



CENTRAL HEALTH

CENTRAL HEALTH BOARD OF MANAGERS

Agenda

Wednesday, March 6, 2013
5:30 p.m.

Central Health Administrative Offices
1111 E. Cesar Chavez St.
Austin, Texas 78702
Board Room

CITIZENS' COMMUNICATION

CONSENT AGENDA

All matters listed under the CONSENT AGENDA will be considered by the Board of Managers to be routine and will be enacted by one motion. There will be no separate discussion of these items unless members of the Board request specific items be moved from the CONSENT AGENDA to the REGULAR AGENDA for discussion prior to the time the Board of Managers votes on the motion to adopt the CONSENT AGENDA.

- C1. Approve minutes for the following meetings of the Central Health Board of Managers:
 - a. December 12, 2012; and
 - b. January 16, 2013;
- C2. Approve proposed amendments to the Central Health Bylaws.
- C3. Approve the creation of an *ad hoc* Strategic Planning Committee to address issues related to Central Health's strategic planning efforts and appoint the following managers to serve on the committee:
 - a. Manager Coleman-Beattie (Chairperson);
 - b. Manager Daniel;
 - c. Manager Heidrick; and
 - d. Manager Lightsey.
- C4. Receive the Central Health Investment Report for the First Quarter Ending December 31, 2012.

REGULAR AGENDA*

- 1. Receive, discuss, and take appropriate action on a recommendation to support public policies prohibiting smoking in outdoor areas of restaurants and bars.
- 2. Receive and discuss a presentation from Seton Healthcare Family regarding a new teaching hospital.

3. Receive, discuss, and take appropriate action regarding a planning strategy for the Southeast Hub, including taking action on an agreement with Boulder Associates, Inc.
4. Receive and discuss an update from Sendero Health Plans, Inc.¹
5. Discuss and take appropriate action on information presented by the Hay Group regarding the President and CEO's compensation, evaluation form and process, and contract terms.¹
6. Discuss and take appropriate action on the following:¹
 - a. Academic Medicine, Senator Watson's "10 in 10" Initiative, and University Medical Center at Brackenridge, including other interrelated community partnerships;
 - b. The 1115 Medicaid Waiver, including an update on the development of the Community Care Collaborative (CCC); and
 - c. A proposed Master Agreement between Central Health and Seton Healthcare Family.
7. Confirm the next regular Board meeting date, time, and location.

* The Board of Managers may take items in an order that differs from the posted order.

Note 1, Possible closed session item.

The Board of Managers may consider any matter posted on the agenda in a closed session if there are issues that require consideration in a closed session and the Board announces that the item will be considered during a closed session.

STAYS IN FILE



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County Clerk, Travis County, Texas

By [Signature] Deputy

T. PEREZ

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**CENTRAL
HEALTH**

Board of Managers meeting

March 6, 2013

AGENDA Item C1

- C1. Approve minutes for the following meetings of the Central Health Board of Managers:
- a. December 12, 2012; and
 - b. January 16, 2013;

MINUTES OF MEETING - DECEMBER 12, 2012
CENTRAL HEALTH
BOARD OF MANAGERS

On Wednesday, December 12, 2012, a meeting of the Central Health Board of Managers convened in open session at 11:05 a.m. in the Training Room of the Central Health Administrative Offices located at 1111 E. Cesar Chavez Street, Austin, Texas 78702. Clerk for the meeting was Ms. Rachael Cortez.

Board of Managers present: Chairperson Mendoza, Vice-Chairperson Rodriguez, Treasurer Coleman-Beattie, Manager Hudson, Manager Heidrick, Manager Coopwood, Manager Daniel and Manager Lightsey.

CITIZENS' COMMUNICATION

Clerk's Notes: There was no citizens' communication.

CONSENT AGENDA

- C1. Approve minutes for the following meetings of the Central Health Board of Managers:
 - a. October 3, 2012; and
 - b. October 17, 2012.
- C2. Receive the October 2012 and November 2012 Investment Reports and ratify Central Health investments for October 2012 and November 2012.
- C3. Receive the Central Health Investment Report for the Fourth Quarter and Year Ending September 30, 2012.
- C4. Approve the Central Health Board of Managers Committee Assignments.
- C5. Approve the process for the required annual broker/dealer review and selection of approved broker/dealers under Central Health's Investment and Collateral Policies and Procedures for the coming year.
- C6. Approve a lease for new space for the eligibility staff.

Clerk's Notes: Manager Heidrick moved that the Board approve Consent Agenda Items C1, C2, C3, C4, C5, and C6 on the Consent Agenda. Manager Lightsey seconded the motion.

Chairperson Rosie Mendoza	For
Vice-Chairperson Frank Rodriguez	For
Treasurer Brenda Coleman-Beattie	For
Secretary Anthony Haley	Absent
Manager Tom Coopwood	For
Manager Clarke Heidrick	For
Manager Katrina Daniel	For
Manager Rebecca Lightsey	For
Manager Lynne Hudson	For

REGULAR AGENDA*

1. Receive and discuss an update from Sendero Health Plans, Inc.

Clerk's Notes: Mr. David Lamkin, President and CEO, Sendero Health Plans, Inc., gave a brief presentation and update on the accomplishments of Sendero Health Plans, Inc.

No action was taken.

2. Receive and discuss an update on CommUnityCare operations from Fiscal Year 2012.
3. Receive, discuss, and take appropriate action on an update regarding specialty care services.

Clerk's Notes: Agenda items 2 and 3 were discussed together. Ms. Leslee Froehlich, Interim President and CEO and Ms. Carolyn Konecny, Chief Financial Officer, CommUnityCare, gave a brief presentation on CommUnityCare's annual 2012 accomplishments. The presentation included information about patient access, an operational update, and 2012 financial trends. Ms. Froehlich also discussed specialty care expansion at CommUnityCare, focusing on gastroenterology services. She explained that gastroenterology is one of the three areas targeted for expansion in the Delivery System Reform Incentive Payment (DSRIP) projects. Ms. Froehlich suggested that CommUnityCare carry forward the funds that it has in its budget to be able to start providing gastroenterology services, with the expectation that funds from DSRIP projects would cover the expense at a future point in time.

Manager Heidrick left the meeting at 11:28 a.m.

Treasurer Coleman-Beattie moved that Central Health support the expansion of specialty care services with funds left-over from CommUnityCare and contemplating prospectively that DSRIP funds would cover the expansion and that Central Health stands ready to cover the gap between CommUnityCare and DSRIP. The motion was seconded by Vice-Chairperson Rodriguez.

Chairperson Rosie Mendoza	For
Vice-Chairperson Frank Rodriguez	For
Treasurer Brenda Coleman-Beattie	For
Secretary Anthony Haley	Absent
Manager Tom Coopwood	For
Manager Clarke Heidrick	Absent
Manager Katrina Daniel	For
Manager Rebecca Lightsey	For
Manager Lynne Hudson	For

4. Receive and discuss a report of the October 2012 and November 2012 financial statements for Central Health.

Mr. Jeff Knodel, Central Health's Chief Financial Officer, reviewed documents presented at the Budget and Finance Committee on December 12, 2012 at 9:00 a.m. Mr. Knodel reviewed the statement of revenues, expenses, and changes in net assets.

No action was taken.

A break was taken from 12:15 p.m. and the meeting reconvened at 12:30 p.m.

5. Discuss and take appropriate action on the Central Health Board of Managers 2013 annual calendar.

Clerk's Notes: Ms. Patricia A. Young Brown, President and CEO, asked the Board to review and discuss the proposed 2013 annual calendar for the Central Health Board of Managers.

Manager Coopwood made the motion to approve the proposed Central Health Board of Managers 2013 annual calendar with a change that the Board Retreats begin at 9:00 a.m. Manager Lightsey seconded the motion.

Chairperson Rosie Mendoza	For
Vice-Chairperson Frank Rodriguez	For
Treasurer Brenda Coleman-Beattie	For
Secretary Anthony Haley	Absent
Manager Tom Coopwood	For
Manager Clarke Heidrick	Absent
Manager Katrina Daniel	For
Manager Rebecca Lightsey	For
Manager Lynne Hudson	For

6. Receive, discuss, and take appropriate action regarding:
 - a. a recommendation from the *ad hoc* Nominations Committee concerning election of a Chairperson, a Vice-Chairperson, and a Treasurer of the Board of Managers; and
 - b. appointment of a Secretary of the Central Health Board of Managers.

Clerk's Notes: Vice-Chairperson Rodriguez stated that the *ad hoc* Nominations Committee met on December 6, 2012 and is recommending the following candidates for consideration by the Board for the 2013 Board of Managers officer positions: Chairperson - Rosie Mendoza; Vice-Chairperson - Brenda Coleman-Beattie; Treasurer - Anthony Haley; and Secretary - Katrina Daniel.

Vice-Chairperson Rodriguez moved to accept the recommendations of the *ad hoc* Nominations Committee for the 2013 Board of Managers officer positions. Manager Hudson seconded the motion.

