

Members Present:

Susan Vallem, Chair  
 Karen Thalacker, Secretary  
 Gary Burke  
 John Johnston  
 Darold Wolff

Guests Present:

Lisa Bennett  
 Karen Buls  
 Dan Rigel  
 Jennie Waller

Speakers Present:

Mike Trachta, CEO  
 Mary Conway, COO  
 Anne Mardorf, CFO  
 Carol Nordhus  
 Darrin Gillett,  
 Dave Leonhart,  
 John Mixdorf -  
 Cardinal  
 Construction  
 Leo Monster – Horty  
 Elving

Minutes  
 of the Meeting of the  
**Board of Trustees**  
 December 20, 2004  
 7:00 p.m.  
**Carstensen/Gruben  
 Room**

**WAVERLYHEALTH**  
 ——— C E N T E R ———

*Our Mission:* Waverly Health  
 Center strives to provide the  
 highest quality, patient-focused  
 health care.

<b>Item</b>	<b>Discussion/Notes</b>	<b>Action</b>
Public Hearing – Clover Clinic Lease	Vallem opened the Clover Clinic Lease public hearing at 7:44 p.m. Noting that there were no verbal or written comments from the public on this project or notice, Vallem closed the hearing at 7:47p.m.	
I. Meeting called to order	Called to order by Vallem at 7:47 p.m.	
II. Approval of minutes	Minutes of the 11/29/04 meeting were reviewed. A motion was made to approve the minutes as written.	1 <sup>st</sup> – Thalacker 2 <sup>nd</sup> – Burke Approved
III. Clover Clinic Lease	The Clover Clinic Lease was distributed and reviewed. The lease has been found acceptable by the hospital attorney, Gaylen Hassman and Clover, LLC. A motion was made to approve the lease as written.	1 <sup>st</sup> – Thalacker 2 <sup>nd</sup> – Wolff Approved
IV. Centennial Pavilion <ul style="list-style-type: none"> <li>Construction Update</li> </ul>	Mixdorf presented an update of the construction progress.	
V. Financial and Statistical Report <ul style="list-style-type: none"> <li>Operating Statement</li> <li>Balance Sheet</li> <li>Investment Report</li> <li>Ambulance Report</li> <li>Home Health Report</li> </ul>	Mardorf presented the financial and statistical report for November. A motion was made to approve the financial and statistical reports as written.  Mardorf presented the Home Health report for November as included in the Board packets. The Ambulance report will be distributed for review with next month's Board packet.	1 <sup>st</sup> – Burke 2 <sup>nd</sup> – Johnston Approved  Accepted
VI. CORS Report 3 <sup>rd</sup> Quarter	Nordhus presented the 3 <sup>rd</sup> quarter CORS report, explaining the new comparison of the Critical Access Hospitals.	Accepted
VII. Committee Reports <ul style="list-style-type: none"> <li>Performance Improvement Committee</li> </ul>	The Performance Improvement Committee minutes were presented as included in the Board packets.	Accepted
VIII. C.E.O.'s Report <ul style="list-style-type: none"> <li>Capital Purchases (&gt;\$5,000 &amp; &lt;\$10,000) <ul style="list-style-type: none"> <li>Flexible Nasalaryngoscope - \$8,000.00</li> <li>Malignant Hyperthermia Cart; Casting Cart; Implant Carts -</li> </ul> </li> </ul>	Trachta reported that he approved the capital purchases listed at left.	

