

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

June 22, 2020

6:00 p.m.

meet.google.com/xhg-vsqa-mxt

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



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

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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 5/26/20 meeting were reviewed. A motion was made to approve the minutes as written.	1st - Johnston 2nd - Henninger Unanimously Approved
III. Celebrations		
IV. Financial and Statistical Report (c1 – c3) <ul style="list-style-type: none"> FY2021 Budget 	<p>Bennett presented the financial and statistical reports for May. Bennett noted that March and April financials have been updated to include stimulus funds that have been received. A motion was brought forth from Finance Committee to approve the financial and statistical report as presented.</p> <p>Bennett presented the operating and capital budgets for Fiscal Year 2021, along with the statement of cash flows. The budgets were developed with the following general assumptions: **a 4% gross charge increase **salary increase **positive cash flow **a capital budget of \$960,582</p> <p>Discussion was held regarding the benefits and risks of budgeting for salary increases during economic uncertainty.</p> <p>A motion was brought forth from Finance Committee to approve the budgets as presented, noting that they will be reviewed and re-approved after the first quarter.</p>	<p>1st - Johnson 2nd - Lutz Unanimously Approved</p> <p>1st - Lutz 2nd - Johnson Unanimously Approved</p>
V. Committee/Department Reports: <ul style="list-style-type: none"> Environment of Care (d) Hospital Quality Committee (e) 	The Environment of Care Committee and Hospital Quality Committee reports were presented as included in the Board packets.	Accepted
VI. Medical Staff Report (Dr. Styron)	Geerts reported that the Executive Committee of the Medical Staff and the full Medical Staff met on 6/15. They considered privileging and credentialing items as listed below.	
VII. C.E.O.'s Report <ul style="list-style-type: none"> Physician Recruitment Building Project Update Organizational Chart (f) 	<p>Atty presented an update on physician recruitment.</p> <p>Atty presented a building project update.</p> <p>Atty presented an updated organizational chart, noting a change in reporting relationship for environmental services. A motion was made to</p>	1st - Lutz

	approve the revised organizational chart as presented.	2nd - Johnson Unanimously Approved
VIII. Quality Update <ul style="list-style-type: none"> CMS Survey 	Geerts presented a quality update, noting that we had a CMS desk survey of our COVID-19 infection prevention procedures by the Department of Inspections and Appeals. She reported that the June 8 th phone survey went well, and she does not expect to receive any areas for improvement.	
IX. Old Business		
X. New Business <ul style="list-style-type: none"> Clover Lease for Women’s Clinic (g) TelemedIQ Agreement (h) WIPFLI Cost Report Agreement (k) Provisional Appointment to Medical Staff: <ul style="list-style-type: none"> Brian Gerrelts, MD – Courtesy, General Surgery, CVMS Hannah Monahan, MD – Courtesy, Radiology, RCI Barbara Salisbury, ARNP – Courtesy, ARNP – General Surgery, CVMS Resignations from Medical Staff: <ul style="list-style-type: none"> James Cafaro, MD – Consulting, Pulmonology, CVMS Shannon Davis, PMHNP-BC – Consulting, Psychiatric and Mental Health, Integrated Telehealth Partners Tabetha Gehrke, ACNP – Courtesy, ARNP-Cardiology, MercyOne Sharon Haight-Carter, PMHNP-BC – Consulting, Psychiatric and Mental Health, Integrated Telehealth Partners Shary Meyer, RNFA – Allied, Registered Nurse First Assist, WHC Sunil Parashar, MD – Consulting, Psychiatry, Integrated Telehealth Partners Mark Pedersen, MD – Consulting, Radiology, RCI Elizabeth Shover, ARNP – Courtesy, ARNP-Orthopedics, CVMS Ronald Sims, MD – Consulting, Neurology, Dubuque Neurology and 	<p>Bennett reported that we have received notice from Clover of our option to extend our lease for the 2nd floor Women’s Clinic and common space. The lease period would be from 8/1/20 through 7/31/23 and include a 2.5% increase. A motion was made to approve the extension of the lease as presented.</p> <p>Geerts presented a three-year agreement with Telmediq Systems for scheduling and secure notification/communication software. A motion was made to approve the agreement as presented.</p> <p>Bennett presented an agreement with WIPFLI for the preparation of FY2020 Medicare and Medicaid cost reports. 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>1st - Lutz 2nd - Johnston Unanimously Approved</p> <p>1st - Henninger 2nd - Johnson Unanimously Approved</p> <p>1st - Johnston 2nd - Lutz Unanimously Approved</p> <p>1st - Johnson 2nd - Lutz Unanimously Approved</p>

<p>Sleep Medicine</p> <ul style="list-style-type: none"> ▪ Maryl Smith, PMHNP-BC – Consulting, Psychiatric and Mental Health, Integrated Telehealth Partners ▪ Terrie Thurm, ARNP – Active, ARNP – Women’s Health, WHC <p>• New/Revised Policies & Procedures: None</p> <p>• Finance Committee (i)</p> <ul style="list-style-type: none"> ▪ Capital Requests <ul style="list-style-type: none"> ○ CT (j1) ○ Ultrasound – Women’s Clinic (j2) ○ Ultrasound – Radiology (j3) ○ Ultrasound – Anesthesia (j4) ▪ Capital Report (i1) ▪ Cash Investments and Transfer Report (i2) ▪ Financial Assistance Requests ▪ Financial Assistance Policy (i3) 	<p>Bennett reported that the Finance Committee met on 6/18/20, minutes from the meeting were included in the Board packets.</p> <p>Bennett presented capital requests for a CT and three ultrasounds. These are budgeted items in the upcoming FY2021 budget. A motion was brought forth from the Finance Committee to approve the capital requests as presented at a cost not to exceed \$585,585.</p> <p>Bennett presented the capital and cash investments and transfer reports as included in the Board packets.</p> <p>There were no applications for financial assistance.</p> <p>Bennett noted that the Financial Assistance Policy has been reviewed and no changes are needed at this time. Our current amounts generally billed (ABG) was updated to 51%. A motion was made to approve the review of the Financial Assistance Policy.</p>	<p>1st – Lutz 2nd – Johnson Unanimously Approved</p> <p>1st - Henninger 2nd - Johnson Unanimously Approved</p>
<p>XI. 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 7:29 p.m. for the purpose identified at left.</p>	<p>1st - Johnston 2nd - Henninger Unanimously Approved</p>
<p>XII. Open Session</p> <p>• CEO Compensation</p>	<p>A motion was made to move back into open session at 7:52 p.m. No action was taken in closed session.</p> <p>A motion was made to approve the budgeted amount for CEO salary and compensation.</p>	<p>1st - Johnston 2nd - Lutz Unanimously Approved</p> <p>1st - Lutz 2nd - Johnston Unanimously Approved</p>
<p>XIII. Adjourn</p>	<p>A motion was made to adjourn the meeting at 7:59 p.m.</p>	<p>1st - Johnston 2nd - Lutz Unanimously Approved</p>

Next meeting will be held
Monday, July 27, 2020
6:00 p.m.
Tendrils Rooftop Garden