

Members Present:  
 Susan Vallem, Chair  
 Jill Kwikkel  
 Jennifer Seward, Acting  
 Secretary

Speakers Present:  
 Mike Trachta, CEO  
 Lisa Bennett, CFO  
 Dr. Warne

Members Excused:  
 Roger Johnson  
 John Johnston

Guests Present:  
 Rhonda DeBuhr  
 Diane Kohls  
 Heidi Solheim  
 Karen Thalacker  
 Jennie Waller

Minutes  
 of the Meeting of the  
**Board of Trustees**

June 28, 2010

7:00 p.m.

**Tendrils Rooftop Garden**

**WAVERLY HEALTH**  
 ——— C E N T E R ———

*Our Mission:* Waverly Health  
 Center will provide high quality,  
 patient-centered health care.

<b>Item</b>	<b>Discussion/Notes</b>	<b>Action</b>
I. Meeting called to order	Called to order by Vallem at 7:03 p.m.	
II. Approval of minutes	Minutes from the 5/24/10 meetings were reviewed. A motion was made to approve the minutes as written.	1 <sup>st</sup> – Kwikkel 2 <sup>nd</sup> – Seward Unanimously Approved
III. Celebrations	Beautiful weather! Congratulations to Diane Kohls for her Spotlight on Values award.	
IV. Board Education	As included in Board packets: <ul style="list-style-type: none"> <li>▪ BoardRoom Press June, 2010</li> </ul>	
V. Financial and Statistical Report	Bennett presented the financial and statistical report for May. A motion was brought forward from Finance Committee to approve financial and statistical report as presented.	1 <sup>st</sup> – Kwikkel 2 <sup>nd</sup> – Johnson Unanimously Approved
VI. Committee/Department Reports: <ul style="list-style-type: none"> <li>• Performance Improvement</li> <li>• Home Health</li> <li>• Environment of Care</li> </ul>	Performance Improvement, Home Health & Environment of Care reports were presented as included in the Board packets.	Accepted
VII. Medical Staff Report	Dr. Warne reported that the Medical Staff met on 6/21. Provider dashboards were distributed and discussion was held regarding chronic heart failure core measures and public reporting.	
VIII. C.E.O.'s Report <ul style="list-style-type: none"> <li>• Home Health Change of Ownership Agreement</li> <li>• Shell Rock Clinic Agreement</li> </ul>	<p>Trachta reported that the Community Based Services construction project is behind schedule, so the physical move of Home Health will likely not occur until next week. The change of ownership will take place on July 1 as planned. Trachta presented the Home Health Change of Ownership agreement, noting that a pro-rated system will be utilized for Medicare patients that are receiving services during the July 1 transition. A motion was made to approve the agreement as presented.</p> <p>Trachta presented the Shell Rock Clinic agreement. He distributed an addendum to the agreement which states that Dr. Skierka will continue to have access to medical records once we have assumed ownership of them. Trachta noted that there have been minor changes to the schedules due to payments being made by the Skierka's before closing. He reported that the final purchase price has not been changed. Trachta presented a resolution to approve making any additional minor adjustments to the schedules that may be needed prior to the closing that do not</p>	1 <sup>st</sup> – Seward 2 <sup>nd</sup> – Kwikkel Unanimously Approved

