

Members Present:
 Susan Vallem, Chair
 Roger Johnson
 Barb Lutz

Guests Present:
 Dr. Dahlquist
 Jodi Geerts
 Diane Kohls
 Karen Thalacker

Members Absent:
 Gloria Campbell, excused
 John Johnston

Iris Vering
 Jennie Waller

Speakers Present:
 Jim Atty, CEO
 Lisa Bennett, CFO
 Heidi Solheim, COO
 Emily Neuendorf
 Dr. Styron

Minutes
 of the Meeting of the
Board of Trustees
 February 25, 2019
 6:00 p.m.
Tendrils Rooftop Garden



Our Mission: Waverly Health Center will provide high quality, patient-centered health care.

Item	Discussion/Notes	Action
I. Meeting called to order	Called to order by Vallem at 6:00 p.m.	
II. Approval of minutes (b)	Minutes of the 1/28/19 meeting were reviewed. A motion was made to approve the minutes as written.	1st - Johnson 2nd - Lutz Unanimously Approved
III. Celebrations		
IV. Foundation Building Project Campaign (Emily Neuendorf)	Emily Neuendorf presented information about the Foundation's building project campaign.	
V. Financial and Statistical Report (c1 – c3)	Bennett presented the financial and statistical report for January. A motion was brought forth from the Finance Committee to approve the financial and statistical report as presented.	1st - Johnson 2nd - Lutz Unanimously Approved
VI. Committee/Department Reports: <ul style="list-style-type: none"> • Environment of Care (d) 	The Environment of Care Committee report was presented as included in the Board packets.	Accepted
VII. Medical Staff Report (Dr. Styron)	Dr. Styron reported that the Executive Committee of the Medical Staff and the full Medical Staff met on February 18 th . They considered privileging and credentialing items and the policy revision as listed below.	
VIII. Patient Satisfaction Report (Heidi Solheim) (e)	Solheim presented information about the patient satisfaction reports that were included in the Board packet.	
IX. C.E.O.'s Report <ul style="list-style-type: none"> • Building Project Update • Medical Record Upgrade & Budget Proposal (f1) • Information Systems (IS) Project Management Agreement (f2) 	<p>Atty presented a building project update, noting that we are completing the schematic design phase and will be moving into the design development phase. The architects and construction manager will be at the March Board meeting to present the plan and cost estimate.</p> <p>Atty and Solheim presented a medical record upgrade & budget proposal. Discussion was held regarding the proposal and the choice to upgrade our data center instead of hosting remotely. A motion was made to approve the proposal as presented at an estimated cost of \$1,530,540.</p> <p>Atty and Solheim presented an IS project management agreement with ICE Technologies. A motion was made to approve the 18 month agreement with ICE Technologies for project management services at a cost of \$9,705 per month plus travel expenses.</p>	<p>1st - Johnson 2nd - Lutz Unanimously Approved</p> <p>1st - Lutz 2nd - Johnson Unanimously Approved</p>

<ul style="list-style-type: none"> • Help Desk Tier 1 Outsource Agreement (f3) 	<p>Atty and Solheim presented an agreement with ICE Technologies for tier 1 help desk services. Discussion was held regarding the costs and efficiencies associated with our help desk options. A motion was made to approve the one year agreement for help desk tier 1 services as presented at a cost of \$8,192.12 per month plus a one-time startup fee of \$7,500.</p>	<p>1st - Johnson 2nd - Lutz Unanimously Approved</p>
<p>X. Old Business</p>	<p>None.</p>	
<p>XI. New Business</p> <ul style="list-style-type: none"> • Contracted Services Review (g) • Recommendations Regarding Provisional Status: <ul style="list-style-type: none"> ▪ Colin DeFord, DO – Active, Family Practice, WHC ▪ Michaelangelo Fuortes, MD – Courtesy, Radiology, RCI ▪ J. Matthew Glascock, MD – Active, General Surgery, WHC ▪ Scott Haring, MD – Courtesy, Radiology, RCI ▪ Michael Hierl, MD – Consulting, Radiology, RCI ▪ Jason Jampoler, CNOR – Active, Surgical Assist-RN, WHC ▪ Barbara Weno, MD – Active, OB-Gyn, WHC • Revised Policy & Procedure: <ul style="list-style-type: none"> ▪ Restrictions to Use & Disclosure of Protected Health Information (h1-2) • Finance Committee (j) <ul style="list-style-type: none"> ▪ Capital Requests (Lab ACL TOP 300 Coagulation Instrument) (j1 & j2) <ul style="list-style-type: none"> ▪ Capital Report (j3) ▪ Cash Transfer Report (j4) ▪ Financial Assistance Requests • Person Centered Care Update 	<p>Atty presented the list of sources of patient care provided from outside of the health center as included in the Board packets. The sources were reviewed by the Medical Staff and approved by the Executive Committee of the Medical Staff. A motion was made to approve the resolutions as presented.</p> <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>The revised policy listed at left was presented for review as included in the Board packets. 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 prior to this meeting, minutes from the meeting will be added to the Board packets.</p> <p>Bennett presented a budgeted capital request for an ACL TOP 300 Coagulation Instrument at a cost not to exceed \$30,000. The request is coming forward for approval due to being over the budgeted amount. A motion was brought forth from Finance Committee to approve the capital request as presented.</p> <p>Bennett presented the capital report and cash transfer report as included in the Board packets.</p> <p>There were no applications for financial assistance.</p> <p>Solheim presented a person centered care report, noting that we are monitoring the care act that is</p>	<p>1st - Lutz 2nd - Johnson Unanimously Approved</p> <p>1st - Johnson 2nd - Lutz Unanimously Approved</p> <p>1st - Lutz 2nd - Johnson Unanimously Approved</p> <p>1st - Lutz 2nd - Johnson Unanimously Approved</p>

	currently being considered in the legislature.	
<p>XII. Closed Session</p> <p>Iowa Code Chapter 21.5.1(l) - Closed session to discuss patient care quality and process improvement initiatives in a meeting of a public hospital or to discuss marketing and pricing strategies or similar proprietary information in a meeting of a public hospital, where public disclosure of such information would harm such a hospital's competitive position when no public purpose would be served by public disclosure.</p> <p>Iowa Code Chapter 21.5.1(c) – Closed session to discuss strategy with counsel in matters that are presently in litigation or where litigation is imminent where its disclosure would be likely to prejudice or disadvantage the position of the governmental body in that litigation.</p>	A motion was made to move into closed session at 7:21 p.m. for the purposes identified at left.	1st - Lutz 2nd - Johnson Unanimously Approved
XIII. Open Session	A motion was made to move back into open session at 8:36 p.m. No action was taken in closed session.	1st - Lutz 2nd - Johnson Unanimously Approved
XIV. Adjourn	A motion was made to adjourn the meeting at 8:37 p.m.	1st - Lutz 2nd - Johnson Unanimously Approved

Next meeting will be held

Monday, March 25, 2019

6:00 p.m.

Tendrils Rooftop Garden