

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

Speakers Present:  
 Kyle Richards, CEO  
 Lisa Bennett  
 Dr. Berstler  
 Heidi Solheim

Minutes  
 of the Meeting of the  
**Board of Trustees**  
 December 16, 2013  
 7:30 p.m.  
 CG Room



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

Guests Present:  
 Karen Thalacker  
 Jerry Tiedt  
 Angie Tye  
 Jennie Waller

Item	Discussion/Notes	Action
I. Meeting called to order	Called to order by Vallem at 7:43 p.m.	
II. Approval of minutes (b)	Minutes from the 11/25/13 meeting were reviewed. A motion was made to approve the minutes as written.	1st - Johnson 2nd - Lutz Unanimously Approved
III. Celebrations	Barb Lutz is officially elected to the Board!	
IV. Financial and Statistical Report (c)	Bennett presented the financial and statistical report for November. A motion was made to approve the financial and statistical report as presented.	1st - Campbell 2nd - Johnston Unanimously Approved
V. 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
VI. Medical Staff Report  <ul style="list-style-type: none"> <li>ACO Discussion</li> </ul>	Dr. Berstler reported that the Executive Committee of the Medical Staff met this morning. He was not able to attend that meeting due to an admission. The Executive Committee considered privileging and policy review items as listed under new business.  Discussion was held regarding the potential of entering an ACO agreement with Unity Point. Board consensus was that WHC is not in a position to proceed with an agreement at this time.	
VII. C.E.O.'s Report <ul style="list-style-type: none"> <li>Cedar Valley Friends of the Family</li> <li>EMS Mutual Aid Agreement (e)</li> </ul>	Richards presented a request for financial support from Cedar Valley Friends of the Family (CVFF). It was noted that matter has previously gone through intensive legal review by the firm of Dorsey & Whitney. The public purpose of this support is to provide crisis and emergency services for victims of domestic abuse and/or sexual assault. Based on the same premise used in September, 2007, a motion was made to approve a contribution of \$15,000 to CVFF.  Richards presented an agreement for mutual aid emergency services response in and surrounding Bremer County, Iowa, as included in the Board packets. A motion was made to approve the agreement as presented.	1st - Johnston 2nd - Campbell Unanimously Approved  1st - Campbell 2nd - Johnson Unanimously Approved
VIII. Old Business	None	
IX. New Business <ul style="list-style-type: none"> <li>CEO Search</li> </ul>	Angie Tye presented information about the CEO search. She noted that over 50 applications have been received. A subgroup of the search committee will be meeting on Thursday to narrow the applicants	

<ul style="list-style-type: none"> <li>• Legal Services Agreement – Gallagher, Langlas &amp; Gallagher (f)</li>   <li>• Provisional Appointment to Medical Staff: <ul style="list-style-type: none"> <li>▪ LaDawna Myrmo, CNM – Active, Midwifery, WHC</li> </ul> </li> <li>• Reappointments to Medical Staff: <ul style="list-style-type: none"> <li>▪ Richard Naylor, DO – Courtesy, Orthopedic Surgery, Covenant</li> <li>▪ Christy Weber, OPA-C – Courtesy, Orthopedics, Covenant</li> </ul> </li> <li>• New/Revised Policies &amp; Procedures: <ul style="list-style-type: none"> <li>▪ Automatic Stop Orders (g)</li> <li>▪ Individual Treatment Plan/Exercise Prescription for Pulmonary Rehabilitation Patients (h)</li> <li>▪ Pulmonary Rehabilitation Medical Emergencies (i)</li> </ul> </li> <li>• Finance Committee <ul style="list-style-type: none"> <li>▪ Capital Request – AlterG Anti-Gravity Treadmill (j)</li> </ul> </li>   <li>▪ Charity Care</li> <li>• Planetree Report</li> <li>• Christophel Clinic Update</li>   <li>• CEO Thank You</li> </ul>	<p>for potential interviews. She reported that we hope to schedule first round interviews in mid January. Tye reported on the interim leadership plan that has been developed.</p> <p>Richards presented a request to continue our partnership agreement for legal services with Gallagher, Langlas &amp; Gallagher, P.C. (GLG). Discussion was held regarding the value of the services provided. A motion was made to approve continuing the partnership agreement for legal services with GLG at an increased cost of \$49,500 for the 2014 calendar year, with \$39,500 being paid now and the \$10,000 being budgeted for and paid in the next fiscal year.</p> <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>The new and revised policies listed at left were presented for review as 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.</p> <p>Bennett reported that the finance committee did not meet this month. Bennett and Solheim presented the capital request for an AlterG Anti-Gravity Treadmill. This equipment will be used in Physical Therapy. Roger Johnson excused himself from the discussion and voting due to a conflict in interest. A motion was made to approve the budgeted capital request for the treadmill at a cost not to exceed \$46,970.</p> <p>There were no applications for charity care.</p> <p>There was no Planetree report.</p> <p>Solheim presented an update on the Christophel Clinic project noting that the new portion of the clinic should be ready for occupancy 1 month from now. When that move is complete, renovations will begin on the existing portion of the clinic. She reported that they have had minimal use of the contingency funds that were budgeted and they are hopeful that this will continue. She noted that working with Graham Construction as the project manager has helped the project to proceed smoothly.</p> <p>The Board expressed gratitude to Kyle Richards for his commitment to our mission and his service to Waverly Health Center.</p>	<p>1st - Campbell 2nd - Johnson Unanimously Approved</p> <p>1st - Johnston 2nd - Johnson Unanimously Approved</p> <p>1st - Johnson 2nd - Lutz Unanimously Approved</p> <p>1st - Lutz 2nd - Johnston Unanimously Approved</p>
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X. Adjourn	A motion was made to adjourn the meeting at 8:58 p.m.	1st - Johnston 2nd - Johnson Unanimously Approved
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Next meeting will be held

**January 27, 2014**

**7:00 p.m. Tendrils Rooftop Garden**