<ul style="list-style-type: none"> <li>• Shell Rock City/Company Agreement</li> <li>• Rooftop Helipad Update</li> <li>• PT/OT Contract</li> <li>• Street Construction</li> <li>• Golf Course Property Update</li> </ul>	<p>impact the final purchase price. A motion was made to approve the Shell Rock Clinic agreement, the addendum regarding access to medical records, and the resolution to approve necessary minor adjustments to the schedules.</p> <p>Trachta presented the Shell Rock City/Company agreement regarding taxation of the new clinic that will be constructed on the lot we are purchasing from the Skierka's through the clinic acquisition. Trachta noted that the City has to have a public hearing before they can approve the agreement. A motion was made to approve the agreement as presented.</p> <p>Discussion was held regarding selection of an investor group for the construction of the new Shell Rock Clinic building. The Board instructed Trachta to entertain competitive proposals based on the architectural specifications.</p> <p>Trachta reported on the progress of the rooftop helipad project. He noted that we anticipate putting the project out for bid on August 1<sup>st</sup> and should be able to have a public hearing for bids received at the August Board meeting.</p> <p>Trachta reported that the scheduled automatic renewal date for the PT/OT contract is July 1. The requirements in the current contract require a 12 month notice to request changes. Without sending a notice now, our ability to request changes in a timely is extremely diminished. The Board and administration noted they are satisfied with the current services provided by Taylor Therapy, but needed to reserve the right to negotiate the contract with the many unknowns surrounding health care reform and the hospital's cost report. A motion was made to submit notice to terminate the current contract with Taylor Therapy.</p> <p>Trachta reported on the City of Waverly's plans for the reconstruction of 2<sup>nd</sup> Avenue next summer.</p> <p>Trachta reported that the City is currently installing a fence along the new border of the golf course property. He stated that they will continue to mow their leased area every 15 days. They plan to relinquish the leased property to us on August 15<sup>th</sup>. At that time we will assume mowing duties and complete maintenance on trees that are dying or too close to power lines.</p>	<p>1<sup>st</sup> – Kwikkel 2<sup>nd</sup> – Seward Unanimously Approved</p> <p>1<sup>st</sup> – Kwikkel 2<sup>nd</sup> – Seward Unanimously Approved</p> <p>1<sup>st</sup> – Seward 2<sup>nd</sup> – Kwikkel Unanimously Approved</p>
<p>IX. Old Business</p>		
<p>X. New Business</p> <ul style="list-style-type: none"> <li>• Reappointments to Medical Staff: <ul style="list-style-type: none"> <li>▪ Daniel Darnold, M.D. – Active, Family Medicine, IHS</li> <li>▪ David Rathe, D.O. – Active, Internal Medicine &amp; Pediatrics, IHS</li> <li>▪ Lisa Warne, M.D. – Active, General Surgery, WHC</li> <li>▪ Scott Johnson, PA-C – Active-</li> </ul> </li> </ul>	<p>Privileging items were presented as individually listed at left. All 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>1<sup>st</sup> – Seward 2<sup>nd</sup> – Kwikkel Unanimously Approved</p>

