

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

February 17, 2009

The meeting of the Board of Trustees (“Board”) of The Health and Hospital Corporation of Marion County, Indiana (“HHC”), was held on Tuesday, February 17, 2009 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 January 12, 2009 Annual Meeting. There were none. Mrs. O’Laughlin made the motion to approve the minutes. Mrs. Irwin seconded the motion. The minutes for the January 12, 2009 Annual Meeting were unanimously approved.

The next agenda item was General Ordinances and Resolutions. Dr. Miner requested that General Ordinance No. 1-2009, “*Farmers’ Markets*,” be presented. Priscilla Keith, general counsel, explained the ordinance and stated that she has a letter from board member Lula M. Journey requesting that the ordinance be presented for first reading. Mrs. Keith read the ordinance by title. Dr. Miner asked if there were any comments or questions from the board. There were none. Mrs. O’Laughlin stated that the Public Health/Healthy Babies Committee reviewed and discussed the ordinance during the February 17, 2009 meeting. General Ordinance No. 1-2009, “*Farmers’ Markets*” will be presented for the second reading at the March 17, 2009 Board of Trustees meeting.

Resolution No.1-2009, “*Health and Hospital Corporation and Marion County Identity Theft*” was the next agenda item. Priscilla Keith, general counsel, gave a brief explanation of the resolution. Mrs. O’Laughlin stated that this resolution was reviewed and discussed in the

February 17, 2009 Public Health/Healthy Babies Committee meeting. The committee recommended approval of the resolution. Mrs. O’Laughlin made the motion to approve and Mrs. Irwin seconded the motion. Resolution No. 1-2009, “**Health and Hospital Corporation and Marion County Identity Theft**” was unanimously approved.

Dr. Miner requested that the Bylaws and Policies be presented. Dr. Miner stated that the Medical Staff Policy 700-131, “**Credentialing Fees**” was reviewed and recommended for approval by the Hospital Committee. There was discussion regarding this policy with Dr. Crabb requesting further clarification of point “C-1.” Dr. Crabb recommended changes, one being changing the word “who” to “any.” Jessica Barth, chief counsel, suggested accepting Policy 700-131 as written pending the change of “who” to “any.” Dr. Crabb made the motion to make the change. Mr. Pfeifer seconded the motion. The policy change was unanimously approved. Mrs. Journey made the motion to approve Policy 700-131, “**Credentialing Fees**” pending amendment. Mr. Fehribach seconded the motion. Policy 700-131, “**Credentialing Fees**” was unanimously approved.

Next, Mr. Sellers, treasurer, presented the Treasurer’s Report. At \$82.6 million, January 2009 disbursements are above the 2009 average monthly disbursement of \$63.7 million. The increase is attributable to three pay dates for WHS of \$69 million and the fourth quarter PERF payments for the corporation of \$4.4 million. Additionally, \$2.9 million was paid for UPL and \$4.9 million was paid for non-state nursing facility. Mrs. Irwin made the motion to approve the January 2009 Cash Disbursements. Mr. Pfeifer seconded the motion. The January 2009 Cash Disbursements were unanimously approved.

Mr. Sellers continued with the December 31, 2008 Revenue and Expenditure Budget Analysis. The Budget Basis Revenue and Expenditure Report for December is listed as a separate item. The report is cumulative through the end of December 2008. There was a \$19.2 million surplus on December 31, 2008. Tax Revenues at \$81.9 million include 2007 revenues and 2008 partial payments. An additional payment of \$ 40 million will be distributed in 2009. This will complete the distribution. Other State & Federal Revenues are \$213 million. Public Health Revenues of \$6.6 million are under budget. Headquarters Revenues of \$22 million are over budget. The increase is primarily due to medical education reimbursements received that were in excess of amounts budgeted. Grant Revenues of \$18.8 million are over budget. Grant revenues are equal to grant expenditures.

At this point, Mr. Sellers introduced the new Health and Hospital grants director, Nina Brahm.

