

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

Guests Present:  
 Diane Kohls  
 Angie Tye  
 Jennie Waller

Minutes  
 of the Meeting of the  
**Board of Trustees**  
 December 19, 2019  
 6:00 p.m.  
**Carstensen/Gruben Room**



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

Members Excused:  
 Susan Vallem, Chair

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

Item	Discussion/Notes	Action
I. Meeting called to order	Called to order by Johnson at 6:03 p.m.	
II. Acting Secretary for 12/19/19 Meeting	Johnson appointed Lutz to act as secretary for the 12/19/19 Board of Trustees meeting. A motion was made to approve the appointment of Lutz.	1st - Johnston 2nd - Campbell Unanimously Approved
III. Approval of minutes (b1 & b2)	Minutes of the 11/25/19 and 12/12/19 meeting were reviewed. A motion was made to approve both sets of minutes as written.	1st - Johnston 2nd - Campbell Unanimously Approved
III. Celebrations	Thank you to Campbell for her years of service as a trustee for Waverly Health Center.  Progress on the Foundation campaign for the building project.	
IV. Financial and Statistical Report (c1 – c3)	Bennett presented the financial and statistical report for November. A motion was brought forth from the 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"> <li>• Environment of Care (d)</li> </ul>	The Environment of Care Committee report was presented as included in the Board packets.	Accepted
VI. Medical Staff Report (Dr. Styron)	Atty reported that the Executive Committee of the Medical Staff met on December 16 <sup>th</sup> . They considered privileging and credentialing items as listed below.	
VII. Quality Update	Geerts reported that we are currently working on a comprehensive clinical quality assurance and performance plan. It will be brought to the Board for approval following Medical Staff approval.	
VIII. C.E.O.'s Report <ul style="list-style-type: none"> <li>• Physician Recruitment</li> <li>• Building Project Update</li> </ul>	Atty presented a physician recruitment update.  Solheim presented a building project update, noting plans to keep employees and the public apprised of our progress throughout the construction process.	
IX. Old Business		
X. New Business <ul style="list-style-type: none"> <li>• Resolution Taking Further Action on Bid Packages Relating to an Improvement Project for the Waverly Health Center (e)</li> <li>• Resolution Naming Depositories (f)</li> </ul>	Johnson introduced a resolution taking further action on bid packages relating to an improvement project for the Waverly Health Center. A motion was made to adopt the resolution as presented.  Bennett presented an updated resolution naming	1st - Lutz 2nd - Campbell Unanimously Approved

<ul style="list-style-type: none"> <li>• Incumbency Certificate (Resolution) (g)</li>   <li>• Strategic Plan (h)</li>   <li>• Community Health Needs Assessment Action Plan (i)</li>   <li>• HR Annual Report (j)</li>   <li>• Organizational Chart (k)</li>   <li>• Request for Privileges: <ul style="list-style-type: none"> <li>▪ Ellen Jacque, ARNP – Active, Family Practice, WHC</li> </ul> </li>   <li>• Provisional Appointment to Medical Staff: <ul style="list-style-type: none"> <li>▪ David Congdon, MD – Courtesy, Otolaryngology and Plastic Surgery, CVMS</li> <li>▪ Joan James, MD – Consulting, Psychiatry, Integrated Telehealth Partners</li> </ul> </li>   <li>• Reappointments to Medical Staff: <ul style="list-style-type: none"> <li>▪ Jodi Bangasser, AGNP – Active, Family Practice, WHC</li> <li>▪ Shawn Blake, CRNA – Courtesy, Anesthesia, Iowa Anesthesia LC</li> <li>▪ Amy Bodensteiner, PA-C – Active, Family Practice, WHC</li> <li>▪ Jennifer Chastek, CRNA – Courtesy, Anesthesia, Iowa Anesthesia LC</li> <li>▪ Scott Chastek, CRNA – Courtesy, Anesthesia &amp; Pain Management, Iowa Anesthesia LC</li> <li>▪ Randy Cornelius, CRNA – Courtesy, Anesthesia, Iowa Anesthesia LC</li> <li>▪ Amber Crawford, DO – Active, General Surgery, WHC</li> <li>▪ Stacia Danielson, ARNP – Active, Psychiatric and Mental Health, WHC</li> <li>▪ Mary Deutmeyer, ARNP – Active, Family Practice, WHC</li> <li>▪ Carrie Evans, ARNP – Active, Family Practice &amp; Emergency Medicine, WHC</li> </ul> </li> </ul>	<p>depositories for Waverly Health Center. The amount for UMB Bank has been increased for the interim construction financing. A motion was made to approve the resolution as presented.</p> <p>Bennett presented an incumbency certificate designating Vallem, Atty &amp; Bennett as authorized representatives of Waverly Health Center. A motion was made to approve the incumbency certificate as presented.</p> <p>Atty presented the strategic plan for 2020 – 2023. Discussion was held regarding the goals and strategies. A motion was made to approve the strategic plan as presented.</p> <p>Solheim presented the action plan for the community health needs assessment as included in the Board packets. A motion was made to approve the community health needs assessment as presented.</p> <p>Tye presented the HR annual report as included in the Board packets.</p> <p>Atty presented revisions to the organizational chart, there were no changes in reporting relationships. A motion was made to approve the organizational chart 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 - Lutz 2nd - Campbell Unanimously Approved</p> <p>1st - Lutz 2nd - Johnston Unanimously Approved</p> <p>1st - Campbell 2nd - Lutz Unanimously Approved</p> <p>1st - Johnston 2nd - Lutz Unanimously Approved</p> <p>1st - Johnston 2nd - Campbell Unanimously Approved</p>
--	--	---

