

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

Guests Present:
 Karen Thalacker
 Jerry Tiedt
 Missy Timmermans
 Angie Tye
 Iris Vering
 Jennie Waller

Minutes
 of the Meeting of the
 Board of Trustees

July 23, 2018

6:00 p.m.
 CG Room

WAVERLYHEALTH
 — C E N T E R —

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

Speakers Present:
 Jim Atty, CEO
 Brian Sanderman
 John Lang
 Emily Neuendorf
 Jonathan Cornett
 Nikhil Mehta
 Girish Navani (by phone)
 Lisa Bennett

Item	Discussion/Notes	Action
I. Meeting called to order	Called to order by Vallem at 6:01 p.m.	
II. Approval of minutes (b)	Minutes of the 6/25/18 were reviewed. A motion was made to approve the minutes as written.	1st - Campbell 2nd - Johnston Unanimously Approved
III. Celebrations		
IV. Facility Master Planning (InVision Architecture, Graham Construction & Modus)	Brian Sanderman from InVision Architecture and John Lang from Graham Construction presented information about the facility master planning process.	
V. Featured Department – Foundation (Emily Neuendorf)	Emily Neuendorf presented information about the functions and goals of the WHC Foundation. She discussed the upcoming annual campaign.	
VI. Information Systems Update	Tiedt presented an information systems update, reporting that progress has been delayed with the unified medical record project. Jonathan Cornett, Nikhil Mehta & Girish Navani provided further information on the programs progress and eCWs plan moving forward.	
VI. Financial and Statistical Report (c1 – c3)	Bennett presented the preliminary financial and statistical report for June. She noted that the audit will commence in late August and be presented to the Board in October. A motion was brought forth from the Finance Committee to approve the preliminary financial and statistical report as presented.	1st - Johnson 2nd - Lutz Unanimously Approved
VII. Committee/Department Reports: • Environment of Care (d)	The Environment of Care Committee report was presented as included in Board packets.	Accepted
VIII. Medical Staff Report	Atty reported that the Executive Committee of the Medical Staff met on July 16 th . They considered privileging and credentialing items as listed below. Atty noted that they have approved adding a midlevel provider to the Executive Committee of the Medical Staff.	
IX. C.E.O.'s Report • Physician Recruitment	Atty presented an update on recruiting to meet patient care needs, noting that Dr. Glascock and Dr. Weno started this week, and Dr. DeFord is seeing patients in the Nashua Clinic.	
X. Old Business	None.	
XI. New Business • Auxiliary Annual Report (e)	The Auxiliary Annual Report was presented as included in the Board packets. A motion was made to approve the report as presented and to express the appreciation of the Board.	1st - Campbell 2nd - Lutz Unanimously Approved

