Members Present: Susan Vallem, Chair Gary Burke Roger Johnson John Johnston Jennifer Seward

Speakers Present: Roxanne Mills Michele Schultz Jennifer Schneiderman Mike Trachta, CEO Lisa Bennett, CFO Dr. Warne Guests Present: Karen Buls Rhonda DeBuhr Diane Kohls Heidi Solheim Karen Thalacker Jerry Tiedt Iris Vering Jennie Waller

Minutes of the Meeting of the **Board of Trustees** November 23, 2009 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 7:02 p.m.	
<ul><li>II. Featured Departments:</li><li>• Utilization Review, Roxanne Mills</li></ul>	Roxanne Mills presented information about the functions and goals of the Utilization Review department.	
Social Services, Michele Schultz & Jennifer Schneiderman	Michele Schultz & Jennifer Schneiderman presented information about the functions and goals of the Social Services department.	
III. Approval of minutes	Minutes from the 10/26/09 and 11/18/09 meetings were reviewed. A motion was made to approve the 10/26/09 minutes as written.	1 <sup>st</sup> – Johnston 2 <sup>nd</sup> – Seward Unanimously Approved
	A motion was made to approve the 11/18/09 minutes as written.	1 <sup>st</sup> – Johnson 2 <sup>nd</sup> – Burke Unanimously Approved
IV. Board Education	Included in Board packets:  Specialized, Integrated, and Connected – Building a Strategic Framework for the Hospital of 2020 Board members commented that they appreciate receiving the educational materials and find them to be interesting and informative.	
V. Celebrations	Trachta, Buls & Solheim presented Driving Strategic Excellence through Employee Engagement at the Press Ganey National Conference. They had a large audience and the presentation went very well.	
VI. Financial and Statistical Report	Bennett presented the financial and statistical report for October. A motion was brought forward from the Finance Committee to approve financial and statistical report as presented.  Bennett reported on an adjustment to the cost settlement report due to way in which medical supply costs were booked to the OR. This will impact the settlement that we expect to receive from Medicare and Medicaid but will provide for the most accurate accounting.	1 <sup>st</sup> – Johnson 2 <sup>nd</sup> – Burke Unanimously Approved

VII. Committee/Department Reports:	Home Health, Environment of Care & Performance Improvement reports were presented as included in the Board packets.	Accepted
VIII. C.E.O.'s Report  • Medical Staff Issues	Trachta reported that Dr. Brooks will be leaving the Covenant Clinic in Waverly. He will be resigning from the WHC Medical Staff effective 12/1/09. Trachta reported that the Covenant Clinic in Waverly is planning to switch to an office-based practice only. This would mean that physicians in the clinic would not admit patients to WHC, or round on patients at WHC. Trachta discussed the possible ramifications of this change. An ad hoc committee of the Board will be convened to consider the situation and how it will impact WHC as we move forward. Johnson volunteered to participate.	
	Trachta reported that he met with a vascular surgeon today who is interested in having a surgical practice at WHC. He will be scheduling outpatient procedures to start with. In the future he hopes to do more interventional procedures here which would require specialized equipment and an intensive care unit.	
Christophel Clinic Construction Project Update	Trachta reported that the Christophel Clinic project is progressing on schedule. The anticipated opening of the Clinic is mid-March.	
IX. Medical Staff	Dr. Warne reported that the Executive Committee of the Medical Staff met on 11/19/09. Dr. Warne reported that credentialing and privileging items along with policy review items were reviewed and recommended for approval. She noted that they will be working on Medical Staff Bylaw changes to address History & Physical (H&P) documentation and physician response time for admitted patient visits.	
	Dr. Warne celebrated the completion of the Joint Commission survey last week. Vering reported that a work team has been formed to begin following up on our findings and we should receive the final report within the next week.	
X. Benchmark Measures: Iris Vering	Report was deferred to the next meeting.	
XI. Old Business  • Zoning Update	Trachta reported that the final reading of the proposed Planned Development zoning was approved by the City Council.	
XII. New Business  Provisional Appointment to Medical Staff:  Hugo Koo, M.D. Consulting, Cardiology, CVMS  Continuation of Provisional Status on Medical Staff:  Bradley Lister, M.D. – Active, Orthopedics, WHC	Trachta presented privileging items as individually listed at left. Trachta noted the following changes to the information contained on the original agenda:  The Executive Committee recommended continuing provisional status for Dr. Lister and Crystal Schrader, ARNP. Dr. Timothy Myers was originally listed as a resignation, but Nighthawk Radiology requested	

