

Members Present:  
 Susan Vallem, Chair  
 Gary Burke, Secretary  
 Roger Johnson  
 Traci Magsamen

Speakers Present:  
 Sue Allison  
 Mike Trachta, CEO  
 Lisa Bennett, CFO  
 Elly Steffen, COO  
 Jerry Tiedt  
 Dr. Darnold  
 Karen Buls

Members Excused:  
 John Johnston

Guests Present:  
 Emily Carr  
 Heidi Solheim  
 Amy Van Gundy  
 Iris Vering  
 Jennie Waller

Minutes  
 of the Meeting of the  
**Board of Trustees**  
 June 23, 2008  
 7:00 p.m.  
**Tendrils Rooftop Garden**



*Our Mission:* Waverly Health Center will provide the highest quality, patient-focused health care.

Item	Discussion/Notes	Action
I. Meeting called to order	Called to order by Vallem at 7:05 p.m.	
II. Featured Department – Business Office, Sue Allison	Allison presented information about the functions and goals of the Business Office department.	
III. Board Education	Trachta distributed educational materials for Board members to review.	
IV. Approval of minutes	Minutes from the 5/27/08 meeting were reviewed. A motion was made to approve the minutes as written.	1 <sup>st</sup> – Burke 2 <sup>nd</sup> – Johnson Approved
V. Celebrations	Vallem noted that she has appreciated the email updates.  Steffen celebrated that our Radiology department achieved it CT certification on their first attempt.  Magsamen expressed appreciation for the hospital sponsoring last week’s Courtyard Bash.	
VI. Financial and Statistical Report	Bennett presented the financial and statistical report for May. A motion was brought forth from Finance Committee to approve the financial and statistical reports as written.	1 <sup>st</sup> – Burke 2 <sup>nd</sup> – Johnson Approved
VII. Committee/Department Reports: <ul style="list-style-type: none"> <li>▪ Home Health/Alternative Care Advisory Board Report</li> <li>▪ Performance Improvement</li> </ul>	The Home Health/Alternative Care Advisory Board and Performance Improvement reports were presented as included in the Board packets.	Accepted
VIII. C.E.O.’s Report <ul style="list-style-type: none"> <li>▪ Meeting Dates</li> <li>▪ Facility Planning</li> </ul>	Trachta asked for Board input for upcoming meeting dates. He reported that the Board often chooses not to have a regular meeting in August. It was the consensus of the Board to forego having a regular meeting in August. Vallem reported that she would not be able to attend the regularly scheduled meeting in July. It was the consensus of the Board to reschedule the meeting to 7/21/08 to allow for maximum attendance.  Steffen presented an expansion masterplan proposal from InVision. The plan provides for both functional and spaced needs program, and concept refinement and budgeting. InVision proposed to work hourly with a not to exceed fee of \$18,000, which includes consulting fees for Cardinal Construction who will	

<ul style="list-style-type: none"> <li>▪ Digital Mammography</li> </ul>	<p>prepare a conceptual budget. Discussion was held regarding the importance of determining square footage needs and getting better cost estimates. A motion was made to approve the masterplan proposal from InVision at a total cost not to exceed \$18,000.</p> <p>Steffen presented a request to move forward with digital mammography implementation. Digital mammography was included in the FY09 budget at \$296,124. Preliminary cost estimates for the project are \$295,000. Discussion was held regarding the benefits of digital mammography which include better patient care and increased efficiencies. A motion was made to move forward with digital mammography implementation as proposed.</p>	<p>1<sup>st</sup> – Burke 2<sup>nd</sup> – Magsamen Approved</p> <p>1<sup>st</sup> – Johnson 2<sup>nd</sup> – Burke Approved</p>
<p>IX. IT Update</p>	<p>Tiedt presented the GoLive Drive project budget summary which included the following capital request: **GE PACS to McKesson Paragon Interface - \$73,485 A motion was made to approve the capital request as presented.</p>	<p>1<sup>st</sup> – Magsamen 2<sup>nd</sup> – Johnson Approved</p>
<p>X. Medical Staff Report – Dr. Darnold</p>	<p>Dr. Darnold reported that the June 16<sup>th</sup> Medical Staff meeting included the following: **Presentation from Cedar Valley Hospice regarding the referral process. **Tobacco cessation training from WHC’s Home Health. **Presentation about complementary therapies that will be offered at WHC through our Planetree initiative. **Presentation about football helmet removal in the Emergency Department. **Approval of credentialing items as listed on this agenda.</p>	
<p>XI. Service Excellence Update</p>	<p>Buls presented the Service Excellence Update noting that we are currently finishing the second year of a three year contract with Custom Learning Systems (CLS). She reported that we have made the decision to terminate our contract with CLS. This decision was made based on the progress we have made with the Service Excellence initiative, and the cost of the contract. She reported that our plan is to continue moving forward with the initiative using internal resources. She noted that we will be required to pay a penalty to CLS for terminating the contract, and that we will be negotiating with them regarding our continued use of some of their service excellence language. She reiterated that our plan is still to make service excellence a top priority at WHC, and frontline staff should notice minimal changes with this adjustment.</p>	
<p>XII. Old Business</p>	<p>None.</p>	
<p>XIII. New Business <u>Provisional Appointment to Medical Staff:</u></p> <ul style="list-style-type: none"> <li>▪ Richard Aizpuru, M.D. – Courtesy, Radiology, St. Paul Radiology</li> </ul> <p><u>Reappointments to Medical Staff:</u></p>	<p>Trachta presented the provisional appointment, the reappointments, the provisional to regular privileges, resignation from Medical Staff, and expiration of privileges as listed at left. Dr. Darnold noted that the Executive Committee requested that a letter be sent</p>	