Chairperson Rosie Mendoza	For
Vice-Chairperson Frank Rodriguez	For
Treasurer Brenda Coleman-Beattie	For
Secretary Anthony Haley	Absent
Manager Tom Coopwood	For
Manager Clarke Heidrick	Absent
Manager Katrina Daniel	For
Manager Rebecca Lightsey	For
Manager Lynne Hudson	For

7. Discuss and take appropriate action regarding a proposed agenda for the 83rd Texas Legislative Session, including the posting of notice for a proposed local bill, and appoint Board members to serve as legislative liaisons for the agenda items.

Clerk's Notes: Ann-Marie Price, Director of Government Affairs, presented the draft Legislative Agenda for the 83rd Legislature, Regular Session. She stated that the draft legislative agenda for the current session is very similar to the one from the last session.

Referring to a hand out, she noted that three of the items had been modified; specifically in the areas of the Affordable Care Act, the medical school, and workforce issues.

Manager Coopwood stated that the Legislative Committee met and recommended the appointment of Managers Coopwood, Hudson, and Lightsey and Ms. Patricia Young Brown, Central Health President and CEO, as legislative liaisons for the 83rd Texas Legislative Session. He also stated that the Legislative Committee had discussed and recommended approval of the draft Legislative Agenda for the 83rd Texas Legislative Session. Manager Coopwood moved that the Board approve the proposed Legislative Agenda for the 83rd Texas Legislative Session and legislative liaisons as approved by the *ad hoc* Legislative Committee. No second was needed since there was a recommendation from the Legislative Committee.

Chairperson Rosie Mendoza	For
Vice-Chairperson Frank Rodriguez	For
Treasurer Brenda Coleman-Beattie	For
Secretary Anthony Haley	Absent
Manager Tom Coopwood	For
Manager Clarke Heidrick	Absent
Manager Katrina Daniel	For
Manager Rebecca Lightsey	For
Manager Lynne Hudson	For

Manager Coopwood also discussed a recommendation from the Legislative Committee regarding membership on the committee, explaining that Sendero Health Plans, Inc. is now part of the joint committee along with Central Health and CommUnityCare. Ms. Price identified Sendero's representatives on the Legislative Committee as Dr. Charles Bell, Mike Geeslin, and Carl Richie.

Ms. Price briefly described the process for filing a local bill, if Central Health chose to do so.

8. Receive and discuss the CEO's report on the following Central Health activities: (a) procurement activity; (b) current communications/outreach statistics; (c) the Medical Access Program (MAP), including enrollment and activities; and (d) Psychiatric Stakeholder's Meeting.

Clerk's Notes: Ms. Patricia Young Brown, President and CEO, presented the CEO's report and briefly described procurement activity, discussed the communications events, website activity, and earned media across the last month. The Board discussed information from the Psychiatric Stakeholder's Meeting. Ms. Young Brown also gave a presentation on the quarterly service report and spoke briefly on the data enclosed.

No action was taken.

9. Receive and discuss reports from the Board committees: Budget and Finance Committee; *ad hoc* Legislative Committee; Performance Improvement Subcommittee; *ad hoc* Nominations Committee; and *ad hoc* Personnel Committee.

Clerk's Notes: Treasurer Coleman-Beattie stated that there was no further discussion regarding the Budget and Finance Committee. Manager Coopwood stated that there was no further discussion regarding the *ad hoc* Legislative Committee. Manager Daniel gave a brief report on the Performance Improvement Subcommittee's work. Manager Rodriguez stated there was no further discussion regarding the *ad hoc* Nominations Committee. Manager

Coopwood gave a brief report of the *ad hoc* Personnel Committee and stated that they will bring the results of the Hay Group's interviews to the March 20, 2013 Board meeting.

No action was taken.

11. Receive, discuss, and take appropriate action on the Agreement between Central Health and TexHealth Central Texas, Inc.¹

Clerk's Notes: This item was taken out of order and was removed from this agenda.

10. Discuss and take appropriate action on the following:¹
 - a. Academic Medicine, Senator Watson's "10 in 10" Initiative, and University Medical Center at Brackenridge, including other interrelated community partnerships; and
 - b. The 1115 Medicaid Waiver, including an update on the development of the Community Care Collaborative (CCC)/Integrated Delivery System (IDS).

Clerk's Notes: Item 10 was taken in closed session. At 12:52 p.m., Chairperson Mendoza announced that the Board would convene in closed session to discuss agenda item 10 under Section 551.071 of the Texas Government Code, Consultation with Attorney and Section 551.085 of the Texas Government Code, Deliberation of Governing Board of Certain Providers of Health Care Services.

The Board reconvened in open session at 2:07 p.m.

No action was taken.

12. Confirm the next regular Board meeting date, time, and location.

Clerk's Notes: Chairperson Mendoza announced that the next regularly scheduled meeting would be held on Wednesday, January 9, 2013, at 5:30 p.m., in the Board Room, Central Health Administrative Offices 1111 East Cesar Chavez Street, Austin, Texas 78702.

Manager Daniel moved that the Board adjourn. Manager Coopwood seconded the motion.

Chairperson Rosie Mendoza	For
Vice-Chairperson Frank Rodriguez	For
Treasurer Brenda Coleman-Beattie	For
Secretary Anthony Haley	Absent
Manager Tom Coopwood	For
Manager Clarke Heidrick	Absent
Manager Katrina Daniel	For
Manager Rebecca Lightsey	For
Manager Lynne Hudson	For

The meeting was adjourned at 2:09 p.m.

Rosie Mendoza, CPA, Chairperson
Central Health Board of Managers

ATTESTED TO BY:

Rebecca Lightsey, Secretary
Central Health Board of Managers

MINUTES OF MEETING - JANUARY 16, 2013
CENTRAL HEALTH
BOARD OF MANAGERS

On Wednesday, January 16, 2013, a meeting of the Central Health Board of Managers convened in open session at 5:39 p.m. in the Board Room of the Central Health Administrative Offices located at 1111 E. Cesar Chavez Street, Austin, Texas 78702. Clerk for the meeting was Ms. Rachael Cortez.

Board of Managers present: Chairperson Mendoza, Vice-Chairperson Coleman-Beattie, Treasurer Daniel, Secretary Lightsey, Manager Coopwood, and Manager Heidrick.

CITIZENS' COMMUNICATION

Clerk's Notes:

Ms. Ann Kitchen, TexHealth Central Texas (TexHealth), Board Chair, thanked Central Health for its continued support of TexHealth. Ms. Kitchen provided an update on the Texas Legislature's support of TexHealth. She also requested continued support from Central Health stating that TexHealth agreed to all points that were requested by the Central Health Board, including working with Sendero Health Plans, Inc.

Mr. James "Jim" Rodriguez, TexHealth Central Texas, President and CEO, read a statement thanking the Central Health Board for its continued support. He reiterated that the TexHealth Board of Directors agreed to all points requested by the Central Health Board, including the opportunity for collaboration with Sendero Health Plans, Inc.

Dr. Guadalupe Zamora, newly appointed Manager to the Central Health Board, expressed his appreciation for the opportunity to serve on the Board.

Manager Hudson arrived at 5:40 p.m.

CONSENT AGENDA

- C1. Receive the December 2012 Investment Report and ratify Central Health investments for December 2012.

Clerk's Notes: Vice-Chairperson Coleman-Beattie moved that the Board approve Consent Agenda Items C1 on the Consent Agenda. Manager Lightsey seconded the motion.

Chairperson Rosie Mendoza	For
Vice-Chairperson Brenda Coleman-Beattie	For
Treasurer Katrina Daniel	For
Secretary Rebecca Lightsey	For
Manager Tom Coopwood	For
Manager Clarke Heidrick	For
Manager Lynne Hudson	For
Manager Anthony Haley	Absent
Manager Frank Rodriguez	Absent

REGULAR AGENDA*

1. Discuss and take appropriate action regarding a resolution honoring the service of Board members Frank Rodriguez and Anthony Haley.

Clerk's Notes: Treasurer Daniel read into the record a Resolution Expressing Appreciation to Manager Haley for his service to Central Health.

Manager Haley was presented a plaque by Chairperson Mendoza in recognition for his three years of service.

The Board expressed its sincere appreciation to Manager Haley for his service to Central Health and recognized the numerous and indelible contributions to the organization and to the entire Central Texas community.

Manager Haley thanked the Board and the citizens of Travis County for the opportunity to serve as a Board Member.

Manager Rodriguez gave a presentation which captured his work during his tenure as a Board member. He shared his future plans to continue to assist Central Health with its mission.

Manager Heidrick read into the record a Resolution Expressing Appreciation to Manager Rodriguez for his service to Central Health.

Manager Rodriguez was presented a plaque by Chairperson Mendoza in recognition for his eight years of service.

The Board expressed its sincere appreciation to Manager Rodriguez for his service to Central Health and recognized the numerous and indelible contributions to the organization and to the entire Central Texas community.

Manager Heidrick moved that the Board approve a resolution honoring the service of Board member Frank Rodriguez and a resolution honoring the service of Board member Anthony Haley. The motion was seconded by Secretary Lightsey.

Chairperson Rosie Mendoza	For
Vice-Chairperson Brenda Coleman-Beattie	For
Treasurer Katrina Daniel	For
Secretary Rebecca Lightsey	For
Manager Tom Coopwood	For
Manager Clarke Heidrick	For
Manager Lynne Hudson	For
Manager Anthony Haley	Not voting
Manager Frank Rodriguez	Not voting

Managers Haley and Rodriguez left the meeting after at 6:35 p.m. after the discussion of this item.

