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 form 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 Stickler & 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:

_____________________________  ____________________
Daniel Haggerty, Board Secretary  Date