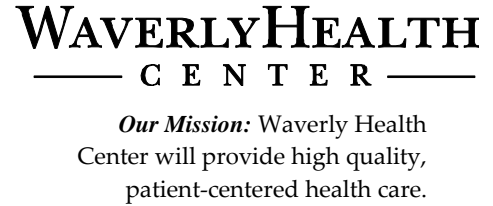


Members Present:
 Susan Vallem, Chair
 Gloria Campbell
 Roger Johnson
 John Johnston
 Barb Lutz

Guests Present:
 Diane Kohls
 Joanne Nathem
 Karen Thalacker
 Missy Timmermans
 Angie Tye
 Iris Vering
 Jennie Waller

Speakers Present:
 Jim Atty, CEO
 Lisa Bennett
 Dr. D. Rathe
 Heidi Solheim
 Jerry Tiedt

Minutes
 of the Meeting of the
Board of Trustees
 January 23, 2017
 7:00 p.m.
Tendrils Rooftop Garden



Item	Discussion/Notes	Action
I. Meeting called to order	Called to order by Vallem at 7:00 p.m.	
II. Approval of minutes (b)	Minutes from the 12/19/16 meeting were reviewed. A motion was made to approve the minutes as written.	1st - Johnston 2nd - Campbell Unanimously Approved
III. Celebrations		
IV. Financial and Statistical Report (c1 – c3)	Bennett presented the financial and statistical report for December. A motion was brought forward from Finance Committee to approve the financial and statistical report as presented.	1st - Johnson 2nd - Lutz Unanimously Approved
V. Committee/Department Reports: <ul style="list-style-type: none"> • Environment of Care (d) 	The Environment of Care Committee report was presented as included in the Board packets.	Accepted
VI. Medical Staff Report	Dr. D. Rathe reported that the Executive Committee of the Medical Staff met on January 18 th . They welcomed Dr. Ann Rathe as Vice President, and Dr. Stephen Styron as Treasurer. They considered privileging and credentialing items as listed below. They also reviewed the sources of patient care provided from outside the health center, and requirements for life saving certifications for providers.	
VII. C.E.O.'s Report <ul style="list-style-type: none"> • Chamber of Commerce Membership (e1 & e2) • Organizational Chart (f) • Physician Recruitment 	<p>Atty presented the Waverly Chamber of Commerce membership request for consideration. Discussion was held regarding the benefits of the Chamber of Commerce membership. A motion was made to approve \$10,000 in membership support to the Waverly Chamber of Commerce.</p> <p>Atty presented a revision to the organizational chart to add the position of Chief Medical Officer (CMO) and adjust the reporting relationship of the employed providers. A motion was made to approve the organizational chart with the addition of Dr. Dahlquist being listed as the CMO, and updating the Medical Staff President to Dr. David Rathe.</p> <p>Atty presented an update on physician recruitment to meet patient care needs. Atty noted that we have possible candidates for the remaining employed hospitalist position, family practice, and Walk-In Clinic. Atty reported that we have been exploring specialty clinic options for neurology and oncology. Atty noted that the visiting specialty clinic for</p>	<p>1st - Lutz 2nd - Johnston Unanimously Approved</p> <p>1st - Campbell 2nd - Lutz Unanimously Approved</p>

