

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

July 4, 2012

The meeting of the Board of Trustees (“Board”) of the Health and Hospital Corporation of Marion County, Indiana (“HHC”), was held on Tuesday, July 24, 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: Gregory S. Fehribach; Joyce D. Irwin, Lula M. Journey, James D. Miner, M.D.; Marjorie H. O’Laughlin and Robert B. Pfeifer.

Members absent: David W. Crabb, M.D.

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 Special Board meeting of July 12, 2012. There were none. Mrs. O’Laughlin made the motion to approve the minutes. Mrs. Irwin seconded the motion. The minutes for the July 12, 2012 Special Board meeting were approved. Board member Lula M. Journey abstained.

At this point Dr. Miner stated that there would be an amendment to the agenda to include the approval of the Section 330, Look-A-Like Application. Mr. Fehribach made the motion to amend the agenda. Mrs. O’Laughlin seconded the motion. The agenda amendment to include the Section 330 Look-A-Like Application was approved. Board member Lula M. Journey abstained.

Dr. Miner stated that General Ordinances and Resolutions was the next agenda item to be presented for approval. Dr. Miner requested that General Ordinance No. 3-2012, “*Administrative Hearings*,” be read by title and presented for passage. Tavonna Harris Askew, general counsel, HHC, read General Ordinance No. 3-2012. Dr. Miner asked if there were any

comments or questions from the Board. There were none. Dr. Miner asked if there were any comments or questions from the public. There were none. Mrs. Irwin made the motion to approve. Mr. Fehribach seconded the motion. General Ordinance No. 3-2012, “**Administrative Hearings**”, was approved with 6 Ayes and 0 Nays.

Next, Dr. Miner requested that General Ordinance No. 4-2012, “**Budget**” be presented for the first reading. Tavonna Harris Askew, general counsel, HHC, stated that she had a letter from Mrs. O’Laughlin requesting that General Ordinance No.4-2012 be presented. Mrs. O’Laughlin read the letter. Mrs. Askew read General Ordinance No. 4-2012. HHC treasurer, Daniel E. Sellers gave an explanation of the Ordinance. Dr. Miner asked if there were any questions or comments. There were none. Dr. Miner stated that General Ordinance No. 4-2012, “**Budget**” would be presented for the second reading at the August 7, 2012 Budget Hearing and will be submitted for vote and passage at the August 28, 2012 Board meeting.

Resolutions were the next agenda item. Dr. Miner explained that Resolution No. 2-2012, “**Authority to Approve Health Center Application Documents**” was a reiteration of the existing code to allow signatures for health care center documents. Mrs. O’Laughlin made the motion to approve. Mrs. Irwin seconded the motion. Resolution No. 2-2012, “**Authority to Approve Health Center Application Documents**” was approved. Board member Lula M. Journey abstained.

Dr. Miner continued by presenting Resolution No. 3-2012, “**Audit Committee.**” Board member and Audit Committee chairperson Robert B. Pfeifer stated that Resolution No. 3-2012 was reviewed in the July 24, 2012 Audit Committee meeting. The Audit Committee recommends approval. Mrs. Irwin made the motion to approve. Mrs. O’Laughlin seconded the motion. Resolution No. 3-2012, “**Audit Committee**” was unanimously approved.

The Section 330, Look-A-Like Application was the next agenda item. Dr. Miner gave a brief explanation of the Application and stated that the Application was discussed in the Hospital Committee meeting of July 24, 2012. Mrs. O’Laughlin made the motion to approve. Mr. Fehribach seconded the motion. The Section 330, Look-A-Like Application was approved. Board member Lula M. Journey abstained.

Bylaws and Policies was the next agenda item presented for approval. The following Policies were submitted for approval:

- Policy No.700-01, ***“Medical Staff Applicants”***
- Policy No. 700-03, ***“Clinical and Temporary Privileges”***
- Policy No. 700-06, ***“National Practitioner Data Bank”***
- Policy No. 700-19, ***“Allied Health Practitioners”***
- Policy No. 700-42, ***“Medication Usage Evaluation”***
- Policy No. 700-127, ***“Medical Staff and Allied Health Staff Continuing Education Requirements for Reappointment”***
- Policy No. 700-131, ***“Credentialing Fees”***
- Policy No. 700-132, ***“Medical Staff and Allied Health Staff – Health Evaluation Tuberculosis (TB) Surveillance and Influenza Surveillance”***

Dr. Miner stated that the Policies were discussed in the July 24, 2012 Hospital Committee meeting. The Hospital Committee recommends approval. Dr. Miner explained the changes in and deletions of each Policy. Mrs. Irwin made the motion to approve. Mr. Pfeifer seconded the motion. The Policies were unanimously approved.