<ul style="list-style-type: none"> <li>▪ John Brunkhorst, M.D. – Active, Family Practice, Covenant</li> <li>▪ Daniel Darnold, M.D. – Active, Family Practice, IHS</li> <li>▪ Arnold Delbridge, M.D. – Consulting, Orthopedic Surgery, CVMS</li> <li>▪ Daniel Eggers, M.D. – Courtesy, ER, EPA</li> <li>▪ <del>Joseph Hart, M.D. – Consulting, Otolaryngology, CVMS</del></li> <li>▪ Scott Johnson, PA-C – Active Ancillary, Family Practice, IHS</li> <li>▪ Mary Jones, RN – Ancillary, CVMS</li> <li>▪ Farid Manshadi, M.D. – Consulting, Physical Medicine</li> <li>▪ Richard Mauer, M.D. – Consulting, Ophthalmology, Mauer Eye Clinic</li> <li>▪ James Pooch, M.D. – Courtesy, ER, EPA</li> <li>▪ David Rathe, D.O. – Active, Internal Medicine &amp; Pediatrics, IHS</li> <li>▪ Michael Slavin, D.O. – Consulting, Nephrology, Covenant</li> <li>▪ Lisa Warne, M.D. – Active, General Surgery, WHC</li> </ul> <p><u>Provisional to Regular Privileges:</u></p> <ul style="list-style-type: none"> <li>▪ Todd Arsenault, M.D. – Courtesy, Radiology, St. Paul Radiology</li> <li>▪ Mark Austin, M.D. – Courtesy, Radiology, St. Paul Radiology</li> <li>▪ Matthew Baldwin, M.D. – Courtesy, Radiology, St. Paul Radiology</li> <li>▪ Shalabh Bobra, M.D. – Courtesy, Radiology, St. Paul Radiology</li> <li>▪ Robert Butler, M.D. – Courtesy, Radiology, St. Paul Radiology</li> <li>▪ John Caspers, M.D. – Courtesy, Radiology, St. Paul Radiology</li> <li>▪ Kenneth Cross, M.D. – Courtesy, Radiology, St. Paul Radiology</li> <li>▪ Anders Knutzen, M.D. – Courtesy, Radiology, St. Paul Radiology</li> <li>▪ Susan Truman, M.D. – Courtesy, Radiology, St. Paul Radiology</li> <li>▪ Peter Wold, M.D. – Courtesy, Radiology, St. Paul Radiology</li> </ul> <p><u>Resignation from Medical Staff:</u></p> <ul style="list-style-type: none"> <li>▪ Norman Woodlief, M.D. – Consulting, Ophthalmology, Wolfe Clinic</li> </ul> <p><u>Expiration of Privileges:</u></p> <ul style="list-style-type: none"> <li>▪ Tarik Ramahi, M.D. – Consulting, Cardiology</li> </ul> <p><u>New/Revised Policies:</u></p> <ul style="list-style-type: none"> <li>▪ Education Benefits/HR</li> <li>▪ Cleaning &amp; Disinfection of Patient Care Equipment/Patient Care</li> <li>▪ Lab Governance/Laboratory</li> <li>▪ Laboratory Departmental Compliance Plan/Laboratory</li> </ul>	<p>to Dr. Hart requesting that he consider voluntary resignation due to a lack of any activity at WHC during his last appointment period. The files have been reviewed by the Executive Committee of the Medical Staff. The Executive Committee recommends approval with the exception of Dr. Hart, who has had no activity at WHC in the last two years. It was decided that his privileges would not be renewed due to lack of activity. A motion was made to approve all items as individually considered and recommended by the Executive Committee of the Medical Staff.</p> <p>Trachta presented the new/revised policy statements as listed at left, and included in the Board packets. The policies have been reviewed by the Executive Committee of the Medical Staff and are recommended for approval. A motion was made to approve the policies as written and individually considered.</p>	<p>1<sup>st</sup> – Johnson 2<sup>nd</sup> – Burke Approved</p> <p>1<sup>st</sup> – Burke 2<sup>nd</sup> – Johnson Approved</p>
