

Members Present:
 Susan Vallem, Chair
 Roger Johnson
 John Johnston
 Jennifer Seward

Guests Present:
 Karen Bamey
 Rhonda DeBuhr, CNO
 Diane Kohls
 Opal Lampe
 Pete Lampe
 Jim Langel
 Heidi Solheim
 Karen Thalacker
 Iris Vering
 Jennie Waller

Members Absent:
 Gary Burke

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

Minutes
 of the Meeting of the
Board of Trustees
 February 23, 2009
 7:00 p.m.
Tendrils Rooftop Garden

WAVERLY HEALTH
 ——— C E N T E R ———
Our Mission: Waverly Health
 Center will provide the highest
 quality, patient-focused health care.

Item	Discussion/Notes	Action
Public Hearing: Lease for Therapy Pool	<p>Vallem opened the Public Hearing regarding the Lease for Therapy Pool at 7:03 p.m. There were no written public comments regarding the proposed Lease. Vallem opened the floor for public comments.</p> <p>Pete and Opal Lampe shared concerns regarding hours that the therapy pool is scheduled to be available for use. Karen Bamey expressed concerns also about the hours for the therapy pool and the importance of assuring that membership is affordable for the senior citizen population.</p> <p>Discussion was held regarding these issues and what is being done to address the concerns. Vallem thanked the community members for their input.</p> <p>Vallem closed the hearing at 7:23 p.m.</p>	
I. Meeting called to order	Called to order by Vallem at 7:23 p.m.	
II. Board Education	<p>Included in Board packets.</p> <ul style="list-style-type: none"> ▪ Pricing Transparency – Implications for Hospitals, Health Systems, and Their Boards ▪ Governance Trends for the New Year ▪ Engaging Hospital Boards in the Value and ROI of Quality and Safety Initiatives ▪ Evaluating the CEO: Getting the Entire Team on Board ▪ Revised Iowa Nonprofit Corporation Act ▪ Summary of Nonprofit Corporation Director Duties ▪ Iowa Principles and Practices for Charitable Nonprofit Excellence 	
III. Featured Department: ENT Clinic, Jeanne Rothamel	Jeanne Rothamel presented information about the functions and goals of the ENT Clinic.	
IV. Approval of minutes	Minutes from the 1/26/09 meeting were reviewed. A motion was made to approve the minutes as written.	1 st – Johnston 2 nd – Johnson Approved
V. Celebrations	Solheim announced that we've had a great community response to our 2 nd annual Heart to Heart event scheduled for this weekend. Seventy tickets were available and the event has sold out and has a waiting list!	
VI. Financial and Statistical Report	Bennett presented the financial and statistical report for January. A motion was brought forth from	1 st – Johnson

