

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

Guests Present:
 Stephanie Burns
 Rhonda DeBuhr
 Diane Kohls
 Casi Roethler
 Heidi Solheim
 Karen Thalacker
 Jennie Waller

Speakers Present:
 Lisa Forsyth
 Mike Trachta, CEO
 Lisa Bennett, CFO
 Dr. Warne
 Iris Vering

Minutes
 of the Meeting of the
Board of Trustees
 May 24, 2010
 7:00 p.m.
Tendrils Rooftop Garden

WAVERLY HEALTH
 — C E N T E R —
Our Mission: Waverly Health
 Center will provide high quality,
 patient-centered health care.

Item	Discussion/Notes	Action
Public Hearing: Plans and Specifications for Roof Top Helipad	Vallem opened the Public Hearing regarding the Plans and Specification for Roof Top Helipad at 7:02 p.m. There were no written or verbal public comments regarding the proposed Lease. Vallem closed the hearing at 7:05 p.m.	
I. Meeting called to order	Called to order by Vallem at 7:05 p.m. Trachta introduced Stephanie Burns and Casi Roethler who are completing summer internships in Administration.	
II. Featured Departments: <ul style="list-style-type: none"> • General Surgery Clinic • Orthopedic Clinic • The Spa • Women's Clinic 	Lisa Forsyth presented information about the functions and goals of the General Surgery Clinic, Orthopedic Clinic, The Spa, and Women's Clinic departments.	
III. Approval of minutes	Minutes from the 4/26/10 meetings were reviewed. A motion was made to approve the minutes as written.	1 st – Johnston 2 nd – Johnson Unanimously Approved
IV. Board Education	Federal Health Reform: The Impact on Hospitals and Health Systems (included in Board packets)	
V. Financial and Statistical Report	Bennett presented the financial and statistical report for April. A motion was brought forward from Finance Committee to approve financial and statistical report as presented.	1 st – Kwikkel 2 nd – Johnson Unanimously Approved
VI. Committee/Department Reports: <ul style="list-style-type: none"> • Performance Improvement • Home Health • Environment of Care • Board Quality Committee 	Performance Improvement, Home Health, Environment of Care & Board Quality Committee reports were presented as included in the Board packets.	Accepted
VII. Medical Staff Report	Dr. Warne reported that the Medical Staff met on 5/17/10 and considered privileging items as listed under new business.	
VIII. Benchmark Measures	Vering presented the current benchmark measures.	
IX. C.E.O.'s Report <ul style="list-style-type: none"> • Home Health Change of Ownership Update • Shell Rock Clinic Transition Update 	Trachta reported that the transition team is working on the physical move of the department and the required paperwork for the change of ownership. The change of ownership will take effect July 1. Trachta reported that we will close on the Shell Rock Clinic on July 1 and be open to see patients on July	

