

**EL PASO COUNTY HOSPITAL DISTRICT
BOARD OF MANAGERS MEETING MINUTES**

**TUESDAY, OCTOBER 10, 2017 – 3:00 P.M.
EIGHTH FLOOR BOARD ROOM**

<u>PRESENT</u>	<u>GUESTS</u>
Steve DeGroat, Chairman Jim Volk, Board Member Joy Martinez, Board Secretary Steve Anderson, Board Member Henry Gallardo, Vice Chairman Carmen Arrieta-Candelaria, Board Member R. Jacob Cintron, President & CEO Michael Nuñez, Chief Financial Officer Roxanne Weisendanger, Interim Chief Nursing Officer Maria Zampini, Chief Operating Officer Lorena Navedo, Chief Administrative Officer Christina Ford, Chief Legal Officer Cathy Gibson, Chief Compliance Officer Frank Dominguez, El Paso Health Jennifer Maxwell, Exec. Asst. to the Board of Managers	Leticia Flores, Corporate Controller Jon Law, UMC Dr. Veronica Greer, Texas Tech Dennece Knight, UMC Foundation Ryan Mielke, UMC Javier Saenz, UMC Celeste Chavez, UMC Patricia Velazquez, UMC Eric Johansen, UMC James Booher, UMC Bruce Yetter, El Paso County Attorney's Office Carey Antwine, El Paso County Attorney's Office Laurel Huston, El Paso County Attorney's Office Anthony Martinez, El Paso County Attorney's Office Jorge Reyes, El Paso County Valeria Conteras, El Paso County Cristina Leyva, El Paso County
<u>ABSENT</u> Miguel Fernandez, Board Member	

1, 2, & 3. CALL TO ORDER

Meeting was called to order at 3:05 p.m. on October 10, 2017, by Mr. Steve DeGroat, Chairman. After establishing that a quorum was present, Mr. DeGroat led the Pledge of Allegiance.

CONSENT AGENDA

ACTION: MOTION to approve the Consent Agenda items 4-13 (listed below) was made by Mr. Volk and seconded by Ms. Arrieta. The vote was: Mr. Volk, Yes; Mr. DeGroat, Yes; Ms. Martinez, Yes; Mr. Gallardo, Yes; Ms. Arrieta, Yes. Motion Carried.

4. Approve the minutes of the Board of Managers Meetings held on September 12, 2017.
(TAB A)

5. Review and approve the August 2017 Financial Statements for the El Paso County Hospital District's d/b/a University Medical Center of El Paso.
(TAB B) (Finance Committee)

6. Review and approve the August 2017 Financial Statements for El Paso Health.
(TAB C) (Finance Committee)

7. Review and approve the August 2017 Financial Statements for the El Paso Children's Hospital.
(TAB D) (Finance Committee)

8. Review and take appropriate action on the following policies:
(TAB E) (PAC Committee)

1. P-2 Screening and Treatment for Emergency Medical Conditions Including Labor (EMTALA)
2. H.7.2 Reasonable Accommodations
3. P.MM.3 High Alert Medications
4. P.MM.4 Look-Alike/Sound-Alike Medications
5. P.MM.16 Automatic Stop Orders for Medications
6. P.61 Stroke Team Activation
7. A.21 Shadowing of Physicians
8. A.25 Shadowing of Non-Physician Healthcare Professionals

9. Review and take appropriate action on the following Medical Staff requests:
(TAB F) (MEC Committee)

1. Medical Staff Initial Applications
2. Allied Health Professional Initial Applications
3. Advancement from Provisional Status
4. Medical Staff Reappointments and Renewal of Privileges
5. Allied Health Professional Reappointment and Renewal of Privileges
6. Focus Professional Practice Evaluations
7. Ongoing Professional Practice Evaluations
8. Additional Privileges
9. Change in Status / Privileges
10. Leave of Absence / Resignation / Relocation
11. Suspensions and Reinstatements
12. Automatic termination per Bylaws Article VIII 8.1.6

