

EMERGENCE HEALTH NETWORK
BOARD OF TRUSTEES MEETING
Minutes of the January 29, 2013 Meeting

Board of Trustees: Micheal Wendt, Chair
Jacob Cintron, Vice-Chair
Daniel R. Haggerty, Secretary
Rafael Aguirre, Trustee
Dr. Michael Escamilla, Trustee (Absent)
Tom Thomas, Trustee
Martin Bartlett, Trustee

Emergence Health Network Staff: Kristi Daugherty, CEO
Pauline Motts, Chief Financial Officer
Rene Hurtado, Chief External Affairs Officer
Omar Villa, General Counsel
Rosie Garcia, Recording Secretary
Anna Basler-White, Provider Relations Coordinator
Marcelo Rodriguez, M.D.

Guests: Holly Lytle, Assistant County Attorney
Phillip Strickler, Strickler & Prieto LLP

I. Introductory Items

A. Call to Order and Certification of a Quorum

Certification of a quorum was established.

B. Moment of Silence

The meeting began with a moment of silence.

C. Public Comment

The following persons appeared before the Board of Trustees to offer public comment:

Mr. Carlos Marquez addressed the Board regarding the new El Paso County Clinic that will offer services to all County employees, including EHN employees. The ribbon cutting is tomorrow at 10am and the grand opening is scheduled for Thursday, January 31, 2013.

Mr. Eddie Sanchez, Xceed Resources Executive Director, addressed the Board regarding a recent tragedy concerning one of his employees and thanked the Crisis Unit for responding so quickly. Mr. Sanchez also addressed concerns regarding his request for clinical support some of his staff a day after the tragedy and received no response from EHN.

II. Presentations

A. Annual Report of Emergence Health Network for FY 2012

Rene Hurtado provided an overview of the FY 2012 Annual Report.

Item IV.D.- under the regular agenda was moved up as per the Board Chair's request.

IV.D. Discuss and take appropriate action regarding the Independent Auditor's Report for FY 2012 prepared by Strickler & Prieto, LLP.

The Board received a presentation from Strickler & Prieto, LLP, regarding the audited Financial Statements for FY 2012. A full presentation was also provided to the Executive/Finance Committee.

A motion was made by Jacob Cintron and seconded by Tom Thomas to accept the audited report for FY 2012 from Strickler & Prieto, LLP. Motion carried.

III. Reports

A. PNAC

Anna Basler-White, Provider Relations Coordinator, provided an update regarding the last PNAC meeting. A questionnaire was distributed proposing different dates and times for the meeting to ensure more participation from members. The consensus of the group was to meet on a Tuesday morning at 9am. A potential new committee member is on the agenda, but will be postponed due to a pending application. Members also received a certificate of appreciation from Florence and Anna for their participation over the past year.

B. Finance Committee

Complete Emergence Health Network and Sun City Financials for the month of November and December 2012 were provided for review. Pauline Motts, CFO, provided highlights on net revenues over expenses, current month significant items, budget variance, and the health fund.

C. Human Resources Committee

The HR Committee did not meet this month. Kristi and Rene reported that the main update is the shared services agreement with the County. Rene is working closely with the County getting ready to go live this Friday. Rene provided a summary of the transition timeline.

D. Public Relations Committee

The PR Committee met this month and mainly focused on the Annual Report.

E. Ad-Hoc Committee

Kristi Daugherty provided an update regarding the Ad-Committee formal recommendations. Kristi has had discussions with Mr. Jim Valenti regarding the recommendations. Mr. Valenti and Kristi are very involved in community projects with the Paso Del Norte Health Foundation in regards to the entire system of care. Kristi recommendation is to present the recommendations as suggestions to the Paso Del Norte Health Foundation Behavior Health Consortium. Once the Foundation comes to a final recommendation on what we need to do as a community, than bring those recommendations back to EHN Board, UMC Board and County for approval.

F. Executive Director's Report

Kristi Daugherty provided the Board with a report on the following areas:

- Extended Observation Unit Update
- November "WINS"
- Introductions of newest Executive Management Team Members – Tewiana Norris, Director of Nursing, Rene Navarro, Director of Grants Management, Christina Casillas, Director of the El Paso Provider Group
- Board Dashboards
- Update on visits with state legislators – met with Chiefs of staff and members of the delegation
- Local Planning and Network Plan Update
- Status of Medicaid 1115 Transformation Waiver
- Physician Services Agreement

IV. Regular Agenda Items

A. Approval of the minutes from the December 12, 2012 meeting

A motion was made by Jacob Cintron and seconded by Tom Thomas to approve the December 12, 2012 minutes of the Board of Trustees meeting. Motion Carried.

