

## Township Representatives:

<input checked="" type="checkbox"/>	George "Bud" Banker, Bear Lake	<input checked="" type="checkbox"/>	Janet Cox, Oliver	<input checked="" type="checkbox"/>	Eric Hendricks, Orange	<input checked="" type="checkbox"/>	Diana Needham, Kalkaska Village
<input checked="" type="checkbox"/>	Gregory Bradley, Clearwater	<input checked="" type="checkbox"/>	Alan Hart, Boardman	<input checked="" type="checkbox"/>	Gayenell Gentelia, Coldsprings (arrived at 6:08 PM)	<input checked="" type="checkbox"/>	Tracy Nichol, Blue Lake
<input checked="" type="checkbox"/>	Nelson "Jerry" Cannon, Garfield	<input type="checkbox"/>	Dr. R. Troy Stobert, Springfield	<input checked="" type="checkbox"/>	Karl Klimek, Excelsior	<input checked="" type="checkbox"/>	Matthew Brenner, Rapid River
<input checked="" type="checkbox"/>	Dale De Korne, Kalkaska Township						

## Members At Large Members:

<input checked="" type="checkbox"/>	Robert "Bob" Barr	<input checked="" type="checkbox"/>	Kim Stephens	<input checked="" type="checkbox"/>	Noreen Broering	<input checked="" type="checkbox"/>	Bruce Zenner
<input checked="" type="checkbox"/>	Melanie Pauch	<input checked="" type="checkbox"/>	Lynnette Cervone	<input checked="" type="checkbox"/>	Charles "Charlie" Stiehl		

## Staff:

<input checked="" type="checkbox"/>	Jeremy Cannon	<input checked="" type="checkbox"/>	Sandy Dilley	<input checked="" type="checkbox"/>	Andrew Raymond	<input checked="" type="checkbox"/>	Chandra Whiting
<input type="checkbox"/>	Daniel Conklin	<input checked="" type="checkbox"/>	Jeremy Holmes, DO	<input checked="" type="checkbox"/>	Kevin Rogols (left at 6:35 PM)	<input checked="" type="checkbox"/>	Laura Zingg
<input checked="" type="checkbox"/>	Dr. Andrew Cole	<input checked="" type="checkbox"/>	Connie Farrier	<input checked="" type="checkbox"/>	Christine Bissonette	<input type="checkbox"/>	

## Community:

<input checked="" type="checkbox"/>	Al Parker	<input checked="" type="checkbox"/>	Valerie Hansen	<input checked="" type="checkbox"/>	Barb Klimek	<input checked="" type="checkbox"/>	Jim Leffew
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TOPIC	SUMMARY	ACTION ASSIGNMENT
Call to Order	Mr. Karl Klimek called the meeting to order at 6:02 PM in the Dr. William W. Kitti Education Center of Kalkaska Memorial Health Center.	
Pledge of Allegiance	The Pledge of Allegiance was recited.	
Board Chair Informational Announcements Change of Rapid River Township Board Member	Mr. Klimek welcomed new Board Member, Matthew Brenner, who will be representing Rapid River Township on the KMHC Board of Trustees.	

Representative/Introduction of Mr. Brenner		
Board of Trustees Update	Mr. Klimek thanked everyone for all of their hard work and dedication this past year as it has been a very busy year for KMHC.	
Conflict of Interest Roll Call	A roll call for Conflict of Interest was taken as follows: George "Bud" Banker, no; Nelson "Jerry" Cannon, no; Dale De Korne, no; Janet Cox, no; Gregory Bradley, no; Alan Hart, no; Eric Hendricks, no; Karl Klimek, no; Tracy Nichol, no; Matthew Brenner, no; Diana Needham, no; Melanie Pauch, no; Robert "Bob" Barr, no; Kim Stephens, no; Bruce Zenner, no; Noreen Broering, no; Lynnette Cervone, no; Charles "Charlie" Stiehl, no.	
Consent Agenda	<p>Ms. Nichol provided the Board Meeting Minutes listed on the Consent Agenda at the Meeting for review.</p> <p>The Consent Agenda was reviewed as presented.</p> <p><b><u>Motion was made and duly supported to approve the Consent Agenda as presented. All "AYE." Motion carried.</u></b></p>	
Public Comment Regarding Agenda Topics	<p>A KMHC Staff Member shared with the Board a statement expressing his gratitude to the Board as well as reminding them of the importance of feedback when making their very important decision of extending an offer to the next CEO of KMHC.</p> <p>A KMHC Staff Member shared a statement to thank the Board for the honor of the KMHC Leadership Team being part of the interview process for the next CEO of KMHC and shared feedback with the Board she hoped the Board would consider when making their important decision.</p> <p>A KMHC Staff Member also expressed their gratitude to the Board for their involvement in the recruitment process of the next CEO for KMHC as a member of the Senior Leadership Team and provided the Board Members with feedback to be considered in their decision.</p> <p>A KMHC Staff Member, who has been part of the KMHC team for over 30 years, thanked the Board for inviting her to be part of the interview process, learn about the top three candidates, and provide feedback. The individual</p>	

