



Minutes
of the Meeting of the
Board of Trustees

June 16, 2003
7:00 p.m.
Carstensen/Gruben Room

Members Present:
Susan Vallem, - Chair
Karen Thalacker – Secretary
Gary Burke
John Johnston
Darold Wolff

Speakers Present:
Mike Trachta, CEO
Mary Conway, COO
Anne Mardorf, CFO
Dr. Rathe
Jean Hanawalt
Connie Koehler
Sylvia Welter
Jeanne Vanda, Public Financial
Managemet
Darrin Gillett, Cardinal Construction
Carol Stone

Guests Present:
Karen Buls
Sharon Cashman
Rhonda DeBuhr
Patsy Reed
Dan Rigel
Ivy Sprague
Tom Taiber
Bill Taylor
David Taylor
Jennie Waller

Item	Discussion/Notes	Action
I. Meeting called to order	Called to order by Vallem at 7:01 p.m.	
II. Approval of minutes	A motion was made to approve the minutes of the May meeting as written.	1 st – Wolff 2 nd – Burke Approved
III. Expansion Project – Retail Pharmacy Drive-up Window	The Ad Hoc Committee developed to study the retail pharmacy drive-up window brought forth a motion with a second to have the retail pharmacy include a drive-up window. Taiber again registered his opposition to the pharmacy and drive-up window. The motion was approved as brought forth by the Ad Hoc Committee.	1 st – Thalacker 2 nd – Wolff Burke – Nay Approved
IV. Featured Departments: • MedSurg	Connie Koehler, Jean Hanawalt and Sylvia Welter presented information about what the Med/Surg department does, and what their goals for the future are.	
V. Revenue Bond Update – Jeanne Vanda, Public Financial Management	Vanda presented an overview of where we are in the revenue bond underwriting process. Vanda reported that Dain Rauscher is requesting an examined financial forecast, and Foundation guarantee of the bonds. Trachta reported that an examined financial forecast would cost between \$15,000 - \$20,000. Vanda stated that she will try to get them to drop the request for the Foundation guarantee as it is not an appropriate guaranty. A motion was made to proceed with having Denman complete an examined financial forecast at a cost of up to \$20,000 to be presented at the July Board meeting, assuming that Dain Rauscher drops the Foundation guarantee.	1 st – Thalacker 2 nd – Burke Approved
VI. Financial and Statistical Report • Ambulance • Home Health	Mardorf presented the financial and statistical report for May. A motion was made to approve the financial and statistical report as written. Mardorf presented the Ambulance and Home Health reports as included in the Board packets.	1 st – Johnston 2 nd – Wolff Approved Accepted

<p>VII. Committee Reports</p> <ul style="list-style-type: none"> Performance Improvement Committee 	<p>Stone presented the Performance Improvement Committee report as included in the Board packet.</p>	<p>Accepted</p>
<p>VIII. CORS – 1st Quarter Report</p>	<p>Stone presented the CORS – 1st quarter report.</p>	<p>Accepted</p>
<p>IX. C.E.O.'s Report</p>	<p>Trachta announced that Dr. Lisa Owens has signed a contract to begin services as a hospital employed general surgeon on 7/12/04.</p> <p>Trachta reported that the Medical Staff presented a recommendation to hire a Physician's Assistant to cover 2nd shift hours onsite for ER coverage. The hiring of a PA has been budgeted and should reduce ER wait time for patients, and some of the stress for physicians.</p>	
<p>X. Medical Staff Report</p>	<p>Rathe reported on the Medical Staff meeting including newly elected officers:</p> <ul style="list-style-type: none"> *Rathe – President *Morey – Vice President *R. Skierka – Treasurer 	
<p>XI. Old Business</p> <ul style="list-style-type: none"> Houses 	<p>Trachta reported that the Maifield house has a new owner. The new owner has 60 days to move the house, but anticipates that it will be done in 40 days. Sprague will be moving the Baker house in early August.</p>	
<p>XII. Construction Update – Darrin Gillett</p>	<p>Gillett distributed the Phase 1 schedule and reported that work started last week.</p> <p>Gillett recommended contracting with Terracon for testing services. A motion was made to approve the contract with Terracon at a cost not to exceed \$7500.00.</p>	<p>1st – Thalacker 2nd – Burke Approved</p>
<p>XIII. New Business</p> <ul style="list-style-type: none"> Policy Changes/New Policies: <ul style="list-style-type: none"> Special Organism Isolation – Code Blue Cart Newborn Pain Management Nursing Policy on Shoulder Dystocia Nursing Policy on Fundal Pressure Administration of Cytotec (Misoprostol) for Postpartum Hemorrhage Medical Staff Bylaws/Rules and Regulations Changes – as attached Reappointment to Medical Staff: <ul style="list-style-type: none"> Lynn Galloway, PA-C Mary Margaret Heatley, PA-C (Amendment to privileges per change to Medical Staff Bylaws, Rules & Regulations) Appointment to Medical Staff: <ul style="list-style-type: none"> Angela R. Rose, PA-C Paul E. Richardson, M.D. Angela Peters, PA-C 	<p>Trachta presented the policy changes/new policies as included in the Board packets. A motion was made to approve the policies as individually considered.</p> <p>Trachta presented the Medical Staff Bylaws/Rules and Regulations changes as approved by the Medical Staff. A motion was made to approve the changes as written.</p> <p>Trachta presented the reappointments and appointments to Medical Staff as listed at left. A motion was made to approve the reappointments and appointments as individually considered.</p>	<p>1st – Thalacker 2nd – Burke Approved</p> <p>1st – Johnston 2nd – Wolff Approved</p> <p>1st – Wolff 2nd – Burke Approved</p>