Mr. Sellers proceeded with the Expenditures section of the Revenue and Budget Analysis. Personal Services of \$43.7 million are under budget. Supplies of \$5.1 million are under budget. Other Services and Charges of \$28.2 are under budget. This line item reflects a budget increase of \$80 million. An additional appropriation was done to cover the increase. Mr. Sellers asked for acceptance of the report. Mrs. O’Laughlin made a motion to accept and Mrs. Irwin seconded the motion. The Revenue and Expenditure Report was unanimously accepted.

The February 2009 Medical Staff Appointments were presented next. In the absence of Dr. Lisa Harris, Jessica Barth, chief counsel, stated the Appointments were reviewed and approved by the Medical Executive Committee. Mr. Fehribach made the motion to approve the Medical Staff Appointment. Dr. Crabb seconded the motion. The February 2009 Appointments were unanimously approved.

The “*Cottage Corner Renovation*” and “*Westside Community Health Center Expansion*” Bids were the next agenda item. Dr. Miner reported that the bids were discussed in the February 17, 2009 Hospital Committee meeting. The Committee recommended approval. Mr. Pfeifer made the motion to approve the “*Cottage Corner Renovation*” Bid and Mrs. Irwin seconded the motion. The “*Cottage Corner Renovation*” Bid was unanimously approved. Mr. Pfeifer made the motion to approve the “*Westside Community Health Center Expansion*” Bid and Mr. Fehribach seconded the motion. The “*Westside Community Health Center Expansion*” Bid was unanimously approved.

Mrs. O’Laughlin reported that the Public Health/Healthy Babies Committee met on February 17, 2009, and was presented with the following:

- Approval of December, 2008 Minutes
- General Ordinance No. 1-2009
- 2008 Marion County Health Department Year End Finance Report
- Phoenix and Timber Ridge Apartment Update
- Resolution No. 1-2009

Dr. Miner reported that the Hospital Committee met on February 17, 2009. The Committee reviewed the following:

- December Minutes
- Bids, “*Cottage Corner Renovations*” and “*Westside CHC Parking Expansion*”
- Patient Care Leadership Council Report
- Recovery Audit Contractors (RAC) Report
- Serious Adverse Event Reporting
- Medical Staff Policy 700-131
- December Financials

Mr. Fehribach presented the Hospital Finance Committee Report. Mr. Fehribach stated that the Hospital Finance Committee consisted of the following:

- August 19, 2008 Minutes
- HHC Financial Update
- 2009 WHS Operating Budget
- Revenue Cycle Dashboard

The Planning Committee meeting that was scheduled for the current date was rescheduled for April 21, 2009, after the Board of Trustees meeting.

Mrs. Journey reported that Citizens Health Center is working with the Health and Hospital Corporation to review and revise the Cooperative Agreement.

Mrs. Irwin attended the Midtown Mental Health Center Board of Directors meeting. The Midtown Board reviewed finances, programs and staff changes. The Midtown Board approved eliminating twenty positions. The addiction program has moved to a new facility. Services have been discontinued at the Fountain Square facility.

Mr. Gutwein reported that Health and Hospital Corporation was currently focused on the activities of the Indiana General Assembly. Mr. Gutwein also stated that the Health and Hospital Corporation Strategic Plan is on schedule and at budget.

Dr. Virginia Caine reported that the Marion County Health Department (MCHD) is researching how to acquire government stimulus dollars. She stated that she testified at a legislative hearing on the smoking ban bill. She expressed her disappointment in the contents of the bill. Dr. Caine also stated that Dr. Janet Arno, Bell Flower Clinic medical director, testified on HB 1592, a bill requiring all employees to be vaccinated. Dr. Caine also noted that she has been appointed board chairperson of the Health Foundation of Greater Indianapolis. Finally, there was extensive discussion on the information in the February Communicable Disease Report.

Dr. Harris reported that Wishard Health Services (WHS) received a violence prevention grant from the City of Indianapolis. This grant will be used for the WHS Trauma Program. WHS is working to reduce visits to the Emergency Room. The intent is to encourage patients to use Community Health Center services. WHS is also implementing a model for mental health services to be used at all Community Health Centers.

There was no further business so the meeting was adjourned.

The next meeting of the Board of Trustees will be held on Tuesday, March 17, 2009, at 1:30 p.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