

Members Present:
 Susan Vallem, Chair
 Ann Henninger Trax
 Roger Johnson
 John Johnston
 Barb Lutz

Guests Present:
 Diane Kohls
 Karen Thalacker
 Angie Tye
 Jennie Waller

Minutes
 of the Meeting of the
Board of Trustees
 January 27, 2020
 6:00 p.m.
Tendrils Rooftop Garden



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

Speakers Present:
 Jim Atty, CEO
 Jodi Geerts, CNO
 Heidi Solheim, COO

Item	Discussion/Notes	Action
I. Meeting called to order	Called to order by Vallem at 6:00 p.m.	
II. Approval of minutes (b)	Minutes of the 12/19/19 meeting were reviewed. A motion was made to approve the minutes as written.	1st - Johnston 2nd - Johnson Unanimously Approved
III. Celebrations	Welcome to Ann Henninger Trax! Our trauma program was recertified. We were approved to be designated as a rural facility by the state of Iowa. This is excellent news for us as it opens up scholarship opportunities that will help us recruit medical staff providers.	
IV. Financial and Statistical Report (c1 – c3)	Atty presented the financial and statistical reports for December. A motion was brought forth from the Finance Committee to approve the financial and statistical report as presented.	1st - Lutz 2nd - Johnson Unanimously Approved
V. Committee/Department Reports: • Environment of Care (d)	The Environment of Care Committee report was presented as included in the Board packets.	Accepted
VI. Medical Staff Report (Dr. Styron)	Dr. Styron reported that the Executive Committee of the Medical Staff met on January 20th. They considered privileging and credentialing items as listed below.	
VII. C.E.O.'s Report • Chamber of Commerce Membership (e) • Organizational Chart (f) • Strategic Plan Update Communication • Building Project Update ▪ Project Budget Communication	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 \$5,000 in membership support to the Waverly Chamber of Commerce. Atty presented a revision to the organizational chart. The one change to reporting relationships involved moving pain services under outpatient medical services. A motion was made to approve the revised organizational chart as presented. Atty and Solheim presented the plan to roll out the new strategic plan to staff. Discussion was held on how often the Board would like to have updates on strategic progress. The consensus of the Board was to have quarterly updates on progress. Solheim presented a building project update, noting that we have notice to proceed with three of our contractors for the project. Discussion was held on how the Board would prefer to be kept informed	1st - Johnson 2nd - Lutz Unanimously Approved 1st - Lutz 2nd - Henninger Unanimously Approved

	<p>about project related medical equipment purchases. The consensus of the Board was that purchases that were approved in the project budget do not need to come forward for additional approval. The Board requested a monthly medical equipment project budget report to be included with the Board packets.</p>	
<p>VIII. Annual Business</p> <ul style="list-style-type: none"> Review of Board Bylaws - https://myintranet.waverlyhealthcenter.org/intranet/documents/66/485/?& Review of Board Policy - https://myintranet.waverlyhealthcenter.org/intranet/documents/376/3715 Confidentiality Statement (g1) Duality & Conflict of Interest (g2) Authority of Health Center Environment of Care (g3) Election of Officers Committee Assignments (g4) Volunteer Services Annual Report (g5) 	<p>The Board Bylaws were presented for annual review. No changes were required at this time. A motion was made to approve the Board Bylaws as written.</p> <p>The Board Policy was presented for annual review. No changes were required at this time. A motion was made to approve the Board Policy as written.</p> <p>Discussion was held regarding continuing education needs for the Board. Atty will work on developing a plan to address the topics identified.</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. Henninger was appointed to fill the vacancy on the Personnel Committee and the Board Quality Committee.</p> <p>The Volunteer Services annual report was presented as included in the Board packets. The Board expressed gratitude for the time and talents contributed by our volunteers.</p>	<p>1st - Johnston 2nd - Johnson Unanimously Approved</p> <p>1st - Lutz 2nd - Johnston Unanimously Approved</p> <p>1st - Johnson 2nd - Lutz Unanimously Approved</p> <p>1st - Johnston 2nd - Henninger Unanimously Approved</p>
IX. Information Systems Update	<p>Solheim presented an information systems update, noting the scheduled Paragon upgrade, and progress on the implementation of the Provation order sets. Solheim also reported that we will begin providing helpdesk services onsite again at the end of February.</p>	
X. Old Business		
<p>XI. New Business</p> <ul style="list-style-type: none"> Becton, Dickinson and Company Agreement (h) 	<p>Solheim presented a five year agreement with Becton, Dickinson and Company for lab equipment and supplies. A motion was made to approve the agreement as presented.</p>	<p>1st - Johnston 2nd - Henninger Unanimously</p>

<ul style="list-style-type: none"> ▪ Capital Report (12) ▪ Cash Transfer Report ▪ Financial Assistance Requests ▪ Quality Assurance and Performance Improvement Plan 	<p>Atty presented the capital report as included in the Board packets. He noted that we will be making changes to the cash transfer report. There were no cash transfers this month.</p> <p>Atty presented an application for financial assistance:</p> <ul style="list-style-type: none"> • Application is for an individual with a balance of \$21,937. The applicant qualifies for a 100% write-off under our Financial Assistance Policy. <p>A motion was made to approve the application as presented.</p> <p>Geerts presented a draft of our quality assurance and performance improvement plan. The plan will come back to the Board for approval at the February meeting.</p>	<p>1st - Lutz 2nd - Johnston Unanimously Approved</p>
<p>XII. Closed Session</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>A motion was made to move into closed session at 7:33 p.m. for the purpose identified at left.</p>	<p>1st - Henninger 2nd - Johnson Unanimously Approved</p>
<p>XIII. Open Session</p>	<p>A motion was made to move back into open session at 8:15 p.m. No action was taken in closed session.</p>	<p>1st - Johnston 2nd - Henninger Unanimously Approved</p>
<p>XIV. Adjourn</p>	<p>A motion was made to adjourn the meeting at 8:16 p.m.</p>	<p>1st - Johnston 2nd - Henninger Unanimously Approved</p>

Next meeting will be held
February 24, 2020
Tendrils Rooftop Garden
6:00 p.m.