

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

July 24, 2007

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, 2007 at 1:30 p.m., at Wishard Health Services, Outpatient East Building, Room T2008 A&B, 1001 West Tenth Street, Indianapolis, Indiana. Members Present: Henry C. Bock, M.D., Angela J. Green, Lula M. Journey, James D. Miner, M.D., Marjorie H. O’Laughlin and Robert B. Pfeifer. Absent: Gregory S. Fehribach.

Dr. James Miner, board chairperson, 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 for the June 19, 2007 meeting. There were none. Mrs. O’Laughlin made the motion to approve the minutes. Dr. Bock seconded the motion. The minutes for the June 19, 2007 Board of Trustees meeting were unanimously approved.

The next agenda item was General Ordinances and Resolutions. Dr. Miner asked that General Ordinance No. 1-2007, “*Definitions*” and General Ordinance No. 2-2007, “*Food Establishment Licenses*” be presented for the second reading and for passage. Tavonna Harris Askew, deputy counsel, read General Ordinance No. 1-2007. Dr. Miner asked if there were any comments from the Board or the public regarding the Ordinance. Mrs. O’Laughlin stated that General Ordinance No. 1-2007 and General Ordinance No. 2-2007 were discussed in the Public Health Committee meeting and the committee recommends approval of both. Mrs. Journey made the motion to approve General Ordinance No. 1-2007, “*Definitions.*” Ms. Green seconded the motion. General Ordinance No. 1-2007 was passed with 6 Ayes and 0 Nays. Dr. Miner asked for a motion to approve General Ordinance No. 2-2007. Mrs. Journey made the motion to approve. Mrs. O’Laughlin seconded the motion. General Ordinance No. 2-2007 was approved with 6 Ayes and 0 Nays.

Next, Dr. Miner requested that General Ordinances No. 3-2007, "**Budget**", General Ordinance No. 4-2007, "**Public Bathing Facilities**" and General Ordinance No. 5-2007, "**Responsibilities of Owners and Occupants**" be presented for the first reading. Ms. Harris Askew, deputy counsel, stated she has a letter from Mrs. O'Laughlin requesting that General Ordinance No. 3-2007 "**Budget**" be presented for the first reading. Mrs. O'Laughlin read the letter. Deputy counsel read General Ordinance No. 3-2007. Dr. Miner asked if there were any comments. Mr. Sellers gave an explanation of the budget. Dr. Miner continued by requesting that General Ordinance No. 4-2007, "**Public Bathing Facilities**" be presented for the first reading. Deputy counsel stated she has a letter from Dr. Bock requesting that General Ordinance No. 4-2007 be presented for the first reading. Dr. Bock read the letter. Deputy counsel read General Ordinance No. 4-2007. Dr. Miner asked if there were any comments. The final Ordinance presented for the first reading was General Ordinance No. 5-2007, "**Responsibilities of Owners and Occupants.**" An explanation summary is attached to the Ordinance. Assistant general counsel, Greg Ulrich was present to answer questions. Deputy counsel stated she has a letter from Mrs. Journey requesting that General Ordinance No. 5-2007 be presented for the first reading. Mrs. Journey read the letter. Deputy counsel read General Ordinance No. 5-2007. Dr. Miner asked if there were any comments. There were none. The Ordinances will be presented for the second reading at the August 21, 2007 meeting.

Resolution No. 10-2007, "**Establishment of Internal Audit Committee**" was tabled for further review.

Resolution No. 11-2007, "**Purchase of Real Property**" was presented for approval. Mrs. Journey made the motion to approve and Dr. Bock seconded the motion. Resolution No. 11-2007 was unanimously approved.

Next, Dr. Miner presented Bylaws and Policies. The following policies were presented for approval:

Policy No. 700-120, "**Clinical Practice Guidelines, Critical Pathways or Critical Protocols**"

Policy No. 700-103, "**Medical Education – Patient Care Involvement**"

Dr. Miner gave a brief explanation of the policies and said the Hospital Committee reviewed the policies and recommends approval. Mrs. O’Laughlin made the motion to approve and Dr. Bock seconded the motion. The policies were unanimously approved.