4. Receive and discuss a report regarding the 2012 Awareness Survey Data.

Clerk's Notes: This item was taken out of order. Dr. Ester Smith, EGS Research & Consulting, presented the results of the 2012 Awareness Survey, referring to a handout presented to the Board. She stated that the purpose of this presentation was to report on survey results highlighting the difference in last year's public awareness of Central Health and

its perceived benefits to the community. Dr. Smith reviewed the survey methodology and the demographic profile of the survey participants. Dr. Smith described that the survey measured public understanding in the following areas: access to healthcare values and beliefs, knowledge of access to healthcare in Texas and Travis County, and level of knowledge of Central Health services. The survey concluded the following: support for providing access to healthcare to all community members increased from its 2011 level; Travis County registered voters were more knowledgeable in 2012 of the access to healthcare situation in Texas and Travis County than in 2011; awareness of Central Health increased in 2012; however, the survey shows that the level of knowledge of those who heard about Central Health is still limited and generic. Dr. Smith pointed out that although the level of awareness of Central Health's services, programs, and accomplishments increased in 2012, the level of awareness is still not high. She described the demographics of those who comprise the various categories of responses.

Dr. Smith discussed the implications for Central Health and recommendations for next steps.

No action was taken.

3. Receive and discuss Central Health's 2012 Annual Accomplishments.

Clerk's Notes: Ms. Christie Garbe, Vice President, Planning and Communications and Mr. Larry Wallace, Vice President, Service Delivery, presented the Fiscal Year 2012 Annual Accomplishments, referring to a hand out presented to the Board.

Ms. Garbe stated that this presentation was organized according to the four primary goals of the Central Health Strategic Plan, which include Access, Quality, Technology, and Leadership. The goal was to show the Board the accomplishments the organization has achieved in these areas over the past fiscal year from October 1, 2011 to September 30, 2012.

Mr. Wallace reviewed the increase of access to services over 2011, reviewing increased Medical Access Program (MAP) enrollment, an increase in call center navigation, and an increase in State application assistance. Mr. Wallace also reviewed the increase in primary, medical, dental, and behavioral health services. Mr. Wallace reported on the expanded specialty care access and Graduate Medical Education (GME).

Ms. Garbe reported that in response to state budget cuts and local provider changes, Central Health filled gaps in Women's Health Services. Ms. Garbe also reported that a new MAP Handbook was developed and launched that was easier to comprehend and use, in order to help enrollees understand the program.

Ms. Garbe stated that staff developed and launched three new Web sites this year. Two sites were built for eligibility services and MAP. The third site was built primarily for our partners in the 1115 Waiver Regional Health Partnership (RHP).

Ms. Garbe discussed leadership initiatives that Central Health was involved in this year, including the following: Central Health entered into a letter of intent with Seton Healthcare Family; participated in multiple planning work sessions with stakeholders to further define the integrated care delivery system, to be known as the Community Care Collaborative (CCC); and laid the groundwork for transforming the healthcare system through this new Accountable Care Organization (ACO) styled model.

Ms. Garbe also noted that, with the advent of the 1115 Waiver, Central Health coordinated the development of the Region 7 Regional Healthcare Partnership (RHP) plan by working with county leaders, healthcare stakeholders, and the public to design projects to reform the healthcare delivery system. She further noted Central Health's role in the development of the Region 7 Community Needs Assessment and in communicating and guiding community performing providers on the development of Delivery System Reform Incentive Payment (DSRIP) projects.

Ms. Garbe reported that Central Health supported Senator Watson's "10 in 10" Initiative and that Proposition 1 was placed on the November 2012 ballot. Central Health Connection, in collaboration with the Austin Area Research Organization (AARO), hosted an Interactive Summit on Health and Healthcare in Central Texas, released a white paper entitled *Health and Health Care Trends & Innovations in Central Texas*, and hosted a one-day planning session for stakeholders. She stated that Central Health serves on the Steering Committee and Core Coordinating Committee for the Community Health Assessment (CHA) and Community Health Improvement Plan (CHIP) in partnership with City of Austin, Travis County, Seton Healthcare Family, St. David's Foundation and UT School of Public Health.

No action was taken.

2. Receive and discuss a report of the December 2012 financial statements for Central Health.

Clerk's Notes: This item was taken out of order. Mr. Jeff Knodel, Central Health's Chief Financial Officer, reviewed documents presented at the Budget and Finance Committee on January 16, 2013. Mr. Knodel reviewed the statement of revenues, expenses, and changes in net assets.

No action was taken.

The Board of Managers took a break beginning at 7:25 p.m., and reconvened at 7:33 p.m.

5. Receive and discuss the CEO's report on the following Central Health activities: (a) procurement activity; (b) current communications/outreach statistics; (c) the Medical Access Program (MAP), including enrollment and activities; and (d) quarterly service update.

Clerk's Notes: Ms. Patricia Young Brown, President and CEO, presented the CEO's report and requested the Board to review the procurement list, reminding the Board to disclose any conflicts. Ms. Young briefly discussed the communications events, website activity, and earned media across the last month. Mr. Larry Wallace, Vice-President, Service Delivery, briefly reviewed the quarterly service report and spoke briefly on the data enclosed.

No action was taken.

6. Receive and discuss reports from the Board committees: Budget and Finance Committee; Performance Improvement Subcommittee; *ad hoc* Legislative Committee; and *ad hoc* Nominations Committee.

Clerk's Notes: Treasurer Daniel deferred to Mr. Knodel's presentation regarding the Budget and Finance Committee.

Treasurer Daniel reviewed the handout provided to the Board regarding the Performance Improvement Subcommittee and stated that the list represents the key performance improvement metrics adopted by the Committee.

Secretary Lightsey gave a brief report on the *ad hoc* Legislative Committee.

Vice-Chairperson Coleman-Beattie stated that the *ad hoc* Nominations Committee had not met.

No action was taken.

7. Receive and discuss a legal briefing regarding the Texas Open Meetings Act and the Texas Public Information Act.¹

Clerk's Notes: Ms. Beth Devery, Assistant County Attorney, Travis County Attorney's Office, gave a legal briefing regarding the Texas Open Meetings Act and the Texas Public Information Act. Ms. Devery provided the Board with a document for further review and reference.

No action was taken.

8. Receive, discuss, and take appropriate action on the Agreement between Central Health and TexHealth Central Texas, Inc.¹

9. Discuss and take appropriate action on the following:¹

- a. Academic Medicine, Senator Watson's "10 in 10" Initiative, and University Medical Center at Brackenridge, including other interrelated community partnerships; and
- b. The 1115 Medicaid Waiver, including an update on the development of the Community Care Collaborative (CCC).

Clerk's Notes: Items 8 and 9 were taken in closed session. At 8:12 p.m. Chairperson Mendoza announced that the Board is convening in closed session to discuss agenda items 8 and 9 under Section 551.071 of the Texas Government Code, Consultation with Attorney and Section 551.085 of the Texas Government Code, Deliberation of Governing Board of Certain Providers of Health Care Services.

The Board reconvened in open session at 9:47 p.m.

Treasurer Daniel moved that a Special Meeting be held on Wednesday, January 30, 2013 at 5:30 p.m. Secretary Lightsey seconded the motion.

Chairperson Rosie Mendoza	For
Vice-Chairperson Brenda Coleman-Beattie	For
Treasurer Katrina Daniel	For
Secretary Rebecca Lightsey	For
Manager Tom Coopwood	For
Manager Clarke Heidrick	For
Manager Lynne Hudson	For
Manager Anthony Haley	Absent
Manager Frank Rodriguez	Absent

10. Confirm the next regular Board meeting date, time, and location.

Clerk's Notes: Chairperson Mendoza announced that the next regularly scheduled meeting would be held on Wednesday, February 6, 2013, at 5:30 p.m., in the Board Room, Central Health Administrative Offices, 1111 E. Cesar Chavez Street, Austin, Texas 78702.

Chairperson Mendoza announced that the Board called a Special Meeting to be held on Wednesday, January 30, 2013 at 5:30 p.m. at Central Health Administrative Offices, 1111 E. Cesar Chavez Street, Austin, Texas 78702.

Secretary Lightsey moved that the Board adjourn. Manager Hudson seconded the motion.

Chairperson Rosie Mendoza	For
Vice-Chairperson Brenda Coleman-Beattie	For
Treasurer Katrina Daniel	For
Secretary Rebecca Lightsey	For
Manager Tom Coopwood	For
Manager Clarke Heidrick	For
Manager Lynne Hudson	For
Manager Anthony Haley	Absent
Manager Frank Rodriguez	Absent

The meeting was adjourned at 9:48 p.m.

Rosie Mendoza, CPA, Chairperson
Central Health Board of Managers

ATTESTED TO BY:

Rebecca Lightsey, Secretary
Central Health Board of Managers



**CENTRAL
HEALTH**

Board of Managers meeting

March 6, 2013

AGENDA Item C2

Approve proposed amendments to the Central Health Bylaws.

