

Members Present:
 Susan Vallem, Chair
 Gary Burke, Secretary
 Roger Johnson
 Traci Magsamen

Speakers Present:
 Patti Downs
 Mike Trachta, CEO
 Lisa Bennett, CFO
 Elly Steffen, COO
 Heidi Solheim
 Amy Van Gundy
 Dr. Darnold
 Karen Buls

Members Excused:
 John Johnston

Guests Present:
 Dan Rigel
 Karen Thalacker
 Iris Vering
 Jennie Waller

Minutes
 of the Meeting of the
Board of Trustees
July 21, 2008
7:00 p.m.
Tendrils Rooftop Garden



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

| Item | Discussion/Notes | Action |
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| I. Meeting called to order | Called to order by Vallem at 7:xx p.m. | |
| II. Featured Department – Respiratory Therapy, Patti Downs | Downs presented information about the functions and goals of the Respiratory Therapy department. | |
| III. Board Education | Trachta presented a DVD on <u>Health Policy Issues: Where Trustees Should Focus</u> , an interview with Emily Friedman. | |
| IV. Approval of minutes | Minutes from the 6/23/08 meeting were reviewed. A motion was made to approve the minutes as written. | 1 st – Burke 2 nd – Johnson Approved |
| V. Celebrations | Steffen reported that we have received a patriotic employer award. We were nominated by a lab employee who is in the National Guard. Buls reported that the picnic was enjoyed by those who attended. She stated that 70 employees out of 380 attended. She noted that we will be getting employee feedback regarding the event to find ways to increase attendance and see if employees are interested in having the event continue. | |
| VI. Financial and Statistical Report | Bennett presented the financial and statistical report for June. Bennett also presented un-audited year end financial information. A motion was brought forth from Finance Committee to approve the financial and statistical reports as written. | 1 st – Burke 2 nd – Johnson Approved |
| VII. Committee/Department Reports: <ul style="list-style-type: none"> ▪ Home Health/Alternative Care ▪ Performance Improvement ▪ Environment of Care | The Home Health/Alternative Care, Performance Improvement, and Environment of Care reports were presented as included in the Board packets. | Accepted |
| VIII. C.E.O.'s Report <ul style="list-style-type: none"> ▪ ER Renovation Architect Proposal ▪ Organizational Chart | Steffen presented a proposal from InVision for Emergency Department Renovation as included in the Board packets. The proposal establishes a fee of 8.85% of the construction budget to provide architectural services for the ED Renovation project. A motion was made to approve the proposal with InVision as presented. Trachta presented a revised organizational chart. Changes included: **Medical spa was added under the Director of Clinic Operations. **Medical Staff Office was added under Chief Operating Officer – this position will work with | 1 st – Johnson 2 nd – Magsamen Approved |

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| <ul style="list-style-type: none"> ▪ Auxiliary Annual Report ▪ Medical Student Housing ▪ Press Ganey Patient Satisfaction Survey Reports | <p>credentialing and serve as a liaison with Medical Staff. **WHC employed clinic providers were added as a separate box under the Chief Executive Officer. A motion was made to approve the revised organizational chart as presented.</p> <p>Trachta presented the Auxiliary Annual Report as included in the Board packets. The Board requested that Trachta draft a letter to the Auxiliary expressing appreciation for their dedication to Waverly Health Center.</p> <p>Trachta reported that Dr. Mathias is interested in selling the small guest house on his property. Two real estate agents have provided value estimates for the property. The average of the two estimates was \$63,500. Trachta noted that the property is flood affected, and although it has been sanitized, it will still require a furnace and water heater. He also noted that in order to make the space habitable for medical students we would also want to have egress windows put in the basement for additional bedrooms, and we would need to purchase basic furnishings. Discussion was held regarding the costs and benefits of purchasing the property. A motion was made to approve purchasing the property from Dr. Mathias at a cost not to exceed \$63,500.</p> <p>Solheim presented the Press Ganey patient satisfaction survey results for the quarter ending June 30th. Solheim noted that our HCAHPS ratings continue to be strong. Solheim also celebrated that the concentrated effort made by the Emergency Department has had a statistically significant impact on their scores. She noted that the most improved areas corresponded to physician service, this is correlated with having a more stable group of WHC employed ER physicians.</p> | <p>1st – Magsamen 2nd – Burke Approved</p> <p>1st – Johnson 2nd – Burke Approved</p> |
| IX. Medical Staff Report – Dr. Darnold | Dr. Darnold reported that the Executive Committee of the Medical Staff met this morning. They reviewed routine committee reports and credentialing items as detailed below. | |
| X. Community Needs Assessment | Van Gundy presented the Community Needs Assessment as included in the Board packets. Discussion was held regarding the results of the assessment. | |
| XI. IT Update | Steffen presented the IT update, noting that the GoLive Project is currently on schedule, within budget and within original scope. Included in the report was a capital request for purchase of McKesson Patient Folder to McKesson Paragon Interface Service at a cost not to exceed \$11,200. A motion was made to approve the capital request as presented. | <p>1st – Burke 2nd – Johnson Approved</p> |
| XII. Service Excellence Update | Buls followed up on our decision to terminate our contract with CLS. They proposed to continue allowing us to use program content and language for | |

