Members Present: Susan Vallem, Chair Gloria Campbell John Johnston Barb Lutz

Members Absent: Roger Johnson

**Guests Present**: Dr. Dahlquist Jodi Geerts Diane Kohls Karen Thalacker Iris Vering Jennie Waller

Minutes of the Meeting of the **Board of Trustees** 

March 25, 2019 6:00 p.m.

**Tendrils Rooftop Garden** 

WaverlyHealth — C E N T E R -

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

Speakers Present:
Jim Atty, CEO
Angie Tye
Lisa Bennett, CFO
Heidi Solheim, COC
D C.

Item	Discussion/Notes	Action
I. Meeting called to order	Called to order by Vallem at 6:01 p.m.	
II. Approval of minutes (b)	Minutes of the 2/25/19 meeting were reviewed. A motion was made to approve the minutes as written.	1st - Campbell 2nd - Johnston Unanimously Approved
III. Celebrations	Congratulations to Heidi Solheim for receiving a state leadership award.	KK * * * *
W. F. and D. and W. B. and M. S. and	Jim Atty was nominated for Spotlight on Values.  It's national social workers month.	
IV. Featured Department – Human Resources (Angie Tye)	Angie Tye presented information about the functions and goals of the human resources department.	
V. Financial and Statistical Report (c1 – c3)	Bennett presented the financial and statistical report for February. A motion was brought forth from the Finance Committee to approve the financial and statistical report as presented.	1st - Johnson 2nd - Lutz Unanimously Approved
	Bennett noted that we are having a Medicare desk audit this week and will begin the budgeting process next week.	
<ul><li>VI. Committee/Department Reports:</li><li>Environment of Care (d)</li></ul>	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 met on March 18 <sup>th</sup> . They considered privileging and credentialing items and the new policy as listed below.	
VIII. C.E.O.'s Report		
Physician Recruitment	Atty provided an update on physician recruitment.	
• IS Update	Solheim presented an IS update.	
■ Paragon Agreement (g)	Solheim presented a proposed agreement with Paragon as included in the Board packets. Discussion was held regarding the structure of the agreement and associated fees. A motion was made to approve the agreement as presented.	1st - Campbell 2nd - Lutz Unanimously
<ul> <li>Premier Healthcare Solutions Termination Agreement (e)</li> </ul>	Solheim reported on the termination of the Premier Healthcare Solutions agreement as included in the Board packets.	Approved
<ul> <li>Building Project Update</li> <li>Schematic Design Approval (f1 &amp; f2)</li> </ul>	Atty & Solheim presented a building project update. Schematic design for the project was presented. Discussion was held regarding the proposed design and the next steps in the process. A motion was made to approve the schematic design as presented	1st - Johnston 2nd - Lutz

■ Planning Meeting Request	and to move into the design development phase.  Solheim requested that Board members consider participating on our planning committee for the building project. She will send further information by email.	Unanimously Approved
Legislative Update	Atty presented an update on current legislative issues.	
IX. Old Business		
X. New Business		
• Ventura MedStaff Agreement (h)	Tye presented an agreement with Ventura MedStaff for healthcare staffing services. The agreement is for one year, and cost will be based on utilization of services. A motion was made to approve the agreement as presented.	1st - Campbell 2nd - Lutz Unanimously
<ul> <li>Request for Privileges:         <ul> <li>Micaela Rahn, ARNP – Courtesy, Cardiology, CVMS</li> </ul> </li> <li>Updated Privileges:         <ul> <li>Katelyn Froehner, ARNP – Active, Emergency Medicine &amp; Family Practice, WHC</li> <li>Constance Morrison, PMHNP-BC, ARNP – Consulting, Psychiatric &amp; Mental Health, Integrated Telehealth Partners</li> <li>Jan Davis, ARNP – Active, Family Practice, WHC</li> </ul> </li> <li>Recommendations Regarding Provisional Status:         <ul> <li>Sharon Haight-Carter, ARNP – Consulting, Psychiatric &amp; Mental Health, Integrated Telehealth Partners</li> <li>Maryl Smith, ARNP – Consulting, Psychiatric &amp; Mental Health, Integrated Telehealth Partners</li> <li>Vishal Goyal, MD – Consulting, Cardiology, CVMS</li> <li>Ajay Kaja, MD – Consulting, Cardiology, CVMS</li> </ul> </li> <li>Resignations from Medical Staff:         <ul> <li>Christopher Engeler, MD – Consulting, Radiology, RCI</li> <li>Claudia Engeler, MD – Consulting, Radiology, RCI</li> </ul> </li> <li>Claudia Engeler, MD – Consulting, Radiology, RCI</li> </ul>	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.	Approved  1st - Johnston 2nd - Campbell Unanimously Approved
<ul> <li>New Policies &amp; Procedure:</li> <li>Patient Personal Representative (i)</li> </ul>	The new 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.	1st - Campbell 2nd - Lutz
<ul> <li>Finance Committee (j)</li> <li>Capital Requests (none)</li> </ul>	Bennett reported that the Finance Committee met this morning. Minutes from the meeting were included in the Board packets.	Unanimously Approved

<ul> <li>Capital Report (k)</li> <li>Cash Transfer Report (l)</li> <li>Financial Assistance Requests</li> </ul>	Bennett presented the capital report and cash transfer report as included in the Board packets.  There were no applications for financial assistance.	
Personnel Committee (m)	The Personnel Committee met on March 19 <sup>th</sup> .  Minutes from the meeting were included in the Board packet.	
Person-Centered Care Update	Solheim presented a person-centered care update, noting that she has been asked to present information about our patient partnership council at an upcoming conference.	
Iowa Code Chapter 21.5.1(1) - 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.  Iowa Code Chapter 21.5.1(i) – Closed session to evaluate the professional competency of an individual whose appointment, hiring, performance or discharge is being considered when necessary to prevent needless and irreparable injury to that individual's reputation and that individual requests a closed session.	A motion was made to move into closed session at 7:55 p.m. for the purposes identified at left.	1st - Campbell 2nd - Johnston Unanimously Approved
XII. Open Session	A motion was made to move back into open session at 9:07 p.m. No action was taken in closed session.	1st - Lutz 2nd - Johnston Unanimously Approved
XIII. Adjourn	A motion was made to adjourn the meeting at 9:07 p.m.	1st - Lutz 2nd - Johnston Unanimously Approved

Next meeting will be held
Monday, April 22, 2019
6:00 p.m.
Tendrils Rooftop Garden