

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	<input checked="" type="checkbox"/>	Tracy Nichol, Blue Lake
<input type="checkbox"/>	Nelson "Jerry" Cannon, Garfield	<input checked="" 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 (arrived at 6:05 PM)						
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 checked="" type="checkbox"/>	Daniel Conklin	<input checked="" type="checkbox"/>	Jeremy Holmes, DO (arrived at 6:01 PM)	<input checked="" type="checkbox"/>	Kevin Rogols (left at 7:10 PM)	<input checked="" type="checkbox"/>	Laura Zingg
<input checked="" type="checkbox"/>	Doreen Birgy	<input checked="" type="checkbox"/>	Dr. Andrew Cole	<input checked="" type="checkbox"/>	Teresa Smith	<input type="checkbox"/>	
Community:							
<input checked="" type="checkbox"/>	Al Parker	<input checked="" type="checkbox"/>	Kathy Rogols	<input checked="" type="checkbox"/>	Valerie Hansen	<input checked="" type="checkbox"/>	Dominic Clolinger, Mika Meyers (VIA TEAMS-left at 7:12 PM)
<input checked="" type="checkbox"/>	Richard Wilson, Mika Meyers (VIA TEAMS-left at 7:12 PM)	<input checked="" type="checkbox"/>	Jim Leffew	<input type="checkbox"/>		<input type="checkbox"/>	

TOPIC	SUMMARY	ACTION ASSIGNMENT
Call to Order	Mr. Karl Klimek called the meeting to order at 6:00 PM in the Dr. William W. Kitti Education Center of Kalkaska Memorial Health Center.	
Pledge of Allegiance	The Pledge of Allegiance was recited.	
Conflict of Interest Roll Call		

	<p>A roll call for Conflict of Interest was taken as follows: George "Bud" Banker, no; Janet Cox, no; Gregory Bradley, no; Alan Hart, no; Eric Hendricks, no; Gayenell Gentelia, no; Dr. R. Troy Stobert, 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.</p> <p>Mr. Klimek introduced Mr. Wilson and Mr. Clolinger, legal counsel for KMHC from Mika Meyers, who were attending the meeting of the KMHC Board of Trustees remotely via TEAMS.</p>	
Consent Agenda	<p>The consent agenda was reviewed as presented.</p> <p><u>Motion was made and duly supported to approve the Consent Agenda as presented. All "AYE." Motion carried.</u></p>	
Public Comment Regarding Agenda Topics	<p>A request was made by a member of the public in attendance for a copy of the agenda for the meeting and a copy was provided.</p> <p>A KMHC staff member in attendance shared a light-hearted story with the Board Members about a challenging experience while attempting to assist Mr. Rogols when he was the new CEO at KMHC eleven years ago.</p>	
Moments of Excellence	<p>Mr. Rogols referenced a recent email that he had sent to the Board Members highlighting the tremendous growth that KMHC has had in all areas over the past several years.</p> <p>The comment was made that the growth has happened at KMHC because of the KMHC medical staff and the entire team at KMHC providing the best care.</p> <p>Mr. Rogols thanked the Medical Staff and the entire KMHC Team for providing the absolute best care.</p> <p>Mr. Raymond and Mr. Cannon also shared with the Board Members that KMHC will be the recipient of a grant related to expanding palliative care in rural communities.</p> <p>The grant was offered by the Michigan Center of Rural Health to only four recipients in rural communities. KMHC is the only site that was selected to receive the grant that is north of Clare, Michigan.</p>	