<ul style="list-style-type: none"> <li>▪ Richard Jacobson, CRNA – Courtesy, Anesthesia &amp; Pain Management, Iowa Anesthesia LC</li> <li>▪ M. Michele Martins, MD – Active, OB-Gyn, WHC</li> <li>▪ Megan McMillin, PA-C – Active, Family Practice, WHC</li> <li>▪ Mark Odden, CRNA – Courtesy, Anesthesia &amp; Pain Management, Iowa Anesthesia LC</li> <li>▪ Sarah Tweedy, CRNA – Courtesy, Anesthesia, Iowa Anesthesia LC</li> <li>▪ Richard Valente, MD – Consulting, Cardiology, MercyOne</li> <li>▪ Stacy Wagner, DO – Active, Pediatrics and Spa Services, WHC</li> <li>▪ Wei Yang, MD – Consulting, Pathology, Cedar Valley Pathology</li> <li>▪ Bradley Zeithamel, CRNA – Courtesy, Anesthesia &amp; Pain Management, Iowa Anesthesia LC</li> </ul> <ul style="list-style-type: none"> <li>• Recommendations Regarding Provisional Status: <ul style="list-style-type: none"> <li>▪ Mark Bennett, CRNA – Courtesy, Anesthesia, Iowa Anesthesia LC</li> <li>▪ Shawn Blake, CRNA – Courtesy, Anesthesia, Iowa Anesthesia LC</li> <li>▪ Sarah Tweedy, CRNA – Courtesy, Anesthesia, Iowa Anesthesia LC</li> <li>▪ Stacey Lester, PA-C – Courtesy, PA-C Plastic Surgery, Mason City Clinic</li> <li>▪ Kristin Loterbauer, RN – Courtesy, RN – Plastic Surgery, Mason City Clinic</li> </ul> </li> <li>• Resignations from Medical Staff: <ul style="list-style-type: none"> <li>▪ Kathleen Heise, ARNP – Active, Family Practice, WHC</li> </ul> </li> <li>• New Policies &amp; Procedures: None</li> <li>• Finance Committee (1) <ul style="list-style-type: none"> <li>▪ Capital Report</li> <li>▪ Cash Transfer Report</li> <li>▪ Financial Assistance Requests</li> </ul> </li> </ul>	<p>Bennett reported that the Finance Committee met this morning, minutes from the meeting were included in the packet.</p> <p>Bennett presented the capital report and cash transfer report as included in the Board packets.</p> <p>Bennett presented an application for financial assistance:</p> <ul style="list-style-type: none"> <li>▪ Application is for an individual with a balance on \$13,071.74. The applicant qualifies for a 100% write-off under our Financial Assistance Policy.</li> </ul> <p>A motion was made to approve the application as presented.</p>	<p>1st - Campbell 2nd - Johnston Unanimously Approved</p>
<p>XI. Closed Session Iowa Code Chapter 21.5.1(i) – Closed session to evaluate the professional competency of an</p>	<p>A motion was made to move into closed session at 7:13 p.m. for the purpose identified at left.</p>	<p>1st - Campbell 2nd - Johnston Unanimously</p>

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.		Approved
XII. Open Session	A motion was made to move back into open session at 7:51 p.m. No action was taken in closed session.	1st - Campbell 2nd - Lutz Unanimously Approved
XIII. Adjourn	A motion was made to adjourn the meeting at 7:52 p.m.	1st - Johnston 2nd - Lutz Unanimously Approved

Next meeting will be held

**Monday, January 27, 2020**

**6:00 p.m.**

**Tendrils Rooftop Garden**