

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

Guests Present:
 Karen Buls
 Rhonda DeBuhr
 Ron Matthias
 Heidi Solheim
 Karen Thalacker
 Jerry Tiedt
 Iris Vering
 Jennie Waller

Speakers Present:
 Linda Miller
 Sharon Cashman
 Mike Trachta, CEO
 Lisa Bennett, CFO
 Dr. Warne

Minutes
 of the Meeting of the
Board of Trustees
 September 28, 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: Christophel Clinic	Vallem opened the Public Hearing regarding the Christophel Clinic at 7:02 p.m. There were no written public comments regarding the proposed Lease. Vallem opened the floor for public comments. There were no comments. Vallem closed the hearing at 7:03 p.m.	
I. Meeting called to order	Called to order by Vallem at 7:03 p.m.	
II. Cedar Valley Friends of the Family Update, Linda Miller	Linda Miller, Executive Director of Cedar Valley Friends of the Family, presented an update on the organization.	
III. Featured Department: Center Pharmacy & Hospital Pharmacy, Sharon Cashman	Sharon Cashman presented information about the functions and goals of the Center Pharmacy and Hospital Pharmacy departments.	
IV. Board Education	Included in Board packets: <ul style="list-style-type: none"> ▪ BoardRoom Press, August 2009 ▪ Maintaining Philanthropy in Hard Times 	
V. Approval of minutes	Minutes from the 7/27/09 and 9/11/09 meetings were reviewed. A motion was made to approve both sets of minutes as written.	1 st – Johnson 2 nd – Johnston Unanimously Approved
VI. Celebrations		
VII. Financial and Statistical Report	Bennett presented the financial and statistical report for August. A motion was brought forth from Finance Committee to approve the August financial and statistical report as written.	1 st – Johnson 2 nd – Burke Unanimously Approved
VIII. Committee/Department Reports: <ul style="list-style-type: none"> • Home Health • Environment of Care • Performance Improvement 	Home Health, Environment of Care and Performance Improvement reports were presented as included in the Board packets.	Accepted
IX. C.E.O.'s Report <ul style="list-style-type: none"> • Corporate Authorization Resolutions: <ul style="list-style-type: none"> ▪ Medical Staff Account ▪ Safe Deposit Box • Volunteer Services Annual Report • Organizational Chart Revision 	Trachta presented corporate authorization resolutions for the Medical Staff account – due to a change in officers, and for the safe deposit box. A motion was made to approve both resolutions as presented and individually considered. Trachta presented the Volunteer Services Annual Report. Vallem requested that Trachta send a letter of appreciation for the services our volunteers provide. Trachta presented a revised organizational chart,	1 st – Burke 2 nd – Johnston Unanimously Approved

<ul style="list-style-type: none"> • Christophel Clinic • Re-Zoning Update 	<p>noting the addition of the Associate Director of Clinic Operations position. This position will supervise the surgical specialty clinics (Women’s Clinic, General Surgery, Orthopedics, The Spa). A motion was made to approve the revised organizational chart as presented.</p> <p>A motion was made to approve the plans and specifications and form of contract for the Christophel Clinic. Trachta reported that the bid opening has been scheduled for October 20th, and further information will be presented to the Board at the October 26th meeting.</p> <p>Trachta reported that the Planning and Zoning Committee will consider our application for re-zoning to a Planned Development. The application will then move forward for consideration by the City Council.</p>	<p>1st – Seward 2nd – Johnson Unanimously Approved</p> <p>1st – Johnston 2nd – Burke Unanimously Approved</p>
<p>X. Medical Staff</p>	<p>Dr. Warne reported that the Executive Committee of the Medical Staff met on 9/21/09. Dr. Warne reported that credentialing and privileging items along with policy review items were reviewed as listed on this agenda and recommended for approval. Dr. Warne noted that the revised Medical Staff Bylaws (as included on this agenda) were reviewed and approved by the full Medical Staff on August 17th.</p>	
<p>XI. Old Business</p>	<p>None</p>	
<p>XII. New Business</p> <ul style="list-style-type: none"> • Temporary to Provisional Appointment on Medical Staff: <ul style="list-style-type: none"> ▪ Lori Lee, D.O. – Consulting, General Surgery, Locums Coverage • Provisional to Regular Status on Medical Staff: <ul style="list-style-type: none"> ▪ Lisa Moeller, ARNP – Consulting-Ancillary, CVMS ▪ Sarah DeVore, ARNP – Active-Ancillary, WHC ▪ Bethany Stevens, ARNP – Active-Ancillary, WHC ▪ Robert Weinmann, M.D. – Courtesy, Radiology, NightHawk Radiology ▪ Randy Wirtz, ARNP – Courtesy-Ancillary, WHC • Reappointments to Medical Staff: <ul style="list-style-type: none"> ▪ Todd Shover, D.O. – Active, Emergency Medicine, WHC ▪ Cary Rose, M.D. – Consulting, Cardiology, Covenant ▪ Rachel Foelske, M.D. – Courtesy, Family Medicine, IHS • Updated/Revised Privileges: <ul style="list-style-type: none"> ▪ Jeffrey Clark, D.O. – Consulting, Orthopedic Surgery, CVMS ▪ David Rathe, D.O. – Active, 	<p>Trachta presented privileging items as 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 privileging items as individually considered and recommended by the Executive Committee of the Medical Staff.</p>	<p>1st – Johnston 2nd – Seward Unanimously Approved</p>

