

Members Present:  
 Susan Vallem, Chair  
 Ann Henninger Trax  
 Roger Johnson  
 Barb Lutz, by phone

Guests Present:  
 Diane Kohls  
 Karen Thalacker  
 Jennie Waller

Minutes  
 of the Meeting of the  
**Board of Trustees**

February 24, 2020

6:00 p.m.

**Tendrils Rooftop Garden**

**WAVERLY HEALTH**  
 — C E N T E R —

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

Members Excused:  
 John Johnston

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

<b>Item</b>	<b>Discussion/Notes</b>	<b>Action</b>
I. Meeting called to order	Called to order by Vallem at 5:57 p.m.	
II. Approval of minutes (b)	Minutes of the 1/27/20 meeting were reviewed. A motion was made to approve the minutes as written.	1st - Johnson 2nd - Henninger Unanimously Approved
III. Celebrations	Jodi Geerts won the Spotlight on Values award for Leadership.  Waverly received a 2020 Healthy Hometown Community Award.	
IV. Featured Department: Clinic Business Office (Christina Becker)	Christina Becker presented information about the functions and goals of the Clinic Business Office department.	
V. Financial and Statistical Report (c1 – c3)	Bennett presented the financial and statistical reports for January. A motion was brought forth from the Finance Committee to approve the financial and statistical report as presented.	1st - Lutz 2nd - Johnson Unanimously Approved
VI. Committee/Department Reports: • 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)	Atty & Geerts reported that the Executive Committee of the Medical Staff, and the full Medical Staff met on February 17th. They considered privileging and credentialing items as listed below, policy updates, and our QA/PI plan.	
VIII. Patient Satisfaction Report (Heidi Solheim) (e1 – e7)	Solheim presented information about the patient satisfaction reports that were included in the Board packet. Solheim noted that patient satisfaction information will be included with our quality reporting as we move forward.	
IX. C.E.O.'s Report • Building Project Update  • Physician Recruitment Update  • Legislative Update	Atty presented a building project update, noting that work is continuing on the pharmacy and to move the pain clinic into the General Surgery Clinic. There were no project related medical equipment purchases to report.  Atty presented a physician recruitment update.  Atty presented a legislative update. Discussion was held about legislative issues and the role of the Iowa Hospital Association.	
X. Quality Report • Quality Self-Assessment (k) • Quality Assurance and Performance Improvement Plan (l) • Iowa Healthcare Collaborative HIIN Dashboard (m1-m3)	Geerts presented a quality report. She distributed a quality self-assessment tool. She is requesting that Board members, Directors, and members of the Quality Committee complete the self-assessment. This will help determine the focus of our quality activities as we move forward. Geerts presented the	

	<p>Quality Assurance and Performance Improvement Plan as included in the Board packets. Geerts noted that we are continuing to work on the associated committee structure, and more information will be presented to the Board for approval at a later date. A motion was made to approve the plan and indicators as presented.</p>	<p>1st - Henninger 2nd - Johnson Unanimously Approved</p>
<p>XI. Old Business</p> <ul style="list-style-type: none"> <li>• Information Systems Update</li> </ul>	<p>Solheim presented an information systems update, noting that we have completed the upgrade to most current version of Paragon. She reported that we have entered into a project-related contract for a patient portal. She plans to bring forth a final accounting of the IS project at the end of the fiscal year.</p>	
<p>XII. New Business</p> <ul style="list-style-type: none"> <li>• Service Agreements &amp; Contracts: <ul style="list-style-type: none"> <li>▪ Microsoft Enterprise Agreement (g)</li> </ul> </li> <li>• Contracted Services Review (h)</li> <li>• New Privilege Requests: <ul style="list-style-type: none"> <li>▪ Amber Weber, ARNP – Ancillary, ARNP, Otolaryngology, Iowa ENT</li> <li>▪ Courtney Hoelscher, ARNP – Active, ARNP – Family Practice, WHC</li> </ul> </li> <li>• Provisional Appointment to Medical Staff: <ul style="list-style-type: none"> <li>▪ Sara King, PMHNP-BC – Consulting, Psychiatric and Mental Health, Integrated Telehealth Partners</li> <li>▪ Ellen Jacque, ARNP – Active, ARNP- Family Practice, WHC</li> </ul> </li> <li>• Resignations from Medical Staff: <ul style="list-style-type: none"> <li>▪ Patrick Charles, PMHNP-BC – Consulting, Psychiatric and Mental Health, Integrated Telehealth Partners</li> <li>▪ Kirsten Pancione, PMHNP-BC – Consulting, Psychiatric and Mental Health, Integrated Telehealth Partners</li> <li>▪ John Craig Vana, CRNA – Courtesy (Locums), Anesthesia, Independent Contract</li> </ul> </li> <li>• New/Revised Policies &amp; Procedures:</li> <li>• Finance Committee (i1) <ul style="list-style-type: none"> <li>▪ Capital Request – Water Softener (i3)</li> </ul> </li> </ul>	<p>Solheim presented the Microsoft enterprise agreement as included in the Board packets. A motion was made to approve the three year agreement as presented.</p> <p>Atty presented the list of sources of patient care provided from outside of the health center as included in the Board packets. The sources were reviewed by the Medical Staff and approved by the Executive Committee of the Medical Staff. A motion was made to approve the resolutions 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 a capital request for a water softener. The water softener is an unbudgeted replacement. A motion was brought forth from the Finance Committee to approve the request for a water softener at a cost not to exceed \$16,500.</p>	<p>1st - Johnson 2nd - Henninger Unanimously Approved</p> <p>1st - Lutz 2nd - Henninger Unanimously Approved</p> <p>1st - Johnson 2nd - Lutz Unanimously Approved</p> <p>1st - Johnson 2nd - Lutz Unanimously Approved</p>

<ul style="list-style-type: none"> <li>▪ Capital Report (i4)</li> <li>▪ Cash Transfer Report (i5)</li>   <li>▪ Financial Assistance Requests</li>   <li>• Personnel Committee 2/3/20 (j)</li> </ul>	<p>Bennett presented the capital report as included in the Board packets. Bennett reported that we are working on a revised cash transfer report that will be included in the Board packets next month. Since the last Board meeting, there was one transfer of \$300,000 from Board designated savings to operations.</p> <p>There were no applications for financial assistance.</p> <p>The Personnel Committee met on February 3rd. Minutes from the meeting were included in the Board packet.</p>	<p>Approved</p>
<p>XIII. 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 7:52 p.m. for the purpose identified at left.</p>	<p>1st - Johnson 2nd - Lutz Unanimously Approved</p>
<p>XIV. Open Session</p>	<p>A motion was made to move back into open session at 8:42 p.m. No action was taken in closed session.</p>	<p>1st - Lutz 2nd - Henninger Unanimously Approved</p>
<p>XV. Adjourn</p>	<p>A motion was made to adjourn the meeting at 8:43 p.m.</p>	<p>1st - Johnson 2nd - Henninger Unanimously Approved</p>

Next meeting will be held  
**Monday, March 23, 2020**  
**6:00 p.m.**  
**Tendrils Rooftop Garden**