

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

December 16, 2008

The meeting of the Board of Trustees (“Board”) of The Health and Hospital Corporation of Marion County, Indiana (“HHC”), was held on Tuesday, December 16, 2008 at 1:30 p.m., at Wishard Health Services (WHS), Outpatient East Building, Room T2008 A&B, 1001 West Tenth Street, Indianapolis, Indiana. Members Present: David W. Crabb, M.D., Gregory S. Fehribach, Joyce D. Irwin, Lula M. Journey, James D. Miner, M.D., Marjorie H. O’Laughlin and Robert B. Pfeifer.

Dr. James D. Miner, chairman, called the meeting to order and proceeded with roll call.

Dr. Miner asked if there were any additions, corrections or deletions to the Board Minutes of the November 18, 2008 meeting. There were none. Mrs. Journey made the motion to approve the minutes. Mr. Pfeifer seconded the motion. The minutes for the November 18, 2008 meeting were unanimously approved.

At this point, Addison Simpson, chairman, Citizens Health Center Board of Directors, presented a plaque, to Marge O’Laughlin, Health and Hospital board member and representative to the Citizens Health Center Board. Mrs. O’Laughlin resigned as the Health and Hospital representative to the Citizens Board of Directors. The plaque was in appreciation of Mrs. O’Laughlin’s service to Citizens Health Center. Joe Burtrum, chief executive officer, and Karen Scrognum, chief financial officer, Citizens Health Center, were also present to express their appreciation to Mrs. O’Laughlin.

The meeting continued with Dr. Miner reading Resolution No. 16-2008, “***A Resolution Honoring Patricia A. Hebenstreit.***” Ms. Hebenstreit, chief of staff, is being honored after eight years of service to the Health and Hospital Corporation. She has accepted a new position and will be leaving the Health and Hospital Corporation. Mrs. Irwin made the motion to approve and

Mrs. Journey seconded the motion. Resolution No. 16-2008, “***A Resolution Honoring Patricia A. Hebenstreit***” was unanimously approved.

Dr. Miner continued with General Ordinances and Resolutions. He requested that General Ordinance No. 3-2008, “***Nonresidential Premises,***” General Ordinance No. 4-2008, “***Hazardous Materials,***” and General Ordinance No. 5-2008, “***Schedule of Violations***” be presented for the second reading. Priscilla Keith, general counsel read each General Ordinance by title. Dr. Miner asked if there were any comments or questions from the Board. There were none. Due to this being the second reading of the General Ordinances Dr. Miner asked if there were any comments or questions from the public. There were none. General Ordinance Nos. 3, 4 and 5-2008 were unanimously approved with 7 Ayes and 0 Nays.

Next, Dr. Miner requested General Ordinance No. 6-2008, “***Budget Revision***” be presented for the second reading. Ms. Hebenstreit read General Ordinance No 6-2008 by title. Dr. Miner asked if there were any comments or from the Board. There were none. Dr. Miner asked if there were any questions or comments from the public. There were none. General Ordinance No. 6-2008, “***Budget Revision***” was unanimously approved with 7 Ayes and 0 Nays.

There were three additional Resolutions submitted for approval. It was the consensus of the Board to approve the three Resolutions simultaneously. Resolution No.13-2008, “***Purchase of Real Property***” was the first Resolution presented for approval. Brain Carney, special assistant to the president, gave a brief explanation of Resolution No- 13-2008. This Resolution has been discussed in a previous Board meeting. Next, Resolution No. 14-2008, “***Appointment of Lions Insurance Board of Directors***” was presented for approval. Ms. Hebenstreit gave an explanation of Resolution No. 14-2008. This was a Resolution appointing Ms. Hebenstreit’s replacement to the Lions Insurance Board of Directors. Resolution No. 15-2008, “***Adoption of Wishard Health Services Medical Staff Amended Bylaws***” was the last Resolution submitted for Board approval. Dr. Harris stated that the Resolution had been modified and was discussed in the Hospital Committee. Dr. Miner explained the modifications and stated that the Hospital Committee recommends approval of the Resolution. Mr. Fehribach made the motion to approve. Mr. Pfeifer seconded the motion. Resolution No. 13-2008, “***Purchase of Real Property***”, Resolution No. 14-2008, “***Appointment of Lions Insurance Board of Directors***” and Resolution No. 15-2008, “***Adoption of Wishard Health Services Medical Staff Amended Bylaws***” were unanimously approved.

Next, Dr. Miner requested that the Bylaws and Policies be presented. The Policies were reviewed and recommended for approval by the Hospital Committee. The Policies are

- Policy 700-07, ***“Completion of Medical Records”***
- Policy 700-27, ***“Outpatient Parenteral Therapy Program”***
- Policy 700-100, ***“Assessment of Medical Record Quality”***
- Policy 700-104, ***“Provision for Physician Coverage for Emergency Care”***
- Policy 700-188, ***“Pain Management (Inpatient)”***
- Policy 700-125, ***“Disruptive Medical Staff Members”***

Mr. Fehribach made the motion to approve. Mr. Pfeifer seconded the motion. The Policies were unanimously approved.