	<p>also shared feedback with the Board to be considered when making their decision for the next CEO for KMHC.</p> <p>A provider shared with the Board their feedback to be considered when making the decision for the future CEO of KMHC. During the comment, the provider stressed the importance of the amazing culture at KMHC and that it is something that is very special.</p>	
<p>Renewal of At-Large Members</p> <ul style="list-style-type: none"> <li>• Bruce Zenner</li> <li>• Noreen Broering</li> </ul>	<p>The Board was informed that At-Large Members, Mr. Zenner and Ms. Broering, terms are expiring in 2025. Mr. Klimek also reminded the Board Members that the KMHC Board of Trustees By-laws state that only the township appointed Board Members are able to vote regarding the At-large Members.</p> <p>Both At-Large Members, Mr. Zenner and Mr. Broering, confirmed their desire to remain members of the KMHC Board of Trustees.</p> <p>Mr. Klimek asked the Board for consideration of the reappointing of Mr. Zenner to the KMHC Board of Trustees. The Board discussed the reappointment for a four-year term expiring in 2029.</p> <p><b><u>Motion was made by Mr. Cannon and duly supported by Ms. Gentelia to appoint Mr. Zenner to a 4-year Member at Large term expiring in 2029. A roll call vote was taken as follows: George "Bud" Banker, yes; Gregory Bradley, yes; Matthew Brenner, yes; Nelson "Jerry" Cannon, yes; Janet Cox, yes; Dale De Korne, yes; Gayenell Gentelia, yes; Alan Hart, yes; Eric Hendricks, yes; Diana Needham, yes; Tracy Nichol, yes; Karl Klimek, yes. 12 "AYES." 0 "NAYS". Motion Carried.</u></b></p> <p>Mr. Klimek then asked for consideration for the reappointment of Ms. Broering to the KMHC Board of Trustees as an At-Large Member.</p> <p><b><u>Motion was made by Mr. Hart and duly supported by Ms. Needham to appoint Ms. Broering to a 4-year Member at Large term expiring in 2029. A roll call vote was taken as follows: George "Bud" Banker, yes; Gregory Bradley, yes; Matthew Brenner, yes; Nelson "Jerry" Cannon, yes; Janet Cox, yes; Dale De Korne, yes; Gayenell Gentelia, yes; Alan Hart, yes; Eric Hendricks, yes; Diana Needham, yes; Tracy Nichol, yes; Karl Klimek, yes. 12 "AYES." 0 "NAYS". Motion Carried.</u></b></p>	
<p>Schedule of Calendar Year 2025 Board Meetings</p>	<p>A copy of the proposed calendar 2025 Board Meeting dates was included in</p>	