**BYLAWS OF THE BOARD OF MANAGERS
OF THE
TRAVIS COUNTY HEALTHCARE DISTRICT**

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BYLAWS OF THE BOARD OF MANAGERS
OF THE
TRAVIS COUNTY HEALTHCARE DISTRICT D/B/A
CENTRAL HEALTH

PREAMBLE

The Board hereby adopts these Bylaws to provide a framework for self-government of the Travis County Healthcare District d/b/a Central Health ("District"). This framework permits the District to operate pursuant to the statutes of the State of Texas, Chapter 281 of the Texas Health and Safety Code, and other applicable laws of the State of Texas. Portions of the governing laws are included in these Bylaws for the purpose of clarification.

DEFINITIONS

"Board" means the Board of Managers of the District. The term "Board" shall have the same meaning as the term "board" under Chapter 281 of the Texas Health and Safety Code.

"President and Chief Executive Officer (CEO)" means the individual appointed by the Board to perform duties required by the Board, supervise the work and activities of the District, and generally direct the affairs of the District. The term "President and CEO" shall have the same meaning as the term "administrator" under Chapter 281 of the Texas Health and Safety Code.

"Commissioners Court" means the members of the Commissioners Court of Travis County, Texas, being the elected officials of Travis County who are responsible for appointing certain Board members.

"District" means the Travis County Healthcare District d/b/a Central Health.

"Hospital" means University Medical Center Brackenridge.

"Municipality" means the municipality with the largest population in Travis County.

ARTICLE I PURPOSE

- 1.1 The purposes of the District are, to the extent not prohibited or limited by law, to:
 - 1.1.1 furnish medical and hospital care for indigent and needy residents of Travis County;
 - 1.1.2 conduct educational activities to improve the quality of care rendered and to promote good health habits in the community; and
 - 1.1.3 fulfill any other lawful purpose.

ARTICLE II RESPONSIBILITIES AND POWERS OF THE DISTRICT

- 2.1 It is the responsibility of the District to seek to meet the requirements imposed upon it by Texas law.
- 2.2 Notwithstanding anything herein to the contrary, the District shall have all powers and rights granted or permitted under Chapter 281 of the Texas Health and Safety Code or other applicable law.

ARTICLE III DUTIES AND AUTHORITIES OF THE BOARD

- 3.1 The Board shall through its actions or delegation, to the extent not prohibited or limited by law, seek to do the following:
 - 3.1.1 be the governing body of the District.
 - 3.1.2 approve the annual budget for the District, and submit the budget to the Commissioners Court.
 - 3.1.3 employ independent auditors to make an annual audit of the fiscal records of the District.
 - 3.1.4 select the depository for the funds of the District.
 - 3.1.5 appoint the President and CEO of the District.
 - 3.1.6 approve and enforce the policies, procedures, rules, and regulations for the operation of the District, unless otherwise delegated to the President and CEO.

- 3.1.7 seek approval from the Commissioners Court on matters as required by law.
- 3.1.8 assume the role of the Community Board under the Lease Agreement with the Seton Healthcare f/k/a Daughters of Charity Health Services of Austin, including monitoring the performance of Seton under certain Lease provisions according to performance dimensions set out in the Lease and determining whether performance deficiencies exist.
- 3.1.9 conduct a biennial Board self-assessment, which may include surveying, discussion, problem identification, developing and implementing solutions, and reassessment.
- 3.1.10 approve, modify, or deny contracts, unless otherwise delegated to the President and CEO.
- 3.1.11 develop a philosophy and strategic goals for the District.
- 3.1.12 serve as advocates for the District.
- 3.1.13 meet other requirements imposed by law upon the Board.

ARTICLE IV APPOINTMENT OF THE BOARD

- 4.1 The Commissioners Court shall appoint four (4) members to the Board. The governing body of the Municipality shall appoint four (4) members, and the Commissioners Court and the Municipality shall jointly appoint one member. In selecting the members of the Board, the Commissioners Court and the Municipality shall consider the responsibilities involved, as well as the candidates' interests, availability, organizational skills, including communication skills, and reputation for objectivity and fairness, all of which are required to best provide governance of the District's duties and responsibilities.
- 4.2 The members of the Board serve staggered four-year terms, with as near as possible to one-fourth of the members' terms expiring each year.
- 4.3 The initial terms of the members are as follows:
 - 4.3.1 The members appointed solely by the governing body of the Municipality shall draw lots to determine which member serves a one-year term, which member serves a two-year term, which member serves a three-year term, and which member serves a four-year term;

- 4.3.2 The members appointed solely by the Commissioners Court shall draw lots to determine which member serves a one-year term, which member serves a two-year term, which member serves a three-year term, and which member serves a four-year term; and
- 4.3.3 The member appointed jointly by the Municipality and the Commissioners Court serves a four-year term.
- 4.4 Appointments shall take place each July, and terms begin on August 1. Beginning in Fiscal Year 2008, subject to agreement by the Commissioners Court and the governing body of the Municipality, appointments shall take place each December, with terms beginning on January 1.
- 4.5 Members of the Board shall serve the length of their term and are eligible for re-appointment.
 - 4.5.1 Members may also be requested to serve beyond the end of their term until a successor is appointed.
- 4.6 If a member resigns or is otherwise incapable of fulfilling his or her term, the Commissioners Court and/or the Municipality, as applicable, shall appoint interim members to fill vacancies until the term expires.

ARTICLE V DISCLOSURE OF CONFLICT OF INTEREST

- 5.1 The requirements in this Article V are in addition to the requirements the Board members have under any policies adopted by the Board.
- 5.2 For the purpose of these Bylaws, the following definitions shall apply:
 - 5.2.1 "Conflict of interest" means all agreements, disagreements, or oppositions to those matters requiring approval, decision, vote, or other action by the Board and involving a business entity or real property in which an individual Board member has a "substantial interest."
 - 5.2.2 A person has a "substantial interest" in a business entity or real property if:
 - 5.2.2.1 the person owns 10 percent or more of the voting stock or shares of the business entity or owns either 10 percent or more or \$15,000.00 or more of the fair market value of the business entity; or

- 5.2.2.2 the person receives funds from the business entity in excess of 10 percent of the person's gross income for the previous year; or
 - 5.2.2.3 the person holds an equitable or legal ownership in real property with a fair market value of \$2,500.00 or more; or
 - 5.2.2.4 the person is related in the first degree by consanguinity or affinity to someone who has a substantial interest as outlined in Sections 5.2.2.1 through 5.2.2.3 above.
- 5.2.3 "Business entity" means a sole proprietorship, partnership, firm, corporation, holding company, joint-stock company, receivership, trust, or any other entity recognized by law.
- 5.3 Each Board member shall abide by the following policy:
- 5.3.1 Unless the requirements of Section 5.3.3.5 below are met, any Board member having a conflict of interest in any matter shall not vote or use his or her personal influence in the matter, and he or she shall not ordinarily be counted in determining the quorum for the agenda item. The minutes of the meeting will reflect whether a disclosure was made, the abstention from voting, and the quorum situation.
 - 5.3.2 Should any Board member have a question in his or her mind as to whether or not he or she has a conflict of interest, that member should resolve that question in favor of a conflict of interest existing.
 - 5.3.3 Any conflict of interest on the part of any Board member shall be disclosed to the other Board members and made a matter of record when the interest becomes a matter of Board action. The following procedure should guide the actual disclosure of a conflict of interest:
 - 5.3.3.1 The Board member with the conflict of interest shall file an affidavit with the President and CEO's office, being the official record keeper of the District, before a vote or decision on that matter is taken. The affidavit shall state the nature and extent of the Board member's substantial interest.
 - 5.3.3.2 The Board member shall also make an oral disclosure of the conflict of interest at the time the matter is reached on the agenda.

- 5.3.3.3 The Board member shall state that a conflict of interest exists, and that he or she shall abstain from further participation in the matter if:
 - 5.3.3.3.1 in the case of a substantial interest in a business entity, the action on the matter will have a special economic effect on the business entity that is distinguishable from the effect on the public; or
 - 5.3.3.3.2 in the case of a substantial interest in real property, it is reasonably foreseeable that an action on the matter will have a special economic effect on the value of the property, distinguishable from its effect on the public.
- 5.3.3.4 Should the presence of the Board member who has a conflict of interest in any way influence the voting of the other members, the Board member shall remove himself or herself from the room.
- 5.3.3.5 If a Board member is required to file and does file an affidavit disclosing a conflict of interest, the Board member is not required to abstain from voting from further participation in the matter requiring the affidavit if a majority of the members of the Board is composed of persons who are likewise required to file and who do file affidavits of similar interests on the same official action.
- 5.3.3.6 The Board shall take a separate vote on any budget item specifically dedicated to a contract with a business entity in which a Board member has a substantial interest. Unless the requirements of Section 5.3.3.5 above are met, the affected Board member shall not participate in that separate vote, but may vote on a final budget if the member has complied with Chapter 171 of the Texas Local Government Code and the requirements of this section and the matter in which the member is concerned has been resolved.
- 5.4 A violation by a Board member of the requirements of this section or Chapter 171 of the Texas Local Government Code does not render an action of the Board voidable unless the measure that was the subject of an action involving a conflict of interest would not have passed the Board without the vote of the violating Board member.
- 5.5 The requirements of this section shall be reviewed at the annual meeting for the information and guidance of all Board members and each new member shall be advised of these requirements.