Ms. Hebenstreit, in the absence of treasurer Dan Sellers, presented the November 30, 2008 Cash Disbursements Report. At \$66 million November 2008 disbursements are above the 2008 average monthly disbursement amount of \$63.3 million. The increase is due to intergovernmental transfers related to Nursing Home DSH distributions. Ms. Hebenstreit asked for approval of the report. Mrs. Journey made the motion to approve. Mr. Pfeifer seconded the motion. The November 30, 2008 Cash Disbursements Report was unanimously approved.

Ms. Hebenstreit continue with the 2008 Revenue and Expenditure Budget Analysis. Tax Revenues of \$63,70,283 reflect 11 months of the expected 2008 receipts for Health and Hospital Corporation property, excise, financial institutions, and mental health taxes plus 2007 tax revenue of \$18,159.045. Ms. Hebenstreit asked for acceptance of the report. Mr. Pfeifer made a motion to accept and Dr. Crabb seconded the motion. The Revenue and Expenditure Report was unanimously accepted.

The December 2008 Medical Staff Appointments were presented next. Dr. Lisa Harris stated that the Appointments were reviewed and approved by the Medical Executive Committee. Mrs. O’Laughlin made the motion to approve the Medical Staff Appointments. Mrs. Irwin seconded the motion. The December 2008 Appointments were unanimously approved.

The ***“Purchase of Vital Records Birth System”***, ***“Community Health Centers Signage Package”*** and ***“Urology Clinic Renovation Regenstrief Fourth Floor”*** bids was the next agenda item. Mrs. O’Laughlin stated that the ***“Purchase of Vital Records Birth System”*** bid was discussed in the December 16, 2008 Public Health/Healthy Babies Committee meeting. The

Committee recommends approval. Mrs. Journey made the motion to approve the ***“Purchase of Vital Records Birth System”*** bid and Mrs. Irwin seconded the motion. The bid was unanimously approved. Dr. Miner stated that the ***“Community Health Centers Signage Package”*** and ***“Urology Clinic Renovation Regenstrief Fourth Floor”*** bids were discussed in the December 16, 2008 Hospital Committee meeting. The Hospital Committee recommends approval. Mr. Pfeifer made the motion to approve to approve the ***“Community Health Centers Signage Package”*** bid. Mrs. O’Laughlin seconded the motion. The ***“Community Health Centers Signage Package”*** bid was unanimously approved. Mrs. O’Laughlin made the motion to approve ***“Urology Clinic Renovation Regenstrief Fourth Floor”*** bid. Dr. Crabb seconded the motion. The ***“Urology Clinic Renovation Regenstrief Fourth Floor”*** bid was unanimously approved.

Mrs. O’Laughlin reported that the Public Health/Healthy Babies Committee met on December 16, 2008 and was presented with the following:

- Approval of November 18, 2008 Minutes
- “Purchase of Vital Records Birth System” Bid
- MAP (Mobilizing Through Action) Presentation – Mary McKee

Dr. Miner reported that the Hospital Committee met on December 16, 2008. The Committee reviewed and was presented with the following:

- Approval of November 18, 2008 Minutes
- Bids, ***“Community Health Centers Signage Package”*** and ***“Urology Clinic Renovation Regenstrief Fourth Floor”***
- Corporate Responsibility Compliance
- Staffing Effectiveness
- Medical Staff Policies
- WHS October 31, 2008 Financials

The Quality Committee met on December 16, 2008. Dr. Miner reported that the Quality Committee meeting consisted of discussion of the Performance Improvement Review for July, August and September 2008. The review focus was on achievements of goals and improvements.

Margie Payne, executive director, Midtown Mental Health Center, stated that the Midtown Board of Directors did not meet in the month of December 2008.

Mr. Gutwein reported that Healthy Indiana Plan (HIP) enrollment continues to be a priority for the Health and Hospital Corporation. The Health and Hospital Corporation has submitted 13,000 applications to the State for the Healthy Indiana Plan (HIP). There have been 1022 applicants enrolled in the plan with 1047 applicants rejected. The remaining applications are pending. Mr. Gutwein also reported that the Health and Hospital Corporation continues meeting with the Indiana Hospital Association and FSSA regarding DSH code enforcement. He announced that there have been three new members appointed to the Wishard Foundation Board of Trustees. They are Jim Burkhart, Chris Stacke and Greg Fehribach.

Dr. Virginia Caine commended staff on the diligent work performed at the Timberidge Apartments. Representatives of the Marion County Health Department will testify at a Department of Metropolitan Development hearing on December 17, 2008. The hearing will be regarding a underground tank on a Thorpe Investment property at 4700 Allisonville Road.

Dr. Lisa Harris stated that the National Association of Public Hospitals (NAPH) submitted to the U. S. government a proposal of recommendations of what an economic stimulus package should include. She also stated that JACHO is conducting a review of Wishard Health Services. Dr. Harris concluded by stating that Jessica Barth, chief counsel, Wishard Health Services, on December 1, 22008 conducted a presentation before the Municipal Corporations Committee of the City County Council. The presentation was on Medical Legal Partnerships.

There was no further business so the meeting was adjourned.

The next meeting of the Board of Trustees will be the Annual Meeting and will be held on Monday, January 12, 2009, at 1:30p.m. at Wishard Health Services, Outpatient East Building, Room T2008 A&B, 1001 West Tenth Street, Indianapolis, Indiana.

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

Matthew R. Gutwein
President and Chief Executive Officer