	dermatology has increased to once per week, and continues to be busy.	
<p>VIII. Annual Business</p> <ul style="list-style-type: none"> • Review of Board Bylaws (g1) • Review of Board Policy (g2) • Review of Medical Staff Bylaws - https://www.waverlyhealthcenter.org/site/s/www/Uploads/files/medical%20staff%20bylaws.pdf (Review only – no changes) • Contracted Services Review (g3) • Confidentiality Statement (g4) • Duality & Conflict of Interest (g5) • Authority of Health Center Environment of Care (g6) • Election of Officers • Committee Assignments (g7) 	<p>Board Bylaws were included in the Board packets for review. A motion was made to approve the Board Bylaws with minor grammatical and wording changes as presented.</p> <p>Board Policy was included in the Board packets for review. Discussion was held on proposed changes. A motion was made to approve the revised Board Policy as presented.</p> <p>Medical Staff Bylaws were included in the Board packets for review. No changes were recommended at this time.</p> <p>Atty 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. Discussion was held on Joint Commission requirements, and how the information is presented. Suggestions for improvement will be incorporated into the next annual review. A motion was made to approve the resolutions as presented.</p> <p>Atty presented the annual Confidentiality statement. Board members reviewed and signed the statement.</p> <p>Atty presented the annual Duality & Conflict of Interest statement. Board members reviewed and signed the statement.</p> <p>Atty 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>Committee assignments were reviewed. No changes were needed.</p>	<p>1st - Johnston 2nd - Johnson Unanimously Approved</p> <p>1st - Campbell 2nd - Lutz Unanimously Approved</p> <p>1st - Johnson 2nd - Lutz Unanimously Approved</p> <p>1st - Campbell 2nd - Johnston Unanimously Approved</p> <p>1st - Johnston 2nd - Campbell Unanimously Approved</p>
IX. Information Systems Update (Jerry Tiedt)	Tiedt presented an information systems update, noting that eCW CEO, Girish Navani will be onsite later this week. He noted that as a part of this visit, we anticipate receiving a timetable and project plan for the unified electronic medical record.	
X. Old Business	None.	

<p>XI. New Business</p> <ul style="list-style-type: none"> • Philips IntelliSpace Agreement (g8) • Microsoft Enterprise Agreement (g9) • Privilege Requests: <ul style="list-style-type: none"> ▪ Marwan Jarmakani, MD – Consulting, Radiology, RCI ▪ Connie Joylani, MD – Active, Hospitalist & Emergency Medicine, WHC ▪ Anthony Onuigbo, MD – Active, OB/Gyn, WHC ▪ Jason Jampoler, RN – Courtesy, Physician Employed RN (Dr. M. Glascock – General Surgery), WFHC ▪ Rajendra Singh, MD – Active, Emergency Medicine, WHC • Provisional Appointments to Medical Staff: <ul style="list-style-type: none"> ▪ Brian Hopper, MD – Courtesy, Radiology, RCI ▪ Stephanie Smith, RN – Courtesy, Physician Employed RN (Dr. Bartelt – Orthopedic Surgery), CVMS • Reappointments Medical Staff: <ul style="list-style-type: none"> ▪ Ashar Afzal, MD – Courtesy, Interventional Pain Management, CVMS ▪ Frank Hawkins, MD – Courtesy, Interventional Pain Management, CVMS ▪ Felix Gonzales, MD – Courtesy, Otolaryngology, Iowa ENT ▪ Ronald Sims, MD – Consulting, Neurology (Sleep Studies), Midwest Sleep Services ▪ Haroon Afridi, MD – Consulting, Radiology, RCI ▪ Stephen Burke, MD – Courtesy, Radiology, RCI ▪ Larry Burr, MD – Consulting, Radiology, RCI ▪ Craig Clark, MD – Consulting, Radiology, RCI ▪ Darren Davenport, MD – Consulting, Radiology, RCI ▪ Theodore Donta, MD – Consulting, Radiology, RCI ▪ Michael Hanigan, MD – Consulting, Radiology, RCI ▪ Laura Hemann, MD – Courtesy, Radiology, RCI ▪ Michael Hummel, MD – Consulting, 	<p>Tiedt presented a four year agreement with Philips for IntelliSpace Essential Software Maintenance. A motion was made to approve the agreement as presented.</p> <p>Tiedt presented a quote from Insight for a three year Microsoft Enterprise Agreement. A motion was made to approve the quote 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 - Johnston 2nd - Campbell Unanimously Approved</p> <p>1st - Campbell 2nd - Lutz Unanimously Approved</p> <p>1st - Johnston 2nd - Johnson Unanimously Approved</p>
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Radiology, RCI