<ul style="list-style-type: none"> • Compliance Program Annual Evaluation (f1 & f2) • Denman & Company Engagement Letter (g1 – g3) • Request for Privileges: <ul style="list-style-type: none"> ▪ Nicholas Masse, MD – Courtesy, Radiology, RCI ▪ Robin Farley, OPA-C – Courtesy, Orthopedic Physician Assistant, CVMS ▪ Jason Jampoler, RN First Assist – Active, General Surgery, WHC • Provisional Appointment to Medical Staff: <ul style="list-style-type: none"> ▪ Colin DeFord, DO – Active, Family Practice, WHC ▪ Barbara Weno, MD – Active, OB-Gyn, WHC ▪ Natasha Broom, CRNA – Courtesy (Locums), Anesthesia, Iowa Anesthesia ▪ Maryl Smith, ARNP – Consulting, Psychiatric & Mental Health, Integrated Telehealth Partners ▪ Michaelangelo Fuortes, MD – Courtesy, Radiology, RCI ▪ Scott Harring, MD – Courtesy, Radiology, RCI • Updated Privileges: <ul style="list-style-type: none"> ▪ Brad Zeithamel, DNP, CRNA, ARNP – Interventional Pain Management, Iowa Anesthesia (Addition of Anesthesia Clinical Privileges) • Recommendations Regarding Provisional Status: <ul style="list-style-type: none"> ▪ Hetal Patel, MD – Active, Family Practice, WHC ▪ Tracy Elliott, ARNP – Courtesy, Family Practice, CVMS • Resignation from Medical Staff: <ul style="list-style-type: none"> ▪ Toni Luck, ARNP – Active, Emergency Medicine, WHC • New/Updated Clinical Privilege Forms: <ul style="list-style-type: none"> ▪ RN First Assistant (h1) ▪ Urology (h2) • New/Revised Policies & Procedures: None • Finance Committee (i) 	<p>Bennett presented the annual compliance program evaluation as included in the Board packets. A motion was made to approve the annual evaluation as presented.</p> <p>Bennett presented an engagement letter with Denman & Company, LLP for audit services. Bennett noted that the agreement includes auditing the Foundation to comply with regulations. A motion was made to approve the three year agreement with Denman & Company, LLP for audit services.</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/revised clinical privilege forms, listed at left, were presented for review as included in the Board packets. The privilege forms have been reviewed by the Executive Committee of the Medical Staff and are recommended for approval. A motion was made to approve the privilege forms as written.</p> <p>Bennett reported that the Finance Committee met this morning, minutes from the meeting were</p>	<p>1st - Johnson 2nd - Johnston Unanimously Approved</p> <p>1st - Johnston 2nd - Campbell Unanimously Approved</p> <p>1st - Johnson 2nd - Lutz Unanimously Approved</p> <p>1st - Campbell 2nd - Johnson Unanimously Approved</p>
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<ul style="list-style-type: none"> ▪ Capital Request – Agility Employee Health Software (i1-i2) ▪ Capital Report (i3) ▪ Cash Transfer Report (i4) ▪ Financial Assistance Requests ▪ Financial Assistance Annual Review ▪ Financial Assistance Policy (i5) • Executive Committee: 7/16/18 (j1-j4) • Person-Centered Care Update 	<p>included in the packet.</p> <p>Bennett presented a budgeted capital request for Agility Employee Health Software at a cost not to exceed \$10,500. The request is coming forward for approval due to being over the budgeted amount. A motion was brought forth from the Finance Committee to approve the capital request as presented.</p> <p>Bennett presented the capital report and cash transfer report as included in the Board packets.</p> <p>There were no applications for financial assistance.</p> <p>The financial assistance annual review was tabled until the next meeting.</p> <p>Bennett presented the Financial Assistance Policy as included in the Board packet. The policy was updated to reflect our current amounts generally billed (ABG) from 47 to 52%. A motion was made to approve the Financial Assistance Policy as presented.</p> <p>The minutes of the 7/16/18 Executive Committee meeting were presented as included in the Board packets. The Executive Committee acted to approve a three year agreement with Verisys for credentialing services. The motion was ratified as presented.</p> <p>Atty reported that our re-certification application is being voted on by the Planetree certification committee tomorrow.</p>	<p>1st - Lutz 2nd - Johnson Unanimously Approved</p> <p>1st - Campbell 2nd - Lutz Unanimously Approved</p> <p>1st - Vallem 2nd - Johnson Unanimously Approved</p>
<p>XI. Closed Session</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>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>A motion was made to move into closed session at 8:16 p.m. for the purposes identified at left.</p>	<p>1st - Campbell 2nd - Johnston Unanimously Approved</p>
<p>XII. Open Session</p>	<p>A motion was made to move back into open session at 9:15 p.m. No action was taken in closed session.</p>	<p>1st - Lutz 2nd - Johnston Unanimously Approved</p>
<p>XIII. Adjourn</p>	<p>A motion was made to adjourn the meeting at 9:16 p.m.</p>	<p>1st - Johnston 2nd - Campbell Unanimously Approved</p>

Next meeting will be held

Monday, August 27, 2018 - 6:00 p.m.
Tendrils Rooftop Garden