B. Discuss and take appropriate action regarding the appointment of new Board Officers:

Jacob Cintron moved for Mike Wendt to continue to serve as Board Chair. Tom Thomas seconded the motion. The motion carried.

A motion was made by Tom Thomas and seconded by Micheal Wendt to appoint Mr. Jacob Cintron as Vice-Chair. The motion carried.

A motion was made by Micheal Wendt and seconded by Jacob Cintron to appoint Dan Haggerty as Board Secretary. The motion carried.

C. Discuss and take appropriate action regarding appointments to the following Board Committees:

The Board of Trustees agreed on the following Committee assignments.

Executive Committee: Mike Wendt, Jacob Cintron, Dan Haggerty

Finance Committee: Jacob Cintron, Dan Haggerty

HR Committee: Tom Thomas, Martin Bartlett

PR Committee: Martin Bartlett

Ad Hoc Committee: Dr. Escamilla, Rafael Aguirre

PNAC: Mike Wendt

Texas Council: Mike Wendt

D. Discuss and take appropriate action regarding the Independent Auditor's Report for FY 2012 prepared by Strickler & Prieto, LLP.

[This agenda item was moved up as requested by the Board Chair]

E. Discuss and take appropriate action to appoint Ms. Linda Holguin to the PNAC Committee

A motion was made by Jacob Cintron and seconded by Tom Thomas to postpone for one month the agenda item to discuss and take appropriate action to appoint Ms. Linda Holguin to the PNAC Committee. The motion carried

F. Discuss and take appropriate action regarding the recommendation from the Ad-Hoc Committee concerning psychiatric services in El Paso

The Board of Trustees took no action on agenda item to discuss and take appropriate action regarding the recommendation from the Ad-Hoc Committee concerning psychiatric services in El Paso.

G. Discuss and take appropriate action regarding the Spectrum equipment and service agreement

Pauline Motts informed the Board that the Spectrum is a three year contract with a monthly cost of \$6,900 a month

A motion was made by Jacob Cintron and seconded by Rafael Aguirre to approve and authorize Kristi Daugherty to sign the contract with Spectrum for equipment usage and service. The motion carried

H. Discuss and take appropriate action regarding the Microsoft Office Enterprise Licensing Agreement

Pauline Motts provided a summary of the Microsoft Office Enterprise Licensing Agreement. The cost is \$240,000 over a three year period, and then annually it is a cost of \$44,000 for the next 3 years.

A motion was made by Tom Thomas and seconded by Jacob Cintron to approve and authorize Kristi Daugherty to sign the Microsoft Office Enterprise Licensing Agreement. The motion carried.

I. Discuss and take appropriate action regarding authorization of funding for the Extended Observation Unit, this amount is not to exceed \$450,000 (the extended observation unit will be a 48 hour observation facility with 12 beds to accommodate individuals requiring immediate mental health services who do not also require medical attention)

This funding will allow EHN to move forward with the build out of the EOU. Eventually EHN will get this funding back from the State after the amendment to the Crisis Plan is approved allowing EHN to use some of the PESC funds for the build out.

A motion was made by Tom Thomas and seconded by Jacob Cintron to approve and authorize Kristi Daugherty to enter into a financing agreement for no more than \$450,000 to secure funding for the Extended Observation Unit as recommended by the Executive/Finance Committee. The motion carried

V. Closed Executive Session

The Board of Trustees recessed into executive session at 7:40 p.m., to discuss the following item, pursuant to Chapter 551 of the Texas Government Code:

A, Discuss claim by Margie Grijalva pursuant to Texas Government Code section 551.071

VI. Open Session

A. Discuss and take appropriate action regarding claim of Margie Grijalva

The Board of Trustees took no action on agenda item to discuss and take appropriate action regarding claim of Margie Grijalva.

VII. Adjournment

There being no further business to discuss, the meeting was adjourned at 7:52 p.m.

Approved By:

Jacob Cintron, Board Secretary

Date