	<p>the Board Meeting packet for review. Mr. Klimek informed the Board of the recommendations to hold the March and May meetings on the third Tuesday of the month due to the timing of Spring Break in the community and the Memorial Day Holiday.</p> <p><b><u>Motion was made and duly supported to approve the meeting schedule for calendar year 2025 as presented. George "Bud" Banker, yes; Robert "Bob" Barr, yes; Gregory Bradley, yes; Matthew Brenner, yes; Noreen Broering, yes; Nelson "Jerry" Cannon, yes; Lynnette Cervone, yes; Janet Cox, yes; Dale De Korne, yes; Gayenell Gentelia, yes; Alan Hart, yes; Eric Hendricks, yes; Diana Needham, yes; Tracy Nichol, yes; Melanie Pauch, yes; Kim Stephens, yes; Charles "Charlie" Stiehl, yes; Bruce Zenner, yes; Karl Klimek, yes. 19 "AYES". 0 "NAYS". Motion Carried.</u></b></p>	
<p>Board Chair Report</p> <p>Acceptance of CEO, Mr. Rogols, Official Notice of Retirement – Effective April 02, 2025</p>	<p>Mr. Klimek informed the Board that up to this point, the retirement of the current KMHC CEO, Mr. Rogols, has only been discussed by the Board and the official notice of retirement has not yet been officially accepted by the Board of Trustees.</p> <p>The official notice of retirement from Mr. Rogols, effective April 02, 2025, was included in the Board packet for the Board Members to review.</p> <p><b><u>After amendment, motion was made and duly supported to accept Mr. Rogols' official notice of retirement effective April 02, 2025. As to the remaining provisions of Mr. Rogols' relationship with KMHC, those shall be determined by the collective efforts of the new CEO and the Board of Trustees. All "AYE." Motion carried.</u></b></p>	
<p>CEO Report</p> <p>Acceptance of Extension of Munson Healthcare Affiliation Agreement</p>	<p>Mr. Raymond provided an update to the Board regarding the negotiation of an extension for the current Affiliation Agreement with Munson Healthcare. KMHC and Munson Healthcare have reached an agreement for an additional year extension of the Affiliation Agreement until June 30, 2026. There will be an increase in fees of 3% and no change to the services provided.</p> <p>The extension of the Affiliation Agreement was included in the Board packet for Board Members to review.</p> <p>Discussion ensued among the Board and Mr. Raymond answered questions regarding the topic.</p>	

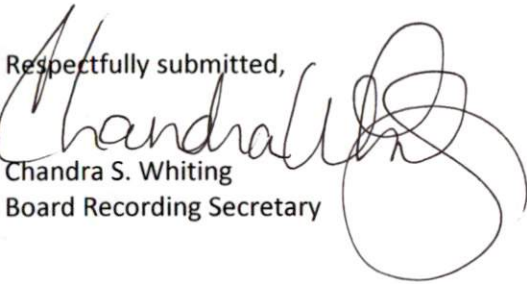
	<p><u>Motion was made and duly supported to approve the extension of the Munson Healthcare Affiliation Agreement as presented. George "Bud" Banker, yes; Robert "Bob" Barr, yes; Gregory Bradley, yes; Matthew Brenner, yes; Noreen Broering, yes; Nelson "Jerry" Cannon, yes; Lynnette Cervone, yes; Janet Cox, yes; Dale De Korne, yes; Gayenell Gentelia, yes; Alan Hart, yes; Eric Hendricks, yes; Diana Needham, yes; Tracy Nichol, yes; Melanie Pauch, yes; Kim Stephens, yes; Charles "Charlie" Stiehl, yes; Bruce Zenner, yes; Karl Klimek, yes. 19 "AYES". 0 "NAYS". Motion Carried.</u></p>	
Go Into Closed Session	<p><u>Motion was made and duly supported to go into Closed Session at 6:48 PM for the following reason(s): The Michigan Open Meetings Act – Act 267 of 1976- 15.268(h) – To consider material exempt from discussion or disclosure by state or federal statute. Public Health Code – Act 368 of 1978 – 333.21515. Confidentiality of records, data and knowledge. The records, data and knowledge collected for or by individuals or committees assigned a review function described in the article (333) are confidential and shall be used only for the purposes provided in this article, shall not be public records, and shall not be available for court subpoena. It was also requested that Dr. Holmes, Dr. Cole and Ms. Whiting remain during the closed session.</u></p> <p><u>A roll call vote was taken as follows: George "Bud" Banker, yes; Robert "Bob" Barr, yes; Gregory Bradley, yes; Matthew Brenner, yes; Noreen Broering, yes; Nelson "Jerry" Cannon, yes; Lynnette Cervone, yes; Janet Cox, yes; Dale De Korne, yes; Gayenell Gentelia, yes; Alan Hart, yes; Eric Hendricks, yes; Diana Needham, yes; Tracy Nichol, yes; Melanie Pauch, yes; Kim Stephens, yes; Charles "Charlie" Stiehl, yes; Bruce Zenner, yes; Karl Klimek, yes. 19 "AYES". 0 "NAYS". Motion Carried.</u></p>	
Come Out of Closed Session	Closed session was adjourned at 6:56 PM.	
Credentialing Discussion	<p>Upon the recommendation from the KMHC Medical Staff, the Board of Trustees reviewed the credentialing application(s) for new appointments to the Medical Staff and privilege additions/changes/clarifications as outlined on the attached document related to staff category and appointment cycle, as well as privileges.</p> <p>Relevant information was discussed during the closed session.</p>	

