public policy executive known for addressing complex health care issues with innovative solutions that positively affect health care organizations and their patients. Edwards has a clinical nursing perspective, extensive health policy expertise and a keen grasp of political processes. Edwards spent 28 years at Fairview Health Services as the vice president of public policy. She also worked for U.S. Senator David Durenberger and at CMS in Washington, DC. Previously, Edwards practiced nursing at the University of Iowa and Mount Sinai hospital in Minneapolis.



**Susan Freed** is a shareholder for Denton's Davis Brown. Freed helps health care providers and health plans operate successfully in a challenging regulatory and reimbursement landscape. With more than 20 years of experience representing health care providers and plans, she has a deep understanding of the health care industry. Freed's clients include health systems, critical access hospitals, physician practices, long-term care facilities and retirement communities, management companies, rural health clinics and community health centers. She also works extensively with employer-sponsored health plans and their advisers, helping structure and advise self-funded health plans, including multiple employer welfare arrangements and association health plans.



**Barb Kalbach** is a former registered nurse at Madison County Hospital who has worked in long-term care, ER, med-surg and cardiac rehab. She is a board member for Wallace Foundation, Chair for the Adair County Democrats, Board member for Iowa Citizens for Community Improvement, Board secretary at the Fairview Church and former Board member for Adair County Public Health.



**Todd Linden** is president of Linden Consulting. Linden retired after 24 years as president of Grinnell Regional Medical Center where he was named CEO emeritus. He is a fellow in the American College of Healthcare Executives and was on the boards of the American Hospital Association, Grinnell College and the National Rural Advisory Committee for the U.S. Department of Health and Human Services. Linden has testified on Capitol Hill and met with presidents Bill Clinton and Barack Obama about health care and economic development. He is an adjunct professor at the University of Iowa and is a regular faculty for the American College of Healthcare Executives.



**Ken McCuskey** has been a member of the Mary Greeley Medical Center board of trustees since 2004 and is currently the board chair. In addition, he is chair of the hospital's Governance and Compensation and Finance and Audit committees. McCuskey has been on several Iowa Hospital Association committees and is currently on the Council on Education and Member Services. Since 2019, he has been on the Regional Policy Board 6 for the American Hospital Association. McCuskey is retired from Danfoss, a global manufacturing company, where he was vice president and chief accounting officer. He's been on national and international company boards, as well as several community boards including the United Way, the Ames Educational Foundation and the Ames City Vision Committee.



**Dave Miglin** is the vice chair of the Broadlawns Medical Center board of trustees in Des Moines and the vice president and principal of media and digital services at Strategic America. Miglin has more than 30 years of marketing, communications and management experience working with more than 200 national and local brands. His volunteer activities include Friends of Iowa CASA board member, Iowa Stage Theatre Company executive board member, Polk County Democrats communication chair, New Leaders Council adviser and United Way of Central Iowa volunteer/donor.



**Chris Mitchell** is the president and CEO of the Iowa Hospital Association. Before joining IHA in 2021, Mitchell was the executive vice president of advocacy and public affairs for the Michigan Health and Hospital Association. He began with the Michigan Health and Hospital Association in 2006 as an administrative fellow in the association's advocacy division. From there, he rose through the association's ranks, holding leadership roles in government relations, political affairs and advocacy. Mitchell received his bachelor's degree in political science/prelaw from Michigan State University and his MBA from the University of Notre Dame.



**Doug Morse** helps hospital leaders and Boards achieve exceptional scorecards and strong community support through 1:1 coaching, training seminars and mission discernment processes for key decisions. The author of “You Got This: How to Make Big Decisions at Small Hospitals,” Morse was twice recognized as a college faculty “Teacher of the Year” and, years ago, was recognized with the Young Executive Achievement Award by the Iowa Hospital Association.



**Randy Romes** is a principal in the cybersecurity consulting team at CLA. He leads a team of technology and industry specialists providing IT audits and security assessments for clients in a range of industries and operating environments. He has provided independent security assessments and IT audits for health care organizations, nonprofits, state and local government, and financial institutions for more than 25 years. He is responsible for the continuing development of the open-source, \*nix and Windows applications used in all security audits, and he leads the firm’s PCI-QSA audit practice. Romes has been an instructor of IT and cybersecurity risk management at a variety of conferences, and the CUNA Management School at the University of Wisconsin – Madison.



**Seamus Taylor** is an associate attorney in Nyemaster Goode’s corporate department. Taylor primarily works with health care and insurance clients on regulatory, transactional and compliance issues. He also works with corporate entities on various transactional and governance matters.



**Tracy Warner** is the CEO and founder of Board Business, a consulting firm that guides rural hospital board leadership. She helps create efficient and effective governance processes resulting in more time for focused strategy discussions and optimal decision-making to affect organizational sustainability.



**Keith Wysocki** is a speaker, facilitator and governance expert with a focus on health care boards. Wysocki began his consulting practice in 2021 out of a passion for using his experience and teaching ability to help boards and leadership teams reach their full potentials. This vision was a natural outgrowth of 12 years at The Governance Institute, a service of NRC Health. During his time at NRC Health, Wysocki traveled the country to present to boards, executives and physician leaders about organizational alignment, governance inefficiencies and the role of the board in meeting new challenges. He received a bachelor’s degree in education from the University of Nebraska.

