

| Minutes for the Meeting of the Board of Trustees |   |                 |                            |                  |               |                     |              |                  |   |             |             |                 |            |                    |   |               |  |  |  |  |
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| <b>Date</b>                                      | June 22, 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>A</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 | A            | Roger Johnson    | P | Barb Lutz   |             |                 | P          | Ann Henninger Trax | P | John Johnston |  |  |  |  |
| P  | Susan Vallem, Chair   | A               | 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>Phil Jones</td> <td></td> </tr> </tbody> </table>   |                 |                            |                  | Heidi Solheim | Angie Tye           | Lisa Bennett | Alyssa Nordmeyer |   | Jodi Geerts | Diane Kohls | Karen Thalacker | Phil Jones |                    |   |               |  |  |  |  |
| Heidi Solheim                                    | Angie Tye   | Lisa Bennett    | Alyssa Nordmeyer           |                  |               |                     |              |                  |   |             |             |                 |            |                    |   |               |  |  |  |  |
| Jodi Geerts                                      | Diane Kohls   | Karen Thalacker | Phil Jones                 |                  |               |                     |              |                  |   |             |             |                 |            |                    |   |               |  |  |  |  |
| <b>Related Documents:</b>                        | <a href="#">Meeting Folder</a>  |                 |                            |                  |               |                     |              |                  |   |             |             |                 |            |                    |   |               |  |  |  |  |

| Agenda Items   | Discussion/Notes   | Action  |
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| <b>I. Meeting called to order</b>  | Called to order by Vallem at 6:04 pm   |   |
| <b>II. Approval of Minutes* (b)</b>  | Minutes of the 5/24/21 meeting were reviewed. A motion was made to approve the minutes as written.   | 1st: Henninger<br>2nd: Lutz<br>Unanimously approved |
| <b>III. Celebrations</b>   | Janesville passed the AAASF.<br>PPP Loan was forgiven completely.<br>Successful Foundation event with special thanks to Emily and Heidi.   |   |
| <b>IV. Financial and Statistical Report* (c1-c3)</b>   | Bennett presented the financial and statistical reports for May. A motion was made to approve the financial and statistical report as presented.   | 1st: Lutz<br>2nd: Johnston<br>Unanimously approved  |
| <b>V. Committee/Department Reports:</b><br>A. Administrative Reports (d)<br>B. Medical Staff President Report<br>C. CMO Report<br>D. Organization Committees* (e)<br>1. Environment of Care Report | Dr. Rathe gave a verbal report.<br>Admin Reports were reviewed as included in the Board Packet<br>Organizational Committee Reports were reviewed as included in the Board Packet.<br>Motion was made to approve. | 1st: Henninger<br>2nd: Lutz                         |

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|              | 2. Hospital Quality Report<br>3. Policy and Procedure  |  | Unanimously approved                                |
| <b>VI.</b>   | <b>Medical Staff Reports* (f)</b><br>A. Emergency Services Committee (no report)<br>B. Inpatient Medical Services Committee - June<br>C. Lab/Pathology Committee (no report)<br>D. Maternity/Child Services Committee (no report)<br>E. Medical Staff Executive Committee - May & June<br>F. Medical Staff Meeting - June<br>G. Outpatient Medical Services Committee - June<br>H. Pharmacy & Therapeutics Committee - May & June<br>I. Radiology/Radiation Safety Committee - May<br>J. Rural Health Clinic Advisory Committee (no report)<br>K. Rural Health Clinic Steering Committee - June<br>L. Surgical/Anesthesia Services Committee - June<br>M. Trauma Committee (no report) | Medical Staff Reports were reviewed as included in the Board Packet. Motion was made to approve all actions in committees.   | 1st: Henninger<br>2nd: Lutz<br>Unanimously approved |
| <b>VII.</b>  | <b>C.E.O.'s Report</b><br>A. Building Project Update (g)<br>1. Expense Tracking (g1)<br>2. Winter Chiller (g2)<br>3. Domestic Water System* (g3)<br>B. Board Education<br>1. EMS Legislation<br>2. ACO<br>C. Certificate of Need - UIHC (h)<br>D. Board Membership   | Solheim presented a building project update and expense update.<br>Solheim will be bringing a proposal for the winter chiller at the July meeting for approval.<br>Solheim presented a proposal for Modus to do an initial design for the domestic water system. A motion was made to approve the proposal.<br>EMS legislation was signed. Both EMS and ACO was discussed in depth in closed session.<br>Certificate of Need was discussed.<br>Future Board membership was discussed.<br>There are three people interested in becoming a board member and there will be two vacant spots; one in August and one in December. | 1st: Henninger<br>2nd: Lutz<br>Unanimously approved |
| <b>VIII.</b> | <b>Old Business</b>  |  |   |
| <b>IX.</b>   | <b>New Business</b><br>A. Medical Staff Bylaws* (i)  | Board reviewed revisions made to the Medical Staff Bylaws by MEC, Dr Rathe and Geerts. Articles 1-5. Motion was made to approve the articles.  | 1st: Johnston<br>2nd: Lutz                          |

