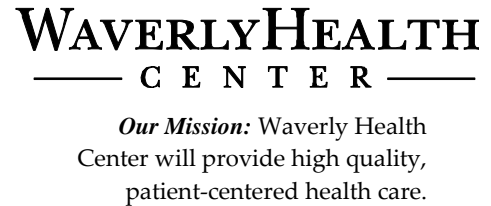


Members Present:  
 Susan Vallem, Chair  
 Gloria Campbell  
 Roger Johnson  
 John Johnston  
 Barb Lutz

Guests Present:  
 Diane Kohls  
 Joanne Nathem  
 Karen Thalacker  
 Jerry Tiedt  
 Angie Tye  
 Iris Vering  
 Jennie Waller

Speakers Present:  
 Jim Atty, CEO  
 Kristal Graves  
 Lisa Bennett  
 Dr. Zehr

Minutes  
 of the Meeting of the  
**Board of Trustees**  
 May 26, 2015  
 7:00 p.m.  
**Tendrils Rooftop Garden**



Item	Discussion/Notes	Action
I. Meeting called to order	Called to order by Vallem at 7:01 p.m.	
II. Approval of minutes (b)	Minutes from the 4/27/15 and 5/19/15 meetings were reviewed. A motion was made to approve both sets of minutes as written.	1st - Johnson 2nd - Campbell Unanimously Approved
III. Celebrations		
IV. Featured Department – Education (Kristal Graves)	Kristal Graves presented information about the functions and goals of the Education department.	
V. Financial and Statistical Report (c1 – c3)  <ul style="list-style-type: none"> <li>FY16 Budgets</li> </ul>	<p>Bennett presented the financial and statistical report for April. A motion was made to approve the financial and statistical report as presented.</p> <p>Bennett presented the FY16 operating and capital budgets. The budgets were developed with the following assumptions:            **a 4% gross charge increase            **a 2.7% average salary increase            **a 3% total margin            **positive cash flow            **a capital budget of \$842,749 – including:</p> <ul style="list-style-type: none"> <li>\$563,550 for medical equipment</li> <li>\$261,199 for Information Systems (including Meaningful Use)</li> <li>\$18,000 for facilities</li> </ul> <p>Bennett described the budgeting process and the short-term impact of starting up new service lines. Bennett noted that in order to maintain a positive cash flow, an adjustment is being proposed to the monthly deposit to board designated savings. A motion was made to approve the operating and capital budgets as presented.</p>	<p>1st - Campbell 2nd - Johnston Unanimously Approved</p> <p>1st - Johnston 2nd - Lutz Unanimously Approved</p>
VI. Committee/Department Reports: <ul style="list-style-type: none"> <li>Environment of Care (d1)</li> <li>Board Quality Committee (Iris Vering) (d2 &amp; d3)</li> </ul>	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. Zehr)	Dr. Zehr reported that the Executive Committee of the Medical Staff met on May 18th. They considered privileging items as listed under new business. Dr. Zehr also discussed the hospitalist program and the new provider agreements.	
VIII. C.E.O.'s Report (e) <ul style="list-style-type: none"> <li>Provider Relations Update</li> <li>Hospitalist Contract</li> </ul>	<p>Atty presented a provider recruiting update.</p> <p>Atty presented information about a proposed hospitalist contract. Discussion was held regarding how the program would enhance patient care,</p>	

<ul style="list-style-type: none"> <li>• Cardiology Update</li>   <li>• New Provider Agreements <ul style="list-style-type: none"> <li>▪ ED Midlevel</li> <li>▪ Clinic Midlevels</li> </ul> </li>   <li>• Janesville Clinic</li>   <li>• Organizational Chart</li>   <li>• Clinic Management Update</li> </ul>	<p>provider satisfaction and revenue. The contract will be brought forward to the Board for approval.</p> <p>Atty reported that Dr. Rose has signed an employment agreement. He will begin employment/ orientation on August 31<sup>st</sup> with the goal of being able to schedule patients in October.</p> <p>Atty reported that agreements for an ED midlevel and 2 clinic midlevel providers are being developed utilizing the approved agreement templates.</p> <p>Atty reported that we are working to finalize the timeline for the Janesville Clinic construction.</p> <p>Atty presented changes to the organizational chart. The changes were to the clinic reporting structure. A motion was made to approve changes to the organizational chart as presented.</p> <p>Atty presented an update on the clinic management restructuring, noting that an internal candidate has accepted the position of General Surgery &amp; Ortho Clinic manager.</p>	<p>1st - Campbell 2nd - Lutz Unanimously Approved</p>
<p>IX. Patient Satisfaction (f)</p>	<p>The patient satisfaction survey results and presentation for the period ending March 31<sup>st</sup> were included in the Board packets.</p>	
<p>X. Old Business</p>	<p>None.</p>	
<p>XI. New Business</p> <ul style="list-style-type: none"> <li>• Advertising Agreement (g)</li>   <li>• CareFusion Agreement</li>   <li>• Request for Privileges: <ul style="list-style-type: none"> <li>▪ Sharad Bajaj, MD – Consulting, Cardiology/Interventional Cardiology, CVMS</li> <li>▪ Kristen Grapp, ARNP – Active, Family Practice, WHC</li> <li>▪ Kayla Campbell, CRNA – Locums, Anesthesia, Recruiting Resources</li> <li>▪ Cary Rose, MD – Active, Cardiology, WHC</li> </ul> </li>   <li>• Reappointments to Medical Staff: <ul style="list-style-type: none"> <li>▪ Courtney Bochmann, DO – Active, Family Practice, WHC</li> <li>▪ Joud Dib, MD – Consulting, Cardiology, CVMS</li> <li>▪ Erin Flores, ARNP – Active, General Surgery, WHC</li> <li>▪ Brendan Girschek, MD – Consulting, Ophthalmology, CVMS</li> <li>▪ Paul Lantz, DPM – Courtesy, Podiatry, WFHC</li> </ul> </li> </ul>	<p>Atty presented an agreement with Lamar for a 3 year billboard lease agreement. A motion was made to approve the lease agreement as presented.</p> <p>Bennett presented a 5 year agreement with CareFusion for Pyxis rental and software upgrade. A motion was made to approve the agreement as presented.</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>1st - Lutz 2nd - Johnson Unanimously Approved</p> <p>1st - Johnson 2nd - Johnston Unanimously Approved</p> <p>1st - Campbell 2nd - Lutz Unanimously Approved</p>