	<p>Finance Committee to approve the January financial and statistical report as written.</p> <p>Bennett noted that we have received our interim rates from WPS. This included a \$410,000 lump sum settlement for underpayment based on our cost report and also resets our rates going forward.</p>	2 nd – Burke Approved
<p>VII. Committee/Department Reports:</p> <ul style="list-style-type: none"> • Performance Improvement • Home Health/Alternative Care • Environment of Care 	The Performance Improvement, Home Health/Alternative Care, and Environment of Care reports were presented as included in the Board packets.	Accepted
<p>VIII. C.E.O.'s Report</p> <ul style="list-style-type: none"> • Therapy Pool Lease • Resolutions Regarding Sources of Patient Care Provided From Outside of the Health Center • Resolution Regarding Dedication of Federal Medicaid Assistance for Health Care • Press Ganey Medical Staff Satisfaction Survey Report • Organizational Chart • Physician Recruiting 	<p>Trachta presented the lease with Wartburg-Waverly Sports and Wellness Center for use of the therapy pool as included in the Board packets. A motion was made to approve the lease as presented.</p> <p>Trachta presented the list of contracted service providers for review. This information was reviewed by the Medical Staff in January and approved by the Executive Committee of the Medical Staff at their February meeting. A motion was made to approve the resolutions regarding sources of patient care provided from outside of the Health Center as presented.</p> <p>Trachta presented a resolution regarding Dedication of Federal Medical Assistance for Health Care. A motion was made to approve the resolution as presented.</p> <p>Trachta presented the Medical Staff Satisfaction Survey report, noting an increase since the last report.</p> <p>Trachta presented an updated organizational chart noting that the only reporting change is that Clinic Business Office will be reporting to the Compliance Manager. He also noted that the Health Promotion department and the Director of Nursing position that was added during the last restructuring have been removed. A motion was made to approve the organizational chart as presented.</p> <p>Trachta reported that we have an orthopedic surgeon on campus interviewing today and tomorrow.</p>	<p>1st – Johnston 2nd – Seward Approved</p> <p>1st – Johnson 2nd – Seward Approved</p> <p>1st – Seward 2nd – Johnson Approved</p> <p>1st – Johnston 2nd – Johnson Approved</p>
IX. Medical Staff Report	<p>Dr. Darnold reported that the Medical Staff met on 2/16/09. He announced that elections were held and Dr. Bell was elected as Secretary/Treasurer, Dr. Dahlquist as Vice President, and Dr. Warne as President. They will assume these offices in June.</p> <p>Dr. Darnold reported that credentialing/privileging items and changes/additions to the Medical Staff Bylaws, Rules & Regulations were reviewed as listed on this agenda and recommended for approval.</p>	
X. IT Update	Tiedt reported that the McKesson system went live as scheduled on February 1 st . Aside from a few minor transition issues, everything is going	

	<p>according to plan. Claims had been submitted through the new system, cleared and had been paid by February 17th. Tiedt expressed appreciation to the staff that worked diligently through the transition.</p>	
XI. Press Ganey Employee Satisfaction Survey Report	<p>Buls presented the Employee Satisfaction Survey report as included in the Board packets. Discussion was held regarding the results of the survey and ideas for increasing participation in the next survey. It was noted that physicians should be made aware of the statistically significant increase in physician relations scores for “Treated with respect by physicians” and “Effective working relationship”.</p>	
XII. Old Business	<p>Trachta presented an update on local clinic physician recruiting/student loan repayment that was approved at the last meeting. He provided clarification to Dr. Darnold that the intent of the arrangement is to assure coverage for Dr. Dahlquist in lieu of recruiting partners for his hospital based practice.</p> <p>Solheim reported that Iowa Public Television was here last week filming for the Iowa Journal. The piece will focus on hospital scorecards and quality and will feature WHC and Mercy Des Moines. It will air on April 2nd or 3rd. Solheim will let Trustees know the date when it is confirmed and promote it locally.</p> <p>Trachta reported that the Walk-In Clinic is set to open on Monday. It will be open from 5 – 8 p.m., Monday through Friday, and from 12 – 8 p.m. on Saturdays and Sundays. Patients will use the Green Entrance and signage will guide them to the Walk-In Clinic.</p>	
<p>XIII. New Business</p> <ul style="list-style-type: none"> • Provisional Appointment to Medical Staff: <ul style="list-style-type: none"> ▪ Robert Grossett, M.D. – Courtesy, Radiology, NightHawk Radiology • Provisional to Regular Appointment on Medical Staff: <ul style="list-style-type: none"> ▪ James Cafaro, M.D. – Consulting, Pulmonary Medicine, CVMS • Continuation of Provisional Status on Medical Staff: <ul style="list-style-type: none"> ▪ Udaya Shreesha, M.D. – Consulting, Pulmonary Medicine, Covenant • Reappointment to Medical Staff: <ul style="list-style-type: none"> ▪ John Zehr, M.D. – Active, Emergency Medicine, WHC ▪ Ahsan Maqsood, M.D. – Consulting, Cardiology, Covenant • Change of Status - Courtesy-Ancillary to Active-Ancillary Status: <ul style="list-style-type: none"> ▪ Wayde Blumhardt, CRNA – Anesthesia, WHC 	<p>Trachta presented the:</p> <ul style="list-style-type: none"> **provisional appointment to Medical Staff **provisional to regular appointment on Medical Staff **continuation of provisional status **reappointments to Medical Staff **status change from courtesy-ancillary to active-ancillary status **updated/revised privileges <p>All items are individually 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 – Johnson 2nd – Johnston Approved</p>

