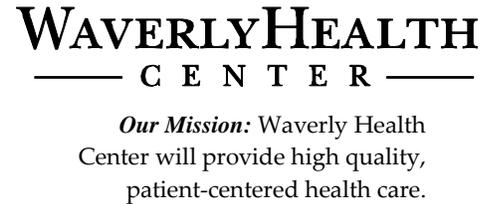


Members Present:
 Susan Vallem, Chair
 Roger Johnson, Secretary
 Gloria Campbell
 John Johnston

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

Minutes
 of the Meeting of the
Board of Trustees
 August 26, 2019
 6:00 p.m.
Tendrils Rooftop Garden



Members Excused:
 Barb Lutz

Speakers Present:
 Jim Atty, CEO
 Connie Koehler
 Lisa Bennett, CFO
 Dr. Styron
 Heidi Solheim, COO
 Jodi Geerts, CNO

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 7/22/19 meeting were reviewed. A motion was made to approve the minutes as written.	1st - Johnston 2nd - Campbell Unanimously Approved
III. Featured Department – Medical/Surgical (Connie Koehler)	Connie Koehler presented information about the functions and goals of the Medical/Surgical department.	
IV. Celebrations		
V. Financial and Statistical Report (c1 – c3)	Bennett presented the financial and statistical report for June and July. A motion was brought forth from the Finance Committee to approve the financial and statistical report as presented. Bennett noted that the Denman & Company will be onsite for our audit next week.	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. Styron)	Dr. Styron reported that the Executive Committee of the Medical Staff and the full Medical Staff met on August 19 th . They considered privileging and credentialing items as listed below. They also discussed emergency department protocols.	
VIII. Patient Satisfaction (Heidi Solheim) (e1 – e5)	Solheim presented information about the patient satisfaction reports that were included in the Board packet.	
IX. C.E.O.'s Report <ul style="list-style-type: none"> Physician Recruitment Building Project Update Form RD 400-1 EOA (f1) Form RD 400-4 Assurance Agreement (f2) Office Space/Storage Lease 	Atty provided an update on physician recruitment. Solheim and Atty presented a building project update. Solheim reported that the pre-work package is currently out for bid. Bids are due on September 5 th and we will have a public hearing/special Board meeting to approve winning bids on September 16 th at 7:30 a.m. Bids for the second package will be due on October 30 th . We will have a public hearing/special Board meeting to approve winning bids on November 11 th at 5 p.m. Solheim presented the USDA Equal Opportunity Agreement RD 400-1; and USDA Assurance Agreement RD400-4, as included in the Board packets. A motion was made to approve both agreements as presented. Solheim presented proposed terms for an office space/storage lease to meet our needs during	1st - Campbell 2nd - Johnson Unanimously Approved

<ul style="list-style-type: none"> • Information Systems Update <ul style="list-style-type: none"> ▪ Nuance Dragon Agreement (g) 	<p>construction. Proposed terms for the standard triple net lease include \$4,000 rent per month for 2 years, with auto renewal at our request, and a 90 day cancellation notice. Discussion was held regarding the benefits of the lease. A motion was made to approve the proposed lease terms as presented.</p> <p>Solheim presented an information systems update, including an upgrade and five year service agreement with Nuance Dragon. A motion was made to approve the upgrade and five year service agreement as presented.</p>	<p>1st - Johnson 2nd - Campbell Unanimously Approved</p> <p>1st - Johnston 2nd - Campbell Unanimously Approved</p>
<p>X. Quality Report Card (Jodi Geerts) (h)</p>	<p>Geerts reported that we are currently working on revising our quality report card, it will be presented to the Board next month.</p>	
<p>XI. Old Business</p>		
<p>XII. New Business</p> <ul style="list-style-type: none"> • Environment of Care (EOC) Annual Evaluations (i1-i7) • Compliance Program Annual Evaluation (j) • Emergency Management Annual Evaluation (k) • Cepheid Capacity Expansion Agreement (l) • Bactec Agreement (m) • Stryker Agreements (n) • Iowa Trauma System – Trauma Care Facility Letter of Commitment (o) 	<p>Bennett presented the EOC Fiscal Year 2019 annual evaluations as included in the Board packets. A motion was made to approve the annual evaluations as presented.</p> <p>Bennett presented the Compliance Program Fiscal Year 2019 annual evaluation as included in the Board packets. A motion was made to approve the annual evaluation as presented.</p> <p>Solheim presented the Fiscal Year 2019 Emergency Management annual evaluation as included in the Board packets. A motion was made to approve the annual evaluation as presented.</p> <p>Solheim presented a three year reagent-capacity expansion agreement with Cepheid. A motion was made to approve the agreement as presented.</p> <p>Solheim presented a five year lease agreement for the Bactec FX40. A motion was made to approve the lease agreement as presented.</p> <p>Bennett presented a three year pricing agreement with Stryker for joint procedures. Discussion was held regarding the terms and cost savings associated with the agreement. A motion was made to approve the three year pricing agreement as presented.</p> <p>Atty and Geerts presented a proposed capital lease with Stryker. The 4 year capital lease includes surgical lighting and equipment, and Med/Surg replacement beds. Discussion was held regarding the terms of the capital lease, and the need to move forward with the identified upgrades and replacements at this time. A motion was made to approve the 4 year capital lease as presented.</p> <p>Geerts presented the Trauma Care Facility letter of commitment as included in the Board packets. A</p>	<p>1st - Johnston 2nd - Campbell Unanimously Approved</p> <p>1st - Campbell 2nd - Johnson Unanimously Approved</p> <p>1st - Johnson 2nd - Johnston Unanimously Approved</p> <p>1st - Campbell 2nd - Johnston Unanimously Approved</p> <p>1st - Johnson 2nd - Campbell Unanimously Approved</p> <p>1st - Campbell 2nd - Johnson Unanimously Approved</p> <p>1st - Johnson 2nd - Campbell Unanimously Approved</p> <p>1st - Campbell</p>

