

MINUTES OF THE BOARD OF TRUSTEES MEETING
OF THE
HEALTH AND HOSPITAL CORPORATION
OF MARION COUNTY, INDIANA

November 20, 2012

The meeting of the Board of Trustees (“Board”) of the Health and Hospital Corporation of Marion County, Indiana (“HHC”), was held on Tuesday, November 20, 2012, at 1:30 p.m., at Wishard Health Services (“WHS”), Outpatient East Building, Room T2008 A&B, 1001 West Tenth Street, Indianapolis, Indiana, 46202.

Members present: David W. Crabb, M.D.; Gregory S. Fehribach; Joyce D. Irwin, Lacy M. Johnson, James D. Miner, M.D.; Marjorie H. O’Laughlin and Robert B. Pfeifer.

Dr. Miner began the meeting by introducing new Board member Lacy M. Johnson.

Dr. Miner called the meeting to order and proceeded with the roll call.

Dr. Miner asked if there were any additions, corrections, or deletions to the Board minutes from the Board meeting of October 16, 2012. There were none. Mrs. Irwin made the motion to approve the minutes. Mrs. O’Laughlin seconded the motion. The minutes for October 16, 2012 Board meeting were unanimously approved.

The next agenda item was General Ordinances and Resolutions. Dr. Miner requested that General Ordinance No.6-2012 be presented. Tavonna Harris Askew, general counsel, HHC, stated that she has a letter from Board member Joyce Irwin requesting that General Ordinance No. 6-2012 be presented for the first reading. Mrs. Irwin read the letter. Mrs. Askew read General Ordinance No.6-2012,

“AN ORDINANCE amending the annual budget of The Health and Hospital Corporation of Marion County, Indiana, for the fiscal year beginning January 1, 2012, and ending December 31, 2012, by amending General Ordinance 2A-2011 to appropriate additional funds in the amount of \$30,000,000 for the General Fund, and \$17,000,000 for the Cumulative Building Fund, appropriating monies for the purpose of defraying the expenses and outstanding claims and obligations of the several divisions and officials of the Corporation; and fixing a time when the same shall take effect.”

Daniel E. Sellers, CFO and treasurer, HHC, gave an explanation of General Ordinance No.6-2012. He stated that the purpose of the Ordinance is to move monies from the HHC General Fund to the Cumulative Building Fund. The Ordinance will be presented to the Municipal Corporation Committee of the City-County Council on December 12, 2012, and presented to the full City-County Council for approval on December 17, 2012.

Dr. Miner asked if there were any comments or questions from the Board of Trustees regarding the 2013 budget. There were none. Dr. Miner asked if there were any comments or questions from the public. There were none. General Ordinance No.6-2012 will be presented for passage at the next Board of Trustees meeting.

At this point Dr. Miner stated that this Board meeting Agenda would be amended to include the Midtown Community Mental Health Board Appointments and the Board Certification Extension.

Bylaws and Policies was the next agenda item presented for approval. The Policies submitted were Policy No. 700-116, ***“Personal Physicians in the ED”*** and Policy No. 700-117, ***“ED Admission Decisions”***. Dr. Miner stated that the Policies were reviewed in the November 20, 2012, Hospital Committee. He gave an explanation of each Policy. The Hospital Committee recommends approval of the Policies. Mr. Johnson made the motion to approve. Mr. Pfeifer seconded the motion. Policy No. 700-116, ***“Personal Physicians in the ED”*** and Policy No. 700-117, ***“ED Admission Decision”*** were unanimously approved.

Daniel E. Sellers, CFO and treasurer, presented the October 2012 Treasurer Report. At \$111.4 million, October 2012 disbursements are above the 2012 average monthly disbursement amount of \$98.8 million. The increase of \$12.6 million is primarily due to WHS PERF payment of \$5.3 million, HHC's additional pay period of \$1.4 million and an additional pay period for Long Term Care Division of \$5 million. Mrs. Irwin made the motion to approve this report. Mr. Pfeifer seconded the motion. The October 2012 Cash Disbursements were unanimously approved.

