

BOARD OF DIRECTORS MEETING**DATE:** January 23, 2017**DIRECTORS PRESENT:** Kelly Goeb, Gail Langhorst, Tricia Riel, Christopher Thiessen, Joanne Collier, Thea Erickson, Jon Lund, Tim Zwickey and Anna Lattu**OTHER ATTENDEES:** See attached listing for additional attendees**ABSENT:** Christopher Thiessen

AGENDA	DISCUSSION/CONCLUSIONS	RECOMMENDATIONS/ACTION WHAT/WHEN
ACTION AGENDA	The Board of Directors meeting was called to order at 5:32 p.m. by Chairperson Goeb.	Board Chairperson welcomed Tim Zwickey and Jon Lund to their new roles as Board Trustees.
1. Approve Agenda	No additions were made to the agenda. Chairperson welcomed all visitors and asked if anyone wished to address the Board.	Hearing no response, motion: Lattu, second: J. Collier to approve the agenda as presented. All ayes. Motion carried.
2. Bi-Annual Election of Officers	Board members received a ballot of all nominations for office. Nomination slate included: 1) Chairperson – Kelly Goeb 2) Vice Chairperson –Gail Langhorst 3) Treasurer –Joanne Collier 4) Clerk – Anna Lattu Nominations were noted and accepted.	Motion: Riel, second: Erickson to move the current slate of nominations forward as presented. All ayes. Motion carried. As re-elected Board Chairperson, board member Goeb continued directing the meeting. Board members that are interested in serving on any of the committees should contact Kelly Goeb.
3. Pay Equity Report	This is a triennial process required by the MN Legislature. Mercy has entered all the requested data into the Pay Equity Software. The process requires Board approval of the Pay Equity Implementation Report.	Motion: G. Langhorst, second: Lattu to approve the report as presented. All ayes. Motion carried.
4. Conflict of Interest Statements	Conflict of Interest Statements were distributed. Please complete and return to Administrative Assistant.	No action required.
5. Grant Resolution	Mercy is applying for a Rural Hospital Capitol Improvement grant from the MN Department of Health. A resolution is required which authorizes Mike Delfs to execute contracts and certifications relating to the grant. If received the grant monies will be used toward replacement of the roof on the old portion of the hospital.	Motion: J. Collier, second: Erickson to approve the grant resolution as presented. All ayes. Motion carried.
6. Consent Agenda	No additions were made to the consent agenda.	Motion: G. Langhorst, second: Lattu to approve the agenda as presented. All ayes. Motion carried.
7. Medical Staff & Credentialing Report	Trina Lower, Director of Quality & HIS presented the January 2017 Credentials Report.	Upon Medical Executive Committee recommendation, motion: Lattu, second: Erickson to accept the January 2017 Credentials Report as presented. All ayes. Motion carried.
8. Anesthesiology & Telecardiology Core Privileges.	Review and discussion followed on the Anesthesiology and Telecardiology Core Privilege documents.	Upon Medical Executive Committee recommendation. Motion: Riel, second: Lattu to accept the core privileges as presented. All ayes. Motion carried.

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9. Med Staff Amendments to Rules & Regulations	Amendments to the Medical Staff Rules and Regulations were presented and discussed.	Upon Medical Executive Committee recommendation, motion: G. Langhorst, second: Lattu to approve the amendments as presented. All ayes. Motion carried.
10. Strategic Planning Update	Chief Executive Officer provided an overhead visual update of the on-line strategic planning document.	Informational purposes only.
11. MHA Trustee Conference	After attending the MHA Trustee Conference, Goeb and G. Langhorst discussed adding the Mission & Vision Statement to the Board packet and putting together a succession committee to compile information that would be used in case of a vacancy in the CEO position.	Motion: Erickson, second: Riel to authorize the Executive Committee members to begin the succession process. All ayes. Motion carried. Administrative Assistant will add the Mission/Vision statement as noted.
12. Board Education	Director of Patient Care Services presented information on the history and continued work on the "Baby Friendly Designation" process.	Informational purposes only.
13. Move to Closed Session	Meeting was moved to closed session at 6:26 pm.	Motion: G. Langhorst, second: Riel to move to closed session. All ayes. Motion carried. All visitors excluding HIS Director excused themselves from the meeting.
14. Closed Session	A closed session meeting was held for the sole purposes of reviewing: a) Medical Staff Quality Minutes – 10/11/16 b) Adverse Health Event Report c) CMS Report – Review Organization Activity d) Review of Legal Matter Related to SISU	No action taken.
15. Adjourn Closed Session	There being no further business the closed session meeting was adjourned.	Motion: G. Langhorst, second: J. Collier to adjourn closed session and return to open meeting. All ayes. Motion carried.
16. Peer Review Minutes	Medical Staff Quality minutes of October 11, 2016 were reviewed during closed session.	Upon Medical Executive Committee recommendation, motion: Riel, second: Erickson to accept the minutes as presented. All ayes. Motion carried.
ADJOURN:	There being no further business the meeting was adjourned at 6:59 p.m.	Motion: G. Langhorst, second: Erickson to adjourn the meeting. All ayes. Motion carried.
APPROVED BY:		Board Clerk
	Signature	Title