10. Review and approve the Selection Committee's recommendation for Power Quality Remediation Services (RFP #830-04/17-001, and authorize the President and CEO to substitute capital expenditures up to \$250,000.00 to negotiate and execute the contract.
(TAB G) (Finance Committee)

11. Review and take appropriate action regarding Qualified Mental Health Provider and Training Services Interlocal Agreement with El Paso MHMR d/b/a Emergence Health Network and the El Paso County Hospital District d/b/a University Medical Center of El Paso, and authorize the President and CEO to negotiate and execute the agreement.
(Tab H) (Finance Committee)

12. Review and approve the Selection Committee's recommendation for Floor Maintenance (RFP #855-04/17-001), and authorize the President and CEO to negotiate and execute the agreement.
(Tab I) (Finance Committee)

13. Review and take appropriate action on the 2017/2018 Tax Anticipation Note with Wells Fargo Bank, N.A. and the El Paso County Hospital District d/b/a University Medical Center of El Paso, and authorize the President and CEO to negotiate and execute the agreement.
(Tab J) (Finance Committee)

REGULAR AGENDA

14. Receive and approve CEO Report for the El Paso County Hospital District d/b/a University Medical Center of El Paso.

Mr. Cintron noted the following:

- Effective September 26, 2017, Cindy Stout, former UMC CNO, accepted the CEO position for the El Paso Children's Hospital. Ms. Roxanne Weisendanger who is currently the Assistant CNO for UMC will move in to the position of Interim Chief Nursing Officer of UMC. Ms. Weisendanger has 39 years of experience and she is an asset to UMC.
- Effective September 27, 2017, UMC hired a new Laboratory Administrative Director, Juan Garcia, to oversee this department. Mr. Garcia has 17 years of experience.
- UMC closed on the Vagabond Inn property located at I-10 and Raynolds. This site is the future location of UMC's central clinic. The central clinic will be smaller in size as compared to the other clinics since many services are offered at the Texas Tech Alberta clinic; however, there is enough land for future expansion to possibly build an Ambulatory Surgical Center in the future. Services that will be offered at the new UMC clinic will include: primary care, imaging, lab, pharmacy, and various specialty services. Demolition on the Vagabond Inn property will begin in about 90 days.
- Effective October 1, 2017, UMC closed the Crossroads Clinic located on the west side. The clinic has been consolidated into the Northwestern Clinic. Patients were notified and staff has made the transition.
- Approximately 60 UMC Associates participated in a volunteer program run by a local organization to paint the homes of less fortunate families. It was a great turn out and an opportunity to give back to our community. The event was organized by UMC's social work supervisor, Ms. Gamboa.
- UMC would like to thank UMC RN, Jerry Davis. Mr. Davis was a guest panelist on KVIA's ABC 7 News Extra program talking about the care for breast cancer patients. This report was following the announcement of one of KVIA's news anchors battle with breast cancer.
- UMC recognizes RN, Gloria Salazar, who is one of three nurses recognized for excellence in El Paso. The award was presented by McDonalds.
- Associate forums will begin this week for all UMC Associates. This is the first time implementing associate forums and the focus is on quality, people, and growth.
- The UMC Poison Control Center welcomed UTEP's Pharmacy School inaugural class of 41 students. The students will have a three hour shadowing experience. UMC has agreed to offer two residency positions next summer. Dr. Greer was very helpful in implementing the residency positions.

At the end of Mr. Cintron's presentation, Mr. DeGroat asked if there will be a security effort for the future site of the central clinic. Mr. Cintron noted that there is a one month lease with the previous property owners to allow them to

remove their belongings. During this one month lease, the previous property owners will provide security. At the end of the lease, UMC will ensure there is security and will fence in the property.

Mr. DeGroat made note that Mr. Cintron was recognized this past weekend as a Distinguished Alumni of the University of Texas at El Paso. Mr. DeGroat noted that Mr. Cintron did well representing the hospital and that all Board of Managers and Associates are proud of Mr. Cintron to receive this recognition.

ACTION: MOTION to approve this item was made by Mr. Gallardo and seconded by Ms. Martinez. The vote was: Mr. Volk, Yes; Mr. DeGroat, Yes; Ms. Martinez, Yes; Mr. Gallardo, Yes; Ms. Arrieta, Yes. Motion Carried.

