

Meeting Minutes Record

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

Date: October 24, 2024

Location: Virtual Meeting

Start Time: 5:16pm

End Time: 7:14pm

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, Jeff Meland-MD., CMO, Ben Flannery- MD, Eric Guth- CFO, Lisa Bauer- CNE, Betsy Spethman- Director of Community Relations, Kelly Velandar (Recorder)

Others Present: Teresa Knoedler- Legal Counsel

Guests: Student

Board Members Absent: None

Staff Absent: Tammy Hayes- COO, 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 Sarah Carlsen at 5:16 p.m.

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

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 (September 26, 2024)
- Meeting minutes (accepted)
 - Quality Committee (September 18, 2024)
- Policies/Forms/Other (accepted)
 - Auditor Selection Policy
 - Capital Expenditure Policy

Action: Motion was made by Katie Lane and seconded by Fred Rogers 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.

Action: None taken.

Follow-up/Resolution: Closed.

Approval of Applications for Medical Staff Membership/Privileges

The medical staff applications were presented for approval.

Appointments:

- 4313: Affiliate, Maternal Fetal Medicine- OBGYN
- 4314: Affiliate, Maternal Fetal Medicine- OBGYN
- 4315: Affiliate, Maternal Fetal Medicine- OBGYN
- 4316: Affiliate, Maternal Fetal Medicine- OBGYN
- 4317: Affiliate, Maternal Fetal Medicine- OBGYN
- 4305: AH:I, Certified Nurse Midwife
- 4319: AH:I, Neonatal Nurse Practitioner
- 4320: Affiliate, Maternal Fetal Medicine- OBGYN
- 4321: Affiliate, Maternal Fetal Medicine- OBGYN
- 4322: Affiliate, Maternal Fetal Medicine- OBGYN
- 4323: Affiliate, Maternal Fetal Medicine- OBGYN
- 4324: Affiliate, Maternal Fetal Medicine- OBGYN
- 4325: Telemedicine, Behavioral Health
- 4326: Telemedicine, Behavioral Health
- 4327: Telemedicine, Behavioral Health
- 4328: Telemedicine, Behavioral Health
- 4329: Telemedicine, Behavioral Health
- 4330: Telemedicine, Behavioral Health
- 4331: Telemedicine, Behavioral Health
- 4332: Telemedicine, Behavioral Health
- 4333: Telemedicine, Behavioral Health
- 4334: Telemedicine, Behavioral Health
- 4335: Telemedicine, Behavioral Health

- 4336: Telemedicine, Behavioral Health
- 4337: Telemedicine, Behavioral Health
- 4338: Telemedicine, Infectious Disease
- 4339: Telemedicine, Infectious Disease
- 4340: Telemedicine, E Hospitalist
- 4341: Telemedicine, E Hospitalist
- 4342: Telemedicine, E Hospitalist
- 4343: Telemedicine, E Hospitalist
- 4344: Telemedicine, E Hospitalist
- 4345: Telemedicine, E Hospitalist
- 4346: Telemedicine, E Hospitalist
- 4347: Telemedicine, E Hospitalist
- 4348: Telemedicine, E Hospitalist

Reappointments:

- 4042: Active, Family Medicine- Hospitalist
- 3888: Active, Family Medicine with OB

Action: A motion was made by Crystal Mulvihill and seconded by Robert Morrison to approve the medical staff files as presented. Motion carried.

Follow-up/Resolution: Closed.

Presentations/Discussions/Action Items

N/A

Action: Information only.

Follow-up/Resolution: Closed.

Executive and Committee Reports

CEO Report

Steve Underdahl, CEO, reported on the following:

Strategic Update:

- Financial performance trends continue.
- Conservation strategies have been put in place with the U.S. wide I.V. shortages. Daily status meetings occur to review cases and to try to not delay surgeries.
- D.E.I. council is continuing to work with an emphasis on action plans.

Operations Update:

- Patient Family Advocate Committee (PFAC) continues to provide great input to aide NH+C in seeing our practice through a lens of a patient, family member guest. We are extremely lucky to have this committee in place and for their input.

Policy Update:

- In the process of making changes to the new rules around ESST and how to accommodate them.

Action: Information only.

Follow-up/Resolution: Closed.

Financial Report

Eric Guth, CFO, presented the September financial report.

September Key Drivers:

- Births, rehab visits and imaging procedures were all slightly favorable to budget.
- Surgery cases were 8% under budget.
- Cancer Care and Infusions were 9% under budget.

Financial Outcomes:

- Gross Operating Revenues were \$352K under budget.
- Deductions were \$169K unfavorable to budget.
- Bad Debt was \$24K favorable to budget.
- Net Revenues were \$500K under budget.
- Operating expenses were \$217K over budget.
- Net operating loss was \$923K vs. a budgeted loss of \$206K. (\$717K unfavorable to budget).

Action: Information only.

Follow-up/Resolution: Closed.

Budget and Finance Committee (verbal report)

- Fred Rogers provided a brief update from the recent Budget and Finance Committee meeting.

Action: Information only.

Follow-up/Resolution: Closed.

Governance and Planning Committee (verbal report)

- Sarah Carlsen provided a brief update from the recent Governance and Planning Committee meeting.

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 6:40 pm the board went into Closed Session of the NH+C Board pursuant to Minn. Stat. 144.581, subd.5
- Marketing: To discuss marketing activity related to the hospitals competitive position with other health care providers that offer similar services.

Action: A motion was made by Rick Estenson and Michael Hemesath to move into Closed Session. Motion carried.

Follow-up/Resolution: Closed.

Adjourn

The meeting was adjourned at 7:14pm.

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.