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Board of Trustees Meeting Minutes

November 15, 2022

The meeting of the Board of Trustees (Board) of the Health and Hospital Corporation of Marion County, Indiana (HHC) was held at 2 p.m. on Tuesday, November 15, 2022, at 720 Eskenazi Avenue in the Faegre Drinker Conference Room of the Rapp Family Conference Center in Indianapolis, IN 46202.

Members present in-person: Robert W. Lazard, Monica Y. Crain, Carl L. Drummer, Gregory S. Fehribach, Thomas Hanify, Geeta K. Mantravadi, M.D., and Beverly Mukes-Gaither

An opening prayer was provided by Bishop Robert Lyons, Spiritual Care Manager, Eskenazi Health (EH).

Mr. Lazard called the meeting to order at 2:00 p.m.

Mr. Lazard asked if there were any comments or questions on the **Consent Agenda** which included the following items: Board Minutes: October 18, 2022; Treasurer & CFO Report: October 2022 Cash Disbursements; Appointments, Reappointments and Changes to Privileges; the following clinical privilege forms: *Anesthesiology, Family Medicine, Medicine – Internal Medicine & Subspecialties, Neurology, and Pediatrics*; and the following medical staff policies: No. 700-04: *Patient Transfers From Eskenazi Health*, No. 700-13: *Dental Services*, No. 700-70: *Withholding or Withdrawing Life-Prolonging Measures*, No. 700-116: *Personal Physicians in the ED*, No. 700-117: *Emergency Department Admission Decisions*, No. 700-125: *Disruptive Medical and Allied Health Staff Members*, No. 700-132: *Medical Staff and Allied Health Staff – Health Evaluation, Tuberculosis (TB) Surveillance, and Influenza Surveillance*, and No. 700-139: *Medical Leech Therapy*.

Mr. Fehribach moved to approve the **Consent Agenda** and Dr. Mantravadi seconded the motion. The motion was unanimously approved by roll call vote.

Brooke Dunn, Treasurer & CFO, HHC, presented Resolution No. 5-2022: *Annual Review of Investment Policy*. Ms. Dunn stated that the investment policy must be reviewed and approved each year. Ms. Crain moved to approve the resolution and Mr. Hanify seconded the motion. The motion was unanimously approved by roll call vote.

Ms. Dunn continued by presenting Resolution No. 6-2022: *Approving a Form of the Third Addendum to Master Lease*. Mr. Lazard and Ms. Crain abstained from discussion and voting on the resolution. Mr. Hanify moved to approve the resolution and Dr. Mantravadi seconded the



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motion. Ms. Dunn introduced Kyle Willis, Associate Director & Chief Compliance Officer, Indianapolis Local Public Improvement Bond Bank, who provided additional information on the resolution. The motion was unanimously approved by roll call vote.

Paul Babcock, President & CEO, HHC, presented Resolution No. 7-2022: *Multiple Facilities Master Leases*. Mr. Babcock stated that the resolution is to perfect a security interest of 17 long-term care properties leased by HHC of which MDG Global purchased from Formation Capital on October 20, 2022, and assumed the leases. Mr. Fehribach moved to approve the resolution and Dr. Mantravadi seconded the motion. The motion was unanimously approved by roll call vote.

Mr. Babcock continued by presenting the **HHC Report**. Mr. Babcock reported that HHC and American Senior Communities have finalized a revised management agreement. Mr. Babcock also explained how HHC's budget may be impacted by the Indiana General Assembly's 2023 budget session.

Ms. Dunn presented the October 2022 Budget Basis Revenue and Expenditures Report.

Peggy Ford, Vice President Corporate Compliance & Chief Compliance Officer, HHC, presented the **Compliance Committee Update**. Ms. Ford reported that the committee heard updates on compliance initiatives that HHC completed in the year 2022. The committee also reviewed a new video of HHC's Compliance Program which features members of HHC's leadership team.

Angela Smith Jones, Vice President Diversity, Equity, Inclusion & Accessibility, HHC, presented the **Diversity, Equity, Inclusion & Accessibility Committee Update**. Ms. Smith Jones reported that the committee heard a presentation by Inclusivity, LLC on the results of the climate and culture focus groups conducted at HHC.