- 5.6 To the extent the requirements of this section conflict with the requirements of Chapter 171 of the Texas Local Government Code, the more restrictive requirements shall apply.
- 5.7 The Board may take action to appoint Board members or staff to serve on other boards of entities that are affiliated, contracted with, or under the oversight of the District. These appointments shall be voluntary and no compensation shall be received by the appointed Board member or staff. It is the expectation of the Board that these appointees represent the District in their service on the entity board.

ARTICLE VI OFFICERS OF THE BOARD

6.1 CHAIRPERSON OF THE BOARD

The Chairperson of the Board serves as the chief officer of the Board and shall have the following responsibilities and authority for:

- 6.1.1 enforcing compliance with standards of ethical conduct and professional demeanor by the Board in their relations with each other, support staff, and the community that the District serves.
- 6.1.2 appointing Board members to chair and serve on committees formed to accomplish Board performance improvement and monitoring functions.
- 6.1.3 presiding over meetings of the Board and performing such other duties as are assigned by statute, these Bylaws, or other action of the Board.

6.2 VICE-CHAIRPERSON OF THE BOARD

The Vice-Chairperson of the Board shall, in case of the absence, death, resignation, disability, removal, or disqualification of the Chairperson perform the duties of the Chairperson until the Chairperson shall resume his or her office. The Vice-Chairperson shall have the following responsibilities and authority for:

- 6.2.1 assisting the Chairperson as requested.
- 6.2.2 performing such other duties as are assigned by statute, these Bylaws, or other action of the Board.
- 6.2.3 serving as chair of any ad hoc nominating committee created by the Board.

6.3 SECRETARY

The Secretary shall have the following responsibilities and authority for:

- 6.3.1 ensuring the adequacy and accuracy of minutes taken for the Board Meetings.
- 6.3.2 keeping the Official Seal of the District.
- 6.3.3 in the case of the absence, death, resignation, disability, removal, or disqualification of the Chairperson, and Vice-Chairperson, exercising the duties of the Chairperson, as Acting Chairperson, until the Chairperson, , or Vice-Chairperson shall resume his or her office or until a successor Chairperson, or Vice-Chairperson has been elected.
- 6.3.4 perform such other duties as are assigned by statute, these Bylaws, or other action of the Board.

6.4 TREASURER

The Treasurer shall have the following responsibilities and authority for:

- 6.4.1 serving as chair of the Budget and Finance Committee unless the Board votes otherwise.
- 6.4.2 in the case of the absence, death, resignation, disability, removal, or disqualification of the Chairperson, Vice-Chairperson, and Secretary, exercising the duties of the Chairperson, as Acting Chairperson, until the Chairperson, Vice-Chairperson, or Secretary shall resume his or her office or until a successor Chairperson, or Vice-Chairperson has been elected or a successor Secretary appointed.
- 6.4.3 performing such other duties as are assigned by statute, these Bylaws, or other action of the Board.

6.5 ELECTIONS AND APPOINTMENTS

- 6.5.1 The members shall elect from among themselves a Chairperson, Vice-Chairperson, and Treasurer, and the Board shall appoint a Secretary. In Fiscal Year 2006, the Board will elect officers and appoint a Secretary in September 2006. Beginning in Fiscal Year 2009, the Board will elect its officers and appoint a Secretary every two years, beginning in January 2009. The Board will elect its officers and appoint a Secretary annually beginning January 2011. The Board may designate the President and CEO

to serve as the Secretary of the Board. If the Board designates the President and CEO as Secretary, the President and CEO shall not have the right to vote at Board meetings.

- 6.5.2 Nominations for the Chairperson, Vice-Chairperson, Treasurer, and any other position that requires election or appointment will be made from the floor by Board members at a regular meeting of the Board or by special committee established for the purpose of making nominations. Any special committee established for the purpose of making nominations for Board officers must have as committee members at least one City-appointed and one County-appointed Board member. A Board member may self-nominate for any officer position.
- 6.5.3 Elections or appointments conducted in Board meetings shall be conducted in an open meeting by acclamation or a roll-call vote pursuant to a motion that has been seconded. Unless a different number is required by law, a majority vote of a quorum is required to elect a nominee for each election required by these Bylaws.
- 6.5.4 When a position subject to Board election becomes vacant, a special election for the position shall be held as soon thereafter as practicable unless the position of Chairperson becomes vacant, in which case the Vice-Chairperson automatically assumes the position of Chairperson.
- 6.5.5 No Board member may hold the same office for more than two (2) consecutive terms.

6.6 REMOVAL AND RESIGNATIONS

A Board member may be removed from office pursuant to Chapter 87 of the Texas Local Government Code or other Texas law. A Board member may resign at any time by giving written notice to the Board, Chairperson, or Secretary and the Travis County Commissioners Court and/or the governing body of the Municipality, as appropriate. Any such resignation shall take effect as soon as a replacement is appointed and sworn into office.

ARTICLE VII COMMITTEES

7.1 STANDING COMMITTEES

The Board may establish standing committees by amendment of this article of the Bylaws. A quorum of a standing committee shall be a majority of the members of the committee. All standing committees shall be composed of not more than four Board members, as determined by the Board. Unless otherwise

specified in these Bylaws, the Chairperson may either appoint the committee chair; or delegate the selection of the committee chair to each committee.

7.1.1 AUDIT AND COMPLIANCE COMMITTEE

The Audit and Compliance Committee shall have responsibility for advising on audit and compliance policies of the District and for compliance monitoring. The committee shall meet at least yearly.

7.1.1.1 ACTIVITIES

The Audit and Compliance Committee shall:

- 7.1.1.1.1 assist in the selection of an external auditor, together with the chair of the Budget and Finance Committee;
- 7.1.1.1.2 review the financial reports of independent auditors to be considered by the Board;
- 7.1.1.1.3 meet with the auditors on an as-needed basis;
- 7.1.1.1.4 develop and recommend best practices for the District in conformance with the Sarbanes-Oxley Act of 2002, and review those practices on a regular basis;
- 7.1.1.1.5 interface with Travis County, as necessary, with respect to audit-related issues;
- 7.1.1.1.6 review policies related to compliance with applicable law and regulation;
- 7.1.1.1.7 monitor and advise on investigations and corrective action plans related to compliance issues; and
- 7.1.1.1.8 create and receive reports from the Performance Improvement subcommittee which shall act as a medical peer review committee in accordance with the Medical Practice Act, Texas Occupations Code §160.001-160.015, the Health Care Quality Improvement Act, Title 42 U.S.C §§11101 *et seq.*, and a medical committee in accordance with the Texas Occupations Code §161.031-161-033.

7.1.1.1.8.1 The Performance Improvement Subcommittee shall evaluate medical and health care services and have standing authority to act on behalf of the Board with respect to medical peer review, credentialing activities and performance improvement activities.

7.1.1.1.8.2 The Chairperson of the Audit and Compliance Committee shall appoint the Chairperson of the Performance Improvement Subcommittee. The Chairperson of the Performance Improvement Committee shall designate members of the subcommittee, which shall include at least two Board members, the District Medical Director and the District Compliance Officer. The Subcommittee may consult with District staff, agents or consultants as needed.

7.1.2 BUDGET AND FINANCE COMMITTEE

The Budget and Finance Committee shall be responsible for working with the President and CEO to develop the District's annual budget, for reviewing and monitoring financial statements, and making recommendations regarding financial transactions. The Budget and Finance Committee shall meet at least monthly.

7.1.2.1 ACTIVITIES

The Budget and Finance Committee shall:

7.1.2.1.1 monitor the current District budget on a monthly basis;

7.1.2.1.2 develop and recommend for adoption, in conjunction with the President and CEO, the annual budget and all amendments to the budget;

7.1.2.1.3 review financial and statistical data to be presented to the Board;

7.1.2.1.4 recommend the appointment of depositories;

- 7.1.2.1.5 interact with Travis County relating to financial and budget matters;
- 7.1.2.1.6 make and recommend actions concerning cash management, investments, borrowings, and other District financial transactions;
- 7.1.2.1.7 annually review any District liability/risk management program and recommend renewal and/or purchase of such insurance coverage as necessary to protect the assets and liabilities of the District; and
- 7.1.2.1.8 advise on financial policies of the District, as necessary.

7.2 SPECIAL COMMITTEES

Any standing committee may elect to perform any of its designated functions by constituting any of its members as a subcommittee for that purpose and reporting such action to the Board in writing. Any such subcommittee may include individuals in addition to members of the standing committee. Special ad hoc committees may be appointed by the Chairperson of the Board to perform specific tasks or to address specific issues. That appointment must be approved by the Board in open session.

7.3 APPOINTMENT AND TERM

Unless otherwise provided, the chair, co-chair, and members of all committees described in the Bylaws shall be appointed by, and may be removed by, the Chairperson of the Board, subject to approval by the Board at an open meeting. Unless otherwise specified, committee members shall be appointed for a term of one (1) year and shall serve until the end of this period or until the member's successor is appointed, unless the member shall resign or be removed from the committee. The Chairperson may appoint an interim successor to the committee for a member whose Board term has expired, who is holding over as a Board member, but who has resigned his or her committee position. Any such interim successor may serve until the meeting of the Board at which the Board votes to consent to the appointment of committee members.

