

Meeting Minutes Record

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

Date: December 19, 2024

Location: Virtual Meeting

Start Time: 4:07pm

End Time: 5:40pm

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

Staff Present: Steve Underdahl- CEO, Tammy Hayes- COO, Jeff Meland- CMO (virtual), Ben Flannery- MD (virtual), Eric Guth- CFO, Lisa Bauer- CNE, Betsy Spethman- Director of Community Relations, Kelly Lee (Recorder)

Others Present: Teresa Knoedler- Legal Counsel

Guests:

Board Members Absent:

Staff Absent: Vern Lougheed- ITS

Others Absent: Ben Martig- City Administrator

Call to Order and Approval of the Agenda

The board meeting was called to order by board chair Sarah Carlsen at 5:06 p.m.

Sarah Carlsen took a moment to share appreciation with Steve Underdahl, for his dedication to healthcare and to those we serve in our communities as the CEO for the past 11 years. In lieu of the snow storm tonight, the appreciation dinner planned following the meeting has been canceled and will be rescheduled in the very near future to honor Steve.

Meetings will now take place in hybrid format. Board members that joined virtually were: Jami Reister, due to the weather. She will not participate as a voting member for tonight's meeting..

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

- Meeting minutes (approve)
 - Board meeting (November 19, 2024)
- Meeting minutes (accepted)

- Community Relations Committee (November 12, 2024)
- Policies/Forms/Other (accepted)
 - 2024 Contracted Services
 - 2025 BOD Calendar

Action: Motion was made by Katie Lane and seconded by Robert Morrison to approve the agenda and consent agenda as presented, with one minor edit to the 11/24 Board minutes to reflect that Crystal Mulvihill was in attendance. With no board members participating virtually, a roll call was not performed. Motion carried.

Follow-up/Resolution: Closed.

Reports

Hospital Chief of Staff Report

Steve Underdahl and Board Chair, Sarah Carlsen thanked Dr. Flannery for serving as Chief of Staff the last two years.

Action: No updates provided

Follow-up/Resolution: Closed.

Ratification of Medical Staff Officers

Dr. Flannery shared the results from this year's election for new chief of Staff and MEC president as Dr. Jennifer Fischer. Dr. Stephanie Erickson was elected as Vice President. Both will serve a two year term beginning in January.

Action: A motion was made by Rick Estenson and seconded by Katie Lane to approve the medical staff officers as presented by MEC president Dr. Flannery. With no board members participating virtually, a roll call was not performed. Motion carried.

Follow-up/Resolution: Closed.

Approval of Applications for Medical Staff Membership/Privileges

The medical staff applications were presented for approval.

Appointments:

- 4349: Telemedicine, Teleradiology
- 4350: Telemedicine, Teleradiology
- 4351: Telemedicine, Tele Hospitalist
- 4352: Telemedicine, Tele Hospitalist
- 4353: Telemedicine, Tele Hospitalist
- 4110: Telemedicine, Tele Hospitalist
- 4354: Telemedicine, Tele Hospitalist
- 4355: Telemedicine, Tele Hospitalist

Reappointments:

- 2717: Telemedicine, Teleradiology
- 3971: Telemedicine, Teleradiology
- 7410: Telemedicine, Teleradiology
- 7414: Telemedicine, Teleradiology
- 7415: Telemedicine, Teleradiology
- 7417: Telemedicine, Teleradiology
- 4057: Telemedicine, Teleradiology
- 4187: Telemedicine, Teleradiology
- 7252: Telemedicine, Teleradiology
- 7372: Telemedicine, Teleradiology

Action: A motion was made by Fred Rogers and seconded by Crystal Mulvihill to approve the medical staff files as presented. With no board members participating virtually, a roll call was not performed. Motion carried.

Follow-up/Resolution: Closed.

Recognition of Reappointed/Appointed Board Members

Sarah Carlsen shared the NH+C board member changes with the group.

- Rhonda Pownell will no longer serve on the board.
- Jessica Peterson White will begin her three year term on the board as a newly appointed member. She has served terms in previous years as well. She will also serve a one year term on the Hospital/City Governance Committee.
- Jami Reister will be reappointed for a three year term. Not as a city representative during this term.
- Kathleen Holmes will serve a one year term on the Hospital/City Governance Committee.

Action: Information only.

Follow-up/Resolution: Closed.

Executive and Committee Reports

CEO Report

Steve Underdahl, CEO, reported on the following:

Steve shared deep gratitude to the board over his years at NH+C, as this is his last board meeting as CEO. Steve retires in January 2025. He shared his thanks to board chair, Sarah Carlsen, for her time and dedication the past two years as chair. Michael Hemesath will assume the chair role in January of 2025.

Steve also expressed thanks to his administration team as well as the entire team of employees at NH+C. "It has been the privilege of my life to be part of."

Dr. Flannery will be exciting as Medical Staff President and Dr. Jennifer Fischer will assume that role for two years. Steve was appreciative for Dr. Flannery for his compassion for staff and those we serve.

Tammy Hayes, COO, former CNE, has announced her retirement. Congratulations to Tammy!

An open house farewell reception for Steve Underdahl will be held at the hospital in the lower level conference room on January 15, 2025 from 11:00 to 1:00 p.m.

Strategic Update:

- Mitigation efforts continue.
- Work continues to ensure that we are getting paid correctly for the work we do.

Operations:

- November volumes were soft. Seems to be a trend across Minnesota.
- December indicators are good so far.

Policy/Outreach:

- Met with Rep. Robert Bierman regarding legislative priorities.
- Continuing to work with MHA to explore Medicaid direct payment options.

Action: Information only.

Follow-up/Resolution: Closed.

Financial Report

Eric Guth, CFO, presented the November financial report.

November Key Drivers

- Ambulance runs were 21% under budget.
- Births were 20% under budget.
- Cancer Care and Infusion procedures were 16% under budget.
- ED visits were 17% under budget.
- Surgeries were 8% under budget.

Financial Outcomes:

- Gross Operating Revenues were \$4.5M under budget.
- Deductions were \$3.1M under budget.
- Bad Debt was \$57K under budget.
- Net Revenues were \$1.4M under budget.
- Operating expenses were \$118K under budget.
- Net operating income was \$547K vs. a budgeted income of \$708K. (\$1.3M unfavorable to budget).

Action: Information only.

Follow-up/Resolution: Closed.

Quality Committee (verbal report)

Sarah Carlsen deferred to other members of the committee to provide a brief update from the recent Quality Committee meeting.

Action: Information only.

Follow-up/Resolution: Closed.

Roundtable, Announcements and Questions

Sarah Carlsen expressed her thanks to Mayor Rhonda Pownell for her effort and care for what she has brought to NH+C's mission and value serving on the hospital board and the community relations committee.

Action: Information only.

Follow-up/Resolution: Closed.

Adjourn

The meeting was adjourned at 5:40 p.m.

Action: A motion was made by Robert Morrison and seconded by Rick Estenson to adjourn the open meeting session. With no board members participating virtually, a roll call was not performed. Motion carried.

Follow-up/Resolution: Closed.