Mr. Sellers continued with the Revenue and Expenditure Report. Mr. Sellers stated that Tax Revenues, and Other Services and Charges are at budget. Public Health Revenues are slightly under budget. The HHC Revenues are better than budget. Grant Revenues are below budget with revenues and expenses being equal. In the Expenses category, Personal Services, Other Services and Charges and Capital Outlays are better than budget. In the Supplies category, open purchase orders are better than budget. Total Expenditures are \$70.1 million. Mr. Sellers also stated the bond payment is fully funded. Mr. Pfeifer made the motion to approve. Mrs. O'Laughlin seconded the motion. The Budget Revenue and Expenditures Report for October 31, 2012, were unanimously approved.

The next agenda item was Appointments. Dr. Miner stated that the Appointments were reviewed in the November 20, 2012 Hospital Committee meeting. The Appointments have also been reviewed and approved by the Medical Executive Committee. Mrs. Irwin made a motion to approve. Mr. Fehribach seconded the motion. The November 2012 Appointments were unanimously approved.

A ***"Forensic Nurse Examiner"*** Privilege Form was presented for Board approval. Dr. Miner stated that the Privilege Form was discussed in the Hospital Committee. This allows nurse credentials for emergency room investigation. The Hospital Committee recommends approval. Mr. Fehribach made the motion to approve. Mr. Johnson seconded the motion. The ***"Forensic Nurse Examiner"*** Privilege Form was unanimously approved.

The Midtown Community Mental Health Board Information was the next agenda item. Dr. Miner stated that this item was also discussed the Hospital Committee meeting of November 20,

2012. The information includes names of nominees to the Midtown Community Mental Health Board of Directors.

The Board Certification Extension list was presented to the Board for approval. Dr. Miner stated that it is the policy to obtain certification after five years for individuals requesting extension. Each circumstance is reviewed case by case. If agreed, a three month extension is approved. Mrs. Irwin made the motion for approval. Dr. Crabb seconded the motion. The Board Certification Extension was unanimously approved.

Mrs. O’Laughlin presented the Public Health/Healthy Babies (PH/HB) Committee report for November 20, 2012. Mrs. O’Laughlin stated the Committee approved the minutes from the October 16, 2012, meeting. The Committee was presented with “*Rebuild Indy Project Update*” by Tim McMillian, MCPHD Program Manager and “*Third Quarter Financial Report*” by Tara Parchman, MCPHD Director of Finance.

Dr. Miner reported on the November 20, 2012, Hospital Committee meeting. The Committee was presented with and discussed the following:

- Approval of October 16, 2012, Minutes
- WHS New Facility Update
- Subcontractor Update – Johnson Controls
- Eskenazi Medical Group Report
- WHS Financial Report

The Finance Committee meeting that was scheduled for today, November 20, 2012, was canceled and will be rescheduled.

Margie Payne, vice president, Midtown Community Mental Health stated that the Midtown Board of Directors discussed the Midtown financials and changes in the Board of Directors. She also stated that the following individuals were recommended for Midtown Board appointment. They are Darby Cassady, Judge David Certo, Sally Cleveland and Karletta Lewis.

Ernie Vargo, president, Eskenazi Health Foundation, reported that the Capital Campaign Cabinet met the week of November 19, 2012. The Cabinet reviewed fundraising opportunities and discussed extending the initiative. There have been over 2000 donors to date and donations from 1017 employees. The Fifth Third Bank was recipient of an Association of Fundraiser's Award. This was due in part to the funds that Fifth Third donated to the Eskenazi Health fundraising campaign.

Shelia Guenin, vice president, Long Term Care (LTC), HHC, presented the LTC Report. Mrs. Guenin stated that in this month's Board packet is the Long Term Care Report from September's LTC Committee meeting. The report reflects the LTC activities during the second quarter 2012. She stated that also included in the Board packet in the "Other Business" section is an article that was published in the HHC Profiles newsletter about the quality review site visits that LTC conducts at all facilities. Mrs. Guenin extended thanks to Judy Whorton, manager, MCPHD Health Education and Promotion and Training, who wrote the article. To date the LTC quality review team has completed 74 site visits. The LTC facilities completed the 2013 budgeting process. The budgets were presented to Mrs. Guenin and Daniel E. Sellers, HHC treasurer for review. There is focus on improving census and staff retention. There will be no decrease in direct care staffing or resident services. Mrs. Guenin also reported that the Indianapolis Leadership Collaborative will begin new training programs for participating nursing homes in January 2013. Mrs. Guenin concluded her report with a special interest story about Jean Ferris, a resident at American Village. Jean Ferris lived through a New England hurricane in 1938.