<p>Pediatrics, IHS</p> <ul style="list-style-type: none"> ▪ Suzanne Bartlett, M.D. – Active, Spa Services, WHC ▪ Kerrie Bossard, M.D. – Active, Spa Services, WHC ▪ Lisa Warne, M.D. – Active, Spa Services, WHC <ul style="list-style-type: none"> • Resignations from Medical Staff: <ul style="list-style-type: none"> ▪ Stephen Leslie, M.D. – Consulting, Allergy & Immunology, Covenant • Revised Medical Staff Bylaws • New/Revised Policies: <ul style="list-style-type: none"> ▪ Dependent Adult Abuse • Finance Committee • Executive Committee <ul style="list-style-type: none"> ▪ 7/30/09 – InVision Architecture Agreement ▪ 8/3/09 – Denman & Company Agreement ▪ 8/26/09 – Credentialing & Policy Items 	<p>Trachta presented the revised Medical Staff Bylaws as distributed to the Board for review earlier this month. The revisions were developed in conjunction with an attorney review. The revisions have been reviewed and approved by the Medical Staff. A motion was made to approve the Medical Staff Bylaws as presented.</p> <p>Trachta presented the new/revised policy statement as listed at left, and included in the Board packets. The policy has been reviewed by the Executive Committee of the Medical Staff and is recommended for approval. A motion was made to approve the policy as written.</p> <p>Trachta reported that the Finance Committee met on 9/25/09. Minutes from said meeting were distributed.</p> <p>Trachta presented the minutes of the 7/30/09 Executive Committee meeting as included in the Board packets. The Executive Committee acted to approve the InVision Architecture agreement.</p> <p>Trachta presented the minutes of the 8/3/09 Executive Committee meeting as included in the Board packets. The Executive Committee acted to approve the Denman & Company agreement.</p> <p>Trachta presented the minutes of the 8/26/09 Executive Committee meeting as included in the Board packets. The Executive Committee acted to approve credentialing items.</p> <p>The Executive Committee also acted to approve new/revised policies.</p> <p>A motion was made to ratify the actions of the Executive Committee as listed and individually considered.</p>	<p>1st – Johnson 2nd – Burke Unanimously Approved</p> <p>1st – Johnston 2nd – Seward Unanimously Approved</p> <p>1st – Vallem 2nd – Burke</p> <p>1st – Burke 2nd – Vallem</p> <p>1st – Vallem 2nd – Seward</p> <p>1st – Seward 2nd – Vallem</p> <p>1st – Johnson 2nd – Burke Unanimously Approved</p>
<p>XIII. Closed Session</p> <ul style="list-style-type: none"> ▪ Iowa Code Chapter 388.9 	<p>A motion was made to move into closed session at 7:57 p.m. pursuant to Iowa Code Chapter 388.9.</p>	<p>1st – Burke 2nd – Seward Unanimously Approved</p>
<p>XIV. Open Session</p>	<p>A motion was made to move back into open session at 9:06 p.m.</p>	<p>1st – Burke 2nd – Johnson Unanimously Approved</p>

<ul style="list-style-type: none"> Hospital Employed Provider Contracts 	A motion was made to approve 21 hospital employed provider contracts and the new contract template including a productivity based patient satisfaction modification formula for physicians.	1 st – Johnson 2 nd – Seward Unanimously Approved
XV. Adjourn	A motion was made to adjourn the meeting at 9:08 p.m.	1 st – Johnston 2 nd – Johnson Unanimously Approved

Next meeting will be held

October 26, 2009

Tendrils Rooftop Garden

7:00 p.m.