15. Receive and approve the following Quarterly Reports:

A. El Paso Health (EPH)

- Back to School Health Fairs – Fairs held across the city. There were over 2600 participants, over 30 agencies at each health fair, over 25 EPH Associates and their family members volunteered at the health fairs, and a total of 2,080 backpacks were given away.
- El Paso Health donated \$60,000.00 to UMC Foundation for the Car Seat Safety Program. EPH held the first clinic at its location on September 16, 2017. There were 42 families in attendance, 90 children were evaluated, and 77 car seats provided. Ms. Knight, Foundation Director, added that this program is in its fourth year. She noted that through this program, over two thousand car seats have been provided and several car seats evaluated and some destroyed. This program is a platform to educate many families on car seat safety. Ms. Knight was pleased with the synergy between El Paso Health and UMC Foundation and their ability to target a market that benefits from this program.
- El Paso Health held its second annual X-Factor, Women's Leadership Conference on September 29, 2017. The event had a great panel of speakers to include Ms. Joy Martinez, an EPCHD Board Member. Ms. Martinez was the main speaker. There were a total of 58 in attendance (20 UMC participants, 34 EPH participants, and 4 community participants). This event is sponsored by El Paso Health. Ms. Martinez noted that it was an honor to speak at this event. She is grateful to have had the opportunity to be a part of something that invests in the associates.
- Mr. Dominguez provided data on the FirstCall Medical Advice Infoline service. This service is a partnership with the Poison Control Center.
- CHIP Funding did not receive its certification at the end of September; however, the organization is hopeful that the program will be re-certified. Mr. Cintron noted that the State is confident that this program will be renewed.
- Recently closed out FY2017. Mr. Dominguez noted that a detailed presentation will be presented to the El Paso Health Board of Directors. He is proud of the organization's accomplishments in 2017 to include: re-branding of the organization, a positive financial performance, and an increase in collaboration with physicians. Mr. Dominguez noted that the organization is looking forward to continued growth in 2018 in terms of revenue and the number of members.

B. Medical Staff

- Dr. Greer first recognized that the Medical Staff has been working under Mr. Cintron's leadership for a little over a year and they are pleased with the collaborative effort. She noted that Mr. Cintron's leadership has assisted the Medical Staff with achieving some of their goals and some of the mutual goals that both organizations have. In addition, processes have been improved and together they look for the opportunity to add additional service lines.

- Dr. Greer noted that since the last report several policies and procedures have been reviewed and approved.
- Dr. Greer's team continues to work with the General Medical Staff to ensure that physicians remain in compliance with regulatory requirements. They continue to review physician contracts are looking to add measurable metrics.
- Working on developing a plan to add service lines such as ENT and Rheumatology.
- Developed a procedural sedation policy and the Medical Staff will continue to monitor this process.
- An adhoc committee was created to address the new pain standard. The committee will assess the needs and develop a policy and procedure for this new pain standard. It is highly possible that this adhoc committee will remain as a sub-committee to monitor the pain standard regularly.
- This year, a new institutional program was implemented to include relevant and pertinent education to the Medical Staff at the General Medical Staff meetings. The education presented is then put into a newsletter format and distributed electronically to all of the Medical Staff. Recent topics covered included prescription practices and an EMTALA presentation. A presentation on the new pain standard will be presented at the next General Medical Staff.
- The ACGME has asked that hospitals partner with the Residents to ensure that Residents are doing what they need to do in terms of work load and to give them an opportunity to learn about the vision and mission of the hospital. The Medical Staff is working on developing a process for Residents that is similar to the privileges process. This process will allow for the staff to know what each Resident can and cannot do as well as be informed as to the level of supervision required.
- An active shooter policy was created a few years ago. Recently the Medical Staff provided training in some of the community clinics on the active shooter policy. Training was provided to ensure that the clinics are familiar with the policy and active shooter mock drills will continue to be exercised in an effort to educate the staff on this policy and to identify any areas that need improvement.
- Disaster related policies are being reviewed and revised as needed. Disasters can be accidental or on purpose and it is important that the staff is trained on how to handle those situations. Mock drills and training will be implemented.
- Collaborative efforts between the Medical Staff and the UMC leadership had an overall decrease effect on hospital acquired conditions. Dr. Greer is proud of this accomplishment.
- A recent Joint Commission mock surveyor recently met with the hospital and physician leadership to provide updates on new standards. Dr. Greer noted that any action items that were raised during those discussions will be addressed.

