

Members Present:
 Susan Vallem, Chair
 Gloria Campbell
 Roger Johnson, Secretary
 John Johnston
 Barb Lutz

Speakers Present:
 Kyle Richards, CEO
 Cathy Wilson-Sands
 Lisa Bennett
 Iris Vering
 Dr. Berstler
 Heidi Solheim
 Jerry Tiedt
 Lisa Forsyth
 Angie Tye

Minutes
 of the Meeting of the
Board of Trustees
 November 25, 2013
 7:00 p.m.
Tendrils Rooftop Garden



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

Guests Present:
 Joanne Nathem
 Karen Thalacker
 Jennie Waller

Item	Discussion/Notes	Action
I. Meeting called to order	Called to order by Vallem at 7:03 p.m. A motion was made to amend the agenda in regard to the closed session, changing the agenda to reference Iowa Code Chapter 21.5.1 (c) – Closed Session to Discuss Strategy in Litigation.	1st - Lutz 2nd - Campbell Unanimously Approved
II. Approval of minutes (b)	Minutes from the 10/28/13 meeting were reviewed. A motion was made to approve the minutes as written.	1st - Johnson 2nd - Campbell Unanimously Approved
III. Celebrations	Solheim reported that KWWL aired a news piece about seasonal illnesses featuring Dr. Wagner.	
IV. Featured Department – Social Services (Cathy Wilson-Sands)	Cathy Wilson-Sands and Cathryn Baumgartner presented information about the functions and goals of the Social Services department.	
V. Financial and Statistical Report (c)	Bennett presented the financial and statistical report for October. A motion was brought forth from the Finance Committee to approve the financial and statistical report as presented.	1st - Lutz 2nd - Johnson Unanimously Approved
VI. Committee/Department Reports: <ul style="list-style-type: none"> • Environment of Care (d) • Board Quality Committee (e) 	The Environment of Care Committee and Board Quality Committee reports were presented as included in the Board packets. Vering presented the WHC quality report card.	Accepted
VII. Medical Staff Report (Dr. Berstler)	Dr. Berstler reported that the Executive Committee of the Medical Staff met on November 18th. They considered privileging and policy review items as listed under new business.	
VIII. C.E.O.'s Report <ul style="list-style-type: none"> • Organizational Chart (f) • Board of Trustees Election Results • Green Entrance • Nuclear Medicine (g) 	<p>Richards presented an updated organizational chart noting the combination of the clinical and nursing excellence initiatives, and the removal of the Chief Medical Officer position. A motion was made to approve the organizational chart as presented.</p> <p>Richards reported that Johnson and Campbell were elected to the Board. He noted that a run-off election for the other Board opening will be held on December 15th at City Hall. Absentee ballots are also available now during regular hours at City Hall.</p> <p>Solheim reported on changes to the Green Entrance to make the area more comfortable and patient friendly.</p> <p>Richards presented a one year agreement with Nuclear Sonics to provide mobile nuclear medicine services two days per week starting in January.</p>	1st - Johnston 2nd - Campbell Unanimously Approved

	Richards noted that we have requested that they change JCAHO in the contract to The Joint Commission. A motion was made to approve the agreement including the above noted change.	1st - Johnson 2nd - Lutz Unanimously Approved
IX. Old Business <ul style="list-style-type: none"> • Christophel Clinic Expansion 	Richards and Solheim presented an update on the Christophel Clinic expansion project. They noted that the project is somewhat ahead of schedule and has had only a few minor changes.	
X. New Business <ul style="list-style-type: none"> • Change of Status on Medical Staff – Provisional to Regular Appointment: <ul style="list-style-type: none"> ▪ Weiwei Li, MD – Courtesy, Cardiology, Covenant • Provisional Appointment to Medical Staff: <ul style="list-style-type: none"> ▪ Kerrie Bossard, MD – Active, General Surgery, WHC • Reappointments to Medical Staff: <ul style="list-style-type: none"> ▪ E. Anthony Otoadese, MD – Courtesy, Vascular Medicine, NICTSC, PC • Resignations from Medical Staff: <ul style="list-style-type: none"> ▪ James Turek, MD – Courtesy, OB-Gyn, Trinity Regional Medical Center • New/Revised Policies & Procedures: <ul style="list-style-type: none"> ▪ Iowa Physician Orders for Scope of Treatment (IPOST) (h) • ACO Discussion • Finance Committee (i) <ul style="list-style-type: none"> ▪ Capital Lease – Dragon Medical Network Edition and Nuance Management Console Software ▪ Charity Care 	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>The new policy listed at left was presented for review as 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> Richards reported that a conference call was held with Unity Point regarding possible participation in their ACO. It was determined that reporting measures at this time would be a manual process. Due to the staff resources required and the upcoming change in leadership, the Board is not interested in joining an ACO at present. Bennett reported that the Finance Committee met on November 19. Minutes from the meeting were included in the Board packet. Tiedt presented a capital lease for Dragon Medical Network Edition and Nuance Management Console Software. The lease is for 36 months, with payment deferred for the first 6 months, and a \$1 buyout at the end of the lease. A motion was made to approve the capital lease at a total cost of \$63,783.90. Bennett presented the following applications for charity care: <ul style="list-style-type: none"> ▪ Application is for a single person that qualifies for a 100% write off under our charity care policy. The total to be written off is \$17,136. ▪ Application is for a single person that qualifies for 100% write off under our 	1st - Campbell 2nd - Johnston Unanimously Approved <p>1st - Campbell 2nd - Lutz Unanimously Approved</p> <p>1st - Johnson 2nd - Johnston Unanimously Approved</p>

<ul style="list-style-type: none"> Planetree Report 	<p>charity care policy. The total to be written off is \$18,617.37</p> <p>A motion was made to approve the applications as presented.</p> <p>Forsyth presented a Planetree update noting that participants had a great experience at the annual Planetree conference. She reported that the group hosted a memorial dedication for Karen Buls in conjunction with Planetree Day, and that they are working on follow-up to the employee satisfaction survey.</p>	<p>1st - Campbell 2nd - Lutz Unanimously Approved</p>
<p>XI. Closed Session Iowa Code Chapter 21.5.1(1) – Closed Session to Discuss Personnel Evaluation Iowa Code Chapter 21.5.1(c) – Closed Session to Discuss Strategy in Litigation</p>	<p>A motion was made at 8:25 p.m. to move into closed session to discuss strategy in litigation pursuant to Iowa Code Chapter 21.5.1(c).</p>	<p>1st - Johnston 2nd - Campbell Unanimously Approved</p>
<p>XII. Open Session</p> <ul style="list-style-type: none"> CEO Search 	<p>A motion was made to return to open session at 8:46 p.m. No action was taken in closed session</p> <p>Tye presented information on the CEO search process.</p>	<p>1st - Campbell 2nd - Johnson Unanimously Approved</p>
<p>XIII. Adjourn</p>	<p>A motion was made to adjourn the meeting at 8:57 p.m.</p>	<p>1st - Johnston 2nd - Johnson Unanimously Approved</p>

Next meeting will be held

December 16, 2013

Joint Meeting of the Board & the Medical Staff

6:00 p.m. Tendrils Rooftop Garden