

Members Present:  
 Susan Vallem, Chair  
 Roger Johnson, Secretary  
 John Johnston  
 Jill Kwikkel

Speakers Present:  
 Kyle Richards, CEO  
 Danae Tjeerdsma  
 Lisa Bennett

Members Excused:  
 Jennifer Seward

Guests Present:  
 Rhonda DeBuhr  
 Lisa Forsyth  
 Diane Kohls  
 Heidi Solheim  
 Karen Thalacker  
 Angie Tye  
 Iris Vering  
 Jennie Waller

Minutes  
 of the Meeting of the  
**Board of Trustees**  
 January 23, 2012  
 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.

Item	Discussion/Notes	Action
I. Meeting called to order	Called to order by Vallem at 7:05 p.m.	
II. Board Education	N/A	
III. Approval of minutes (b)	Minutes from the 12/19/11 meeting were reviewed. A motion was made to approve the minutes as written.	1st - Kwikkel 2nd - Johnson Unanimously Approved
IV. Celebrations <ul style="list-style-type: none"> <li>Introduction of Terry Hinrichs, Foundation Director</li> </ul>	Richards introduced Terry Hinrichs, the new Foundation Director.  Bennett was selected as one of the top 10 CFO's in the Cedar Valley.	
V. Featured Department – Emergency Department, Danae Tjeerdsma	Danae Tjeerdsma presented information about the functions and goals of the Emergency Department.	
VI. Financial and Statistical Report (c)	Bennett presented the financial and statistical report for December. A motion was made to approve the financial and statistical report as presented. Bennett noted that the final cost report has been received. The Medicare payback will be less than what we had anticipated. She will have final numbers for the Medicare and Medicaid paybacks to present next month.	1st - Kwikkel 2nd - Johnston Unanimously Approved
VII. Committee/Department Reports: <ul style="list-style-type: none"> <li>Environment of Care (d)</li> </ul>	The Environment of Care Committee report was presented as included in the Board packets.	Accepted
VIII. C.E.O.'s Report <ul style="list-style-type: none"> <li>Economic Development Support Request (e)</li> <li>Chamber of Commerce Membership (f)</li> </ul>	Richards presented the following for consideration: <ul style="list-style-type: none"> <li>City of Waverly's Economic Development department – request for financial support</li> <li>Waverly Chamber of Commerce - membership</li> </ul> Discussion was held regarding the importance of Economic Development and the benefits of the Chamber of Commerce membership. A motion was made to approve \$5,000 in financial support to the City of Waverly for Economic Development.  A motion was made to approve \$10,000 in membership support to the Waverly Chamber of Commerce.	1st - Johnston 2nd - Johnson Unanimously Approved  1st - Johnson 2nd - Kwikkel Unanimously Approved
<ul style="list-style-type: none"> <li>Organizational Chart Review (g)</li> </ul>	Richards presented the organizational chart for review. There were no changes to reporting	

<ul style="list-style-type: none"> <li>Waverly Police Department Defibrillator Request</li> </ul>	<p>relationships. A motion was made to approve the organizational chart as presented.</p> <p>Richards reported that we have received a request from the Waverly Police Department to purchase a defibrillator for them that would be compatible with the ones the ambulances use. The Board requested that Richards gather more information about the request.</p>	<p>1st - Johnson 2nd - Johnston Unanimously Approved</p>
<p>IX. Annual Business</p> <ul style="list-style-type: none"> <li>Review of Board Bylaws (h)</li> <li>Review of Medical Staff Bylaws (i)</li> <li>Contracted Services Review (j)</li> <li>Resolution Naming Depositories (k)</li> <li>Confidentiality Statement (l)</li> <li>Duality &amp; Conflict of Interest (m)</li> <li>Authority of Health Center Environment of Care (n)</li> <li>Election of Officers</li> <li>Committee Assignments (o)</li> </ul>	<p>Proposed revisions to the Board Bylaws were reviewed as included in the Board packets. A motion was made to approve the revised Board Bylaws as written.</p> <p>Richards presented the Medical Staff Bylaws for review. No changes have been made since the last annual review. A motion was made to approve the Medical Staff Bylaws as written.</p> <p>Richards presented the list of sources of patient care provided from outside of the health center as included in the Board packets. The sources were reviewed by the Medical Staff and approved by the Executive Committee of the Medical Staff. A motion was made to approve the resolutions as presented.</p> <p>Richards presented a resolution naming depositories for health center funds. A motion was made to approve the resolution as presented.</p> <p>Richards presented the annual Confidentiality statement. Board members reviewed and signed the statement.</p> <p>Richards presented the annual Duality and Conflict of Interest statement. Board members reviewed and signed the statement. Roger Johnson noted potential conflict of interest involving his wife's employment with Taylor Physical Therapy.</p> <p>Richards presented the statement regarding the authority of health center Environment of Care. A motion was made to approve the statement as presented.</p> <p>Vallem was nominated for the position of Chair of the Board of Trustees and Johnson was nominated for the position of Secretary of the Board of Trustees. Vallem and Johnson both accepted appointment to the positions as listed. A motion was made to approve the appointment of Vallem to the position of Chair and Johnson to the position of Secretary of the Board of Trustees.</p> <p>Richards presented the current committee appointments. Appointments will continue as presented. Richards will review the committee structure for effectiveness as we move forward.</p>	<p>1st - Kwikkel 2nd - Johnston Unanimously Approved</p> <p>1st - Kwikkel 2nd - Johnson Unanimously Approved</p> <p>1st - Johnson 2nd - Johnston Unanimously Approved</p> <p>1st - Johnson 2nd - Johnson Unanimously Approved</p> <p>1st - Johnson 2nd - Kwikkel Unanimously Approved</p> <p>1st - Johnson 2nd - Kwikkel Unanimously Approved</p>



XIV. Adjourn	A motion was made to adjourn the meeting at 8:17 p.m.	1st - Johnston 2nd - Kwikkel Unanimously Approved
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Next meeting will be held  
**February 27, 2012 – 7:00 p.m.**  
**Tendrils Rooftop Garden**