<ul style="list-style-type: none"> <li>▪ Ancillary, Family Medicine, IHS</li> <li>▪ Arnold Delbridge, M.D. – Consulting, Orthopedic Surgery, CVMS</li> <li>▪ Richard Mauer, M.D. – Consulting, Ophthalmology, Mauer Eye Center</li> <li>▪ Michael Slavin, D.O. – Consulting, Nephrology, Covenant</li> <li>▪ Richard Aizpuru, M.D. – Courtesy, Radiology, NightHawk Radiology</li>   <li>• Provisional to Regular Status on Medical Staff: <ul style="list-style-type: none"> <li>▪ John Matthew Glascock, M.D. – Consulting, General Surgery, Covenant</li> <li>▪ David Jensen, M.D. – Courtesy, Radiology, NightHawk Radiology</li> </ul> </li>   <li>• Change of Status – Active to Honorary: <ul style="list-style-type: none"> <li>▪ John Brunkhorst, M.D. – Family Medicine, Covenant</li> </ul> </li>   <li>• Discontinuation of Provisional Status on Medical Staff and Privileges due to Inactivity: <ul style="list-style-type: none"> <li>▪ Adam Brooks, M.D. – Courtesy, Family Medicine, Covenant</li> <li>▪ Hugo Koo, M.D. – Consulting, Cardiology,</li> <li>▪ Salam Sbaity, M.D. – Consulting, Cardiology, CVMS</li> <li>▪ Abbie Schrader, ARNP – Consulting-Ancillary, CVMS</li> </ul> </li>   <li>• Resignation from Medical Staff: <ul style="list-style-type: none"> <li>▪ David Wanner, D.P.M. – Courtesy, Podiatry Resident, Covenant</li> </ul> </li>   <li>• Updated/Revised Privilege List: <ul style="list-style-type: none"> <li>▪ Cristina Paserin, M.D. – Consulting, Internal Medicine, Covenant</li> <li>▪ Anil Dhuna, M.D. – Consulting, Neurology, Burlington Neurology &amp; Sleep Clinic</li> <li>▪ Roger Skierka, M.D. – Active, Family Medicine, WHC</li> <li>▪ Stephanie Koos, D.O. – Active/Provisional, Family Medicine, IHS</li> <li>▪ Daniel Koos, M.D. – Active/Provisional, Family Medicine, IHS</li> </ul> </li>   <li>• New/Revised Policies: <ul style="list-style-type: none"> <li>▪ Policy &amp; Procedure Report</li> <li>▪ Individual Treatment Plan</li> </ul> </li>   <li>• Finance Committee</li> </ul>	<p>Trachta presented the policy &amp; procedure report and the revised policy as listed at left, and included in the Board packets. The report and the policy have been reviewed by the Executive Committee of the Medical Staff and are recommended for approval. A motion was made to approve the report and the policy as written.</p> <p>Bennett reported that the Finance Committee met on 6/18/10. Minutes from said meeting were included in the Board packet.</p>	<p>1<sup>st</sup> – Kwikkel 2<sup>nd</sup> – Seward Unanimously Approved</p>
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<ul style="list-style-type: none"> <li>▪ Charity Care</li>   <li>▪ Capital Request – Diagnostic Radiography Room</li>   <li>▪ Capital Request – Furniture for General Surgery Clinic Offices and Nurses’ Station</li>   <li>▪ Shell Rock Clinic Purchase Source of Funds</li>   <li>• Executive Committee <ul style="list-style-type: none"> <li>▪ 6/8/10 – Furniture Purchase for General Surgery &amp; Orthopedic Clinic Waiting Room and Patient Rooms</li> </ul> </li>   <li>• Appointment of Acting Secretary</li> </ul>	<p>Bennett presented the following applications for charity care:</p> <ul style="list-style-type: none"> <li>▪ Patient 1 has a total bill of \$14,288 and qualifies for an 80% write off under our charity care policy, which is \$11,430.72.</li> <li>▪ Patient 2 has a total bill of \$17,720 and qualifies for a 100% write off under our charity care policy.</li> </ul> <p>A motion was made to approve the applications as presented. Bennett noted that she will present a report of the charity care provided throughout the fiscal year at the July Board meeting.</p> <p>Bennett presented the following capital request:</p> <ul style="list-style-type: none"> <li>▪ Diagnostic Radiography Room at a cost not to exceed \$128,800</li> </ul> <p>A motion was brought forward from Finance Committee to approve the capital request as presented.</p> <p>Bennett presented this additional capital request:</p> <ul style="list-style-type: none"> <li>▪ Furniture for General Surgery Clinic offices and nurses’ station at a cost not to exceed \$16,678.43</li> </ul> <p>Bennett noted that this purchase was included in the project budget. A motion was made to approve the capital request as presented. Discussion was held regarding whether to bring individual project items such as this forward for Board approval. It was determined that it was not necessary to bring individual project items to the Board for approval when they have already been approved as a part of the project budget.</p> <p>Bennett presented a plan to use money from the funded depreciation account for the purchase of the Shell Rock Clinic. She noted that purchase of the clinic was included in the FY11 budget, and funds used from the funded depreciation account would be replenished throughout FY11. A motion was made to approve the Shell Rock Clinic purchase source of funds as presented.</p> <p>The minutes of the 6/8/10 Executive Committee meeting were presented as included in the Board packets. The Executive Committee acted to approve a furniture purchase for the General Surgery &amp; Ortho Clinic waiting room and patient rooms. The action of the Executive Committee was ratified as presented.</p> <p>Seward was appointed to act as Secretary for this meeting.</p>	<p>1<sup>st</sup> – Kwikkel 2<sup>nd</sup> – Seward Unanimously Approved</p> <p>1<sup>st</sup> – Johnson 2<sup>nd</sup> – Kwikkel Unanimously Approved</p> <p>1<sup>st</sup> – Seward 2<sup>nd</sup> – Kwikkel Unanimously Approved</p> <p>1<sup>st</sup> – Seward 2<sup>nd</sup> – Kwikkel Unanimously Approved</p> <p>1<sup>st</sup> – Vallem 2<sup>nd</sup> – Johnson Unanimously Approved</p>
<p>XI. Adjourn</p>	<p>A motion was made to adjourn the meeting at 8:05 p.m.</p>	<p>1<sup>st</sup> – Seward 2<sup>nd</sup> – Kwikkel Unanimously Approved</p>

Next meeting will be held

**July 26, 2010**

**Tendrils Rooftop Garden**

**7:00 p.m.**