The meeting continued with Daniel E. Sellers, CFO and treasurer, HHC, presenting the Treasurer’s Report. Mr. Sellers stated that it is HHC budget preparation time. The budget is being introduced at this July 24, 2012 Board meeting, the Budget Hearing will be August 7, 2012 and the Budget will be presented for approval at the August 28, 2012 Board meeting. At \$98.6 million, June 2012 disbursements are above the 2012 average monthly disbursement amount of \$97.1 million. The increase is primarily due to a net effect of an intergovernmental transfer for Nursing Home and Physician UPL and reduced payments by Wishard. Wishard’s June disbursements were lower than May because there were two pay periods rather than three and no quarterly PERF distributions were due. Mrs. O’Laughlin made the motion to approve. Mrs. Irwin seconded the motion. The June 2012 Cash Disbursements were unanimously approved.

Mr. Sellers continued with the June 30, 2012 Budget Revenue and Expenditures Report. Personal Services are better than budget. Supplies are over budget. Other Services and Charges are over budget. Capital Outlays are better than budget. WHS and EMS Support payments are over budget. Long Term Care is at \$90.7 million and includes a surplus of \$4.5 million for the year 2012. There will be a transfer of surplus funds to the construction fund. Mrs. Irwin made the motion to approve. Mr. Pfeifer seconded the motion. The Budget Revenue and Expenditure Report for June 30, 2012 was unanimously approved.

The next agenda item was Appointments. Dr. Miner stated that the Appointments were reviewed in the July 24, 2012 Hospital Committee meeting. The Appointments have also been reviewed and approved by the Medical Executive Committee. Mrs. O’Laughlin made a motion to approve. Mrs. Irwin seconded the motion. The July 2012 Appointments were unanimously approved.

There were two Privilege Forms submitted for Board approval. They are Allied Health Professional “*Physician Assistant (PA)*” and “*Advanced Practice Nurse (APN)*.” Dr. Miner stated that the forms were revised in order to be more efficient. The Medical Credentialing Executive Committee has also reviewed and approved the forms. Mrs. Irwin made the motion to approve. Mr. Fehribach seconded the motion. Privilege Forms Allied Health Professional “*Physician Assistant (PA)* and *Advanced Practice Nurse (APN)*” were unanimously approved.

Bids were the next item presented for Board approval. Dr. Miner stated that the WHS Bids were discussed in the July 24, 2012 Hospital Committee meeting. Dr. Miner gave an explanation and presented the Bids in three parts. First, Dr. Miner presented Bid #5-37A, “*Exterior Building Signage*” and Bid #5-36, “*Interior Signage.*” Mrs. Irwin made the motion to approve. Mr. Pfeifer seconded the motion. Bid #'s 5-37A, “*Exterior Building Signage*” and Bid #5-36, “*Interior Signage*” were unanimously approved. The second group of Bids presented were “*Headwalls,*” “*Patient Lifts,*” “*Scrub Sinks,*” “*Sterile Processing Equipment,*” and “*Surgical Exam Lights*”. Mrs. Irwin made the motion to approve. Mr. Fehribach seconded the motion. The “*Headwalls,*” “*Patient Lifts,*” “*Scrub Sinks,*” “*Sterile Processing Equipment,*” and “*Surgical Exam Lights*” Bids were unanimously approved. The third and final Bid category submitted for approval was “*Imaging*” to include MRI & Nuclear Medicine; CT, Digital Radiology, Ultrasound, Related Portable Technology, Hybrid OR, Relocation/Upgrade Dunlap 3 Equipment; and Mammography. Dr. Miner stated the Bids award went to Siemens. Mrs. O’Laughlin made the motion to approve. Mr. Pfeifer seconded the motion. The “*Imaging*” MRI & Nuclear Medicine; CT, Digital Radiology, Ultrasound, Related Portable Technology, Hybrid OR, Relocation/Upgrade Dunlap 3 Equipment; and Mammography Bids were unanimously approved.

At this point Board member Gregory S. Fehribach excused himself from the Board meeting.

Mrs. O’Laughlin presented the Public Health/ Healthy Babies (PH/HB) Committee report for July 24, 2012. Mrs. O’Laughlin stated the Committee approved the minutes from the May 15, 2012 and the June 19, 2012 PH/HB Committee meetings. The Committee was also presented with a 2012 Financial Update by Tara Parchman, Director, MCPHD Finance Department.

Board member Robert B. Pfeifer presented information on the July 24, 2012 Audit Committee meeting. Mr. Pfeifer stated that the Audit Committee approved Resolution No. 3-2012, “***Audit Committee.***” The Committee also reviewed the WHS Financial audit.

Dr. Miner reported on the July 24, 2012, Hospital Committee meeting. The Committee was presented with, approved and discussed the following:

- June 19, 2012 Minutes
- Resolution No. 2-2012, “***Authority to Approve Health Center Application Documents***”
- Purchase Recommendations
- WHS New Facility Update
- Appointments, Reappointments, and Changes to Privileges
- Application for Clinical Privileges

Dr. Miner reported that the Long Term Care Committee met on June 19, 2012. The Committee was presented with, approved and discussed the following:

- March 20, 2012 Minutes
- American Senior Care Presentation
- Customer Service Issues
- Clinical Indicators
- Crowe/Chizek Presentation
- Grant Application Information

Dr. Miner also stated that there are continuous quality and safety improvements being implemented at the long term care facilities.