<ul style="list-style-type: none"> • Organizational Chart 	<p>Trachta distributed revised copies of the organizational chart, noting that Dr. Rathe would be added in place of Dr. Berstler for Medical Staff President. Trachta reported that the revised organizational chart adds two directors – Rhonda DeBuhr, Associate Director of Nursing & Ivy Sprague, Director of Marketing. A motion was made to approve the organizational chart revisions.</p>	<p>1st – Johnston 2nd –Thalacker Approved</p>
<ul style="list-style-type: none"> • New Logo/Name 	<p>Trachta presented concepts for a new name “Waverly Health Center” and logo. The concepts were developed with the help of focus groups. The focus groups consisted of staff members, volunteers, Medical Staff, community residents and business professionals. The overwhelming recommendations from the focus groups were to keep Waverly as part of the name, and to drop Municipal. Discussion was held on the virtues and costs of changing the name and the images that “health center” or “medical center” present. It was determined that it would be appropriate to move name and logo issues to the Planning Committee for further research and discussion.</p>	
<ul style="list-style-type: none"> • Horty Elving Contract 	<p>Trachta presented the Horty Elving contract for ratification. The contract sets Horty Elving’s fees at 8.25% of total construction costs – excluding construction management fees. This amount will likely be around \$900,000. This architectural fee is included in the 12 million dollar project budget. A motion was made to approve the contract with Horty Elving.</p> <p>Following approval of the contract, Trachta presented a pay request for work that Horty Elving has completed to date. The requested \$333,000 is for the architectural work on the first two phases of the project. A motion was made to approve the payment of \$333,000 out of Board designated funds to be replaced by bond funds.</p>	<p>1st – Thalacker 2nd – Burke Approved</p> <p>1st – Wolff 2nd – Johnston Approved</p>
<ul style="list-style-type: none"> • Ambulance Subsidy 	<p>Trachta brought forth a motion with a second from the Finance Committee to return \$19,000 of the subsidy received from the city out of this year’s budget, and to take over ownership of the ambulance garages and utilities. The motion was approved as brought forth by the Finance Committee.</p>	<p>1st – Burke 2nd – Wolff Approved</p>
<ul style="list-style-type: none"> • Personnel Committee <ul style="list-style-type: none"> ▪ FY04 Wages ▪ FY03 Year End Incentive 	<p>Trachta announced that the Personnel Committee selected Connie Parkman for July’s employee of the month. Parkman is an ER Technician and volunteers with the Gift Garden. Parkman was selected for going above and beyond.</p> <p>Trachta brought forth a motion with a second from the Finance Committee to approve increasing FY04 wage raises to 4% across the board and to approve the payment of a year end incentive bonus in recognition of a strong financial year. The motion was approved as brought forth by the Finance Committee.</p>	<p>1st – Wolff 2nd – Burke Approved</p>
<ul style="list-style-type: none"> • Finance Committee <ul style="list-style-type: none"> ▪ Capital Requests <ul style="list-style-type: none"> ▪ Archiving Patient, Accounts Payable & Payroll Records ▪ Linen Cart 	<p>Trachta brought forth a motion with a second from the Finance Committee to approve the capital requests as listed below: *Archiving Patient, Accounts Payable & Payroll Records – at a cost not to exceed \$126,472.00 *Linen Cart – at a cost not to exceed \$6,000.00</p>	<p>1st – Burke 2nd – Wolff Approved</p>

<ul style="list-style-type: none"> ▪ Elevator Update ▪ Automatic Door Replacement ▪ Cubicle Drapery & Window Treatments <ul style="list-style-type: none"> • Specialty Clinic Space Issues <ul style="list-style-type: none"> ▪ Property Acquisition & Remodel vs. Build New 	<p>*Elevator Update – at a cost not to exceed \$6,720.00 *Automatic Door Replacement – at a cost not to exceed \$23,402.00 *Cubicle Drapery & Window Treatments – at a cost not to exceed \$12,000.00</p> <p>The motion was approved as brought forth by the Finance Committee.</p> <p>Trachta reviewed the space issues impacting the specialists that are currently doing clinics here and those that wish to begin doing clinics here. He discussed options including property acquisition & remodeling or building new to accommodate increased specialty clinic activity. Trachta will be asking the Board to further review these options at the July or August Board meeting.</p>	
XIV. Closed Session – Employee Evaluation	A motion was made to move into closed session to discuss employee evaluation.	1 st – Burke 2 nd – Johnston Approved
XV. Open Session	A motion was made to return to open session.	1 st – Johnston 2 nd – Thalacker Approved
XVI. Therapy Contract Review	Trachta and Taylor discussed a proposed therapy services contract. Vallem thanked Trachta and Taylor for the update and encouraged them to continue working together to find a mutually advantageous resolution.	
XVII. Adjourn	A motion was made to adjourn the meeting at 10:45 p.m.	1 st – Thalacker 2 nd – Wolff Approved

Next meeting will be held
July 28, 2003
Carstensen/Gruben Room

Karen Thalacker, Secretary
Board of Trustees

Mike Trachta
Chief Executive Officer