- Crystal Schrader, ARNP Consulting-Ancillary, CVMS
- Reappointments to Medical Staff:
  - E. Anthony Otoadese, M.D. –
     Consulting, Cardiology, CVMS
  - Kari Haislet, ARNP Consulting-Ancillary, CVMS
  - Joseph Baraga, M.D. Courtesy, Radiology, NightHawk Radiology
  - Bruce Berens, M.D. Courtesy, Radiology, NightHawk Radiology
  - Nathan Block, M.D. Courtesy, Radiology, NightHawk Radiology
  - Blake Carlson, M.D. Courtesy, Radiology, NightHawk Radiology
  - David Eckmann, M.D. Courtesy, Radiology, NightHawk Radiology
  - Ronnell Hansen, M.D. Courtesy, Radiology, NightHawk Radiology
  - Christopher Jackson, M.D. Courtesy, Radiology, NightHawk Radiology
  - James Jacobs, M.D. Courtesy, Radiology, NightHawk Radiology
  - David Kispert, M.D. Courtesy, Radiology, NightHawk Radiology
  - David Lambert, M.D. Courtesy, Radiology, NightHawk Radiology
  - Peter Lee, M.D. Courtesy, Radiology, NightHawk Radiology
  - Jeffrey Magnuson, M.D. Courtesy, Radiology, NightHawk Radiology
  - Suzanne Parrino, M.D. Courtesy, Radiology, NightHawk Radiology
  - Theodore Passe, M.D. Courtesy, Radiology, NightHawk Radiology
  - Jeffrey Phelan, M.D. Courtesy, Radiology, NightHawk Radiology
  - Matthew Sanford, M.D. Courtesy, Radiology, NightHawk Radiology
  - Vladimir Savcenko, M.D. Courtesy, Radiology, NightHawk Radiology
  - Patrick Sullivan, M.D. Courtesy, Radiology, NightHawk Radiology
  - James Sullivan, M.D. Courtesy, Radiology, NightHawk Radiology
  - Ross Sutton, M.D. Courtesy, Radiology, NightHawk Radiology
  - Gregory Taylor, M.D. Courtesy, Radiology, NightHawk Radiology
  - Don Wiese, M.D. Courtesy, Radiology, NightHawk Radiology
  - Keith Wittenberg, M.D. Courtesy, Radiology, NightHawk Radiology
  - Angeline Young, M.D. Courtesy, Radiology, NightHawk Radiology
  - Timothy Myers, M.D. Courtesy, Radiology, NightHawk Radiology
- New/Revised Policies:
  - See attached list of policy activity.

to have him reappointed to keep him on service for WHC.

Dr. Hugo Koo was listed as a provisional appointment to Medical Staff. His application was not processed due to an incomplete application packet.

The files have been reviewed by the Executive Committee of the Medical Staff. The Executive Committee recommends approval of the items as listed at left. A motion was made to approve all privileging items as individually considered and recommended by the Executive Committee of the Medical Staff.

1<sup>st</sup> –Johnston 2<sup>nd</sup> – Burke Unanimously Approved

Trachta presented the policy activity report as included in the Board packets. Waller provided a