- David Jensen, MD – Courtesy, Radiology, RCI
- Richard Kundel, MD – Consulting, Radiology, RCI
- Michael Macke, MD – Courtesy, Radiology, RCI
- Joshua McDonald, MD – Courtesy, Radiology, RCI
- William Neff, MD – Courtesy, Radiology, RCI
- Brian Randall, MD – Consulting, Radiology, RCI
- Robert Schmall, MD – Consulting, Radiology, RCI
- Paul Schneider, DO – Consulting, Radiology, RCI
- Brianne Seberger, MD – Courtesy, Radiology, RCI
- Richard Seitz, MD – Consulting, Radiology, RCI
- David Van Roekel, MD – Consulting, Radiology, RCI
- Clay Dahlquist, DO – Active, Family Medicine/Emergency Medicine (Hospitalist), WHC
- Shannon Hull, PA-C – Active, Family Practice, WHC
- Lara Kyhl, ARNP – Active, Emergency Medicine, WHC
- Terrie Thurm, ARNP – Active, OB/Gyn, WHC
- Randy Wirtz, ARNP – Active, Family Practice, WHC
- John Zehr, MD – Active, Emergency Medicine, WHC
- Ahsan Maqsood, MD – Courtesy, Cardiology, WFHC

- Updated Privileges:
 - Courtney Bochmann, DO – Active, Family Practice, WHC (Addition of Hospitalist and Emergency Medicine Privileges)

- Resignations from Medical Staff:
 - Sarah DeVore, ARNP – Active, Family Practice, WHC
 - Tabetha Gehrke, ARNP – Ancillary, WFHC
 - Phillip Lee, MD – Consulting, Otolaryngology, Mason City Clinic
 - Todd Johnston, MD – Courtesy-Provisional, Orthopedic Surgery, CVMS
 - Ben Torrez, MD – Courtesy – Provisional, Orthopedic Surgery, CVMS

- New/Revised Policies: None

<ul style="list-style-type: none"> • Finance Committee (h) <ul style="list-style-type: none"> ▪ Capital Purchase FYI - Barracuda Web Security Gateway 610 (h2) ▪ Capital Purchase FYI – ESU Units (x2) (h3) ▪ Financial Assistance Requests • Executive Committee 12/28/16 (i) • Personnel Committee (j) • Planetree Report • Hospital Website 	<p>Bennett reported that the Finance Committee met this morning. Minutes from the meeting were included in the Board packet. Bennett noted the capital purchases listed at left that were under the Board approval threshold.</p> <p>Bennett presented the following application for financial assistance:</p> <ul style="list-style-type: none"> ▪ Application is for an individual with a balance of \$13,321. The applicant qualifies for 100% write-off under our Financial Assistance Policy. <p>A motion was made to approve the application as presented.</p> <p>The minutes of the 12/28/16 Executive Committee meeting were presented as included in the Board packets. The Executive Committee acted to approve a capital request for a Dexa Machine & Software Upgrade at a cost not to exceed \$48,895. The motion was ratified as presented.</p> <p>Tye reported that the Personnel Committee met on January 9th. Minutes from the meeting were included in the Board packet.</p> <p>Solheim presented a Planetree update, noting that the designation process is changing to incorporate evidence-based practice. She reported that we were able to pilot the revised designation assessment using the new criteria and will be meeting with Planetree to provide our feedback. Solheim noted that we had our 120 Day Meeting last week, and Planetree was assigned one new project, with the potential of a second project associated with the eCW unified medical record project.</p> <p>Solheim announced that our new hospital website is scheduled to launch in early February.</p>	<p>1st - Johnson 2nd - Lutz Unanimously Approved</p> <p>1st - Vallem 2nd - Johnson Unanimously Approved</p>
<p>XII. Closed Session</p> <p>Iowa Code Chapter 21.5.1(c) – Closed session to discuss strategy with counsel in matters that are presently in litigation or where litigation is imminent where its disclosure would be likely to prejudice or disadvantage the position of the governmental body in that litigation.</p> <p>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 hospital’s competitive position when no public purpose would be served by public disclosure.</p>	<p>A motion was made to move into closed session at 7:55 p.m. for the purposes identified at left.</p>	<p>1st - Johnston 2nd - Campbell Unanimously Approved</p>
<p>XIII. Open Session</p>	<p>A motion was made to move back into open session at 9:18 p.m. No action was taken.</p>	<p>1st - Campbell 2nd - Lutz Unanimously Approved</p>

XIV. Adjourn	A motion was made to adjourn the meeting at 9:20 p.m.	1st - Johnson 2nd - Johnston Unanimously Approved
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Next meeting will be held
February 27, 2017
Tendrils Rooftop Garden
7:00 p.m.