

# Meeting Minutes Record

## Meeting: Board of Directors – Hybrid: In-Person/Virtual Meeting

**Date:** May 23, 2024

**Location:** Virtual Meeting

**Start Time:** 5:08 pm

**End Time:** 7:40 pm

**Board Members Present:** Sarah Carlsen- Board Chair, Michael Hemesath- Vice-Chair, Rick Estenson, Katie Lane, Robert Morrison, Crystal Mulvihill, Rhonda Pownell, Jami Reister, Fred Rogers

**Staff Present:** Steve Underdahl- CEO, Jerry Ehn- COO, Jeff Meland- CMO, Ben Flannery- MD, Eric Guth- CFO, Tammy Hayes- CNE, Betsy Spethman- Director of Community Relations, Kelly Velandar (Recorder), Vern Loughheed- ITS

**Others Present:** Ben Martig- City Administrator, Teresa Knoedler- Legal Counsel

**Guests:** Anne Larson, Jeff Mutz-Director of Human Resources, Lisa Bauer-Director of inpatient Services

**Announcement:** Steve Underdahl introduced Lisa Bauer, Inpatient Services Director to the board. Steve congratulated Lisa on her upcoming promotion to the Chief Nursing Executive position as Tammy Hayes, current CNE will assume the role of COO when COO Jerry Ehn retires in July.

## Call to Order and Approval of the Agenda

The board meeting was called to order by Sarah Carlsen at 5:08 p.m.

Meetings will now take place in hybrid format. Board members that joined virtually were: None this month.

The locations of board members attending by electronic means were included in the public notice of the meeting.

Items on the consent agenda (available on the portal):

- Meeting minutes (approve)
  - Board Meeting (April 25, 2024)
- Meeting minutes (accepted)
  - Budget & Finance (April 23, 2024)
- Policies (accepted)

- Investment Policy
- Patient Rights Policy
- Complaint and Grievance Process Policy

**Action: Motion was made by Fred Rogers and seconded by Katie Lane to approve the agenda and consent agenda as presented. With no board members participating virtually, a roll call was not performed. Motion carried.**

**Follow-up/Resolution: Closed.**

## **Reports**

### **Hospital Chief of Staff Report**

No updates provided.

**Follow-up/Resolution: Closed.**

### **Approval of Applications for Medical Staff Membership/Privileges**

The medical staff applications from the Credentials Committee were presented for approval by Dr. Flannery.

#### **Appointments:**

- 4291: Telemedicine, Teleradiology
- 4292: Telemedicine, Teleradiology
- 4293: Telemedicine, Teleradiology
- 4294: Telemedicine, Teleradiology
- 4295: Telemedicine, Teleradiology

#### **Reappointments:**

- 3680: Telemedicine, Teleradiology
- 3947: Telemedicine, Teleradiology
- 4133: Affiliate, Oncology
- 3958: Telemedicine, Teleradiology
- 3194: Affiliate, Otolaryngology
- 3726: Telemedicine, Teleradiology
- 4136: Telemedicine, Teleradiology
- 3954: AH:I, Anesthesia

**Action: A motion was made by Crystel Mulvihill and seconded by Michael Hemesath to approve the medical staff files as presented. Motion carried.**

**Follow-up/Resolution: Closed.**

## Executive and Committee Reports

### CEO Report

Steve Underdahl, CEO, reported on the following:

#### Strategic Update:

- Overarching strategy is financial mitigation efforts.
- After 1/3 of the year is over, we are on target.
- April was profitable.
- On May 22, 2024 Steve Underdahl, CEO and President announced his retirement to the staff and community. Steve is looking forward to his next chapter. The board congratulated him on his announcement.
- The hospital Governance & Planning Committee will provide CEO recruitment processes.

#### Operations Update:

- We are busy in the places we want to be busy.
- We are accessing the durability and repeatability of the mitigation changes, and work continues to review other modifications.
- The new wait time tool is up and running for the Northfield Urgent Care location.

#### Policy Update:

The Minnesota session has come to a close and the bills we assisted in helping prevent passing did not pass. Both Tammy Hayes and Steve Underdahl participated on various levels to help support these efforts.

**Action: Information only.**

**Follow-up/Resolution: Closed.**

### Financial Report

Eric Guth, CFO, presented the April financial report.

#### April Key Drivers:

- Inpatient Admits were 5% under budget.
- Emergency Dept visits were 5% over budget.
- Surgery procedures were 22% under budget.

#### Financial Outcomes:

- Gross Operating Revenues were \$2.6M over budget.

- Deductions were \$1.5M over budget.
- Bad Debt was \$0.1M over budget.
- Net Revenues were \$1M over budget.
- Operating expenses were \$110K over budget.
- Net operating income was \$484K vs. a budget loss of \$470K.

**Action: Information only.**

**Follow-up/Resolution: Closed.**

### **Community Relations Committee (verbal report)**

Robert Morrison provided a brief summary of the recent community relations committee that focused on reviewing current partnerships with regards to health care gaps and the activities/events that NH+C is currently slated to participate in for the committee's inclusion in these events.

**Action: Information only.**

**Follow-up/Resolution: Closed.**

### **Governance and Planning Committee (verbal report)**

Sarah Carlsen provided a brief summary of the recent governance & planning committee meeting that focused on the CEO review processes and steps being taken to begin the recruitment process regarding Steve Underdahl, CEO & Presidents recent retirement announcement.

**Action: Information only.**

**Follow-up/Resolution: Closed.**

### **Roundtable, Announcements and Questions**

No announcements shared.

**Action: Information only.**

**Follow-up/Resolution: Closed.**

### **Closed Session**

A brief break was taken prior to the start of Closed session, everyone was excused from the meeting except board members.

At 6:04 pm the Board went into Closed Session pursuant of Minn. Stat. 144.581, subd. - Marketing activity related to the hospital's competitive position with other health care providers that offer similar services, and pursuant to 13D.05, sub. 3(b), to discuss attorney-client privileged litigation matters.

**Action: A motion was made by Rick Estenson and Katie Lane to move into Closed Session. Motion carried.**

**Follow-up/Resolution: Closed.**

## **Adjourn**

The meeting was adjourned at 7:40 p.m.

**Action: A motion was made by Crystal Mulvihill and seconded by Fred Rogers to adjourn the open meeting session. Motion carried.**

**Follow-up/Resolution: Closed.**