summary of the task the Policies & Procedures (P&P) Council has been charged with She noted that as detailed in the report, many of the policies previously approved with become Standard Operating Procedures, while some will be retired due to not being needed. Documents that are required to be in a policy format by the Joint Commission will remain policies. Documents that are required to the internation of Medical Staff approval will also remain policies. Waller noted that the P&P Council will be sending a monitally report to the Board until the updating project is complete. A motion was made to approve the policy activity report as presented.  • Finance Committee  • Finance Committee  • Capital Request  Bennett reported that the Finance Committee met on 11/18/09. Minutes from said meeting were emailed to Board members following the meeting.  • Charity Care  • Charity Care  • Charity Care  Bennett presented a capital request for a neonatal simulator at a cost not to exceed \$18,804.80. A motion was made to approve this budgeted request as presented.  • Charity Care  • Liquidation of Items  Solheim reported that a sealed bid auction was held in accordance with recommendations from the City Attorney regarding the liquidation of rity assets. The auction consisted of items no longer used in the facility including filense equipment from Health Promotion that was not donated to the W. Solheim noted that a public notice was published about the auction, and \$7 items were posted for sale. 16 items received no bids and will be posted for a short-term employee sealed bid auction. Solheim reported that winning bids totaled approximately So,400. A motion was made to approve accepting the winning bids and proceed with the short-term employee. Intensity of the contract		T	
Bennett reported that the Finance Committee met on 11/18/09. Minutes from said meeting were emailed to Board members following the meeting.  Capital Request  Bennett presented a capital request for a neonatal simulator at a cost not to exceed \$18,804.80. A motion was made to approve this budgeted request as presented.  Charity Care  Bennett presented a charity care write-off of \$12,766. The normal application process was not completed due to the patient being deceased. Bennett reported that patient was part of the lowa Cares program and very likely would have qualified for 100% write-off under the charity care program. A motion was made to approve charity care in the amount of \$12,766.  Liquidation of Items  Solheim reported that a sealed bid auction was held in accordance with recommendations from the City Attorney regarding the liquidation of city assets. The auction consisted of items no longer used in the facility including fitness equipment from Health Promotion that was not donated to the W. Solheim noted that a public notice was published about the auction, and 87 items were posted for as hort-term employee sealed bid auction. Solheim reported that winning bids totaled approximately \$6,400. A motion was made to approve accepting the winning bids totaled approximately \$6,400. A motion was made to approve accepting the winning bids totaled approximately \$6,400. A motion was made to approve accepting the winning bids totaled approximately \$6,400. A polynoved  XIII. Closed Session  A motion was made to move into closed session at 8.20 p.m. pursuant to lowa Code Chapter 388.9 and lowa Code Chapter 21.5.i.  A motion was made to move back into open session at 9.20 p.m.  A motion was made to approve employee incentives and a salary adjustment.		that as detailed in the report, many of the policies previously approved with become Standard Operating Procedures, while some will be retired due to not being needed. Documents that are required to be in a policy format by the Joint Commission will remain policies. Documents that require Board or Medical Staff approval will also remain policies. Waller noted that the P&P Council will be sending a monthly report to the Board until the updating project is complete. A motion was made to approve	2 <sup>nd</sup> – Seward Unanimously
simulator at a cost not to exceed \$18,804.80. A motion was made to approve this budgeted request as presented.  Bennett presented a charity care write-off of \$12,766. The normal application process was not completed due to the patient being deceased. Bennett reported that patient was part of the lowa Cares program and very likely would have qualified for 100% write-off under the charity care program. A motion was made to approve charity care in the amount of \$12,766.  • Liquidation of Items  • Liquidation of Items  Solheim reported that a sealed bid auction was held in accordance with recommendations from the City Attorney regarding the liquidation of city assets. The auction consisted of items no longer used in the facility including fitness equipment from Health Promotion that was not donated to the W. Solheim noted that a public notice was published about the auction, and \$7 items were posted for a short-term employee sealed bid auction. Solheim reported that winning bids totaled approximately \$6,400. A motion was made to approve accepting the winning bids and proceed with the short-term employee sealed bid auction. Solheim reported that winning bids totaled approximately \$6,400. A motion was made to approve accepting the winning bids and proceed with the short-term employee sealed bid auction for the remaining items.  XIII. Closed Session  A motion was made to move into closed session at 8.20 p.m. pursuant to lowa Code Chapter 388.9 and lowa Code Chapter 21.5.i  A motion was made to move back into open session at 9.20 p.m.  A motion was made to approve employee incentives and a salary adjustment.  A motion was made to approve employee incentives and a salary adjustment.	Finance Committee	11/18/09. Minutes from said meeting were emailed	Approved
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■ Iowa Code Chapter 388.9 ■ Iowa Code Chapter 21.5.i ■ Iowa Code Chapter 388.9 and Iowa Code Chapter 388.9 and Iowa Code Chapter 21.5.i ■ Iowa Code Chapter 21.5.i ■ Iowa Code Chapter 388.9 and Iowa Code C	Liquidation of Items	in accordance with recommendations from the City Attorney regarding the liquidation of city assets. The auction consisted of items no longer used in the facility including fitness equipment from Health Promotion that was not donated to the W. Solheim noted that a public notice was published about the auction, and 87 items were posted for sale. 16 items received no bids and will be posted for a short-term employee sealed bid auction. Solheim reported that winning bids totaled approximately \$6,400. A motion was made to approve accepting the winning bids and proceed with the short-term employee	Approved  1 <sup>st</sup> – Burke 2 <sup>nd</sup> – Johnston Unanimously
XIV. Open Session  A motion was made to move back into open session at 9:20 p.m. $1^{st}$ – Johnston $2^{nd}$ – Burke Unanimously Approved  A motion was made to approve employee incentives and a salary adjustment. $1^{st}$ – Johnston $2^{nd}$ – Burke $2^{nd}$ – Johnson Unanimously Approved	<ul> <li>Iowa Code Chapter 388.9</li> </ul>	8:20 p.m. pursuant to Iowa Code Chapter 388.9 and	2 <sup>nd</sup> – Burke Unanimously
and a salary adjustment.  2 <sup>nd</sup> – Johnson Unanimously Approved	XIV. Open Session	_	1 <sup>st</sup> – Johnston 2 <sup>nd</sup> – Burke Unanimously
XV. Adjourn A motion was made to adjourn the meeting at 9:22 1 <sup>st</sup> – Johnston		and a salary adjustment.	2 <sup>nd</sup> – Johnson Unanimously Approved
	XV. Adjourn	A motion was made to adjourn the meeting at 9:22	1 <sup>st</sup> – Johnston

p.m.	2 <sup>nd</sup> – Johnson
	Unanimously
	Approved

Next meeting will be held

December 21, 2009

Carstensen/Gruben Room Following the Joint Meeting of the Board and the Medical Staff