Matthew R. Gutwein, president and CEO, HHC, stated that HHC is awaiting the results of the FQHC Look-A-Like application. Acquiring this status will improve accessibility to services, lower cost, and provide a new model of care. The FQHC Board that has been formed for this purpose includes 51% consumer participation. Mr. Gutwein also stated that the Reports to the Community are being completed. He is pleased with the input and feedback as a result of these reports. The new facility campaign is on time and at budget. He also stated that the final stages of the art project installation are in process. The art project is promoting joy, comfort and healing. Participation in the project includes 62.5% Indiana residents, 50% minority, 47% African American, 31.2 women, 12.5 veteran, and 6.2 disabled. One of the participants in the art project

was once a patient at Wishard Health Services. This person has stated the WHS saved their life and they are now able to participate in the art venture. Mr. Gutwein concluded by stating that the WTHR Television station with Nicole Pence as the narrator aired a program about Sidney and Lois Eskenazi. The program included the Eskenazi life influences, values and priorities.

Dr. Virginia Caine reported that the MCPHD participated in the One Stop Shop for the Richmond Hills explosion event. This event was held on November 16th and 17th. MCPHD, along with the Indiana State Department of Health, are hosting an Emergency Support Function 8 Workshop on November 21, 2012. The purpose of the workshop is to strengthen relationships, build stronger partnerships and to promote community preparedness. Dr. Caine stated that the Indiana Historical Society is presenting an exhibit on Dr. Harvey Middleton. Dr. Middleton was the first African American physician at City Hospital which is now Wishard Health Services. Dr. Middleton was a cardiologist with specialties in electrocardiograms and heart irregularities.

Dr. Lisa Harris, CEO and medical director, WHS, reported that WHS was visited by a Global Leadership Team. The team was interested in the strides that WHS has made in the electronic medical records area. WHS also conducted a Tenth Annual Coalition for Patient Safety initiative. During this initiative the year's accomplishments were reviewed. Dr. Harris also stated that Dr. Gregory Gramelspacher, director of the Wishard Palliative Care Program and professor at the IU School of Medicine, was presented with the Lifetime Award for Distinguished Service in Years of Health Advancement at the 28th annual Tony and Mary Hulman Health Achievement Awards on November 3, 2012. In addition, an early intervention program led by Midtown Community Mental Health Center received the 2012 Tony and Mary Hulman Health Achievement Award in the field of preventive medicine and public health. Matthew R. Gutwein, HHC President and CEO, was chairperson of the Tony and Mary Hulman Awards this year. Dr. Harris also stated that WHS is implementing an initiative in junction with the Great American Smoke Out to increase the focus on prohibiting smoking on WHS property. The Great American Smoke Out was held on November 15, 2012. Another WHS program is the "No One Dies Alone" Program. The program recruits community volunteers to support patients in their final days of life. One goal of WHS is to have 100 percent of employees influenza vaccinated by December 15, 2012. Eighty-five percent of employees have been vaccinated to date.

Since this was a public meeting Dr. Miner asked if there were any comments or questions from the public. Representatives from Service Employees International Union (SEIU) were present to express their concerns about working conditions and their effort to unionize.

There was no further business and the meeting was adjourned.

The next meeting of the Board will be held on Tuesday, December 18, 2012, 1:30 p.m., at WHS, Outpatient East Building, Room T2008 A&B, 1001 West Tenth Street, Indianapolis, Indiana, 46202.

James D. Miner, M.D., Chairman
Board of Trustees

Matthew R. Gutwein
President and Chief Executive Officer