

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

Guests Present:
 Diane Kohls
 Karen Thalacker
 Missy Timmermans
 Angie Tye
 Jennie Waller

Minutes
 of the Meeting of the
Board of Trustees
 July 27, 2020
 6:00 p.m.



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

Speakers Present:
 Jim Atty, CEO
 Lisa Bennett, CFO
 Jodi Geerts, CNO
 Heidi Solheim, COO
 Dr. Dahlquist, CMO

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Item	Discussion/Notes	Action
I. Meeting called to order	Called to order by Johnson at 6:04 p.m.	
II. Approval of minutes (b)	Minutes of the 6/22/20 meeting were reviewed. Henninger noted typographical errors that need to be corrected. A motion was made to approve the minutes with corrections as noted.	1st - Johnson 2nd - Johnston Unanimously Approved
III. Celebrations	Atty celebrated progress on the capital campaign.	
V. Financial and Statistical Report (c)	Bennett presented the preliminary financial and statistical report for June. The final report will be presented at the August meeting.	
VI. Committee/Department Reports: • Environment of Care (d)	The Environment of Care Committee report was presented as included in the Board packets.	
VII. Medical Staff Report (Dr. Styron)	Geerts reported that the Executive Committee of the Medical Staff and the full Medical Staff met on 7/20. They considered privileging and credentialing items as listed below. She noted that the updated LISW privilege form is not ready for approval at this time.	
VIII. C.E.O.'s Report • Strategic Plan Update (e) • Physician Recruitment • Building Project Update (f)	Atty presented an update on the strategic plan, noting that information on the timeline was included in the Board packet. A strategic planning retreat is scheduled for August, and an update will be provided to the Board following that meeting. Atty presented an update on physician recruitment. Solheim presented a building project update, noting that the project is on schedule. She noted that we've had 6 change orders to date, and she provided information on a few larger change orders that we will be considering as the project moves forward. Check out the progress on our Facebook page - https://www.facebook.com/Waverly-Health-Center-Building-for-You-109837104029949	
IX. Quality Update	No report.	
X. Old Business		
XI. New Business • Auxiliary Annual Report (g1 & g2)	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 - Lutz 2nd - Johnston Unanimously Approved

<ul style="list-style-type: none"> • CT Service Agreement (h) • CEC Nurse Call Agreement (i) • Resolution Naming Depositories (j) • Tempus Nova, LLC Agreement for GSuite Transition and Data Migration (k) • Request for Privileges: <ul style="list-style-type: none"> ▪ Saleena Neuhaus, LISW – Active, Licensed Independent Social Worker, WHC ▪ Monte Phillips, LISW – Active, Licensed Independent Social Worker, WHC ▪ Holly Wardlow, LISW – Active, Licensed Independent Social Worker, WHC • Provisional Appointment to Medical Staff: <ul style="list-style-type: none"> ▪ Jennifer Schuchmann, MD – Active, OB-Gyn, WHC • Recommendations Regarding Provisional Status: <ul style="list-style-type: none"> ▪ David Congdon, MD – Courtesy, Plastic Surgery & Otolaryngology, CVMS ▪ Micaela Rahm, ARNP – Courtesy, ARNP-Cardiology, CVMS • Resignations from Medical Staff: <ul style="list-style-type: none"> ▪ Bethany Heidemann, ARNP – Ancillary, ARNP-Otolaryngology, Iowa ENT • Privilege Form Update <ul style="list-style-type: none"> ▪ Clinical Social Worker (LISW) (l) • New/Revised Policies & Procedures: None • Finance Committee (m) <ul style="list-style-type: none"> ▪ Capital Requests – None ▪ Capital Report ▪ Cash Investments & Transfer Report 	<p>Bennett presented an eight year agreement with GE Healthcare for CT service. A motion was made to approve the agreement as presented.</p> <p>Solheim presented a three year agreement with CEC for Rauland Software Maintenance. A motion was made to approve the agreement as presented.</p> <p>Bennett presented a revised resolution naming depositories. The resolution was revised to add Old National Bank, which had merged with Victoria State Bank. A motion was made to approve the resolution as presented.</p> <p>Solheim presented an agreement with Tempus Nova, LLC for G Suite transition and data migration. 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>Bennett reported that the Finance Committee met this morning, minutes from the meeting were included in the Board packets.</p> <p>Bennett presented the capital and cash investments and transfer reports as included in the Board packets. Bennett noted that the cash investments and transfer report will contain a lot of activity with building</p>	<p>1st - Henninger 2nd - Johnson Unanimously Approved</p> <p>1st - Henninger 2nd - Lutz Unanimously Approved</p> <p>1st - Johnson 2nd - Lutz Unanimously Approved</p> <p>1st - Johnston 2nd - Lutz Unanimously Approved</p> <p>1st - Johnson 2nd - Henninger Unanimously Approved</p>
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<ul style="list-style-type: none"> ▪ Financial Assistance Requests • Executive Committee 6/23/20 (n) 	<p>project and COVID related funding moving forward.</p> <p>Bennett presented an application for financial assistance:</p> <ul style="list-style-type: none"> • Application is for an individual with a balance of \$15,188. 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>The minutes of the 6/23/20 Executive Committee meeting were presented as included in the Board packets. The Executive Committee acted to approve the purchase of an electric water heater. The motion was ratified as presented.</p>	<p>1st - Lutz 2nd - Johnston 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 6:52 p.m. for the purpose identified at left.</p> <p>Attendees for the closed session were: Jim Atty, CEO Jodi Geerts, CNO Susan Vallem, Chair Ann Henninger Trax Roger Johnson John Johnston Barb Lutz Karen Thalacker</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 7:26 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 7:28 p.m.</p>	<p>1st - Johnston 2nd - Lutz Unanimously Approved</p>

Next meeting will be held
Monday, August 24, 2020
6:00 p.m.