

Meeting Minutes Record

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

Date: December 18, 2025

Location: In Person / Virtual Meeting

Start Time: 5:06 p.m.

End Time: 7:00 p.m.

Board Members Present: Michael Hemesath, Chair, Rick Estenson, Vice-Chair, Sarah Carlsen, Rod Christensen, Katie Lane, Crystal Mulvihill, Jamie Reister, Fred Rogers

Staff Present: Zander Abbott- CEO, Josh Salzman- COO, Jeff Meland MD- CMO, Jennifer Fischer- MD, Eric Guth- CFO, Lisa Bauer- CNE, Kelly Lee (Recorder)

Others Present: Ben Martig- City Administrator, Teresa Knoedler- Legal Counsel (virtual)

Guests: Bob McNanney, Julie Nikolai Sullivan, Angelina Holder

Board Members Absent: Jessica Peterson White

Staff Absent: Betsy Spethman- Director of Community Relations

Others Absent: None

Call to Order and Approval of the Agenda

Board Chair, Michael Hemesath called the meeting to order at 5:06 p.m.

Meetings take place in hybrid format. Board members that joined virtually were: Sarah Carlsen

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

- Meeting minutes (approve)
 - Board meeting- (11/20/25)
- Committee Meeting minutes (accepted)
 - Community Relations Committee- (11/11/25)
- Policies/Forms/other (accepted)
 - Investment firm changes
 - Medical staff bylaw changes-CCIC Membership
 - Obstetrical services operations policy
 - OEMS Grant

Action: Motion was made by Katie Lane and seconded by Jami Reister to approve the agenda and consent agenda as presented. Roll call was performed. Motion carried.

Follow-up/Resolution: Closed.

Reports

Hospital Chief of Staff Report

Dr. Jennifer Fischer was available for questions.

Action: Information only.

Follow-up/Resolution: Closed.

Approval of Applications for Medical Staff Membership/Privileges

The medical staff applications from the MEC Committee were presented for approval.

Appointments:

- None

Reappointments:

4277: Telemedicine, Teleradiology
4021: Active, Emergency Medicine
4024: Telemedicine, Teleradiology
4023: Telemedicine, Teleradiology
3808: Active, FM- Hospitalist
7127: Active, FM- Hospitalist
7334: AH:I, Anesthesia
3761: Active, Emergency Medicine
3759: Affiliate, Pathology
4276: Telemedicine, Teleradiology
4278: Telemedicine, Tele Hospitalist (Avel Proxy)
4282: Telemedicine, Tele Stroke (Allina Proxy)

Provisional Status

Practitioner # Category Privilege

4302: Active, Internal Medicine- Hospitalist

Action: Information only

Follow-up/Resolution: Closed.

Presentations/Discussions/Action Items

Patient Family Advisory Council (PFAC) Presentation

Angelina Holder, Patient Advocate elaborated on her role at NH+C. She has been with NH+C for 5 years, has an RN degree with a background specializing in psychiatric disorders and chemical dependency, as well mental health management. She loves being able to meet patients where they are at in their health journey.

Through patient experiences and comments received on their care received at NH+C, Angelina is a very valuable part of the team that focuses on patients receiving their best care while at our facilities.

PFAC is a council made up of patients, or family of patients, who meet quarterly to give feedback and guidance on projects, forms educational materials, unit improvements and a variety of other initiatives. They are a great group that wants to collaborate with our hospital and clinics to help improve patient care. There are currently 7 members that serve on this council.

PFAC has contributed to many improvement processes over the 7 years of being formed. The council is seeking new members. To qualify, you must be a patient or family member of a patient and can reach out to the Patient Advocate office at 507-646-1509 to learn more.

Action: Information only.

Follow-up/Resolution: Closed.

Executive and Committee Reports

CEO Report

Zander Abbott, CEO, provided updates on the following:

- Zander shared a patient story about a local St. Olaf student and his family that shared appreciation for the emergency response performed for their son that resulted in him getting the crucial care needed for an amazing recovery.
- Zander spoke of the recent news of the transition plan of the Allina Health Northfield clinic to NH+C ownership. He continues to speak on local media to help inform the community of what this means and works alongside Allina leaders to ensure a smooth transition for both staff and patients that have received care there.
- NH+C Teams continue to work on the 2026 Strategic priorities and budget work. The board will be updated in January on these initiatives.

Action: Information only.

Follow-up/Resolution: Closed.

Financial Report

Eric Guth, CFO, presented the financial report.

Key Drivers:

- Surgeries were 11% under budget.
- Imaging procedures were 5% under budget.
- ED visits were 11% under budget.

Financial Outcomes:

- Operating loss of \$618K vs budgeted operating income of \$455K, shortfall of \$1.1M.
- Volumes lower than budget in most areas.
- Discount rate on budget.
- Bad debt unfavorable to budget.
- Expenses favorable to budget.

Action: Information only.

Follow-up/Resolution: Closed.

Quality and Safety Committee Verbal Report

Katie Lane provided a verbal report on the most recent Quality & Safety Committee meeting.

Action: Information only.

Follow-up/Resolution: Closed.

Roundtable, Announcements and Questions

Reminder that board member appointment process will now align with the City's process and take place in April each year going forward.

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 6:12 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 Jami Reister and seconded by Rod Christensen to move into Closed Session. Roll call was performed. Motion carried.

Follow-up/Resolution: Closed.

Adjourn

The meeting was adjourned at 7:00 p.m.

Action: A motion was made by Katie Lane and seconded by Fred Rogers adjourn the open meeting session. Roll call performed. Motion carried.

Follow-up/Resolution: Closed.