

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

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

Speakers Present:
 Jim Atty, CEO
 Doug Karsjens
 Lisa Bennett
 Dr. D. Rathe
 Heidi Solheim

Minutes
 of the Meeting of the
Board of Trustees

August 28, 2017

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 7:02 p.m.	
II. Approval of minutes (b)	Minutes from the 7/24/17 meeting were reviewed. A motion was made to approve the minutes as written.	1st - Lutz 2nd - Campbell Unanimously Approved
III. Celebrations	Congratulations to Heidi Solheim on her anniversary.	
IV. Featured Department – Christophel, Nashua and Walk-In Clinics (Doug Karsjens)	Doug Karsjens presented information about the functions and goals of the Christophel, Nashua, and Walk-In Clinics.	
V. Financial and Statistical Report (c1 – c3)	Bennett presented the financial and statistical report for July. A motion was brought forth from Finance Committee to approve the financial and statistical report as presented. Bennett noted that there have been two significant changes to the year-end financials. The changes include an IPERS reporting adjustment, and an adjustment for the phone system capitalization. These changes will be reflected in the audit report which will be presented to the Board in early November.	1st - Johnson 2nd - Lutz Unanimously Approved
VI. 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
VII. Medical Staff Report (Dr. Rathe)	Dr. David Rathe reported that the Executive Committee of the Medical Staff and the full Medical Staff met on August 21st. They considered privileging and credentialing items as listed below. They also discussed onboarding and mentoring, and routing all medical student placements through the education department.	
VIII. Patient Satisfaction (Heidi Solheim) (e1 – e5)	Solheim presented the patient satisfaction report. She reported on efforts to increase response rates, and to celebrate positive comments and results.	
IX. C.E.O.'s Report <ul style="list-style-type: none"> Physician Recruitment HEC/Premier (f) 	Atty reported that Dr. Hetal Patel started today. After her orientation, she will be providing services at the Shell Rock Clinic. Atty presented an agreement with HEC/Premier for group purchasing. A motion was made to approve the seven year agreement as presented.	1st - Johnston 2nd - Lutz Unanimously Approved
X. Old Business		
XI. New Business <ul style="list-style-type: none"> Compliance Program Annual Evaluation (g) Organizational Chart (h) 	Bennett presented the annual compliance program evaluation as included in the Board packets. A motion was made to approve the annual evaluation as presented. Atty presented an update to the organizational chart	1st - Johnson 2nd - Campbell Unanimously Approved

<ul style="list-style-type: none"> • Finance Committee (k) <ul style="list-style-type: none"> ▪ Capital Request – Cisco 40G UCS - \$141,410 (k1) ▪ Capital Purchase FYI – Trophon – High Level Disinfection System for Ultrasound Probes - \$7,225.78 (k2 & k2a) ▪ Capital Purchase FYI – Software Upgrade, IVR Computer Replacement - \$6,805 (k3 & k3a) ▪ Capital Purchase FYI – IP Address Block for BGP - \$6,144 (k4) ▪ Capital Purchase FYI – Cisco BGP Redundancy - \$43,711 (k5) ▪ Capital Purchase FYI – NetApp Storage Expansion - \$42,175 (k6) ▪ Financial Assistance <ul style="list-style-type: none"> • Planetree Update 	<p>Bennett reported that the Finance Committee met this morning. Minutes from the meeting were included in the Board packet.</p> <p>Bennett presented a budgeted capital request for a Cisco 40G UCS at a cost not to exceed \$141,410. A motion was brought forth from the Finance Committee to approve the capital request as presented. 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 \$12,635.30. 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>There was no report.</p>	<p>1st - Lutz 2nd - Johnson Unanimously Approved</p> <p>1st - Johnston 2nd - Lutz Unanimously Approved</p>
<p>XII. Closed Session</p> <p>Iowa Code Chapter 21.5.1(1) - 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 7:56 p.m. for the purpose identified at left.</p>	<p>1st - Campbell 2nd - Lutz Unanimously Approved</p>
<p>XIII. Open Session</p>	<p>A motion was made to move back into open session at 8:34 p.m.</p> <p>A motion was made to approve the Walk-In Clinic renovation project at a cost not to exceed \$124,999.99.</p>	<p>1st - Lutz 2nd - Campbell Unanimously Approved</p> <p>1st - Lutz 2nd - Johnson Unanimously Approved</p>
<p>XIV. Closed Session</p> <p>Iowa Code Chapter 21.5.1(1) - 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 8:37 p.m. for the purpose identified at left.</p>	<p>1st - Campbell 2nd - Lutz Unanimously Approved</p>
<p>XV. Open Session</p>	<p>A motion was made to move back into open session</p>	<p>1st - Campbell</p>

	at 9:00 p.m.	2nd - Lutz Unanimously Approved
XVI. Adjourn	A motion was made to adjourn the meeting at 9:01 p.m.	1st - Johnston 2nd - Johnson Unanimously Approved

Next meeting will be held
Monday, September 25, 2017
7:00 p.m.
Tendrils Rooftop Garden