7.4 VOTING

Committees are solely advisory in nature and do not take action on their own other than to make recommendations to the Board. To the extent that committees vote on their recommendations, all committee members have voting privileges.

Meetings of the committees shall be noticed, and open to the public, to the extent required by, and then in accordance with, the Texas Open Meetings Act, Chapter 551 of the Texas Government Code.

7.5 *ADVISORY AND AUXILIARY COMMITTEES*

If authorized or required by state law or Board policy, the Board shall appoint advisory or auxiliary committees of non-Board members to assist the District. These committees may be composed of volunteers, independent contractors, or employees. The terms, qualifications, and methods of appointment of these committees shall be governed by relevant state law or Board policy. The Board shall designate the chair and vice-chair, if any, of each such committee.

ARTICLE VIII MEETINGS OF THE BOARD

8.1 *GENERAL PROVISION*

All regular, annual, special, and emergency meetings of the Board shall be held in accordance with the Texas Open Meetings Act, Chapter 551 of the Texas Government Code. The manner in which these meetings are held is as follows:

8.1.1 REGULAR MEETINGS

Regular meetings of the Board shall be held at least once a month at the District headquarters, 1111 E. Cesar Chavez, Austin, Texas unless by call another location is specified. The meeting day and time of the regular meeting will be established each year at the regular December Board meeting. When necessary, the Board may add or cancel a regular meeting or change the date of a regular meeting by resolution or motion at a meeting of the Board. Regular meetings shall begin at a time designated by the Chairperson unless by call or resolution a time is specified.

8.1.2 ANNUAL MEETINGS

Beginning in Fiscal Year 2008, the annual meeting shall be the Board's regular meeting in December of each year. Beginning in Fiscal Year 2009, the annual meeting shall be the Board's regular meeting in January of each year.

8.1.2.1 The following activities should occur at the annual meeting:

8.1.2.1.1 election and installation of officers of the Board, if appropriate that year;

8.1.2.1.2 review of the Bylaws, if appropriate that year;

8.1.2.1.3 disclosure of conflict-of-interest statements by Board members; and

8.1.2.1.4 such other matters as may come to the attention of the Board.

8.1.3 SPECIAL MEETINGS

Special meetings of the Board may be held either upon the call of the Chairperson or the call of the Secretary at the request of at least four (4) members of the Board in writing or upon approval of a resolution adopted at a meeting of the Board. A call by the Chairperson or Secretary must be communicated to the President and CEO within sufficient time to permit posting of the meeting as required by law. The call or resolution, as applicable, shall specify the date of each special meeting and may specify the time and place for each special meeting. Special meetings shall begin at a time designated by the Chairperson unless by call or resolution a time is specified. The activities at the special meeting shall be confined to the purpose or purposes for which the meeting was called, and the agenda shall identify the Board members who called the meeting.

8.1.4 EMERGENCY MEETINGS

Emergency meetings of the Board may be called by the Chairperson or the Secretary after determining that an emergency or urgent public necessity warrants the meeting and that the issue(s) cannot be postponed until a special or regular meeting. Posting of notice for emergency meetings shall be done in accordance with the requirements set forth in the Open Meetings Act, Chapter 551 of the Texas Government Code.

8.1.5 ORDER OF BUSINESS

The order of business at Board meetings shall be determined by the Chairperson. The agenda shall include reports from the standing Board committees.

8.1.5.1 EXECUTIVE SESSION

The Board may enter an executive or closed session after establishing a quorum and announcing that an executive or closed session will be held in accordance with the policies and procedures of the Board and in compliance with the requirements set forth in

the Open Meetings Act, Chapter 551 of the Texas Government Code.

8.1.6 QUORUM AND VOTING

The presence of the majority of the Board shall constitute a quorum for the transaction of business, but a lesser number may adjourn a meeting until a later specified date when a quorum shall be present.

8.1.6.1 MANNER OF ACTION

Except as otherwise specified, the action of a majority of the members present and voting at a meeting at which a quorum is present shall be the action of the group.

No final action, decision, or vote shall be taken while the Board is in executive or closed session. The Board shall reconvene the open meeting after an executive or closed session prior to adjourning the meeting.

8.1.7 NOTICE OF MEETING

Board meetings will be posted pursuant to the requirements set forth in the Open Meetings Act, Chapter 551 of the Texas Government Code.

8.1.7.1 Board members shall be notified of regular and special meetings at least 72 hours prior to the scheduled time of the meetings.

8.1.7.2 Board members shall be notified of emergency meetings at least two hours prior to the time of the meeting.

8.1.8 RECORD OF MEETINGS

Minutes of meetings shall contain each subject of discussion and deliberation, all motions, seconds, and the vote, if any, on such motions. Minutes shall be signed by the presiding officer and attested to by the Secretary.

8.1.9 CONDUCT OF MEETINGS

The most recent edition of *Robert's Rules of Order Newly Revised*, when not in conflict with other Board-adopted rules of procedure, these Bylaws, or applicable law, shall be the rules of parliamentary procedure and order for the Board and its committees, except that the chair of any meeting may

vote and, unless requested by any Board member, all readings of the minutes are hereby waived.

8.1.10 PUBLIC PARTICIPATION AT MEETINGS

8.1.10.1 The public may attend regular Board meetings. The public may be granted the privilege to address items on the Board agenda at the discretion of the Chairperson. The Chairperson is responsible for recognizing an individual to speak and may limit presentations to assure the efficient and orderly conduct of business.

8.1.10.2 Persons who desire to deliver oral comments at a Board meeting must complete the required sign-in form before the public comment agenda item is reached during the Board meeting. The Board may develop a policy addressing how public comment will be received, including specifying the number of speakers and the time allowed for each person to speak. Persons wishing to speak before the Board shall provide the following information:

- (a) name and address;
- (b) the name of the person or group, if any, the speaker is representing;
- (c) the agenda item upon which the person wishes to speak, if any; and
- (d) if the matter does not relate to an agenda item, a brief description of the nature of the matter to be addressed by the speaker.

8.1.10.3 Individuals may request to place an item pertinent to the business of the District on the agenda of a regular meeting by submitting a written request to the President and CEO seven (7) days prior to the meeting. Board members may request to place items on the Board's agenda by submitting a written request to the President and CEO at least seventy-eight (78) hours prior to the meeting. The Chairperson of the Board shall have final approval of items to be placed on the agenda. The President and CEO shall prepare and distribute to the Board the agenda and relevant written materials.

8.1.10.4 Agenda items may be added to a posted agenda by the Chairperson, by the President and CEO, or by written request of any Board member, provided that the proposed addition is

submitted to the President and CEO in time to post the amendment to the agenda in compliance with the Open Meetings Act, Chapter 551 of the Texas Government Code and has received final approval of the Chairperson. If the item must be added as an emergency agenda item due to insufficient time to post it as a regular item, the request to add the item must include a valid reason for the emergency, as determined by the Chairperson and President and CEO in consultation with legal counsel.

8.2 EXECUTIVE SESSIONS

Notwithstanding the foregoing, meetings of the Board or portions thereof need not be open to the public and may be a closed meeting or executive session to the extent permitted by the Texas Open Meetings Act, Chapter 551 of the Texas Government Code.

ARTICLE IX PRESIDENT AND CEO

- 9.1 The Board shall appoint a President and CEO, qualified by training and experience. The President and CEO shall be held accountable for the management of the District in all its activities within the limits prescribed by law and the policies adopted by and instructions of the Board. Except as limited by law or the Board, the President and CEO or designee shall, at a minimum:
- 9.1.1 advise and assist the Board in managing, controlling, and administering the District's business.
 - 9.1.2 administer the policies, rules, and regulations necessary for the operation of the District.
 - 9.1.3 employ, evaluate, and discharge all employees of the District, subject to an annual approved budget. All official communications between the Board and employees of the District shall be through the President and CEO's office.
 - 9.1.4 develop and maintain personnel policies and practices of the District.
 - 9.1.5 prepare, revise, and recommend an annual budget with the advice of the Board, reflecting expected revenues and expenditures, for approval by the Board and presentation to the Commissioners Court for final approval.
 - 9.1.6 make budget transfers between line items within a specified budget category.

- 9.1.7 supervise the District's business affairs to ensure that funds are collected and expended to the best possible advantage.
- 9.1.8 present reports to the Board, as required, concerning policies and procedures for consideration by the Board.
- 9.1.9 supervise the purchase of supplies, services, and equipment in accordance with District policies and procedures.
- 9.1.10 attend all meetings of the Board and committees thereof.
- 9.1.11 execute contracts, amendments and renewals in accordance with Board approved policies and procedures.
- 9.1.12 execute documents on behalf of the Board which do not require individual discretion and are carried out as the result of statute mandates, legal authority, or established procedures, including the execution of tax resale deeds and license agreements.
- 9.1.13 perform such other duties as may be delegated by the Board to serve the best interests of the District.
- 9.1.14 make an annual report to the Board, Commissioners Court, the Texas Board of Health or its successor, and the comptroller as soon as practicable after the close of the fiscal year as required by Section 281.092 of the Texas Health and Safety Code.
- 9.1.15 perform duties as required by Section 281.071, Texas Health and Safety Code, concerning payment and support, as necessary.
- 9.1.16 serve as the agent for service of process on behalf of the District.
- 9.1.17 oversee and make timely decisions on litigation matters in which the District is or may become named in a legal action, with the exception of the authority to accept or reject any settlement offer, or to initiate any legal action.
- 9.1.18 inform the Board in the most appropriate manner of material operational or financial issues as identified by the Board.
- 9.1.19 meet such other requirements imposed by law upon the President and CEO.

