Members Present: Susan Vallem, Chair Roger Johnson, Secretary John Johnston Jill Kwikkel Jennifer Seward

Guests Present: Rhonda DeBuhr Karen Thalacker Jennie Waller

Minutes of the Meeting of the **Board of Trustees** March 22, 2010 7:00 p.m.

Tendrils Rooftop Garden



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

Speakers Present: Karen Buls Lisa Forsyth Michelle Litterer Heidi Solheim Mike Trachta, CEO Lisa Bennett, CFO Dr. Warne

| Item | Discussion/Notes | Action |
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| Tour Christophel Clinic – Meet at the orange en | trance | |
| I. Meeting called to order | Called to order by Johnson at 7:16 p.m. | |
| II. Featured Departments:Planetree | Karen Buls, Lisa Forsyth, and Michelle Litterer presented information about Planetree at WHC. The Board is invited to attend our Planetree Day on Thursday from 2:30 – 4:30 p.m. in Tendrils. | |
| Nashua Clinic Noah Campus Health Clinic Walk-In Clinic Christophel Clinic | Heidi Solheim presented information about the functions and goals of the Nashua, Noah, Walk-In, and Christophel Clinic departments. | |
| III. Board Education | Information on strategic planning was included in Board packets. The April 2010 edition of BoardRoom Press was distributed. | |
| IV. Approval of minutes | Minutes from the 2/22/10 meetings were reviewed. A motion was made to approve the minutes as written. | 1 st – Johnston 2 nd – Kwikkel Unanimously Approved |
| V. Celebrations | | II |
| VI. Financial and Statistical Report | Bennett distributed a revised income and balance sheet, and presented the financial and statistical report for February. A motion was made to approve financial and statistical report as presented. | 1 st – Johnson 2 nd – Seward Unanimously Approved |
| VII. Committee/Department Reports: • Performance Improvement • Home Health • Environment of Care | Performance Improvement, Home Health, and Environment of Care reports were presented as included in the Board packets. | Accepted |
| VIII. C.E.O.'s Report • Home Health Change of Ownership Update | Trachta reported on the transition process. | |
| IX. Old Business | None. | |
| X. New Business • Pre Application Request: • Daniel Koos, M.D. – Family Medicine, IHS – Rohlf Memorial Clinic • Stephanie Koos, D.O. – Family Medicine, IHS – Rohlf Memorial | Privileging items were presented as individually listed at left. Discussion was held regarding the preapplication process as outlined in the Medical Staff Bylaws. The files have been reviewed by the Executive Committee of the Medical Staff. The Executive Committee recommends approval. A motion was made to approve all privileging items as | 1 st – Johnston 2 nd – Seward |

| Provisional Appointments to Medical Staff: Joseph Hart, M.D. – Consulting, Otolaryngology Continuation of Provisional Status on Medical Staff: Lori Lee, D.O. – Consulting, General Surgery, Iocum Tenens Reappointments to Medical Staff: Sarah DeVore, ARNP – Active-Ancillary, Family Medicine, WHC Wei Yang, M.D. – Consulting, Pathology, Allen Resignation from Medical Staff: Bradley Lister, M.D. – Active, Orthopedic Surgery, WHC Privilege List Revision Internal Medicine Trachta presented the revised listing for Internal Medicine Privileges as included in the Board packets. The form has been reviewed and is recommended for approval by the Executive Committee of the Medical Staff. Amotion was made to approve the revised privilege listing as presented. New/Revised Policies: See attached list of policy activity. Medication Reconciliation Restrains Sentinel Events Sentinel Events Sentinel Frents Sentinel Frents Sentinel Frents Bennett reported that the Finance Committee met earlier today, Minutes from said meeting were distributed. Primary Care Clinic Finance Committee Bennett reported that the Finance Committee met earlier today, Minutes from said meeting were distributed. Bennett presented a capital request for a LifePak 12 replacement at a cost of \$22,679.17. This request was abudgeted for. Bennett presented a capital request for an i-STAT with supporting Equipment Bennett presented a capital request for an i-STAT with supporting Equipment Bennett presented a capital request for an i-STAT with supporting Equipment Bennett presented a capital request for an i-STAT with supporting equipment at a cost of \$11,832.80. This request was not budgeted for. | Clinic | individually considered and recommended by the | Unanimously |
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| ■ Capital Request – i-STAT with Supporting Equipment Supporting Equipment Supporting Equipment Iisted on the request. Bennett presented a capital request for an i-STAT with supporting equipment at a cost of \$11,832.80. This request was not budgeted for. | Replacement | | |
| Capital Request – i-STAT with Supporting Equipment Bennett presented a capital request for an i-STAT with supporting equipment at a cost of \$11,832.80. This request was not budgeted for. | | | |
| Supporting Equipment with supporting equipment at a cost of \$11,832.80. This request was not budgeted for. | | instead of the request. | |
| This request was not budgeted for. | | | |
| | Supporting Equipment | | |
| A motion was made to approve both capital requests 1 st _ K wikkel | | A motion was made to approve both capital requests | 1 st – Kwikkel |
| as presented. 2^{nd} – Seward | | | 2 nd – Seward |
| Unanimously | | | |
| Charity Care There were no charity care applications for consideration. | Charity Care | * ** | Approved |
| consideration. | | Consideration | |
| • Executive Committee The minutes of the 3/8/10 Executive Committee | Executive Committee | | |
| ■ 3/8/10 meeting were presented as included in the Board | | | 1 St |
| packets. The Executive Committee acted to approve 1 st – Johnson | | packets. The Executive Committee acted to approve | 1 – Johnson |

| | the InVision Architecture proposal for the helipad relocation project. The action of the Executive Committee was ratified as presented. | 2 nd – Vallem Unanimously Approved |
|---|---|--|
| XI. Closed Session Iowa Code Chapter 388.9 | A motion was made to move into closed session at 7:58 p.m. for the purpose identified at left. | 1 st – Johnston 2 nd – Johnson Unanimously Approved |
| XII. Open Session | A motion was made to move back into open session at 8:34 p.m. | 1 st – Seward 2 nd – Kwikkel Unanimously Approved |
| Primary Care Clinic | The following motion was made: Based upon an independent financial appraisal, the Board approves the purchase of the Shell Rock Family Clinic on the financial terms discussed contingent upon obtaining similar lease commitments from the landlords and performing due diligence with regard to existing contracts of the Shell Rock Family Health Clinic, with closing to occur no sooner than July 1, 2010. | 1 st – Johnston 2 nd – Johnson Unanimously Approved |
| XIII. Adjourn | A motion was made to adjourn the meeting at 8:35 p.m. | 1 st – Johnson 2 nd – Kwikkel Unanimously Approved |

Next meeting will be held
April 26, 2010
Tendrils Rooftop Garden
7:00 p.m.