	<p><b><u>Motion was made and duly supported that the Board of Trustees approve the credentialing files/privileges as outlined on the attached document for appointment to the appropriate staff category and for the appointment time period. All "AYE." Motion carried.</u></b></p> <p><b><u>Motion was made and duly supported to approve the consent agenda from the closed session as presented. All "AYE". Motion carried.</u></b></p>	
<p>Committee Reports Township/Village Representatives Meeting-12/05/24</p>	<p>Mr. Raymond informed the Board that a dinner meeting was held at KMHC on December 5, 2024, for Representatives of the Boards from the twelve townships and the Village of Kalkaska. The topics of discussion at the meeting that evening included the following:</p> <ul style="list-style-type: none"> <li>• Providing and explaining a draft resolution to become an incorporator of the new 501(c)(3) entity for KMHC to each of the townships and the Village</li> <li>• Reviewing the deadline to submit a completed resolution to KMHC to become an incorporator of February 05, 2025</li> <li>• Question and Answer session for the Representatives from the townships and the Village to assist with their understanding of the process</li> </ul> <p>It was reported to the Board, that as of this meeting, KMHC has received 8 completed resolutions from townships and/or the Village to become incorporators of the new 501(c)(3) entity.</p> <p>Mr. Raymond answered questions for the Board Members.</p> <p>A recommendation was made by a Board Member for the KMHC Leadership Team is sending out reminders to the Townships and the Village with the deadline of February 05, 2025, as this date is soon approaching.</p>	
<p>Audit and Compliance Committee Meeting – January 28, 2025 Dr. Krakow – Wound Care Specialist</p>	<p>Mr. Klimek informed the Board Members that the Audit and Compliance Committee met before the Board Meeting.</p>	

	During the meeting, the contract that was reviewed and discussed by the committee was found to be within fair market value. The committee accepted the validation of the contract.	
<p>Compensation and Contract Review Ad-Hoc Committee Meetings – January 13, 2025, and January 20, 2025</p> <ul style="list-style-type: none"> <li>• Review and Consideration of Comparative Contract Data and Sample Offer Letters for a Potential CEO Candidate</li> <li>• Creation of Draft Offer Letters for Contract for Both Internal and External CEO Candidates</li> </ul>	<p>Mr. Klimek referenced an information packet provided at the meeting by Ms. Dilley. He explained the packet contained the information that was considered by the Compensation and Contract Review Ad-Hoc Committee for the creation of draft offer letters for both internal and external CEO candidates. The packet also contained the draft offer letters for the Board Members review.</p> <p>Ms. Dilley also reviewed the details of contents of the information packet for the Board Members.</p> <p>Questions were answered for the Board regarding the draft offer letters.</p> <p>Ms. Dilley informed the Board Members that the documents that the Board is being requested to approve at this time are offer letters only and the full employment contract would be brought to the Board at a later date for approval.</p> <p><b><u>Motion was made and duly supported to approve both the internal and external offer letters as presented and authorized Mr. Klimek, Board Chair, to sign the offer letter to extend the offer to the candidate that is chosen by the Board of Trustees. George “Bud” Banker, yes; Robert “Bob” Barr, yes; Gregory Bradley, yes; Matthew Brenner, yes; Noreen Broering, yes; Nelson “Jerry” Cannon, yes; Lynnette Cervone, yes; Janet Cox, yes; Dale De Korne, yes; Gayenell Gentelia, yes; Alan Hart, yes; Eric Hendricks, yes; Diana Needham, yes; Tracy Nichol, yes; Melanie Pauch, yes; Kim Stephens, yes; Charles “Charlie” Stiehl, yes; Bruce Zenner, yes; Karl Klimek, yes. 19 “AYES”. 0 “NAYS”. Motion Carried.</u></b></p>	
Considerations When Reviewing Chief Executive Officers (CEO) Candidates	<p>Ms. Dilley provided the Board with a handout containing guidelines to keep in mind to help facilitate the upcoming discussions to review the potential CEO candidates.</p> <p>Mr. Klimek called for a five-minute break in the meeting at 7:19 PM.</p> <p>The meeting reconvened at 7:24 PM.</p>	
Review of Chief Executive Officer (CEO) Candidate Survey Results	This topic was not covered at this meeting.	