<ul style="list-style-type: none"> • Request for Privileges: <ul style="list-style-type: none"> ▪ Stacy Huck, CPNP-PC – Active, ARNP – Pediatrics, WHC • Provisional Appointment to Medical Staff: <ul style="list-style-type: none"> ▪ Megan Imoehl, ARNP – Courtesy, ARNP – Orthopedics, CVMS ▪ Tiffanie LaPan, CRNA – Courtesy, Anesthesia, Iowa Anesthesia, L.C. ▪ Kelsey Masters, ARNP – Active, Family Practice, WHC ▪ Casey Shaffer, MD – Courtesy, Radiology, RCI • Reappointment to Medical Staff: <ul style="list-style-type: none"> ▪ Jan Davis, ARNP – Active, Family Practice, WHC ▪ Tracy Elliott, ARNP – Courtesy, Family Practice, CVMS ▪ John Matthew Glascock, MD – Active, General Surgery, WHC ▪ Kathleen Heise, ARNP – Active, Family Practice, WHC ▪ Arnold Honick, MD – Courtesy, Radiology, RCO ▪ Troy Ivey, DO – Active, General Surgery, WHC ▪ Shannon Lau, MD – Courtesy (Locums), Obstetrics & Gynecology, Independent Contract ▪ Philip Lee, MD – Courtesy, Otolaryngology, Mason City Clinic ▪ LaDawna Myrmo, CNM – Active, Midwifery, WHC ▪ Eromosele Otoadese, MD – Courtesy, Vascular Medicine, Northern Iowa Cardiovascular Thoracic Surgery Clinic ▪ Abdul Panhwar, MD – Active, Emergency Medicine & Family Practice, WHC ▪ Todd Shover, DO – Active, Emergency Medicine, WHC ▪ Margo Welsh, PA-C – Active, Emergency Medicine & Family Practice, WHC • Updated Privileges: <ul style="list-style-type: none"> ▪ Stephanie Smith, ARNP – Courtesy, ARNP - Orthopedics, CVMS (Update to allow for inpatient rounding/consults as needed) ▪ Teresa Isaacson, ARNP – Active, ARNP – Family Practice, WHC (Update to add Spa service privileges) • Recommendations Regarding Provisional Status: <ul style="list-style-type: none"> ▪ Shannon Davis, PMHNP-BC – Consulting, Psychiatric & Mental Health, Integrated Telehealth Partners 	<p>motion was made to approve the letter of commitment 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>2nd - Johnson Unanimously Approved</p> <p>1st - Johnson 2nd - Campbell Unanimously Approved</p>
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<ul style="list-style-type: none"> • Resignations from Medical Staff: <ul style="list-style-type: none"> ▪ Jessica Webb, DO – Active, Family Practice, WHC (effective 9/16/19) ▪ Amber Crawford DO – Active, General Surgery, WHC (effective 11/1/19) • Revised Clinical Privilege Forms: <ul style="list-style-type: none"> ▪ Registered Nurse First Assistant (p1) ▪ Emergency Medicine (p2) • Finance Committee (q1) <ul style="list-style-type: none"> ▪ Capital Requests - None ▪ Capital Report (q2) ▪ Cash Transfer Report (q3) ▪ Financial Assistance Requests ▪ Financial Assistance Annual Review • Person-Centered Care Update 	<p>The 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 on August 22nd. Minutes from the meetings were included in the Board packets.</p> <p>Bennett presented the capital report and cash transfer report as included in the Board packets. There were no applications for financial assistance.</p> <p>Bennett presented the financial assistance annual review.</p> <p>There was no patient-centered care update.</p>	<p>1st - Campbell 2nd - Johnston Unanimously Approved</p>
<p>XIII. 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>A motion was made to move into closed session at 8:23 p.m. for the purpose identified at left.</p>	<p>1st - Campbell 2nd - Johnston Unanimously Approved</p>
<p>XIV. Open Session</p>	<p>A motion was made to move back into open session at 9:05 p.m. No action was taken in closed session.</p>	<p>1st - Johnson 2nd - Campbell Unanimously Approved</p>
<p>XV. Adjourn</p>	<p>A motion was made to adjourn the meeting at 9:06 p.m.</p>	<p>1st - Johnston 2nd - Johnson Unanimously Approved</p>

Next meeting will be held
Monday, September 23, 2019
6:00 p.m.
Tendrils Rooftop Garden