<ul style="list-style-type: none"> • Updated/Revised Privileges: <ul style="list-style-type: none"> ▪ April Borchardt, DPM – Courtesy, Podiatry, ▪ David Visokey, M.D. – Consulting, Pulmonary Medicine, Covenant ▪ James Cafaro, M.D. – Consulting, Pulmonary Medicine, CVMS ▪ Jessica Boevers, M.D. – Courtesy, Family Medicine, Covenant ▪ Lee Fagre, M.D. – Active, Family Medicine, Covenant • Revised Privilege Listing: <ul style="list-style-type: none"> ▪ Allergy & Immunology Clinical Privileges • Revisions/Additions to Medical Staff Bylaws, Rules & Regulations: <ul style="list-style-type: none"> ▪ Addition - “Qualifications of MEC Officers” ▪ Revision - typo error “active” to “consulting” ▪ Addition “ Courtesy staff may serve on Medical Staff Committees” ▪ Revision - “Serve as a member of or assign a Medical Staff member to an Ethics Committee” • New/Revised Policies: <ul style="list-style-type: none"> ▪ Bulletin Boards/Human Resources ▪ Conflict of Interest/Human Resources ▪ Leaves of Absence/Human Resources ▪ Receipt of Gifts/Human Resources ▪ Restricted Duty/Human Resources ▪ Tobacco-Free Campus/Human Resources ▪ Dining and Food Storage/ Administration ▪ Solicitation and Distribution/Human Resources ▪ Tissue Receipt, Storage and Dispensing/Surgery ▪ Sponges, Sharps and Instrument Counts/Surgery ▪ Information Systems Downtime/ Information Systems • Finance Committee 	<p>Trachta presented the revised privilege listing as listed at left, and included in the Board packets. The form has been reviewed and is recommended for approval by the Executive Committee of the Medical Staff. A motion was made to approve the privilege listing as written and individually considered.</p> <p>Trachta presented the revisions/additions to the Medical Staff Bylaws, Rules & Regulations as listed at left. The revisions and additions have been reviewed by the Executive Committee of the Medical Staff and the full Medical Staff and are recommended for approval. A motion was made to approve the revisions and additions as presented and individually considered.</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>Trachta reported that the Finance Committee met on 2/17/09. Minutes from said meeting were included in the Board packets. Bennett reported that the withdrawal made from Board Designated Savings last month was returned on 1/29/09.</p>	<p>1st – Seward 2nd – Johnston Approved</p> <p>1st – Johnston 2nd – Johnson Approved</p> <p>1st – Johnson 2nd – Johnston Approved</p>
<p>XIV. Closed Session</p> <ul style="list-style-type: none"> ▪ Competitive Information (Section 388.9) ▪ Personnel Evaluation 	<p>A motion was made to move into closed session at 8:22 p.m. for the following identified purposes: **Competitive Information (Section 388.9) **Personnel Evaluation</p>	<p>1st – Seward 2nd – Johnson Approved</p>

XV. Open Session	<p>A motion was made to move back into open session at 8:50 p.m.</p> <p>A motion was made to transition clients of Alternative Care to other providers and close the service.</p>	<p>1st – Johnson 2nd – Seward Approved</p> <p>1st – Johnson 2nd – Johnston Approved</p>
XVI. Adjourn	A motion was made to adjourn the meeting at 8:51 p.m.	1 st – Johnson 2 nd – Seward Approved

Next meeting will be held
March 23, 2009
Tendrils Rooftop Garden
7:00 p.m.