

Agenda (a) for the Meeting of the Board of Trustees																				
<b>Date</b>	May 24, 2021		<b>Time</b>	6 p.m.																
<b>Location</b>	Tendrils Rooftop		<b>Minutes Prepared By</b>	Alyssa Nordmeyer																
<b>Members:</b>	<table border="1"> <tbody> <tr> <td>P</td> <td>Susan Vallem, Chair</td> <td>P</td> <td>Roger Johnson</td> <td>P</td> <td>Barb Lutz</td> <td></td> <td></td> </tr> <tr> <td>P</td> <td>Ann Henninger Trax</td> <td>P</td> <td>John Johnston</td> <td></td> <td></td> <td></td> <td></td> </tr> </tbody> </table>				P	Susan Vallem, Chair	P	Roger Johnson	P	Barb Lutz			P	Ann Henninger Trax	P	John Johnston				
P	Susan Vallem, Chair	P	Roger Johnson	P	Barb Lutz															
P	Ann Henninger Trax	P	John Johnston																	
<b>Guests:</b>	<table border="1"> <tbody> <tr> <td>Heidi Solheim</td> <td>Angie Tye</td> <td>Lisa Bennett</td> <td>Alyssa Nordmeyer</td> <td></td> </tr> <tr> <td>Jodi Geerts</td> <td>Diane Kohls</td> <td>Karen Thalacker</td> <td>Missy Timmermans</td> <td></td> </tr> </tbody> </table>				Heidi Solheim	Angie Tye	Lisa Bennett	Alyssa Nordmeyer		Jodi Geerts	Diane Kohls	Karen Thalacker	Missy Timmermans							
Heidi Solheim	Angie Tye	Lisa Bennett	Alyssa Nordmeyer																	
Jodi Geerts	Diane Kohls	Karen Thalacker	Missy Timmermans																	
<b>Related Documents:</b>	<a href="#">Meeting Folder</a>																			

Agenda Items	Discussion/Notes	Action
<b>I. Meeting called to order</b>	Called to order by Vallem at 6:07 p.m.	
<b>II. Approval of Minutes (b)</b>	Minutes of the 4/26/21 meeting were reviewed. A motion was made to approve the minutes as written.	1st: Henninger 2nd: Johnston Unanimously Approved
<b>III. Celebrations</b>	No masks! Building is coming along nicely!	
<b>IV. Financial and Statistical Report (c1-c3)</b> A. Budget Amendment FY21 (c4-c5) B. Budget Approval FY22 (c6-c9)	<p>Bennett presented the financial and statistical reports for April. A motion was brought forth from the Finance Committee to approve the financial and statistical report as presented.</p> <p>Bennett presented the amended budget for Fiscal Year 2021.</p> <p>Bennett presented the amended operating and capital budgets for Fiscal Year 2022, along with the statement of cash flows. The budgets were developed with the following general assumptions:</p>	<p>1st: Lutz 2nd: Johnston Unanimously Approved</p> <p>1st: Johnson 2nd: Lutz Unanimously Approved</p>

	<p>**a 4% gross charge increase          **2.5 % salary increase (no grid)          **positive cash flow</p> <p>Discussion was held regarding the proposed budget.          A motion was brought forth from the Finance Committee to approve the budgets as presented.</p>	<p>1st: Lutz          2nd: Johnston          Unanimously Approved</p>
<p><b>V. Committee/Department Reports:</b>          A. Administrative Reports (d1 - d5)          B. Medical Staff President Report          C. CMO Report (d6)</p>	<p>Dr. Rathe gave a verbal report.          Reports were reviewed as included in the Board Packet</p>	
<p><b>VI. Medical Staff Reports</b>          A. Emergency Services Committee (no report)          B. Inpatient Medical Services Committee (no report)          C. Lab/Pathology Committee (e1)              1. Reference lab agreement (e1.1)          D. Maternity/Child Services Committee (no report)          E. Medical Staff Executive Committee (e2)          F. Medical Staff Meeting (no report)          G. Outpatient Medical Services Committee (no report)          H. Pharmacy &amp; Therapeutics Committee (e3)          I. Radiology/Radiation Safety Committee (no report)          J. Rural Health Clinic Advisory Committee (no report)          K. Rural Health Clinic Steering Committee (e4)          L. Surgical/Anesthesia Services Committee (e5)          M. Trauma Committee (e6)</p>	<p>Medical Staff Reports were reviewed as included in the Board Packet. Motion was made to approve all actions in committees and the Reference Lab Agreement.</p>	<p>1st: Johnston          2nd: Lutz          Unanimously Approved.</p>
<p><b>VII. C.E.O.'s Report</b>          A. Building Project Update (f)              1. Expense Tracking (f1)              2. WHC CP Chiller UpgradeProposal (f2)</p>	<p>Solheim presented a building project update and expense update.           Solheim presented a proposal for CP Chiller design. A motion was made to approve the request.</p>	<p>1st: Johnston          2nd: Lutz          Unanimously Approved.</p>
<p><b>VIII. Old Business</b></p>		
<p><b>IX. New Business</b>          A. IDPH Ambulance Certification</p>		

