

Wheatland Memorial Healthcare  
Board of Trustees' Meeting

The Meeting of the Board of Trustees of Wheatland Memorial Healthcare was held on January 15, 2015 in the Health Education Center.

**MEMBERS PRESENT:**

Aubrey Miller, <i>Chairman</i>	Lorraine Peterson, <i>Trustee</i>
Don Amundson, <i>Secretary/Treasurer</i>	Jenny Peters, <i>Trustee</i>
Leta Nash, <i>Trustee (Via Phone)</i>	Tom Bennett, <i>Trustee</i>
Mike Zwicker, <i>CEO</i>	

**MEMBERS EXCUSED:**

June Voldseth, *Vice Chairman*

**OTHERS PRESENT:**

Gia Holiway, <i>Clinic Director</i>	Peggy Hiner, <i>HR Director</i>
Kayla Lawson, <i>Executive Secretary</i>	Kathy Jutila, <i>MD, COS</i>
Jane Moe, <i>Marketing Director</i>	Brandy Taber, <i>DON</i>
Clinit Seger, <i>MD, Billings Clinic</i>	Kyle Gee, <i>Billings Clinic</i>
Karen Tomlinson, <i>Radiology Tech</i>	

**GUEST PRESENT:**

Tom Bennett and Bryan Tomlinson

**WELCOME AND INTRODUCTION**

Chairman Miller called the meeting to order at 5:05 pm.

**CONSENT AGENDA**

The consent agenda was presented. *Upon motion that was duly made by Mr. Amundson and seconded by Ms. Peterson all items in the consent agenda were adopted as written.*

**REGULAR AGENDA**

***I. November Financials***

- a.*** The November Financials were presented. Mr. Gee handed out an example for a new financial packet layout. The new layout allows more details for the Board unlike the old version. *Upon motion that was duly made by Ms. Peterson and seconded by Ms. Peters the November Financial Statements were approved as presented.*

***II. Quality/ Medical Staff Committee/ Safety Committee***

- a.*** Security Assessment
  - i.*** Mr. Zwicker went over External and Internal Penetration Test Reports. External attacks our systems did very well and only found two areas of vulnerabilities. The two

vulnerability areas were at a very low risk rating. Internal attacks had a higher vulnerability than the external. The vulnerabilities were from newer computers and the Healthland server. The Board asked if there is a reasonable time frame that we would want to keep doing the penetration test reports. Ms. Moe will be checking into how often the test should be run.

**b. Credentialing for Providers**

- i. Credentialing for Taylor Lies, PA-C and Hannah Sexton, PA-C was presented to the Board. Upon motion that was duly made by Ms. Peterson and seconded by Ms. Peters Taylor Lies, PA-C and Hannah Sexton, PA-C were approved for full privileges at WMH.*

**III. Education**

- a. The Board reviewed the education article "Carefully Consider How the Board Interacts with Clients".*

**IV. Old Business**

**a. Website/Wendt Presentation**

- i. Ms. Moe handed out a comparison of AD Creative and Wendt. AD Creative had a non-conclusive price and Wendt did have a conclusive price range. Due to the cancellation of the last meeting Wendt was unable to come and present. The Board had discussed rebranding for the hospital and AD Creative has a great way of rebranding the facility. The Bair and the Collant grant were suggested to help WMH get the new website.*

**b. Commissioners Policy**

- i. The Board reviewed a handout of the new policy for a commissioner to be on the Board of Trustees for WMH. Upon motion that was duly made by Mr. Amundson and seconded by Ms. Peterson the new policy for a commissioner was approved.*

**c. Cerner/Lawson Update**

- i. WMH has been working with an attorney to find out their flexibility options with Healthland and Cerner. Mr. Zwicker reported they went over some of the risks that could happen. WMH would have to show documentation that Healthland was a certified health system. After trying to find the proper documentation and other things we may need we decided it would be best to go with the less risk and didn't do the flexibility option. Every month we are re-addressing all of the options due to not having a CFO.*

**d. Provider Update**

- i. Taylor Lies has been great so far and is well trained and educated. Mr. Lies has a good sense of clinical judgment. The patients love him and he is doing really well here. The Board will discuss the renewal of provider contracts in executive session.*

