

Members Present:
 Gary Burke, Acting Chair
 Roger Johnson
 John Johnston
 Traci Magsamen

Speakers Present:
 Mike Trachta, CEO
 Lisa Bennett, CFO
 Dr. Darnold
 Elly Steffen, COO
 Jerry Tiedt
 Karen Buls

Members Excused:
 Susan Vallem

Guests Present:
 David Roth
 Heidi Solheim
 Karen Thalacker
 Amy Van Gundy
 Iris Vering
 Jennie Waller

Minutes
 of the Meeting of the
 Board of Trustees

May 27, 2008
 7:00 p.m.

Carstensen/Gruben Room



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

| Item | Discussion/Notes | Action |
|--|--|--|
| Public Hearing – Airspace Lease | Burke opened the Public Hearing regarding the Airspace Lease with Clover, LLC at 7:10 p.m. There were no written or verbal public comments regarding the proposed Airspace Lease. Burke closed the hearing at 7:13 p.m. | |
| I. Meeting called to order | Called to order by Burke at 7:13 p.m. Introduction of Karen Thalacker and David Roth from Gallagher, Langlas and Gallagher – our legal firm, and Jerry Tiedt, our new Director of Information Systems. | |
| II. Board Education | Trachta directed Board members to review the Governance Institute membership handbook that was included with their Board packets. | |
| III. Approval of minutes | Minutes from the 4/28/08 meeting were reviewed. A motion was made to approve the minutes as written. | 1 st – Johnston 2 nd – Magsamen Approved |
| IV. Celebrations | Steffen celebrated the addition of Jerry Tiedt to the WCH employee team. | |
| V. Financial and Statistical Report | Bennett presented the financial and statistical report for April. A motion was brought forth from Finance Committee to approve the financial and statistical reports as written. | 1 st – Burke 2 nd – Johnson Approved |
| VI. FY09 Budgets | Bennett presented the FY09 operating and capital budgets. The budgets were developed with the following assumptions: **a 5% gross charge increase **a 3.84% average salary increase **a 3% minimum operating margin A motion was made to approve the operating and capital budgets as presented and included in the Board packets. | 1 st – Johnston 2 nd – Johnson Approved |
| VII. Committee/Department Reports: <ul style="list-style-type: none"> ▪ Home Health/Alternative Care | The Home & Community Health/Alternative Care report was presented as included in the Statistical Report section of the Board packets. | Accepted |
| VIII. Medical Staff Report | Dr. Darnold reported that the full Medical Staff does not meet in May. The Executive Committee met for regular business which included credentialing items | |

| | | |
|--|---|---|
| | <p>as listed on this agenda.</p> <p>Trachta reported that we will be presenting the results of the Medical Staff satisfaction survey and soliciting feedback at the CEO/Medical Staff Forum on Thursday morning.</p> | |
| <p>IX. C.E.O.'s Report</p> <ul style="list-style-type: none"> ▪ Airspace Lease ▪ Iowa Legislative Process Update ▪ Facility Planning | <p>Trachta presented the airspace lease with Clover, LLC for space on the 12th Street Office Plaza property to construct a dialysis clinic building. A motion was made to approve the airspace lease as presented and included in the Board packets.</p> <p>Trachta presented an Iowa Legislative process update.</p> <p>Steffen presented master facility plans proposed by RDG and InVision.</p> | <p>1st – Magsamen 2nd – Johnson Approved</p> |
| <p>X. IT Update</p> | <p>Tiedt presented the GoLive Drive project budget summary which included the following capital requests: **Core Switch Replacement - \$16,019 **Remote Access Connectivity Solution - \$22,746 **Additional Switch Capacity - \$48,579 **ER Wireless Access Point Update - \$7,383 A motion was made to approve the capital requests as presented.</p> <p>Steffen noted that hardware costs will probably go over budget due to the addition of hardware for the Noah and Nashua Clinics. She anticipates that this overage will be able to be absorbed in other areas of the project budget.</p> | <p>1st – Johnson 2nd – Johnston Approved</p> |
| <p>XI. Service Excellence Update</p> | <p>Buls presented the Service Excellence update as included in the Board packets, noting that we had 96% employee participation in the Service Excellence Workshops that were led by the front-line staff.</p> | |
| <p>XII. Old Business</p> | <p>None.</p> | |
| <p>XIII. New Business</p> <p><u>Provisional Appointment to Medical Staff:</u></p> <ul style="list-style-type: none"> ▪ Edward Herold, D.O. – Courtesy, ER, EPA ▪ Benjamin Mason, M.D. – Consulting, Ophthalmology, Wolfe Clinic ▪ Megan McMillin, PA-C – Active/ Ancillary, Family Practice, WHC <p><u>Reappointment to Medical Staff:</u></p> <ul style="list-style-type: none"> ▪ Barbara Burkle, ARNP – Ancillary, CVMS ▪ Dean Hutchison, CRNA – Active/ Ancillary, Anesthesia, WHC ▪ Ravindra Mallavarapu, M.D. – Consulting, Gastroenterology, CVMS ▪ Kimberly VerSteeg, D.O. – Active, OB-Gyn, WHC <p><u>Provisional to Regular Privileges:</u></p> | <p>Trachta presented the provisional appointments, the reappointments, the provisional to regular privileges, resignations from Medical Staff, and expiration of privileges as listed at left. The files have been reviewed by the Executive Committee of the Medical Staff. The Executive Committee recommends approval. A motion was made to approve all items as individually considered and recommended by the Executive Committee of the Medical Staff.</p> | <p>1st – Johnston 2nd – Magsamen Approved</p> |