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| <p>B. Pyxis Agreement* (j)</p> <p>C. Xerox Agreement* (k)</p> <p>D. ECG Management Consultant Agreement* (l)</p> <p>E. Annual Attorney Fee Retainer* (m)</p> <p>F. WSR Athletic Training*</p> <p>G. Initial Appointments*</p> <p>H. Reappointments*</p> <p>I. Privilege Form Updates*</p> <ol style="list-style-type: none"> <li>1. Registered Dietician Nutritionist - NEW</li> <li>2. Interventional Pain Management (CRNA) - UPDATED</li> <li>3. Certified Registered Nurse Anesthetist (CRNA) - UPDATED</li> </ol> <p>J. Updated Provider Privileges</p> <ol style="list-style-type: none"> <li>1. <u>Isaacson, Teresa ARNP</u> - Active, Pediatrics and Family Practice, WHC</li> <li>2. <u>Huck, Stacy ARNP</u> - Active, Pediatrics, WHC</li> </ol> <p>K. Continue Provisional Status</p> <ol style="list-style-type: none"> <li>1. <u>Burgett, Paul MD</u> - Courtesy, General Surgery, CVMS</li> <li>2. <u>Gerrelts, Brian MD</u> - Courtesy, General Surgery, CVMS</li> </ol> | <p>Pyxis Agreement was discussed, reviewed and a motion was made to approve.</p> <p>Xerox Agreement was discussed, reviewed and a motion was made to approve with the edit of removing Foundation from the agreement.</p> <p>ECG Agreement was discussed, reviewed and a motion was made to approve.</p> <p>Annual Attorney Fee was discussed, reviewed and a motion was made to approve.</p> <p>Solheim presented a request from Waverly-Shell Rock (WSR) Community Schools to provide funding assistance for their athletic training program for the next school year. Discussion was had about the benefits. A motion was made to approve a \$10,900 donation.</p> <p>Motion was made to approve medical staff appointments/privileges/status with the removal of section D.</p> | <p>Unanimously approved</p> <p>1st: Johnston<br/>2nd: Lutz<br/>Unanimously approved</p> <p>1st: Lutz<br/>2nd: Henninger<br/>Unanimously approved</p> <p>1st: Lutz<br/>2nd: Johnston<br/>Unanimously approved</p> <p>1st: Johnston<br/>2nd: Lutz<br/>Unanimously approved</p> <p>1st: Johnston<br/>2nd: Lutz<br/>Unanimously approved</p> <p>1st: Henninger<br/>2nd: Lutz<br/>Unanimously approved</p> |
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# WAVERLY HEALTH