<p>\$4,588.00</p> <ul style="list-style-type: none"> <li>• Change Orders (&gt;\$5,000 &amp; &lt;\$10,000) <ul style="list-style-type: none"> <li>▪ PR#1 – Clarification to wiring for medical gas alarm system: Add \$9,202.00</li> <li>▪ Headwall Modifications – Revisions (made during the shop drawing process) to the special Prague headwalls in the twenty-two patient rooms: Add \$5,171.00</li> <li>▪ Doors at North Entrance – Provide doors at the North Entrance: Add \$6,800.00</li> </ul> </li> </ul>	<p>Trachta deferred discussion of the change orders to the Finance Committee report.</p>	
<p>IX. Medical Staff Report</p>	<p>No report.</p>	
<p>X. Old Business</p>	<p>None.</p>	
<p>XI. New Business</p> <ul style="list-style-type: none"> <li>• Reappointments to Medical Staff: <ul style="list-style-type: none"> <li>▪ Tarek Daoud, M.D.</li> </ul> </li> <li>• Resignations from Medical Staff: <ul style="list-style-type: none"> <li>▪ Gustavo Lopera, M.D.</li> </ul> </li> <li>• New/Revised Policies: <ul style="list-style-type: none"> <li>▪ Volunteer Absenteeism</li> <li>▪ Volunteer Change in Status</li> <li>▪ Volunteer Coaching and Counseling</li> <li>▪ Volunteer Confidentiality</li> <li>▪ Volunteer Dress Code</li> <li>▪ Volunteer Holidays</li> <li>▪ Volunteer Personnel File</li> <li>▪ Volunteer Recruitment</li> <li>▪ Volunteer Reporting of Accidents</li> <li>▪ Supervision of Volunteers</li> <li>▪ Volunteer Time Tracking</li> <li>▪ Volunteer Training</li> <li>▪ Use of Volunteers</li> <li>▪ Walk-Through Audit Process</li> <li>▪ Newborn Assessment Clinic</li> <li>▪ Whirlpool Use by Laboring Patients</li> </ul> </li> <li>• Finance Committee  <u>Capital Requests:</u> <ul style="list-style-type: none"> <li>▪ SDS, M/S and Birthing Center Wardrobes and Armoires - \$41,600.82</li> <li>▪ Bassinets, Monitor Carts for OB - \$23,783.84. Total Order = \$65,385.00 (Approved by Executive Committee via email to enable quick order)</li> <li>▪ Carts for Anesthesia - \$11,316.30</li> <li>▪ Biohazard Liquid Waste Management System - \$30,608.72</li> <li>▪ Steris System I Processors - \$35,167.50</li> <li>▪ Patient Chairs x 21 (Resubmitted) - \$20,702.00</li> <li>▪ Signage Interior and Exterior - \$100,000</li> </ul> </li> </ul>	<p>Trachta presented the reappointments to and resignation from the Medical Staff as listed at left. The files have been reviewed by the Executive Committee of the Medical Staff and are recommended for approval. A motion was made to approve each of the items as individually considered.</p> <p>Trachta presented the new/revised policies as included in the packet and listed at left. A motion was made to approve the policies as written.</p> <p>Trachta presented the capital requests and change orders as listed at left. Discussion was held at length regarding the number and amount of change orders for the project. Gillett stated that although some of the change orders are due to adding the completion of third floor, many are due to oversights on the part of the architectural firm. Trachta reported that the project contingency fund has been depleted and we are currently over budget. Discussion was held regarding how to cover this gap. The Foundation has agreed to raise their donation from the Blueprint for Healing capital campaign to \$1.55 million. Trachta suggested that some of the amount can be removed from the coming year's capital budget. A motion was made to approve the capital requests and change orders as listed at left as well as those highlighted on the Cardinal Construction Management worksheet and to ratify the Executive Committee action as</p>	<p>1<sup>st</sup> – Thalacker  2<sup>nd</sup> – Johnston  Approved</p> <p>1<sup>st</sup> – Burke  2<sup>nd</sup> – Wolff  Approved</p> <p>1<sup>st</sup> – Wolff  2<sup>nd</sup> – Burke  Approved</p>

<p><b>Change Orders:</b></p> <ul style="list-style-type: none"> <li>▪ PR#64 – Provide Electrical for Signage and Lights at NW Entrances: Add \$10,611.00</li> <li>▪ PR#44 – Updated Electrical Drawings with Revisions Included: Add \$72,877.00</li> </ul> <ul style="list-style-type: none"> <li>• Personnel Committee</li> <li>• Executive Committee</li> </ul>	<p>detailed.</p> <p>Trachta reported that the Personnel Committee met prior to this meeting. The committee reviewed 7 Employee of the Month nominations. Linda Hall, Dixie Kramer, and Sharon Cashman were selected as Employees of the Month for January for their efforts in redistributing the flu vaccine to those most in need.</p> <p>Executive Committee action was ratified as detailed under the Finance Committee section.</p>	
XII. Adjourn	A motion was made to adjourn the meeting at 8:52 p.m.	1 <sup>st</sup> – Johnston 2 <sup>nd</sup> – Burke Approved

Next meeting will be held  
 January 31, 2005  
 7:00 p.m.  
 Carstensen/Gruben Room

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**Karen Thalacker, Secretary  
 Board of Trustees**

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**Mike Trachta  
 Chief Executive Officer**