- Joseph Baraga, M.D. – Courtesy, Radiology, St. Paul Radiology
- Bruce Berens, M.D. – Courtesy, Radiology, St. Paul Radiology– Courtesy, Radiology, St. Paul Radiology
- Nathan Block, M.D.
- Adam Brooks, M.D. – Active, Family Practice, Covenant
- Blake Carlson, M.D. – Courtesy, Radiology, St. Paul Radiology
- David Eckmann, M.D. – Courtesy, Radiology, St. Paul Radiology
- Kari Haislet, ARNP – Ancillary, CVMS
- Ronnell Hansen, M.D. – Courtesy, Radiology, St. Paul Radiology
- Christopher Jackson, M.D. – Courtesy, Radiology, St. Paul Radiology
- James Jacobs, M.D. – Courtesy, Radiology, St. Paul Radiology
- David Kispert, M.D. – Courtesy, Radiology, St. Paul Radiology
- David Lambert, M.D. – Courtesy, Radiology, St. Paul Radiology
- Peter Lee, M.D. – Courtesy, Radiology, St. Paul Radiology
- Jeffrey Magnuson, M.D. – Courtesy, Radiology, St. Paul Radiology
- Timothy Myers, M.D. – Courtesy, Radiology, St. Paul Radiology
- Eric Opheim, D.O. – Courtesy, ER, EPA
- Suzanne Parrino, M.D. – Courtesy, Radiology, St. Paul Radiology
- Theodore Passe, M.D. – Courtesy, Radiology, St. Paul Radiology
- Jeffrey Phelan, M.D. – Courtesy, Radiology, St. Paul Radiology
- Matthew Sanford, M.D. – Courtesy, Radiology, St. Paul Radiology
- Vladimir Savcenko, M.D. – Courtesy, Radiology, St. Paul Radiology
- James Sullivan, M.D. – Courtesy, Radiology, St. Paul Radiology
- Patrick Sullivan, M.D. – Courtesy, Radiology, St. Paul Radiology
- Ross Sutton, M.D. – Courtesy, Radiology, St. Paul Radiology
- Gregory Taylor, M.D. – Courtesy, Radiology, St. Paul Radiology
- Don Wiese, M.D. – Courtesy, Radiology, St. Paul Radiology
- Keith Wittenberg, M.D. – Courtesy, Radiology, St. Paul Radiology
- Angeline Young, M.D. – Courtesy, Radiology, St. Paul Radiology

Resignation from Medical Staff:

- Charles Bridle, M.D. – Courtesy, ER, EPA
- Cheryl Giles, M.D. – Courtesy, ER, EPA
- Thomas Kafka, M.D. – Courtesy, ER, EPA
- Ed Morgan, CRNA – Ancillary,

| | | |
|--|---|---|
| <p>Anesthesia, Locum Tenens</p> <ul style="list-style-type: none"> ▪ Michael Schwemm, M.D. – Courtesy, ER, EPA <p><u>Expiration of Privileges:</u></p> <ul style="list-style-type: none"> ▪ John Glascock, M.D. – Consulting, General Surgery, Covenant <p><u>New/Revised Policies:</u></p> <ul style="list-style-type: none"> ▪ Focused Professional Practice Evaluation/Administration ▪ Pain Management/Rural Health Clinic ▪ Code Strong/Rural Health Clinic ▪ Patient Dismissal/Rural Health Clinic <p><u>Finance Committee</u></p> | <p>Trachta presented the new/revised policy statements as listed at left, and included in the Board packets. The policies have been reviewed by the Executive Committee of the Medical Staff and are recommended for approval. A motion was made to approve the policies as written and individually considered.</p> <p>Bennett reported that the Finance Committee met on 5/19/08. Minutes from said meeting were included in the Board packets. Bennett noted that a withdrawal from Board Designated Funds of \$500,000 was mad on May 7, 2008. These funds were used to cover the payments to Cahaba/WPS.</p> | <p>1st – Magsamen 2nd – Johnson Approved</p> |
| <p>XIV. Closed Session Regarding:</p> <ul style="list-style-type: none"> • Strategic Planning | <p>A motion was made to move into closed session at 8:19 p.m. for the following identified purposes: 388.9(l) Marketing & Pricing Strategy</p> | <p>1st – Johnson 2nd – Johnston Approved</p> |
| <p>XV. Open Session</p> | <p>A motion was made to move back into open session at 8:38 p.m.</p> | <p>1st – Johnston 2nd – Magsamen Approved</p> |
| <p>XVI. Adjourn</p> | <p>A motion was made to adjourn the meeting at 8:39 p.m.</p> | <p>1st – Johnston 2nd – Magsamen Approved</p> |

Next meeting will be held
June 23, 2008
Tendrils Rooftop Garden
7:00 p.m.