- 9.2 The President and CEO serves at the will of the Board and for terms of not more than four years. Before assuming duties, the President and CEO shall execute a bond payable to the District in the amount of not less than \$10,000, conditioned on the faithful performance of the President and CEO's duties and any other requirements determined by the Board. The President and CEO shall be entitled to compensation as determined by the Board.
- 9.3 If the President and CEO is incapacitated, absent or unable to perform his or her duties, the Assistant Administrator as described in Section 281.027, Texas Health and Safety Code, shall perform any or all of the duties of the President and CEO necessary for the operation of the District.
- 9.4 Notwithstanding the foregoing, the Board reserves its right to manage, control, and administer the District.

ARTICLE X PUBLIC STATEMENTS AND PRONOUNCEMENTS

- 10.1 Policy and statements of official positions of the Board will be made only after concurrence by a majority vote of the Board and shall be issued through the Chairperson or his or her designee.

ARTICLE XI INDEMNITY AND INSURANCE

- 11.1 If, as, upon such conditions, and to the extent permitted or required by Texas law, the District shall indemnify or defend any member of the Board and/or the President and CEO and may indemnify or defend any other officer of the District or any employee of the District from and against any claim, cause of action, proceeding, expense, attorney's fee, or other loss.
- 11.2 The District shall indemnify and shall defend any member of the Board and/or the President and CEO from any claim, cause of action, proceeding, expense, attorney's fee, or other loss as, upon such conditions, and to the extent expressly permitted by Texas law, including, without limitation, Chapter 102 of the Texas Civil Practice and Remedies Code.
- 11.3 The District may indemnify and may defend any other officer of the District or any employee of the District from any claim, cause of action, proceeding, expense, attorney's fee, or other loss as, upon such conditions, and to the extent expressly permitted by Texas law, including, without limitation, Chapter 102 of the Texas Civil Practice and Remedies Code.
- 11.4 The District shall indemnify and/or defend any member of the Board and/or the President and CEO and may indemnify and/or defend any other officer of the District or any employee of the District from any claim, cause of action, proceeding,

expense, attorney's fee, or other loss as, upon such conditions, and to the extent determined by the District, except to the extent prohibited by Texas law.

- 11.5 The District shall acquire liability insurance if, in the opinion of the Board, that insurance is reasonably affordable, that, among other things, provides indemnity and/or defense of any member of the Board, for claims or expenses, except to the extent prohibited by Texas law.
- 11.6 Nothing in Section 11.1 is intended to, or should be construed to, require indemnity or defense for officers and/or employees of the District, other than for the President and CEO, except as expressly otherwise mandated by Texas law, with the understanding that there may be no such mandatory indemnity or defense requirement for these officers and employees under Texas law now or in the future. Additionally, any grant or denial of indemnity or defense under Sections 11.3 through 11.4 to officers and/or employees of the District, other than to the President and CEO, represents an exercise of discretionary functions of the Board, there should be no reliance on or expectation of any such indemnity or defense for those officers and/or employees of the District, and there is no express or implied guaranty or promise that any such indemnity or defense will be granted in a particular situation for officers and/or employees of the District, except for the President and CEO, regardless of whether or not any such indemnity or defense is granted in any similar or other situation or to another person.

ARTICLE XII CONFLICT OF BYLAWS

- 12.1 If any provision of these Bylaws is now or hereinafter becomes in conflict with any statute or any other law of the State of Texas relating to the operation of the District, such statute or other law, as long as it is in effect, shall take precedence over these Bylaws.

ARTICLE XIII AMENDMENTS AND ALTERATIONS TO BYLAWS

- 13.1 Every two (2) years, the Board shall review these Bylaws. Proposed revisions shall be submitted to the Board at least seven (7) working days prior to the meeting at which a vote is scheduled. The submitted revisions must be in writing and include the exact wording of the existing Bylaws language, if any, and the proposed change(s). If a quorum is present for the purpose of enacting a change in the Bylaws, the change shall require an affirmative vote of a majority of the members of the Board.
- 13.2 These Bylaws may be revised at any time by affirmative vote of a majority of the members of the Board.

ARTICLE XIV MISCELLANEOUS ORGANIZATIONAL PROVISIONS

- 14.1 The District fiscal year shall begin October 1 and shall end the following September 30.
- 14.2 The form of the official seal of the District shall consist of two hands shaking with a stethoscope superimposed over an outline of the State of Texas surrounded by two concentric circles with the name "Travis County Healthcare District" displayed in the space between the two circles. The seal may be either embossed or stamped. The Secretary has the responsibility of retaining the seal. Affixing the seal is not necessary to authenticate or attest a document unless the seal is required by applicable law.

ARTICLE XV ADOPTION

- 15.1 These Bylaws, as amended, shall become effective immediately upon their acceptance and adoption, and supersede all previous Bylaws heretofore adopted by the Board of the District.

Accepted and adopted by the Board of the Travis County Healthcare District at Austin, Travis County, Texas, on the ___ day of _____, 2013.

ROSIE MENDOZA
Chairperson, Board of Managers
Travis County Healthcare District

Rebecca Lightsey
Secretary, Board of Managers
Travis County Healthcare District



**CENTRAL
HEALTH**

Board of Managers meeting

March 6, 2013

AGENDA Item C3

Approve the creation of an *ad hoc* Strategic Planning Committee to address issues related to Central Health's strategic planning efforts and appoint the following managers to serve on the committee:

- a. Manager Coleman-Beattie (Chairperson);
- b. Manager Daniel;
- c. Manager Heidrick; and
- d. Manager Lightsey.

DAVID A. ESCAMILLA
COUNTY ATTORNEY

STEPHEN H. CAPELLE
FIRST ASSISTANT

JAMES W. COLLINS
EXECUTIVE ASSISTANT

MAILING ADDRESS:
P. O. BOX 1748
AUSTIN, TEXAS 78767

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HEALTH SERVICES DIVISION

BETH DEVERY, RN, JD
DIRECTOR †

PREMA GREGERSON †
ASSISTANT COUNTY ATTORNEY

† Member of the College
of the State Bar of Texas

314 W. 11TH, STREET
GRANGER BLDG., SUITE 420
AUSTIN, TEXAS 78701

MEMORANDUM

To: Central Health Board of Managers

cc: Patricia A. Young Brown, President and CEO

From: Beth Devery, Director, Health Services Division, Travis County Attorney's Office

Date: March 6, 2013

Re: Agenda Item C3: Approve the creation of an *ad hoc* Strategic Planning Committee to address issues related to Central Health's strategic planning efforts and appoint the following managers to serve on the committee:

- a. Manager Coleman-Beattie (Chairperson);
- b. Manager Daniel;
- b. Manager Heidrick; and
- c. Manager Lightsey.

In recent weeks, Central Health staff worked with Central Health Board Chairperson, Rosie Mendoza, and Vice-Chairperson, Brenda Coleman-Beattie, on preparing for a retreat to kick-off the development of a new strategic plan for fiscal years 2014-17. During these meetings, it was suggested that the Board Chairperson appoint an *ad hoc* strategic planning committee to work with staff during this effort. This idea was presented to the Board at the February 23, 2013 Board Retreat and there was general agreement that an *ad hoc* committee should work with staff on the development of the new strategic plan.

Pursuant to Section 7.2 of the Central Health Board of Managers Bylaws, special *ad hoc* committees may be appointed by the Chairperson of the Board to perform specific tasks or to address specific issues. Appointments to *ad hoc* committees must be approved by the Board of Managers in open session.

Staff Recommendation

Staff recommends that the Chairperson appoint and that the Board approve the creation of the *ad hoc* Strategic Planning Committee, and appoint Manager Brenda Coleman-Beattie to serve as Chairperson of the committee, and Managers Heidrick, Daniel and Lightsey to serve on the committee.



**CENTRAL
HEALTH**

Board of Managers meeting

March 6, 2013

**AGENDA Item 4
(NO BACKUP)**

Receive and discuss an update from Sendero Health
Plans, Inc.¹



**CENTRAL
HEALTH**

Board of Managers meeting

March 6, 2013

AGENDA Item 1

Receive, discuss, and take appropriate action on a recommendation to support public policies prohibiting smoking in outdoor areas of restaurants and bars.

Why smoke-free bar and restaurant patios?

