



COOK COUNTY HOSPITAL DISTRICT  
BOARD MINUTES FOR JANUARY 2, 2025

**Call to Order** – Randy Wiitala called the meeting of the Cook County Hospital District Board of Directors to order on January 2, 2025 at 9:47 a.m. in the Board Room of North Shore Health.

Kim Shepard, Deputy Court Administrator, joined the meeting to administer the Oath of Office to the following Board of Directors elected on November 5, 2024.

Milan Schmidt – District 2  
Sam Usem – District 4

**Roll Call**

**Members Present:** Steve Frykman, Milan Schmidt, Sam Usem, Randy Wiitala and Patty Winchell-Dahl

**Members Absent:**

**Others Present:** Kimber Wraalstad, Troy Batchelor, Michelle Silence, Jason Yuhas, Todd Ford, Katie Usem, Chuck Soderholm and Kim Shepard

**Reorganization Meeting**

**a. Election of Officers:**

- **Chair** – Patty Winchell-Dahl nominated Randy Wiitala and Sam Usem nominated Milan Schmidt to serve as Board Chair. Randy Wiitala was elected as Board Chair with a vote of 3 to 2 (Milan Schmidt and Sam Usem opposed).
- **Treasurer** – Milan Schmidt nominated Sam Usem and Steve Frykman nominated Patty Winchell-Dahl to serve as Treasurer. Ms. Winchell-Dahl was elected as Board Treasurer with a vote of 3 to 2 (Milan Schmidt and Sam Usem opposed).
- **Clerk** – Milan Schmidt nominated Sam Usem and Patty Winchell-Dahl nominated Steve Frykman to serve as Board Clerk. Mr. Frykman was elected as Board Clerk with a vote of 3 to 2 (Milan Schmidt and Sam Usem opposed).

- b. Conflicts of Interest Statements:** The Conflicts of Interest Disclosure Statement, 2025 Annual was distributed to Board Members. The Members completed the Conflicts of Interest statements, with no conflicts being declared. The statements were returned to Ms. Wraalstad to be kept on file.
- c. Confidentiality Agreement:** The Board Member Confidentiality Agreement was distributed to Board Members. The expectations and importance of confidentiality was discussed. The signed agreements were returned to Ms. Wraalstad to be kept on file.
- d. Assignments:**
  - a. Medical Staff Representation: Currently, Mr. Frykman attends the Medical Staff Meetings as a Board Liaison. Dr. Schmidt volunteered to serve as the liaison for 2025 as he routinely attends the meeting as an Honorary Medical Staff Member.
  - b. Currently, Mr. Frykman attends the Quality Improvement/Peer Review Committee as a Board Liaison. He would like to continue to serve as the liaison for 2025.

Mr. Wiitala appointed Dr. Schmidt to serve as the Board liaison to the Medical Staff for 2025 and Mr. Frykman to serve as the Board liaison to the Quality Improvement/Peer Review Committee for 2025.

- e. Meeting Reimbursement Amounts:** The current meeting reimbursement is \$200 per Board meeting for members, \$250 per Board meeting for the board chair and \$100 for attendance and other meetings and educational sessions. The mileage reimbursement will be increased to the IRS rate of \$0.70 per mile. Milan Schmidt moved to continue the same meeting reimbursement amount for Board Members as in 2024 with the mileage reimbursement increasing to the IRS rate of \$0.70 per mile. The motion was seconded by Steve Frykman and the motion carried unanimously.
- f. Banking Signatory Resolution:** The previous check signature resolution was adopted in May 2020 and with changes on the Board, it is necessary to update the resolution. In response to a question from Mr. Usem, the process for purchasing and payment of invoices was briefly discussed. The following individuals will serve as authorized check signatories:
  - a. Randy Wiitala, Board Chairperson
  - b. Patricia Winchell-Dahl, Treasurer
  - c. Kimber Wraalstad, CEO/Administrator

Milan Schmidt made a motion to adopt the check signature resolution as reviewed. The motion was seconded by Patty Winchell-Dahl and the motion carried unanimously.

- g. Delegation to Administrator:** The delegation of the responsibility for overall administrative management of the Hospital to the Administrator was reviewed. Sam Usem moved to affirm the Cook County Hospital District dba North Shore Health CEO/Administrator Delegation Policy. Milan Schmidt seconded the motion and the motion carried unanimously.

**h. Meeting Dates:** The meetings dates for 2025 were affirmed as follows.

Thursday, January 23, 2025  
Thursday, February 20, 2025  
Thursday, March 20, 2025  
Thursday, April 17, 2025  
Thursday, May 22, 2025  
Thursday, June 19, 2025  
Thursday, July 24, 2025  
Thursday, August 21, 2025  
Thursday, September 25, 2025\*\*\*  
Thursday, October 23, 2025  
Thursday, November 20, 2025  
Thursday, December 18, 2025

The Board meetings will routinely be held on the second to the last Thursday of the month. The exception will be the September 2025 meeting due to the conflict with the annual meetings for LeadingAge Minnesota and the Minnesota Hospital Association.

**Adjourn:**

A motion to adjourn the meeting was made by Randy Wiitala and seconded by Steve Frykman. The motion carried unanimously. The next regular meeting will be held on January 23, 2023.

The special meeting adjourned at 10:30 a.m.

  
Chair

  
Clerk