Mr. Sellers, treasurer, presented the August Treasurer’s Report. At \$65 million, June 2007 disbursements are under the 2007 average monthly disbursement amount of \$57 million. The increase is primarily due to \$6.9 million in intergovernmental transfers relating to DSH and UPL distributions, and \$2.8 million in employee health premiums for Wishard. Mr. Sellers asked for approval of the Cash Disbursements Report. Mr. Pfeifer made the motion to approve. Mrs. O’Laughlin seconded the motion. The June Cash Disbursement Report was unanimously approved.

Next, Mr. Sellers gave the June Budget Basis Revenue and Expenditure Report. Tax Revenues reflect ½ of the annual budgets for Health and Hospital Corporation property, excise, financial institutions and mental health taxes. Distributions from the County were received for excise and financial institutions taxes, with a partial distribution of \$3.2 million in property taxes also received at the end of June. A partial DSH distribution of \$97.7 million for State Fiscal Year 2007 and nursing home UPL distribution of \$9.8 million for 7-1-05 thru 09-30-05 were received at the end of June. Public Health Revenues are under budget. Headquarters Revenues are over budget. Grant Revenues are equal to grant expenditures and are under budget and will increase at year-end. Expenditures for Supplies are over budget. Other Services and Charges are under budget. Capital Outlays are under budget. Total Expenditures are over budget by \$3 million. Mr. Sellers asked for approval of the 2007 Revenue and Expenditure Budget Analysis. Mr. Pfeifer made the motion to approve. Mrs. O’Laughlin seconded the motion. The report was unanimously approved.

July 2007 Appointments were presented next. Dr. Harris stated that the Appointments have been reviewed and approved by the medical executive committee. Mrs. Journey made the motion to approve. Dr. Bock seconded the motion. The July 2007 Appointments were unanimously approved.

The Public Health/Healthy Babies Committee did not meet on July 24, 2007.

Dr. Miner gave the July 24, 2007 Hospital Committee Report. The Committee reviewed and was presented with the following:

- June 19, 2007 Meeting Minutes
- Wishard Institute Update
- W/MBE & Diversity Report
- WHS Financials
- Medical Staff Policies

Board members were given a facility tour at the end of this meeting.

Mr. Pfeifer reported on the Audit Committee meeting of July 24, 2007. The Audit Committee reviewed and was presented with the following:

- April 17, 2007 Meeting Minutes
- Internal Audit (WHS Cash Internal Controls Review)
- KPMG Audit
- Internal Audit Restructuring

The Audit Committee also held an Executive Session.

Dr. Miner reported that the Planning Committee met on June 19, 2007. The committee reviewed the following:

- Minutes
 - November 16, 2006
 - March 20, 2007
- State Department of Health Survey Update
- First Quarter 2007 Oversight Highlights
- Peer Review Committee
 - Nursing Home Comparison Study
 - Quality Site Visits
- Financial Summaries

Greg Porter reported on the status of the Citizens Health Center. The search for a chief executive officer has been reduced to three candidates. Contracts are being reviewed to determine provider productivity. Fees are being reviewed in an effort to capture charges and to implement increases. The Center is working on the 2008 budget. Board member Marge O'Laughlin thanked treasurer, Daniel Sellers for lending his services to Citizens Health Center.

Board member, Angela Green reported that the Midtown Mental Health Center Board met on July 9, 2007. The Board reviewed the Balanced Scorecard and financials.

In the absence of Dr. Virginia Caine, Karen Holly, administrator, reported that the Marion County Health Department (MCHD) will sponsor a health fair in conjunction with the City County Council and Anthem on August 2, 2007. MCHD will also be participating in the Covering Kids and Families Back to School day on August 4, 2007.

Dr. Lisa Harris reported on Wishard's leadership retreat. She stated an action plan for implementing strategic planning was reviewed by Wishard Health Services (WHS) employees. Dr. Harris stated that the University Health Systems Data Management System continues to be working well. WHS also continues to work on improving areas that received low scores in the Joint Commission core measures.

There was no further business so the meeting was adjourned.

The next meeting of the Board of Trustees will be held on Tuesday, August 21, 2007, 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.
Chairperson, Board of Trustees

Matthew R. Gutwein
President and Chief Executive Officer