ACTION: MOTION to approve this item was made by Ms. Arrieta and seconded by Mr. Anderson. The vote was: Mr. Anderson, Yes; Mr. Volk, Yes; Mr. DeGroat, Yes; Ms. Martinez, Yes; Mr. Gallardo, Yes; Ms. Arrieta, Yes. Motion Carried.

Note: Mr. Steve Anderson walked in during the beginning of the quarterly report for El Paso Health.

16. Review and take appropriate action on the Management Consulting Services Agreement between the El Paso County Hospital District d/b/a University Medical Center of El Paso and Cambrian Consulting Group, and authorize the President and CEO to negotiate and execute the agreement.

(Tab K)

Mr. Nunez presented this item. This request is to enter into an agreement with Cambrian Consulting Group to provide Management Consulting Services to UMC and EPCH. The agreement is for three months and is renewable at the end of the term. Mr. Nuñez presented the scope of services that will be provided, the term, and overall cost for the services.

ACTION: MOTION to approve this item was made by Mr. Gallardo and seconded by Ms. Arrieta. The vote was: Mr. Anderson, Yes; Mr. Volk, Yes; Mr. DeGroat, Yes; Ms. Martinez, Yes; Mr. Gallardo, Yes; Ms. Arrieta, Yes. Motion Carried.

17. Review and adopt a resolution approving the 2nd Amended Bylaws of University Medical Center Foundation of El Paso.
(Tab L)

Ms. Dennece Knight presented the substantive changes. She noted that the amended Bylaws of the University Medical Center Foundation of El Paso were vetted by legal, UMC's CEO, and that the Foundation Board is requesting approval by the EPCHD Board of Managers. There were questions from the Board of Managers related to proper formatting, verbiage, and references. The recommended changes do not change the policy procedurally and will not be considered substantive and therefore the Board of Managers moved forward with a motion for approval.

ACTION: MOTION to approve this item with minor changes was made by Ms. Martinez and seconded by Ms. Arrieta. The vote was: Mr. Anderson, Yes; Mr. Volk, Yes; Mr. DeGroat, Yes; Ms. Martinez, Yes; Mr. Gallardo, Yes; Ms. Arrieta, Yes. Motion Carried.

The Board of Managers convened Executive Session at 3:54p.m.

EXECUTIVE SESSION

18. Receive semi-annual legal report on current litigation, pursuant to Texas Government Code §551.071.

19. Receive legal advice and consultation and discuss various legal issues regarding contractual obligations and governance relations related to El Paso Children's Hospital, pursuant to Texas Government Code §551.071.

Any action taken as a result of this discussion will be taken at the opening of this meeting after closed session, or at a subsequent meeting.

OPEN SESSION

The Board reconvened Open Session at 4:53p.m.

20. Review and take appropriate action regarding Revolving Line of Credit Agreement with El Paso Children's Hospital and approve resolution authorizing the President and CEO to execute the agreement and promissory note.

This item was discussed during Executive Session.

ACTION: MOTION to approve this item was made by Ms. Arrieta and seconded by Ms. Martinez. The vote was: Mr. Anderson, Yes; Mr. DeGroat, Yes; Ms. Martinez, Yes; Ms. Arrieta, Yes. Motion Carried.

Note: Mr. Jim Volk and Mr. Henry Gallardo did not vote on agenda item #20 since they both left the meeting during the Executive Session discussion.

21. Adjournment

ACTION: MOTION to adjourn the meeting was made by Ms. Arrieta and seconded by Ms. Martinez. The meeting was adjourned at 4:54 p.m.



Steve DeGroat, Board Chairman



Joy Martinez, Board Secretary