Mrs. Journey stated that Citizens Health Center did not have a report and that Citizens Health Center would not have a report at any future HHC board meeting.

Dr. Charles Miramonti, Chief of Emergency Medical Services, Indianapolis Emergency Medical Service (IEMS), gave the IEMS Report. IEMS continues with numerous collaborations that includes MESH, Indianapolis Police Department, Indianapolis Fire Department and the Department of Public Safety. IEMS is preparing for a new recruit class and also for the Indiana

State Fair. There was a 3 percent increase in IEMS runs totaling 1500 for the month of July 2012.

Shelia Guenin, vice president, LTC, HHC, presented the LTC Report. Mrs. Guenin distributed an updated fact sheet about the LTC Division. The fact sheet was also distributed at the Indiana Black Expo Health Fair in the Health and Hospital Corporation headquarters booth. Mrs. Guenin stated that for the first time in the past nine years, since the first group of facilities were acquired, HHC has decided to upgrade the facilities. Major renovations will be completed in 2013. Mrs. Guenin gave information about the “One Program” or “Opportunities to Nursing Excellence” program that was created in 2008. HHC invests monies each year in the professional advancement of the LTC nursing staff. To date, 100 nurses have graduated from this program and are still working for LTC. There are currently 40 CNA’s in the LPN program and 19 LPN’s in the RN program. The Rosewalk Assisted Living facility recently received a deficiency free annual licensure survey from the Indiana State Department of Health (ISDH). ISDH inspects all licensed healthcare facilities to assess compliance with state standards of care. Mrs. Guenin ended her report with a human interest story.

Margie Payne, vice president, Midtown Mental Health Center, reported that the Midtown Board is partnering with the State’s Division of Children and Family Services to provide therapy and rehabilitation services. These services will be offered to clients to help facilitate transition back in to the community. The Midtown Mental Health Center Art Show and Ice Cream Social was held in the Fountain Square area in July 2012. Midtown patients exhibited their art and raised over \$2000. Mrs. Payne stated that Midtown Mental Health Center is doing well financially.

Ernie Vargo, CEO, Eskenazi Health Foundation, reported that the Foundation continues with monthly fundraising. The Foundation staff conducted over 850 fundraising contacts in the past six months and to date \$72.6 million has been raised.

Matthew R. Gutwein, president and CEO, HHC, began his reported by thanking staff for their services at the Indiana Black Expo Health Fair. MCPHD and WHS extended a broad range of health education information and health care services. Mr. Gutwein stated that the new WHS facility continues to be on schedule and at budget. On July 31, 2012 there will be a “Topping Off” Ceremony for the new Fifth Third Office building. Mr. Gutwein also stated that he is

pleased with the project management team and also diversity participation for the facility. The Eskenazi Health Art Program is also progressing well. Art displayed at the new facility will be diverse and representative of local and national talent. Philanthropic donations have been numerous as a result of the popularity of the program. HHC continues to work on the Section 330, Look-A-Like process. A Board of Directors has been formed for this purpose. An Interim CEO, Nancy Buxser, and a CMO, John Kunzer, have been secured.. Mr. Gutwein continued by stating that there will be no tax increases for Eskenazi Health budget purposes. HHC is meeting with the City-County Council for a budget discussion.

Dr. Virginia Caine, director, Marion County Public Health Department (MCPHD), reported that MCPHD is the recipient of a WIC Grant totaling \$4.1 million. There is a two year grant guarantee with the possibility of a four year extension. The grant will be used to serve five quadrants in Marion County. Dr. Caine stated that there have been twenty-one reported cases of the West Nile Virus in Indiana with one case reported in Franklin Township. She also stated MCPHD provided numerous services at the Indiana Black Expo Health Fair. The services included prostate and lead screening, adolescent services and WIC services.

Dr. Lisa Harris, CEO and medical director, WHS, reported that there was a grand opening for Regenstrief Specialty Care. WHS staff participated in a Town Hall Meeting in Washington, DC regarding Health Information and Technology. This was a U.S. Department of Health and Human Services meeting that focused on achieving certain improvement standards. WHS was the recipient of a Volunteer Advocacy Program Award. The award was for providing excellent support services for older adult patients. Dr. Harris also cited an Indianapolis Star article about Jarryd Wallace, a Paralympic athlete. Mr. Wallace is hoping to compete in London at the 2012 Olympics.

Since this was a public meeting Dr. Miner asked if there were any comments or questions from the public. Present at this meeting were representatives from the Service Employees International Union (SEIU) and the Iron Workers Union. State Representative John Bartlett was also present. These attendees expressed their continued concerns regarding working conditions at the Securitech Security Services. These representatives requested support from HHC in addressing their issues.

There was no further business and the meeting was adjourned.

The next meeting of the Board will be held on Tuesday, August 7, 2012, (Budget Hearing) at 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