<ul style="list-style-type: none"> • Greeley Database Management Agreement • Organizational Chart Revision • Rooftop Helipad Contract 	<p>5. Trachta discussed a potential agreement with the City of Shell Rock for phased-in property taxes on the lot we may purchase.</p> <p>Vering presented a two-year agreement with Greeley for management of the physician profile database. The agreement was included in the Board packets. A motion was made to approve the agreement as presented.</p> <p>Trachta presented updates to the organizational chart. The updates are the result of the addition of the Clinical Excellence initiative in the recently approved strategic plan and a new budgeted position. A motion was made to approve the organizational chart revisions as presented.</p> <p>Trachta presented a bid recommendation from InVision Architecture for the rooftop helipad contract. FEC Helipads was the apparent low bidder and met the requirements of the bid documents. A motion was made to approve awarding the contract for Part 1 – Design Services as detailed in the recommendation letter to FEC Heliports at a cost not to exceed \$25,000.</p>	<p>1st – Johnson 2nd – Kwikkel Unanimously Approved</p> <p>1st – Seward 2nd – Kwikkel Unanimously Approved</p> <p>1st – Johnston 2nd – Johnson Unanimously Approved</p>
<p>X. Old Business</p>		
<p>XI. New Business</p> <ul style="list-style-type: none"> • Provisional Appointments to Medical Staff: <ul style="list-style-type: none"> ▪ Linda Martin, M.D. – Active, Orthopedic Surgery, WHC (moving from temporary to provisional) • Reappointments to Medical Staff: <ul style="list-style-type: none"> ▪ Dean Hutchison, CRNA – Active/Ancillary, Anesthesia, WHC ▪ Megan McMillin, PA-C – Active/Ancillary, Family Practice, WHC ▪ Ravindra Mallavarapu, M.D. – Consulting, Gastroenterology, CVMS ▪ Benjamin Mason, M.D. – Consulting, Ophthalmology, Wolfe Clinic ▪ Barbara Burkle, ARNP – Consulting/Ancillary, Gastroenterology, CVMS • Change of Status – Courtesy to Active: <ul style="list-style-type: none"> ▪ Lee Fagre, M.D. – Family Practice, Covenant • Updated/Revised Privileges: <ul style="list-style-type: none"> ▪ John Glascock, M.D. – Consulting, General Surgery, Covenant ▪ David Rathe, D.O. – Active, Internal Medicine – HIS ▪ Deniz Bastug, M.D. – Consulting, Plastic Surgery -Renaissance Plastic Surgery • Reinstatement to Medical Staff (Correction): <ul style="list-style-type: none"> ▪ Ann F. Bell, M.D. – Courtesy, 	<p>Privileging items were presented as individually listed at left. All 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 individually considered and recommended by the Executive Committee of the Medical Staff.</p>	<p>1st – Kwikkel 2nd – Seward Unanimously Approved</p>

<p>Otolaryngology, Mayo</p> <ul style="list-style-type: none"> • Resignation from Medical Staff: <ul style="list-style-type: none"> ▪ Peter Lee, M.D. – Courtesy, Radiology, Nighthawk Radiology • New/Revised Policies: <ul style="list-style-type: none"> ▪ Confidentiality of Credentialing • Finance Committee <ul style="list-style-type: none"> ▪ Capital Requests ▪ Charity Care ▪ Bank Resolution ▪ FY11 Budgets • Executive Committee <ul style="list-style-type: none"> ▪ 5/18/10 – Changes to General Surgery & Ortho Clinic Renovation Project 	<p>Trachta presented the new policy as listed at left, and distributed at the meeting. The policy has been reviewed by the Executive Committee of the Medical Staff and is recommended for approval. A motion was made to approve the policy as written.</p> <p>Bennett reported that the Finance Committee met on 5/18/10. Minutes from said meeting were included in the Board packet. There were no capital requests or charity care applications for consideration this month.</p> <p>Bennett presented a revised corporate authorization resolution for First National Bank. She noted that Susan Vallem was inadvertently left off of the revision that was approved at the 4/26/10 meeting. This reinstates her previous authorization. A motion was made to approve the resolution as presented.</p> <p>Bennett noted that minimal changes were made to the budget as presented to the Finance Committee. She distributed updated copies to Board members. Bennett presented the FY11 operating and capital budgets. The budgets were developed with the following assumptions:</p> <ul style="list-style-type: none"> **a 5% average charge increase **a 3% average salary increase **a 3% total margin less foundation transfers anticipated (3.4% actual) **budgeted capital purchases of \$1,075,634 <p>A motion was made to approve the operating and capital budgets as presented.</p> <p>The minutes of the 5/18/10 Executive Committee meeting were presented as included in the Board packets. The Executive Committee acted to approve changes to the General Surgery & Ortho Clinic renovation project. The action of the Executive Committee was ratified as presented.</p> <p>Vallem congratulated Rhonda DeBuhr on her certification in Nursing Executive Practice.</p>	<p>1st – Johnson 2nd – Johnston Unanimously Approved</p> <p>1st – Johnston 2nd – Seward Unanimously Approved</p> <p>1st – Kwikkel 2nd – Johnson Unanimously Approved</p> <p>1st – Vallem 2nd – Johnson Unanimously Approved</p>
<p>XII. Adjourn</p>	<p>A motion was made to adjourn the meeting at 8:12 p.m.</p>	<p>1st – Johnston 2nd – Johnson Unanimously Approved</p>

Next meeting will be held

June 28, 2010

Tendrils Rooftop Garden

7:00 p.m.