## REGISTRATION

Register online at [www.ihaonline.org](http://www.ihaonline.org).

## REGISTRATION FEES

- IHA member – \$269
- IHA associate-member – \$269
- IHA non-member – \$319

## CONTINUING EDUCATION

**Nursing:** IHA, Iowa Board of Nursing Provider No. 4, will award nursing contact hours: 2.5 hours for optional Build a Better Board pre-con, 4.5 hours will be available April 14, and 3.5 hours will be available April 15 to participants who attend the entire sessions. IHA will not issue nursing contact hours without an Iowa license number provided on the certificate the day of the conference. To receive nursing contact hours or a certificate of attendance, you must attend the entire educational program portion of the day. No partial credit will be granted.

**American College of Healthcare Executives (ACHE)-qualified education:** IHA is authorized to award 2.5 hours for Build a Better Board pre-con, 8.0 hours of preapproved ACHE-qualified education credit for the conference toward ACHE advancement or recertification. Participants in this program who wish to have the continuing education hours applied toward ACHE-qualified education credit should indicate their attendance when submitting their application to ACHE for advancement or recertification.

**American College of Healthcare Executives (ACHE) face-to-face education:** This program has been developed and is presented locally by the Iowa Chapter of ACHE. The American College of Healthcare Executives has awarded 1.5 ACHE Face-to-Face Education Credits to this program.

**Hospital board certification:** Board members participating in IHA's Hospital Board Certification Program can earn 2.5 hours for optional Build a Better Board pre-con, and up to 8.0 hours of education toward certification for participating in the live events at the 2023 IHA Governance Forum.

## **HOSPITAL BOARD AND TRUSTEE CERTIFICATION PROGRAM**

IHA has designed the Hospital Board Certification program to help hospitals use governance best practices, promote the coordination of care and the best use of resources. In turn, this demonstrates to lawmakers, regulators, physicians, employees, the business community and other community stakeholders that Iowa hospitals understand and embrace the need for governance accountability, govern according to a standard of excellence, and embrace community accountability and transparency. Certified trustees are recognized each year at the IHA Governance Forum.

## **SPECIAL THANKS TO THE IHA MEMBERS WHO SERVED ON THE GOVERNANCE FORUM PLANNING COMMITTEE:**

- Dave Burd, CEO, Methodist Jennie Edmundson, Council Bluffs
- Kevin Cabbage, Trustee, Montgomery County Memorial Hospital, Red Oak
- Scott Curtis, Vice President Network Development, MercyOne North Iowa, Mason City
- Kellie Flack, Trustee, Floyd Valley Healthcare, LeMars
- JoAn Headington, Trustee and AHA COG Member, UnityPoint-Allen Hospital, Waterloo
- Lisa Kobernusz, Trustee, Boone County Hospital, Boone
- Eric Lothe, Executive Vice President and Chief Operating Officer, UnityPoint-Des Moines, Des Moines
- Bill Menner, Trustee and AHA COG Member, UnityPoint-Grinnell Regional Medical Center, Grinnell
- Steve Slessor, CEO, Winneshiek Medical Center, Decorah
- Beth Swenson, Trustee, Mary Greeley Medical Center, Ames

## **PROGRAM LOCATION**

IHA Conference Center, 100 E. Grand Ave., Suite 100, Des Moines.

- If you have dietary restrictions or allergies, email [iharegistration@ihaonline.org](mailto:iharegistration@ihaonline.org).
- Dress for the conference is business casual. Layered clothing is recommended for your comfort.

## **CONFERENCE MATERIALS AND RECORDINGS**

- This is a paperless conference. IHA will email conference materials when available.
- This program is being recorded and will be available to registered participants for 30 days after the event.

## **LODGING**

IHA has a discounted corporate rate attendees can use for overnight accommodations. The discounted rate is offered to IHA event attendees on "non-last room" availability, meaning there are times when this rate will not be available because of high demand. Book early if you think you may need arrangements. When calling, please reference the corporate ID.

Staybridge Suites Des Moines  
Corporate rate: \$133 per night plus taxes  
515-280-3828  
Corporate ID No.: 786828419

Downtown Embassy Suites Des Moines  
Corporate rate: \$143 per night plus taxes  
515-244-1700  
Corporate ID No.: 560001333

## **REGISTRATION/CANCELLATION/REFUND POLICY**

- Cancellations and substitutions are welcome anytime. Email cancellations and substitution requests to [iharegistration@ihaonline.org](mailto:iharegistration@ihaonline.org).
- IHA will refund cancellations received 10 or more business days before the conference.
- IHA will charge a \$50 administrative fee to cancellations received six to nine business days before the conference.
- IHA will not refund cancellations received five or fewer business days before the conference.
- IHA will calculate refunds by the date received and the IHA business days remaining before the conference.
- IHA may cancel the conference because of low enrollment. If so, IHA will notify preregistered participants and provide full refunds.

## **ADA POLICY**

IHA does not discriminate in its educational programs based on race, religion, color, sex or disability. IHA wishes to ensure no one with a disability is excluded, denied services, segregated or treated differently than others because of the absence of auxiliary aids and services. If you need any of the auxiliary aids or services identified in the Americans With Disabilities Act to attend this conference, call IHA at 515-288-1955, or write to the IHA Education Department.