CEO Candidate Discussion	<p>Mr. Klimek led the CEO candidate discussions. Members of the CEO Search Committee were then given the opportunity to provide feedback to the Board regarding the three CEO candidates that attended the on-site interviews.</p> <p>The members of the CEO Search Team provided feedback regarding the three CEO candidates to the Board.</p> <p>After the CEO Search Team provided feedback, Mr. Klimek opened the discussion up to all the Board Members to add feedback and have open discussion regarding the three potential CEO candidates.</p> <p>Extensive discussion ensued among the Board.</p>	
Determination of Candidate to Extend offer for Contract as Next CEO of KMHC	<p><b><u>Motion was made and duly supported to extend the offer letter for CEO (Chief Executive Officer) of KMHC to Andrew Raymond. Motion carried.</u></b></p>	
Open Dialogue from Members	<p>A Board Member shared that the interview process had been a positive experience that had allowed them to learn more information about the KMHC Senior Leadership Team member, Mr. Raymond, as a CEO candidate.</p> <p>A Board member inquired if there has been any discussion about the possibility of bringing an allergist to the specialty clinic at KMHC. This topic will be investigated further as a potential future opportunity.</p>	
Public Comment	<p>Mr. Raymond shared a statement with the Board with the following highlights:</p> <ul style="list-style-type: none"> <li>• Expressing his gratitude to Mr. Rogols and acknowledging his 11 years of dedication to KMHC.</li> <li>• Thanking the Board and the CEO Search Committee for their time and dedication throughout the CEO search process.</li> <li>• Acknowledging the amazing team at KMHC, his pride in the hospital and what has been accomplished thus far.</li> </ul>	

	<ul style="list-style-type: none"><li>The excitement about the future and where we can take KMHC to even better meet our mission of improving the health and quality of life of our community.</li></ul>	
Upcoming Events/Conferences	Rescheduled Public Budget Hearing and Annual Meeting is on February 18, 2025.  Next Full Authority Board of Trustees Meeting is on February 25, 2025.	
Adjournment	Upon proper motion the meeting was adjourned at 8:53 PM.	

Respectfully submitted,  
  
Chandra S. Whiting  
Board Recording Secretary

Credentialing Agenda For KMHC  
December 18, 2024 - KMHC Physician Advisory Committee  
January 9, 2025 - Medical Staff Meeting  
January 28, 2025 - Board of Trustees Meeting

**New Appointments:**

- Consulting Staff – Emergency Medicine – January 29, 2025 – September 30, 2025
  - William Chung, MD
- Allied Health Professional Staff – Emergency Medicine – January 29, 2025 – September 30, 2025
  - Michaela Coffia, NP
- Telemedicine – Pediatric Cardiology – January 29, 2025 – March 30, 2025
  - Marcus Haw, MD
- Active Staff – Wound Specialist – January 29, 2025 – September 30, 2025
  - Marc Krakow, MD
- Consulting Staff – Orthopaedic Surgery – January 29, 2025 – September 30, 2026
  - Brent Wiersema, DO
- Allied Health Professional Staff – Hematology & Oncology – January 29, 2025 – September 30, 2027
  - Nathan Rousse, NP

**Privilege Addition/Change:**

- Allied Health Professional – Nephrology Services to Family Medicine – January 29, 2025 – September 30, 2026
  - Molly Kidner, NP

**Privilege Addition/Clarification**

- Consulting Staff – Anesthesiology – January 29, 2025 – September 30, 2026
  - Mark Aulicino, MD
  - Robert Carmody, MD
  - Patrick Darga, MD
  - Timothy Esser, MD
  - Mark Fender, MD

- Robert Hieronimus, MD
  - Austin Kerndt, MD
  - Brian Kiessling, MD
  - Aaron Kurjan, DO
  - Jeffrey Kyff, DO
  - Vincent Macke, MD
  - Meri McNulty, DO
  - Jennifer Schaffler, MD
  - John Stratton, DO
  - Michele Squires, MD
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- Allied Health Professional Staff – Anesthesiology – January 29, 2025 – September 2026
    - Michael Morey, CRNA