<p>B. CVMS GI Agreement (g)</p> <p>C. CVMS Endo Equipment Lease (h)</p> <p>D. Initial Appointments</p> <ol style="list-style-type: none"> <li>1. <u>Chaudhry, Umar MD</u> - Courtesy, Radiology, RCI</li> <li>2. <u>Bradley, Heidi</u> PMHNP-BC - Consulting, Psychiatric and Mental Health, ITP</li> </ol> <p>E. Pediatric Nurse Practitioner Privilege Form (i)</p> <p>F. Certified Surgical Assistant Privilege Form (j)</p> <p>G. Policy/SOP Review</p> <ol style="list-style-type: none"> <li>1. Minutes (k1)</li> <li>2. Policy Review Summaries (k2)</li> </ol> <p>H. Finance Committee (l)</p> <ol style="list-style-type: none"> <li>1. Capital Requests <ol style="list-style-type: none"> <li>a) SAN Replacement (m)</li> </ol> </li> <li>2. Capital Report (n)</li> <li>3. Cash Investments &amp; Transfer Report (o)</li> <li>4. Financial Assistance Requests</li> </ol>	<p>Solheim presented the CVMS GI Agreement. Motion was made to approve not to exceed</p> <p>Solheim and Geerts presented the CVMS Endo Equipment Lease. Motion was made to approve not to exceed \$2400.</p> <p>A motion was made to approve initial appointments as recommended by MEC.</p> <p>A motion was made to approve all privileging forms as individually considered and recommended by MEC with the change of the education section.</p> <p>A motion was made to approve Policy/SOP as outlined in the board packet.</p> <p>Bennett reported that the Finance Committee met, minutes from the meeting were included in the Board packets.</p> <p>Solheim presented capital requests for the SAN Replacement. A motion was brought forth to approve the capital request as presented.</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>1st: Lutz 2nd: Henninger Unanimously Approved.</p> <p>1st: Henninger 2nd: Johnson Unanimously Approved.</p> <p>1st: Henninger 2nd: Lutz Unanimously Approved.</p> <p>1st: Johnston 2nd: Lutz Unanimously Approved.</p> <p>1st: Johnston 2nd: Lutz Unanimously Approved.</p>
<p><b>X. Closed Session</b></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>Iowa Code Chapter 21.5.1(l) – Closed</p>	<p>A motion was made to move into closed session at 8:29 p.m. for the purpose identified at left.</p> <p>Attendees for the closed session were: Susan Vallem, Chair Ann Henninger Trax John Johnston Barb Lutz Heidi Solheim, Interim CEO</p>	<p>1st: Johnston 2nd: Johnson Unanimously Approved.</p>

# WAVERLYHEALTH

— C E N T E R —

<p>session 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>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>Jodi Geerts, CNO          Lisa Bennett, CFO          Angie Tye, Director HR          Diane Kohls, Director of Clinics          Karen Thalacker          Missy Timmermans</p>	
<p><b>XI. Open Session</b></p>	<p>A motion was made to move back into open session at 9:04 p.m.</p> <p>One action was taken in closed session to move forward with Furst as the CEO search firm.. Motion was made to approve.</p>	<p>1st: Johnston          2nd: Lutz          Unanimously Approved.          1st: Johnston          2nd: Johnson          Unanimously Approved.</p>
<p><b>XII. Adjourn</b></p>	<p>A motion was made to adjourn the meeting at 9:09 p.m.</p>	<p>1st: Johnston          2nd: Lutz          Unanimously Approved.</p>

Next meeting will be held  
 Monday, June 28, 2021  
 6:00 p.m.  
 Tendrils Rooftop Garden