<ul style="list-style-type: none"> <li>▪ Shannon Lau, MD – Active, OB-Gyn, WHC</li> <li>▪ Pankaj Nagaraj, MD – Courtesy – Provisional, Neonatal, Unity Point</li> <li>▪ Salam Sbaity, MD – Consulting, Cardiology, CVMS</li> <li>▪ Janel Thompson, ARNP – Active, Family Practice, WHC</li> <li>▪ Kerri VanEe, ARNP – Active, Orthopedics, WHC</li>   <li>• Change from Provisional to Regular Appointment to Medical Staff: <ul style="list-style-type: none"> <li>▪ Amber Weber, ARNP – Active, Family Practice, WHC</li> <li>▪ Teresa Isaacson, ARNP – Active, Family Practice, WHC</li> </ul> </li>   <li>• Resignation from Medical Staff: <ul style="list-style-type: none"> <li>▪ Rubens Costa Filho, MD – Consulting, Oncology/Hematology, CVMS</li> </ul> </li>   <li>• Updates to Privilege Form: <ul style="list-style-type: none"> <li>▪ Cardiovascular Disease – Addition of Electrophysiology Procedures (h)</li> </ul> </li>   <li>• New/Revised Policies &amp; Procedures: None</li>   <li>• Finance Committee (i1) <ul style="list-style-type: none"> <li>▪ Capital Request – BARD Sherlock 3 cg Tip Confirmation System (TC) and Site Rite 6 Ultrasound (i2)</li> <li>▪ Capital Request – Telephone System (i3)</li> </ul> </li>   <li>▪ Charity Care</li>   <li>• Planetree Update</li> </ul>	<p>The revised clinical privilege form, listed at left, was presented for review as included in the Board packets. The revised privilege form has been reviewed by the Executive Committee of the Medical Staff and is recommended for approval. A motion was made to approve the revised privilege form as written.</p> <p>Bennett reported that the Finance Committee met on May 21st. Minutes from the meeting were included in the Board packet.</p> <p>Nathem presented a budgeted capital request for the BARD Sherlock 3 cg Tip Confirmation System (TC) and Site Rite 6 Ultrasound at a cost not to exceed \$15,500. A motion was made to approve the capital request as presented.</p> <p>Bennett and Tiedt presented a budgeted capital request for a communications system at a cost not to exceed \$799,920. A motion was made to approve the capital request as presented. Bennett noted that we will be financing this through a capital lease which will be brought forward to the Board for approval.</p> <p>There were no applications for charity care.</p> <p>Atty reported that we will receive the re-designation site visit report on June 6<sup>th</sup>. Vering discussed the quality measures that are being reviewed as part of the re-designation.</p>	<p>1st - Campbell 2nd - Johnson Unanimously Approved</p> <p>1st - Johnston 2nd - Lutz Unanimously Approved</p> <p>1st - Campbell 2nd - Johnston Unanimously Approved</p>
<p>XII. Closed Session Iowa Code Chapter 21.5.1(l) - Closed session to discuss patient care quality and process improvement initiatives in a meeting of a public hospital or to discuss marketing and pricing strategies or similar proprietary information in a meeting of a public hospital, where public disclosure of such information would harm such a</p>	<p>A motion was made to move into closed session at 8:38 p.m. for the purposes identified at left.</p>	<p>1st - Johnson 2nd - Lutz Unanimously Approved</p>

<p>hospital's competitive position when no public purpose would be served by public disclosure.</p> <p>Iowa Code Chapter 21.5.1(i) – Closed session to evaluate the professional competency of an individual whose appointment, hiring, performance or discharge is being considered when necessary to prevent needless and irreparable injury to that individual's reputation and that individual requests a closed session.</p>		
<p>XIII. Open Session</p>	<p>A motion was made to move back into open session at 9:12 p.m.</p> <p>A motion was made to approve the CEO compensation package as presented.</p>	<p>1st - Campbell 2nd - Lutz Unanimously Approved</p> <p>1st - Campbell 2nd - Lutz Unanimously Approved</p>
<p>XIV. Adjourn</p>	<p>A motion was made to adjourn the meeting at 9:14 p.m.</p>	<p>1st - Johnston 2nd - Johnson Unanimously Approved</p>

Next meeting will be held

**Monday, June 22, 2015 – 7:00 p.m.**

**Tendrils Rooftop Garden**