	<p>The grant will allow for participation of the Kalkaska location of KMHC as well as the Mancelona location of Kalkaska Medical Associates to help enhance palliative care for individuals with chronic diagnoses.</p>	
<p>Medical Staff Report Medical Staff Update</p>	<p>Dr. Holmes reported on the following:</p> <ul style="list-style-type: none">• The pilot program for the AI scribe software for the providers is going very well. There are currently 25 providers across the Munson system participating in the trial of which three are from KMHC.• There have been several meetings held thus far regarding the AI scribe pilot program and Munson is also looking into another possible option of AI scribe software from Oracle that would be embedded into the system and offer additional enhancements.• The KMHC Medical Staff is in the process of reviewing and plan to update the KMHC Medical Staff By-Laws.• A new provider, Dr. Blair Brown, will be joining Kalkaska Medical Associates this fall. <p>Dr. Holmes then thanked Mr. Rogols on behalf of the Medical Staff for his leadership of the KMHC Team and commented that everyone is very proud of the success that has been accomplished.</p>	
<p>Committee Reports Compensation and Contract Review Ad-Hoc Committee Meeting – February 21, 2025</p>	<p>Mr. Klimek informed the Board Members that the KMHC Compensation and Contract Review Ad-Hoc Committee has been working with legal counsel, Mr. Wilson and Mr. Clolinger, to develop a fair CEO employment agreement for Mr. Raymond.</p> <p>The Board Members were provided with the proposed draft employment agreement for the incoming CEO, Mr. Raymond. The draft was developed from the input of several meetings of the KMHC Compensation and Contract Review Ad-Hoc Committee as well as Mr. Raymond.</p> <p>Mr. Klimek explained to the Board that the draft employment agreement is written for an initial two-year term and at the end of the two-year time the Board would be able to make the decision to possibly extend the term into the future.</p>	

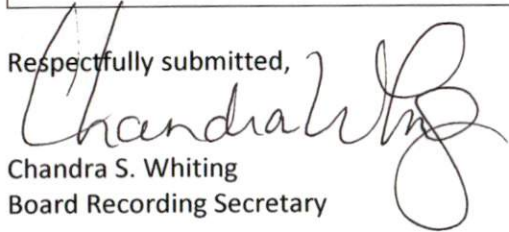
	<p>The Board Members were then given a three-minute recess at 6:22 PM to review the draft CEO employment agreement.</p> <p>Discussion of the draft CEO employment agreement for Mr. Raymond resumed at 6:26 PM with Board Chair, Mr. Klimek, at that time requesting the Board to take action on the proposed draft CEO employment agreement, if they were inclined.</p> <p>Discussion ensued among the Board and questions were answered regarding the proposed CEO employment agreement for Mr. Raymond.</p> <p><u>Motion was made by Mr. Hart and supported by Ms. Stephens to accept the CEO employment agreement as presented and to give permission for Board Chair, Mr. Klimek, to sign on behalf of the organization. A roll call vote was taken as follows: George "Bud" Banker, yes; Dale De Korne, yes; Janet Cox, yes; Gregory Bradley, yes; Alan Hart, yes; Eric Hendricks, yes; Gayenell Gentelia, yes; Dr. R. Troy Stobert, yes; Tracy Nichol, yes; Matthew Brenner, yes; Diana Needham, yes; Melanie Pauch, yes; Robert "Bob" Barr, yes; Kim Stephens, yes; Bruce Zenner, yes; Noreen Broering, yes; Lynnette Cervone, yes; Charles "Charlie" Stiehl, yes; Karl Klimek, yes. 19 "AYES." 0 "NAYS". Motion Carried.</u></p>	
<p>Audit and Compliance Committee Meeting – March 18, 2025</p> <p>Employment Agreement Compensation Review</p> <p>Dr. Blair Brown – Family Practice</p>	<p>Mr. Rogols informed the Board Members that the KMHC Audit and Compliance Committee met before the meeting of the Board of Trustees.</p> <p>During the meeting, the employment agreement for a newly recruited provider, Dr. Brown was reviewed and discussed. Dr. Brown will be joining Kalkaska Medical Associates in September of this year.</p> <p>The employment agreement was found to be within fair market value and the Committee Members accepted the validation that the employment agreement was within fair market value.</p>	
<p>Board Chair Report</p> <p>Munson Healthcare Update</p>	<p>Mr. Klimek did not have a Munson Healthcare report at this time as the Board has not met since the last meeting of the KMHC Board of Trustees.</p> <p>It was noted that Munson Healthcare continues with their lobbying efforts.</p>	
<p>Items of Interest: KMHC in the News</p>	<p>Mr. Klimek referenced the recent articles from the Kalkaska Review included in</p>	