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| | <p>the cost of one national conference registration per year. Buls reported that this proposal was accepted at the reasonable cost of \$600 per year.</p> | |
| <p>XIII. Old Business</p> | <p>None.</p> | |
| <p>XIV. New Business</p> <p><u>Provisional Appointment to Medical Staff:</u></p> <ul style="list-style-type: none"> ▪ Rajeev Anugu, M.D. – Consulting, Radiology, CVMS ▪ Deniz Bastug, M.D. – Consulting, Plastic Surgery, Renaissance Plastic Surgery ▪ Shelley Hogue, D.P.M. – Courtesy, Podiatry Resident, Covenant ▪ Tarik Ramahi, M.D. – Consulting, Cardiology, Covenant ▪ Sudhir Sehgal, M.D. – Consulting, Pulmonary, Covenant ▪ Elvia Elena Vallejo, M.D. – Consulting, OB-Gyn, Allen ▪ David Visokey, D.O. – Consulting, Pulmonary Diseases, Covenant <p><u>Reappointment to Medical Staff:</u></p> <ul style="list-style-type: none"> ▪ Joan Blanchard, RN – Ancillary, CVMS ▪ Lee Fagre, M.D. – Active, Family Practice, Covenant ▪ Sara Joens, RN – Ancillary, Mauer Eye Clinic ▪ Vinay Kantamneni, M.D. – Consulting, Nephrology, CVMS ▪ Greg Lantz, D.P.M. – Courtesy, Podiatry, Family Foot Health ▪ Jeanne Rothamel, RN – Ancillary, Ann F. Bell PC ▪ Bryan Sands, D.O. – Consulting, Dermatology, Dermatology Associates ▪ Roger Skierka, M.D. – Active, Family Practice, Shell Rock Family Health <p><u>Provisional to Regular Privileges:</u></p> <ul style="list-style-type: none"> ▪ Martin Asis, M.D. – Courtesy, Radiology, St. Paul Radiology ▪ Mark Berger, M.D. – Courtesy, Radiology, St. Paul Radiology ▪ Amy Bodensteiner, PA-C – Active/Ancillary, Family Practice, WHC ▪ Rene DuCret, M.D. – Courtesy, Radiology, St. Paul Radiology ▪ Yasir Elhawi, M.D. – Courtesy, ER, EPA ▪ Jason McCoy, PA-C – Ancillary, CVMS ▪ Richard Valente, M.D. – Consulting, Cardiology, Covenant ▪ Robert Winchell, D.O. – Courtesy, ER, EPA <p><u>Resignation from Medical Staff:</u></p> <ul style="list-style-type: none"> ▪ Wayne Ventling, D.O. – Consulting, Radiology, Locum Tenens <p><u>New/Revised Policies:</u></p> <ul style="list-style-type: none"> ▪ CPR Manikin Cleaning/ Education ▪ Emergency Management Strategic | <p>Dr. Darnold presented the provisional appointments, the reappointments, the provisional to regular privileges, and resignation from Medical Staff as listed at left. Dr. Darnold noted that completed reappointment materials have not been received for Dr. Fagre and Dr. Kantamneni. Dr. Darnold noted that Dr. Elhawi and Dr. Winchell are not being moved from provisional due to the end of our agreement with EPA. The files have been reviewed by the Executive Committee of the Medical Staff. The Executive Committee recommends approval with the exception of Dr. Fagre, Dr. Kantamneni, Dr. Elhawi, and Dr. Winchell for the reasons referenced above. A motion was made to approve all items as individually considered and recommended by the Executive Committee of the Medical Staff.</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</p> | <p>1st –Magsamen 2nd – Johnson Approved</p> |

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| <p>National Stockpiles (SNS)/EOC</p> <ul style="list-style-type: none"> ▪ Oxygen Titration/ Respiratory Therapy ▪ Tissue Case Review/Health Information Management <p><u>Finance Committee</u></p> <ul style="list-style-type: none"> ▪ Capital Request – IT Server Replacement ▪ Capital Request – Pentax Videoscopes (2) ▪ Capital Request – Processor/Monitor/ Travel Cart <p><u>Executive Committee:</u></p> <ul style="list-style-type: none"> ▪ 7/1/08 – Authorized Representative – Federal/State Assistance <p><u>FY 08 Audit</u></p> <p><u>Physician Recruitment</u></p> | <p>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>Trachta reported that the Finance Committee met prior to this meeting. Minutes from said meeting will be included in the September Board packets</p> <p>Bennett presented the following capital requests. She reported that the capital items have been approved as part of the capital budget, and noted that a prioritization plan has been developed for budgeted capital purchase to make sure that they mesh with cash flow through the year. A motion was made to approve the capital requests as presented.</p> <p>Trachta presented the minutes of the 7/1/08 Executive Committee meeting as included in the Board packets. The Executive Committee acted to approve naming Trachta as the authorized representative for Federal and State assistance. The action of the Executive Committee was ratified as presented.</p> <p>Bennett asked Board members if they would like to continue having the audit presentation at a special noon board meeting in September. It was the consensus of the Board that they would like to continue having a special meeting dedicated to the audit presentation. Bennett will communicate the date and time of the meeting when it is set.</p> <p>Trachta reported that he is currently working to recruit both a 3rd OB-Gyn and a 3rd General Surgeon. Trachta requested input from the Board on how they would like to handle it if he should need to develop a physician contract before the next regular meeting. The consensus of the Board was that an agreement could be emailed to all Board members for review and approval.</p> | <p>1st – Burke 2nd – Johnson Approved</p> <p>1st – Burke 2nd – Magsamen Approved</p> <p>1st – Burke 2nd – Vallem Approved</p> |
| <p>XV. Adjourn</p> | <p>A motion was made to adjourn the meeting at 8:26 p.m.</p> | <p>1st – Burke 2nd – Johnson Approved</p> |

Next meeting will be held
September 22, 2008
Tendrils Rooftop Garden
7:00 p.m.