

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

March 17, 2020

The meeting of the Board of Trustees (“Board”) of the Health and Hospital Corporation of Marion County, Indiana (“HHC”) was held on Tuesday, March 17, 2020, at 2:00 p.m., at the Sidney and Lois Eskenazi Hospital, 720 Eskenazi Avenue, Outpatient Care Center, Rapp Family Conference Center, First Floor, Faegre Baker Daniels Conference Room, Indianapolis, Indiana.

Members present: Ms. Joyce Q. Rogers; James D. Miner, M.D.; Gregory S. Fehribach; Mr. Charles S. Eberhardt; David F. Canal, M.D.; Ms. Ellen Quigley; Mr. Ted W. Nolting; Mr. Carl L. Drummer

Ms. Joyce Q. Rogers called the meeting to order at 2:09 pm.

Ms. Rogers asked if there were any additions, corrections, or deletions to the Board minutes from the February 18, 2020 meeting. Mr. Carl L. Drummer made the motion to approve. Mr. Charles S. Eberhardt seconded the motion. The motion was unanimously approved.

James D. Miner, M.D. gave the report on *Bids for Purchase Recommendations*. The Eskenazi Health Committee viewed a presentation regarding the potential purchase of the Da Vinci Xi, 4th generation computer operated surgical equipment. It was recommended by the Eskenazi Health Committee to purchase for \$3.09 million. Dr. Miner made the motion to approve. Mr. Carl L. Drummer seconded the motion. The motion was unanimously approved.

Daniel E. Sellers, treasurer and CFO, HHC, gave the *Treasurer’s* report. Cash disbursements for February 2020 were at \$141.9 million. This is above the monthly average and due to lower long term care payments and general fund accounts payable payments. James D. Miner, M.D. moved to approve the cash disbursement. Mr. Gregory S. Fehribach seconded the motion. .

Mr. Sellers asked for that *Revenue and Expenditure* Report be deferred. Mr. Gregory S. Fehribach moved to approve the deferment of the Revenue and Expenditure Report. James D. Miner, M.D. seconded the motion. The motion was unanimously approved to defer the March 2019 Revenue and Expenditure Report.

Dr. Miner reported on seven *medical staff policies* as the next agenda item.

Policy No. 700-11 *Credentials Files and Records of Medical Staff and Medical Staff Committees*

This policy had changes to guidelines for Eskenazi physicians to share information.

Policy No. 700-161 *Patient Care Chaperones*

This policy establishes guidelines for chaperones to attend medical visits and procedures of the same gender. All policies had changes in some verbiage. The changes were seconded by Mr. Eberhardt and unanimously approved.

Dr. Miner presented the *Appointments, Reappointments, and Changes in Privileges*. Dr. Miner moved for approval and the motion was seconded by Mr. Drummer. The changes were unanimously approved.

Mr. Eberhardt presented the *Audit and Compliance* report. HHC successfully completed the corporate integrity agreement in 17 LTC facilities. BKD also laid the groundwork for the 2020 audit.

Ms. Quigley deferred the *Public Health Committee* report to Dr. Caine.

Dr. Virginia Caine, Director and Chief Medical Officer, MCPHD, gave a report on COVID-19. Two deaths are reported. Eight total cases in Marion County are reported. First case was reported on March 8. Dr. Caine also reported on school closures, social distancing and restaurant closures. Recommendations were postponing gatherings of 50 or more and many others. Dr. Caine also went over the symptoms and recognized IU for all their assistance.

Dr. Miner deferred the *Eskenazi Health Committee* to Dr. Harris.

Mr. Daniel O'Donnell, M.D., Chief of IEMS gave the *IEMS* report. IEMS reports using full personal protective equipment in light of COVID-19. IEMS is coordinating information with other Marion County safety agencies and 911 dispatchers are asking direct questions to callers about symptoms of patients.

Dr. Lisa Harris, CEO, Eskenazi Health, reported that Eskenazi is quickly preparing to respond to the evolving COVID-19 situation. Responses have been planned and practiced. Many new policy and procedures have been put in place for the safety of patients and staff.

Ms. Shelia Guenin gave the *Long Term Care* report. Higher risk for COVID-19 includes people over 60 and at even higher risk are those in long term care facilities. In January, plans were being put in place to respond to the evolving COVID-19 situation. No COVID-19 deaths were reported in any facility. Visitation restrictions have been put in place at all facilities as well as resident restrictions.

Matthew Gutwein, president and CEO, HHC, gave the *President/CEO* Report. Mr. Gutwein stated that we do not agree with the IndyStar article that we are operating bad homes with bad care within the American Senior Communities (ASC). Mr. Gutwein highlighted the awards that ASC has earned over the years.

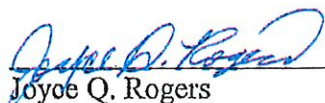
Ms. Rogers, on behalf of the Board, reported that there are many people coming together to make ASC even better.

Mr. Fehribach seconded Mr. Gutwein's statement that ASC is doing a great job.


Since this was a public meeting Ms. Rogers asked if any member of the public had comments. There were no comments.

Mr. Eberhardt motioned to adjourn the meeting.

The next meeting of the Board will be held on Tuesday, April 21, 2020, at 2:00 p.m.



Joyce Q. Rogers
Chairperson, Board of Trustees



Matthew R. Gutwein
President and Chief Executive Officer

GOOD STANDING CERTIFICATE

Indianapolis-Marion County Building Authority
\$106,250,000 Eskenazi (Wishard Hospital Project) Bonds, Series 2010 B-1
And
\$359,330,000 Eskenazi (Wishard Hospital Project) Bonds, Series 2010 B-2
And
Indianapolis-Marion County Building Authority
\$42,460,000 Eskenazi (Wishard Hospital Project) Bonds, Series 2013 A

Certificate to Trustee Pursuant to Section 5.7 (a)(iv)
Of the Trust Indenture Dated March 1, 2010

The undersigned hereby certify that they are, respectively the duly appointed, qualified and acting President or Vice President of the Board of Directors, and Treasurer or Secretary of the Board of Directors, or the Chairperson and the Secretary of the Board of Trustee of the Health and Hospital Corporation (the "Health and Hospital Corporation"), and as such official they are familiar with the Health and Hospital Corporation's property, affairs, records and seal. Pursuant To Section 5.7(a) (iv) of the Trust Indenture between the Indianapolis-Marion County Building Authority (the "Authority") and The Bank of New York Mellon Trust Company, N.A., (the "Trustee") the undersigned hereby certify as follows:

1. All taxes then due on the Buildings have been paid (unless the Authority of the Health & Hospital Corporation shall, in good faith, contest any of said taxes, in which event the facts concerning such contest shall be set forth);
2. All insurance premiums required by the terms of the Indenture be paid by the Authority upon the Buildings have been paid; and
3. All reports have been filed and fees paid to maintain the Authority in good standing as required by law.

This certificate is given for the benefit of the Trustee in compliance with Section 5.7(a) (iv) of the Trust Indenture.

IN WITNESS WHEREOF, we have hereunto set our hands the 21st day of April, 2020.

The Health and Hospital Corporation

By: 
President, Vice President, or Chairperson

By: 
Treasurer or Secretary