	<p>the Board Packet pertaining to KMHC for the Board to review. Mr. Parker, writer for the Kalkaska Review, attended the KMHC Board Meeting and was thanked for the recent articles that were written relating to KMHC.</p>	
<p>CEO Report Monthly Legislative Update</p>	<p>Mr. Rogols commented that he has been honored to have been the CEO at KMHC for the past eleven years.</p> <p>Board Members were reminded of the educational materials that were provided at the February Board Meeting on a number of topics during the discussion of legislative updates pertaining to healthcare.</p> <p>Mr. Rogols then provided the Board with a more in-depth and current update regarding potential legislative impacts related to Medicare, Medicaid, and Social Security programs.</p> <p>Legal Counsel, Mr. Wilson, and Mr. Raymond also added insight regarding the legislative update provided to the Board by Mr. Rogols.</p>	
<p>Pharmacy Expansion Project</p>	<p>Mr. Raymond informed the Board Members that the KMHC Building Ad-Hoc Committee has met several times to discuss the expansion of the pharmacy space. With the completion of the Medical Records relocation project, KMHC is now ready to begin the pharmacy expansion project.</p> <p>Mr. Raymond highlighted the significant growth that the discharge pharmacy has experienced as well as the needs for additional space the pharmacy has at this time as well as potentially in the future for the additional infrastructure to support this growth.</p> <p>It was explained to the Board that to minimize disruption to patient access, the pharmacy expansion project will be completed in phases to allow the pharmacy to remain open and in the same location during the entire process.</p> <p>The budget documents provided for the Board Members to review in the Board Packet were referenced and reviewed.</p> <p>Discussion ensued and questions were answered for Board Members.</p> <p><u>Motion was made by Mr. Zenner and supported by Ms. Broering to approve the budget for the pharmacy expansion project of \$1,413,301.00 as presented. A roll call vote was taken as follows: George "Bud" Banker, yes; Dale De Korne, yes; Janet Cox, yes; Gregory Bradley, yes;</u></p>	

	<p><u>Alan Hart, yes; Eric Hendricks, yes; Gayenell Gentelia, yes; Dr. R. Troy Stobert, yes; Tracy Nichol, yes; Matthew Brenner, yes; Diana Needham, yes; Melanie Pauch, yes; Robert "Bob" Barr, yes; Kim Stephens, yes; Bruce Zenner, yes; Noreen Broering, yes; Lynnette Cervone, yes; Charles "Charlie" Stiehl, yes; Karl Klimek, yes. 19 "AYES." 0 "NAYS".</u> <u>Motion Carried.</u></p>	
Final Retiring CEO Thoughts	<p>Mr. Rogols informed the Board Members that this would be his final Board Meeting of attendance due to his upcoming retirement from the position as the CEO at KMHC.</p> <p>Mr. Rogols shared with the Board several final thoughts regarding his career as well as his time spent as the CEO at KMHC.</p> <p>Mr. Rogols then read a letter of resignation to the Board that was effective immediately and left the Board Meeting at 7:10 PM at the completion of reading the letter.</p> <p><u>Motion was made by Ms. Gentelia and duly supported by Mr. Banker to accept Mr. Rogols resignation from CEO of KMHC effective immediately. All "AYE." Motion carried.</u></p> <p>A request was made by the Board for Ms. Zingg to attempt to obtain a copy of the resignation letter that was read by Mr. Rogols to the Board so there would be one on record for the meeting.</p>	Ms. Zingg will attempt to obtain a copy of Mr. Rogols' letter of resignation to provide to the Board.
Go Into Closed Session	<p><u>Motion was made and duly supported to go into Closed Session at 7:18 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, Mr. Raymond, Ms. Smith, and Ms. Whiting remain during the closed session.</u></p> <p><u>A roll call vote was taken as follows: George "Bud" Banker, yes; Dale De Korne, yes; Janet Cox, yes; Gregory Bradley, yes; Alan Hart, yes; Eric Hendricks, yes; Gayenell Gentelia, yes; Dr. R. Troy Stobert, yes;</u></p>	