**e. CFO discussion**

- i. In the absence of Doug Lewis it has brought to light whether or not we should have or not have a CFO on sight. There are pros and cons to having a CFO. Mr. Zwicker*

would like to open this topic for discussion. The Board would like to know what the fee would be for having Billings Clinic versus having a CFO of our own. There is the option of having a CPA on sight and Billings Clinic over seeing everything. For Mr. Gee's team he has four CPA's and a new one possible coming on board as well. It would be a good idea to consider all the things Mr. Lewis did that weren't necessarily his job title. Mr. Zwicker will put together a list of the duties that Mr. Lewis did and the pros and cons of having a CFO. Mr. Gee mentioned that his team manages places like Red Lodge that don't have a CPA or a CFO.

**f. Strategic Planning Session**

- i.** Ms. Peterson talked about Tara Capers who spoke at the Regional Leadership and Trustee Conference as an option for the strategic planning session. Ms. Peterson has spoken with her and has gotten prices and dates that she is available. Mr. Zwicker mentioned that John Pour has a recommendation of a speaker for us. For this strategic plan we are going to come out winners and ahead and start taking the next step for what we want to do for WMH. The Board would like to move forward with Tara Capers as the motivator, looking at the last weekend of March.

**g. Trauma Review**

- i.** Mr. Zwicker went over the meeting the Trauma Committee had last week. They found out there needs to be more education for the staff. We hope to have more education for the months. For this month we had an in-service for Airway Management that was taught by Mr. Zwicker. The Trauma review will be held on February 3rd. It is not mandatory for the Board to be there but they are welcome to come. Staff members are also welcome to join.

**V. New Business**

**a. Signature Cards**

- i.** The Board reviewed who would be on the signature cards for the Citizens and the US bank. *Upon motion that was duly made by Ms. Peterson and seconded by Ms. Peters, the CEO, Chairman, Vice Chairman and Treasurer were approved for the signature cards.*

**b. Weekly Email (Desires & Time Line)**

- i.** Mr. Zwicker will start sending weekly emails to the Board, so they are updated regularly. The Board would like to have them sent on Thursdays so if there are any questions they can ask on Fridays.

**c. Move February Board Meeting**

- i.** The Board discussed changing the February Board meeting to a different date to accommodate absence. The Board talked about moving the meetings to a date that would be closer to the financials for the previous month. The Board decided to move the all Board meetings to the third Thursday of the month. The next meeting will be held on February 19, 2015.

**d. Reorganization of Standing Committees**

- i. This topic was tabled till next month when all Board members are present.
  - e. Board Meeting Dates
    - i. Already discussed this in a previous subject.
- VI. Other Business**
- a. Recognition of Donors
    - i. Ms. Moe handed out the recognition of donors to the Board.
- VII. Administrative Updates**
- a. Mr. Zwicker handed out the End of Service Plaques for the Board members. Ms. Peterson was recognized for her dedicated service as Chairman of the WMH Board of Trustees for 2013-2014. Ms. Nash was recognized for her dedicated service as Vice Chairman of WMH Board of Trustees for 2013-2014. Ms. Nash was also recognized for her dedicated leadership and support of WMH as a member of the Board of Trustees from 2005-2014. Mr. Miller was recognized for his dedicated service as Secretary/Treasurer of WMH Board of Trustees from 2013-2014.
  - b. As senior leadership we have started a program for rewarding our staff for going above and beyond by taking on more than is asked of them.
  - c. Flu season is here and we ask everyone to be per-cautious for the residents.
  - d. Our sleep program has been on hold due to the replacement that was picked is unable to do it now. The replacement has his own practice and is starting have a increase in patients and didn't want conflicting schedules. Mr. Zwicker will have more information on this at the next Board meeting.
- VIII. Executive Session**
- a. The Board went into executive session at 6:30 pm. The executive session ended at 8:00pm.
  - b. The Board voted on a commissioner to be a part of the Board of Trustees for Wheatland Memorial Healthcare. *Upon motion that was duly made by Mr. Amundson and seconded by Ms. Peters, Tom Bennett was approved to be a voting member of the Board of Trustees for Wheatland Memorial Healthcare.*
- IX. Adjournment**
- a. There being no further business to be brought before the Board, the meeting was adjourned at 8:00pm.

  
DON AMUNDSON, SECRETARY/TREASURER