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<ul style="list-style-type: none"> <li>▪ Laboratory Results/Errors Corrective Action/Laboratory</li> <li>▪ Personnel License/Certification/Degree/Laboratory</li> <li>▪ Laboratory Shift Vacancy/Laboratory</li> </ul> <p><u>Finance Committee:</u></p> <ul style="list-style-type: none"> <li>▪ Capital Request – Furniture for West Building Lobby &amp; Admissions Waiting Area \$26,288</li> </ul> <ul style="list-style-type: none"> <li>▪ Capital Purchases – FYI</li> </ul> <ul style="list-style-type: none"> <li>▪ Charity Care Application</li> </ul> <p><u>Flood Information:</u></p>	<p>Trachta reported that the Finance Committee met prior to this meeting. Minutes from said meeting will be included in the July Board packets. Trachta presented the following capital request:</p> <ul style="list-style-type: none"> <li>▪ Furniture for West Building Lobby &amp; Admissions Waiting Area at a cost not to exceed \$26,288</li> </ul> <p>A motion was brought forth from the Finance Committee to approve the capital request as presented.</p> <p>Bennett reported that the following capital items were purchased in the month of June and come to the Board for informational purposes only.</p> <ul style="list-style-type: none"> <li>▪ Patient Lift - \$6,394.45</li> <li>▪ Signage - \$9,358</li> </ul> <p>Bennett presented an application for charity care in the amount of \$19,224.20. The application qualifies for 100% write-off under our charity care policy. A motion was made to approve the application as presented for 100% write-off.</p> <p>Trachta reported that we provided over 3500 tetanus vaccinations for our community during the flooding. He stated that the cost of the vaccine and staff time to administer was over \$150,000. He noted that we will be attempting to receive 80% reimbursement from the Federal Emergency Management Agency (FEMA).</p>	<p>1<sup>st</sup> – Burke 2<sup>nd</sup> – Johnson Approved</p> <p>1<sup>st</sup> – Burke 2<sup>nd</sup> – Magsamen Approved</p>
<p>XIV. Closed Session Regarding:</p> <ul style="list-style-type: none"> <li>• Strategic Planning</li> <li>• Personnel Evaluation</li> </ul>	<p>A motion was made to move into closed session at 7:53 p.m. for the following identified purposes:</p> <ul style="list-style-type: none"> <li>388.9(l) Marketing &amp; Pricing Strategy</li> <li>21.5(i) Personnel Evaluation</li> </ul>	<p>1<sup>st</sup> – Johnson 2<sup>nd</sup> – Burke Approved</p>
<p>XV. Open Session</p>	<p>A motion was made to move back into open session at 9:23 p.m.</p>	<p>1<sup>st</sup> – Burke 2<sup>nd</sup> – Johnson Approved</p>
<p>XVI. Physician Employment Agreement</p>	<p>A motion was made to approve the physician employment agreement as presented.</p>	<p>1<sup>st</sup> – Magsamen 2<sup>nd</sup> – Johnson Approved</p>
<p>XVII. CEO Compensation</p>	<p>A motion was made to approve changes to the CEO compensation as presented.</p>	<p>1<sup>st</sup> – Burke 2<sup>nd</sup> – Magsamen Approved</p>
<p>XVIII. Adjourn</p>	<p>A motion was made to adjourn the meeting at 9:24 p.m.</p>	<p>1<sup>st</sup> – Magsamen 2<sup>nd</sup> – Johnson Approved</p>

Next meeting will be held  
**July 21, 2008**  
**Tendrils Rooftop Garden**  
**7:00 p.m.**