

Members Present:
 Susan Vallem, Chair
 Ann Henninger Trax
 Roger Johnson
 John Johnston
 Barb Lutz

Guests Present:
 Diane Kohls
 Karen Thalacker
 Angie Tye
 Jennie Waller

Minutes
 of the Meeting of the
Board of Trustees
 September 28, 2020



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

Speakers Present:
 Jim Atty, CEO
 Lisa Bennett, CFO
 Jodi Geerts, CNO
 Heidi Solheim, COO

6:00 p.m.
 Join with Google Meet
meet.google.com/pgs-vbrw-ghy

Join by phone
 (US) [+1 413-350-0354](tel:+14133500354)
 (PIN: 621305019)

| 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 from the 8/24/20 meeting were reviewed. A motion was made to approve the minutes as written. | 1st – Henninger 2nd - Johnson Unanimously Approved |
| III. Celebrations | Congratulations to Jim Atty on his six-year work anniversary. | |
| IV. Financial and Statistical Report (c1 – c3) | Bennett presented the financial and statistical report for August. A motion was brought forward from Finance Committee to approve the financial and statistical report as presented. | 1st - Johnson 2nd - Lutz Unanimously Approved |
| V. Committee/Department Reports: <ul style="list-style-type: none"> • Environment of Care (d) • Administrative Report • COVID-19 Update | <p>The Environment of Care committee report was presented as included in the Board packets.</p> <p>Atty reported that directors will be providing the Board with an administrative report beginning next month. The report will be designed to increase communication about what’s happening at the departmental level within the hospital.</p> <p>Solheim presented a COVID-19 update</p> | Accepted |
| VI. Medical Staff Report (Dr. Styron) (f) | Atty reported that the Executive Committee of the Medical Staff met on 9/15, minutes from the meeting were included in the Board packet. They considered privileging and credentialing items as listed below. | |
| VII. C.E.O.’s Report <ul style="list-style-type: none"> • Physician Recruitment • Building Project Update • Foundation Update • Strategic Plan Update | <p>Atty presented an update on physician recruitment to meet patient care needs.</p> <p>Solheim presented a building project update, noting a change order for cover board for the roof that was approved. Solheim reported that we will be inviting Board members to attend a beam signing event on October 6th. Following this event, the beam will be taken to different areas in the hospital for staff to sign.</p> <p>Atty presented a Foundation update, noting that the beam signing is going to serve as the soft kick-off for taking the capital campaign public.</p> <p>Atty presented a strategic plan update, noting that Director’s Council met to review the status of the strategic plan. While considerable time is still being devoted to pandemic</p> | |

| | | |
|--|--|--|
| | response, there has been progress in some areas of the strategic plan. | |
| VIII. Old Business | | |
| IX. Quality Update Premiere & eCQM Implementation | Geerts presented a quality update noting that we will go live with Premiere for electronic clinical quality measures in October or November. | |
| X. New Business | | |
| <ul style="list-style-type: none"> • Rural Health Clinic Annual Program Evaluations (g1 – g5) • Hazard Vulnerability Analysis (h) • Tempus Nova, LLC Agreement for Google Enterprise Co-Term License (i) • Vitros Agreement (j) • LifeServe Blood Center Supply and Services Agreement (m1-4) • New Privilege Requests: <ul style="list-style-type: none"> ▪ Christopher Johnson, MD – Active, OBGyn, WHC ▪ Shama Rathi, MD – Consulting, Psychiatry, Integrated Telehealth Partners ▪ Karen Sadler, ARNP – Active, ARNP – Family Practice, WHC ▪ Lori Sinclair, MD – Courtesy, Pathology, Cedar Valley Pathology ▪ Erica Smith, DO – Active, Family Practice, WHC • Resignation from Medical Staff: <ul style="list-style-type: none"> ▪ Barbara Weno, MD – Active, OB-Gyn, WHC ▪ Robin Farley, OPA-C, - Courtesy, Orthopedic Physician’s Assistant, CVMS • New/Revised Policies & Procedures: <ul style="list-style-type: none"> ▪ PC-P&P-1292 Patient Visitors During the COVID-19 Pandemic | <p>Kohls presented the Rural Health Clinic (RHC) program evaluations for Christophel, Janesville, Nashua, Shell Rock & Women’s Clinics as included in the Board packets. A motion was made to approve the program evaluations as presented.</p> <p>Solheim presented the hazard vulnerability analysis as included in the Board packets. A motion was made to approve the hazard vulnerability analysis as presented.</p> <p>Solheim presented an agreement with Tempus Nova, LLC for additional Google Enterprise co-term licenses. A motion was made to approve the agreement as presented.</p> <p>Solheim presented a reagent rental agreement for two Ortho-Clinical Diagnostics VITROS XT 7600 Chemistry/Immunoassay Systems. Discussion was held regarding the costs and benefits associated with having two analyzers. A motion was made to approve the seven year agreement as presented.</p> <p>Solheim presented a supply and services agreement with LifeServe Blood Center. A motion was made to approve option A of the five-year agreement 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>Geerts noted that revisions are being made to the Patient Visitors During the COVID-19 Pandemic policy. It will be brought to the Board for approval in October.</p> | <p>1st - Johnston 2nd - Lutz Unanimously Approved</p> <p>1st - Henninger 2nd - Lutz Unanimously Approved</p> <p>1st - Johnson 2nd - Johnston Unanimously Approved</p> <p>1st - Henninger 2nd - Johnson Unanimously Approved</p> <p>1st - Johnston 2nd - Lutz Unanimously Approved</p> <p>1st - Johnson 2nd - Lutz Unanimously Approved</p> |

| | | |
|--|--|---|
| <ul style="list-style-type: none"> • Finance Committee (1) <ul style="list-style-type: none"> ▪ Capital Report (11) ▪ Capital Requests ▪ Cash Investments & Transfer Report (12) ▪ Financial Assistance Requests | <p>Bennett reported that the Finance Committee met this morning. Minutes from the meeting were included in the Board packets.</p> <p>Bennett presented the capital and cash investments and transfer reports as included in the Board packets.</p> <p>There were no applications for financial assistance.</p> | |
| <p>XI. Closed Session</p> <p>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.</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> | <p>A motion was made to move into closed session at 7:06 p.m. for the purposes identified at left.</p> <p>Attendees for the closed session were: Jim Atty, CEO Susan Vallem, Chair Ann Henninger Trax Roger Johnson John Johnston Barb Lutz Karen Thalacker</p> | <p>1st - Johnston 2nd - Henninger Unanimously Approved</p> |
| <p>XIII. Open Session</p> | <p>A motion was made to move back into open session at 7:56 p.m. No action was taken in closed session.</p> | <p>1st - Lutz 2nd - Johnson Unanimously Approved</p> |
| <p>XIV. Adjourn</p> | <p>A motion was made to adjourn the meeting at 7:57 p.m.</p> | <p>1st - Johnston 2nd - Lutz Unanimously Approved</p> |

Next meeting will be held
Monday, October 19, 2020
Joint Meeting
5:30 p.m.
Tendrils Rooftop Garden