Virginia Caine, M.D., Director & Chief Medical Officer, Marion County Public Health Department (MCPHD), presented the **MCPHD Report**. Dr. Caine reported that the number of emergency room visits in Marion County due to influenza is double the median rate of the past five years. Dr. Caine also announced that although there are no Ebola cases in Marion County at this time, MCPHD is monitoring 18 travelers who have been exposed to Ebola but are currently considered to be very low risk based on their assessments and symptoms. Last, Dr. Caine noted that as of November 13, there are 260 Monkey Pox cases in Indiana of which 149 are in Marion County.



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Lisa Harris, M.D., CEO, EH presented the ***EH Report***. Dr. Harris reported that last week EH celebrated the grand opening of the Fresh For You Market located on the common ground of the hospital campus. The purpose of the market is to address food insecurity in an area that is identified as a food desert. Dr. Harris also announced that Lee Ann Blue, Chief Nursing Officer & Executive Vice President of Patient Care Services, EH, plans to retire on January 2, 2023. Tracy Martin, Associate Chief Nursing Officer, EH, will be serving as the Interim Chief Nursing Officer.

Dr. Harris continued by presenting the ***Quality Committee Update***. Dr. Harris reported that the committee heard a presentation on Sepsis, including initiatives that EH has in place to detect and care for patients with the life-threatening condition.

Ashley Overley, M.D., CEO, Sandra Eskenazi Mental Health Center (SEMHC), presented the ***EH Committee Update*** and the ***SEMHC Report***. Dr. Overley reported that she provided a presentation to the committee on the Indiana Behavioral Health Commission report, including that untreated mental illness is estimated to cost the state of Indiana \$4.2 billion annually. Dr. Overley also announced that in the year 2022, SEMHC served 15,508 patients across all its facilities and programs.

Dan O'Donnell, M.D., Chief, Indianapolis Emergency Medical Services (IEMS) presented the ***IEMS Report***. Dr. O'Donnell reported updates on recent recruiting efforts. Dr. O'Donnell also announced that IEMS is one of 20 organizations that have been selected to participate in the PediDOSE study which is designed to optimize prehospital management of pediatric seizures.

Julie White, Interim Vice President/Director of Quality Review, HHC, presented the ***LTC Report*** and ***LTC Committee Update***. Ms. White reported that the committee heard a presentation by American Senior Communities on their proposed 2023 budget. Ms. White also announced that the current census of the 76 HHC-owned LTC facilities is at approximately 72%.

Ernie Vargo, CEO, Eskenazi Health Foundation (EHF), presented the ***EHF Update***. Mr. Vargo reported that EHF has reinstated its Colleagues Care Campaign which provides emergency funds for EH employees who are in financial need. The program to date has provided over \$136,000 to EH employees. Mr. Vargo also announced that last year the EHF Board members collectively gave over \$3.5 million to the Foundation.





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Mr. Lazard announced that he and Mr. Drummer, Ms. Mukes Gaither, and Nichole Goddard, Chief Operating Officer, HHC, are working on a contract review process.

Mr. Hanify motioned for the Board to vote for approval of outside council to represent the Board members in *Morgan Galloway Daly v. Gregory S. Fehribach, Carl L. Drummer, Robert W. Lazard, Dr. Geeta Karnik Mantravadi, Monica Crain, Thomas Hanify, and Beverly Mukes-Gaither, as members of the Board of Trustees; and the Health & Hospital Corp. of Marion County*, Cause No. 49D12-2210-PL-036813. Mr. Fehribach seconded the motion. The motion was unanimously approved by roll call vote.

Mr. Lazard asked if there were any members of the public who wished to speak at today's meeting. There were six individuals from the public who expressed their concern about the *HHC, et al., v. Talevski* case.

Julie Conrad, Chief Counsel, EH, provided information to the public on how to submit public record requests.

The next meeting of the Board will be held at 2 p.m. on Monday, January 9, 2023.

Mr. Drummer motioned to adjourn the meeting and Mr. Hanify seconded the motion. Mr. Lazard adjourned the meeting.

A handwritten signature in black ink, appearing to read 'Robert W. Lazard', written over a horizontal line.

Robert W. Lazard, Chairman
Board of Trustees

A handwritten signature in blue ink, appearing to read 'Paul T. Babcock', written over a horizontal line.

Paul T. Babcock
President & CEO