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| <p>3. <u>Kasenberg, Jason MD</u> -<br/>Courtesy, General Surgery,<br/>CVMS</p> <p>4. <u>Mundt, Carmen ARNP</u> -<br/>Courtesy, ARNP-General<br/>Surgery, CVMS</p> <p>5. <u>Rahm, Micaela ARNP</u> -<br/>Courtesy,<br/>ARNP-Cardiology, CVMS</p> <p>6. <u>Salisbury, Barbara AGNP</u> -<br/>Courtesy, AGNP-General<br/>Surgery, CVMS</p> <p>L. Move to Regular Status</p> <p>1. <u>Monahan, Hannah MD</u> -<br/>Courtesy, Radiology, RCI</p> <p>2. <u>Neuhaus, Saleena LISW</u> -<br/>Active, Licensed<br/>Independent Clinical<br/>Social Worker, Waverly<br/>Health Center</p> <p>3. <u>Wardlow, Holly LISW</u> -<br/>Active, Licensed<br/>Independent Clinical<br/>Social Worker, Waverly<br/>Health Center</p> <p>M. Resignations</p> <p>1. <u>Hughes, Mary Jane ARNP</u><br/>- Active, Family Practice,<br/>WHC</p> <p>2. <u>O’Neal, Megan ARNP</u> -<br/>Courtesy, ARNP -<br/>Orthopedics, CVMS</p> <p>3. <u>Janssen, Shawn PA-C</u> -<br/>Courtesy, PA-C Plastic<br/>Surgery, Mason City Clinic</p> <p>4. <u>Jones, Elysia ARNP</u> -<br/>Ancillary, ARNP -<br/>Rheumatology, CVMS</p> <p>5. <u>Loterbauer, Kristine RN</u> -<br/>Courtesy, RN - Plastic<br/>Surgery, Mason City Clinic</p> <p>N. Policy/SOP Review Combined<br/>Report* (n)</p> <p>1. EOC Policy Review</p> <p>2. Code Policy Review</p> <p>3. Human Resources Policy<br/>Review</p> <p>4. Respiratory Therapy Policy<br/>Review</p> <p>5. Radiology and Radiation<br/>Safety Policy Review</p> | <p>A motion was made to approve Policy/SOP as<br/>outlined in the board packet.</p> | <p>1st: Johnston<br/>2nd: Henninger<br/>Unanimously<br/>approved</p> |
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| <p>6. Rural Health Steering Policy Review</p> <p>7. NEW - Emergency Department Vital Signs Frequency</p> <p>8. NEW - Pre-Procedure History and Physical Request</p> <p>9. Contracted Services</p> <p>10. New - Guidelines for Podiatric Residents</p> <p>10. Care of the Acute Burn Injury</p> <p>O. Finance Committee</p> <p>1. Capital Requests*</p> <p>2. Capital Report (o)</p> <p>3. Cash Investments &amp; Transfer Report (p)</p> <p>4. Financial Assistance Requests*</p>  | <p>There were no capital requests, no requests for financial assistance. Capital Report and Cash Investment report were reviewed as in packet - there were no questions.</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 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>A motion was made to move into closed session at 8:21 p.m. for the purpose identified at left.</p> <p>Attendees:<br/>Kelly Hilsenbeck,<br/>Angie Tye,<br/>Jodi Geerts,<br/>Diane Kohls,<br/>Susan Vallem,<br/>Ann Henninger,<br/>Barb Lutz,<br/>Heidi Solheim,<br/>John Johnston<br/>Karen Thalacker</p> <p>At 9:14 pm, Diane Kohls and Angie Tye left the closed session.</p> | <p>1st: Lutz<br/>2nd: Henninger<br/>Unanimously Approved.</p> |

# WAVERLY HEALTH CENTER

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| <b>XI. Open Session*</b>                           | <p>A motion was made to move back into open session at 9:28 p.m.</p> <p>No action was taken in closed session.</p> | <p>1st: Lutz<br/>2nd: Johnston<br/>Unanimously<br/>Approved.</p> |
| <b>XII. Adjourn*</b>                               | <p>A motion was made to adjourn the meeting at 9:29 p.m.</p>   | <p>1st: Johnston<br/>2nd: Lutz<br/>Unanimously<br/>Approved.</p> |
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| <p>* Indicates a motion and approval is needed</p> |  |  |

Next meeting will be held  
Monday, July 26, 2021  
6:00 p.m.  
Tendrils Rooftop Garden