	<u>Tracy Nichol, yes; Matthew Brenner, yes; Diana Needham, yes; Melanie Pauch, yes; Robert "Bob" Barr, yes; Kim Stephens, yes; Bruce Zenner, yes; Noreen Broering, yes; Lynnette Cervone, yes; Charles "Charlie" Stiehl, yes; Karl Klimek, yes. 19 "AYES." 0 "NAYS". Motion Carried.</u>	
Come Out of Closed Session	Closed session was adjourned at 7:32 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><u>Motion was made by Ms. Needham and duly supported by Mr. Stiehl 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></p>	
Anything Relevant to Come Before the Board	<p>Mr. Klimek introduced a potential discussion topic to the Board to address the temporary CEO position vacancy due to the immediate resignation of Mr. Rogols.</p> <p>Two potential options were presented by Mr. Klimek to the Board Members for discussion and consideration; have Mr. Raymond assume the position of interim CEO of KMHC until the employment agreement that was approved by the Board starts or to amend the employment agreement that was approved for Mr. Raymond at this meeting to take effect immediately.</p> <p>Discussion ensued among the Board regarding the two options presented.</p> <p>Mr. Raymond stated that he would be willing to assume the role of CEO of KMHC effective immediately if the KMHC Board of Trustees were to make the decision to amend the employment agreement.</p> <p><u>Motion was made by Mr. Zenner and supported by Ms. Gentelia for Mr. Raymond to assume the position of CEO of KMHC with an effective start date of March 18, 2025, at 8:00 PM per the CEO Employment</u></p>	

	<u>Agreement approved on March 18, 2025. A roll call vote was taken as follows: George "Bud" Banker, yes; Dale De Korne, yes; Janet Cox, yes; Gregory Bradley, yes; Alan Hart, yes; Eric Hendricks, yes; Gayenell Gentelia, yes; Dr. R. Troy Stobert, yes; Tracy Nichol, yes; Matthew Brenner, yes; Diana Needham, yes; Melanie Pauch, yes; Robert "Bob" Barr, yes; Kim Stephens, yes; Bruce Zenner, yes; Noreen Broering, yes; Lynnette Cervone, yes; Charles "Charlie" Stiehl, yes; Karl Klimek, yes. 19 "AYES." 0 "NAYS". Motion Carried.</u>	
Open Dialogue from Members	A Board Member read a letter of recognition for Mr. Rogols. The letter highlighted many accomplishments at KMHC during his 11 years of leading an incredible team and dedication to the community. Some of the accomplishments mentioned included the Medical Pavilion, updated facilities for the senior members of the community, one of the most technologically advanced emergency rooms in all northern Michigan and the new top-of the line MRI unit. As well as recognition for spearheading the recent successful vote in Kalkaska County to assist KMHC in transitioning to a 501c3 entity to be able to bring new and exciting healthcare opportunities to the Kalkaska community for many years to come.	
Public Comment	Mr. Raymond commented that KMHC has an amazing Leadership Team, Medical Staff, and entire Team. He is very excited for the future of KMHC.	
Upcoming Events/Conferences	Next Full Authority Board of Trustees Meeting is on April 22, 2025.	
Adjournment	Upon proper motion the meeting was adjourned at 7:47 PM.	

Respectfully submitted,

Chandra S. Whiting
Board Recording Secretary

Credentialing Agenda For KMHC
March 18, 2025 - Board of Trustees Meeting

New Appointments:

- Consulting Staff – Radiology – March 19, 2025 – March 30, 2027
 - Michael Kuhn, DO
- Telemedicine Staff – Pediatric Cardiology – March 31, 2025 – March 30, 2028
 - James Loker, MD
- Consulting Staff – Emergency Medicine – March 19, 2025 – September 30, 2025
 - Mark Mikula, MD
- Consulting Staff – Anesthesiology – March 19, 2025 – September 30, 2026
 - Thomas Olen, MD
- Allied Health Professional Staff – Emergency Medicine – March 19, 2025 – September 30, 2025
 - Tyler Williams, PA

Privilege Addition/Change:

- Allied Health Professional – Addition of Family Medicine – March 19, 2025 – September 30, 2025
 - Kali Vanstee, PA

Reappointments

- Consulting Staff – GYN Services – March 31, 2025 – March 30, 2028
 - William Nowak, DO
- Active Staff – Pediatrics – March 31, 2025 – March 30, 2028
 - Cynthia Smith, MD
- Telemedicine Staff – Pediatric Cardiology – March 31, 2025 – March 30, 2028
 - Yasser Al-Khatib, MD
 - Sarah Badran, MD
 - Kurt Bjorkman, MD
 - Thomas Carberry, MD
 - Marcus Haw, MD

- Kim Lee, MD
- Linda Pauliks, MD
- Christopher Ratnasamy, MD
- Stephanie Raymundo, MD
- Jeffrey Schneider, MD
- Stanley Sedore, MD
- Julie Sommerfield-Ronek, MD
- Heather Sowinski, DO