Jennifer Conroy, DrPH, MPH, Smoke-free Austin Advocacy,
Smoke-freeAustinAdvocacy.wikispaces.com/, with guest

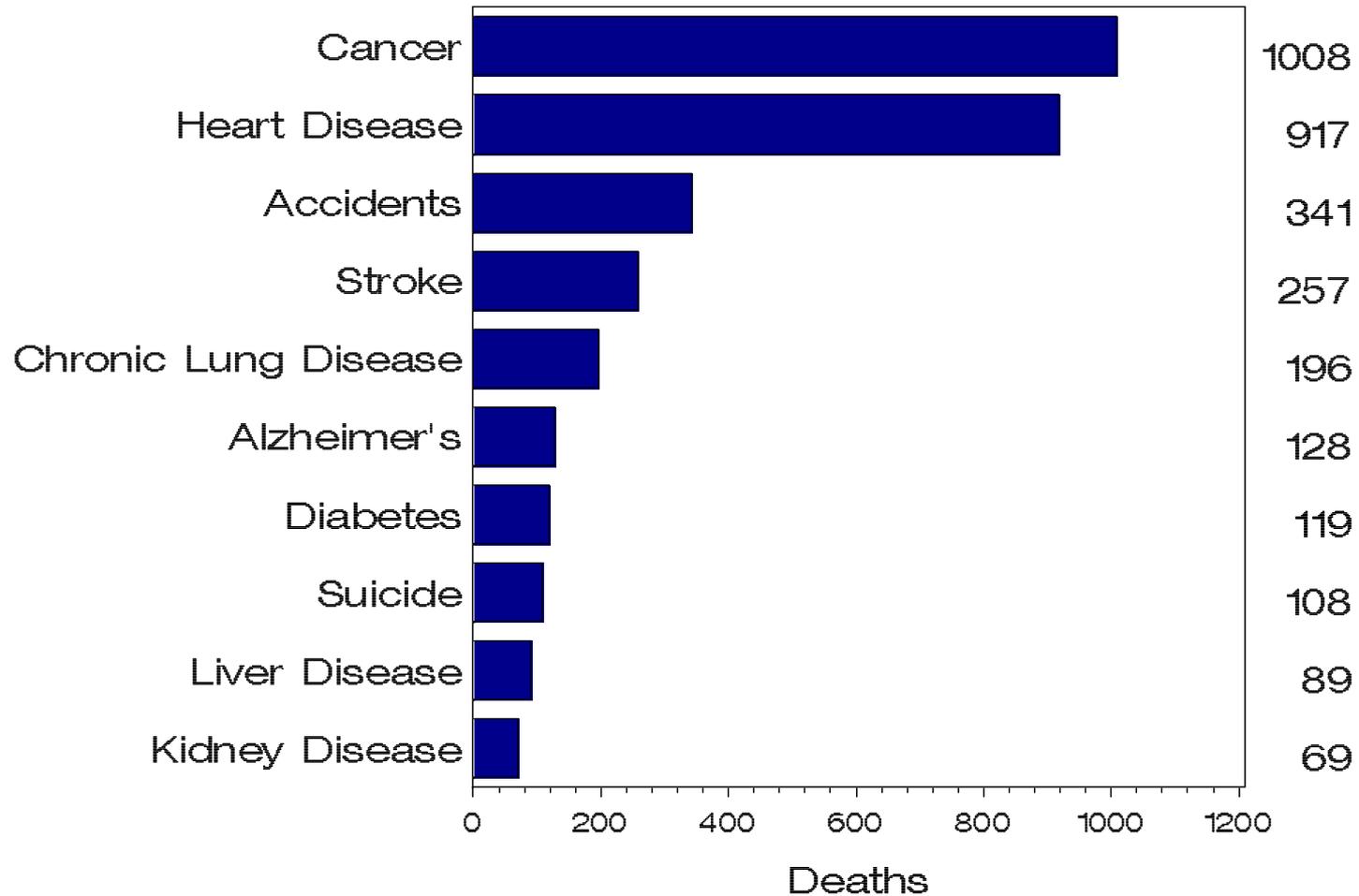
Phil Huang, MD, MPH Austin/Travis County Health and Human
Services Medical Director and Health Authority

What city would willingly...

- Allow 3.75% of its residents to harm 96% of the population
- Exposing them to deadly levels of class-A carcinogens up to 4 times a week
- Causing cancer, heart disease, stroke, etc
- Perpetuating a cost of \$460,000,000 annually?

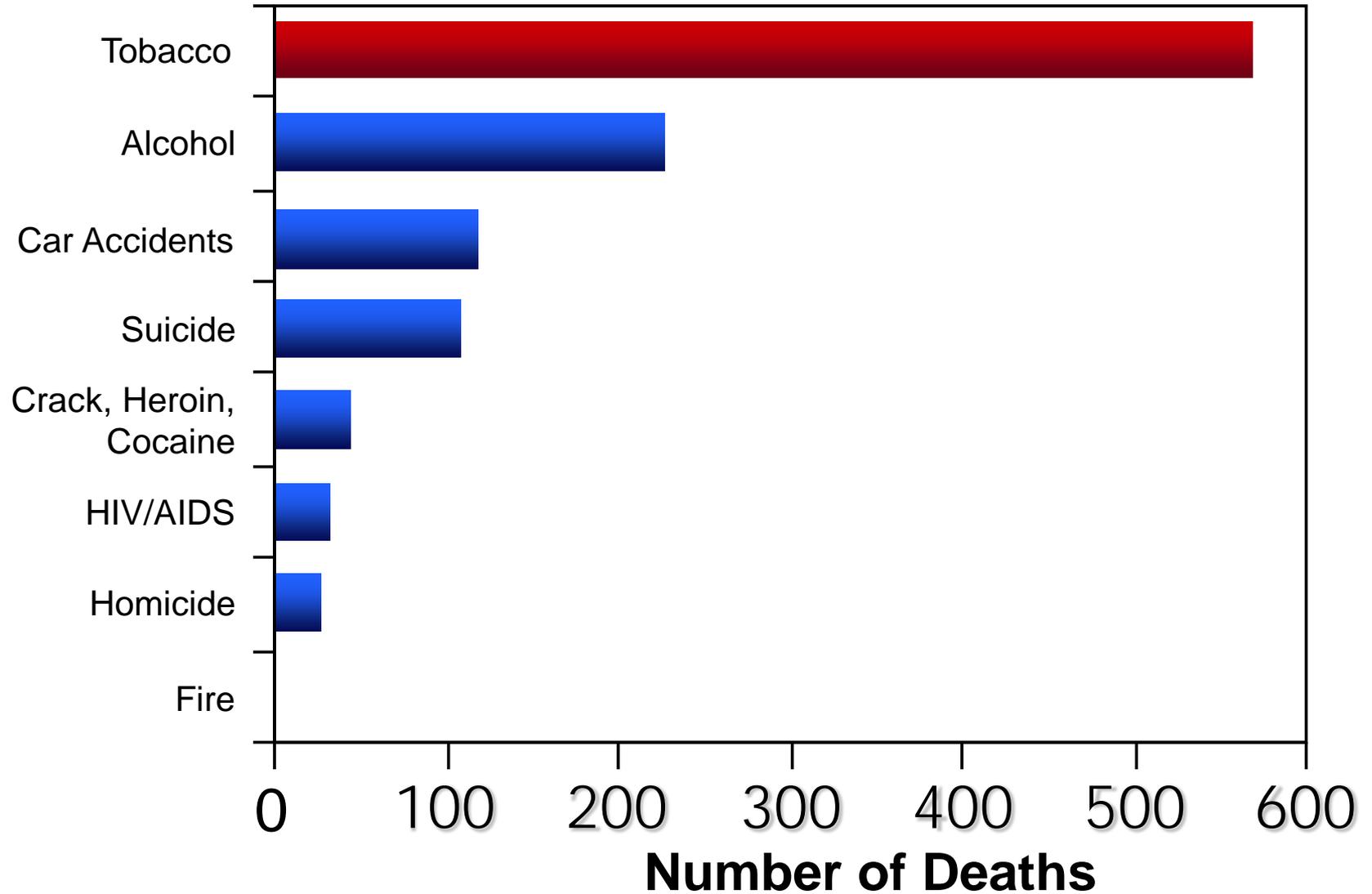
Leading Causes of Death

Travis County 2008



2008 Tobacco Use is the Leading Cause of Preventable Death

Cause of Death



Tobacco Costs

- Smoking is costly to employers both in terms of smoking-related medical expenses and lost productivity.
- Ten percent of smokers alive today are living with a smoking-related illness.
- Men who smoke incur \$15,800 (in 2002 dollars) more in lifetime medical expenses and are absent from work 4 days more per year than men who do not smoke.
- Women who smoke incur \$17,500 (in 2002 dollars) more in lifetime medical expenses and are absent from work 2 days more each year than nonsmoking women.

Direct Expenditures on Medical Care Attributable to Smoking and Smoking-Related Events in Texas.

Cost Component¹	Total	Per Pack	Per Smoker
Adult Expenditures			
Ambulatory Care	\$1,259,714,673	\$1.30	\$389.20
Hospital Care	\$4,165,537,269	\$4.29	\$1,286.97
Rx	\$1,062,278,623	\$1.09	\$328.20
Nursing Home	\$461,491,625	\$0.48	\$142.58
Other Care ²	\$623,801,016	\$0.64	\$192.73
Total	\$7,571,611,941	\$7.79	\$2,339.29
Neonatal Expenditures			
	\$10,566,550	\$0.01	\$3.26
Total Expenditures	\$7,582,178,491	\$7.80	\$2,342.56

Adjusted for inflation to
2009

Source: Potential Costs and Benefits of Smoking Cessation for Texas. Jill S. Rumberger, PhD, Christopher S. Hollenbeak, PhD, Pennsylvania State University

Estimated Smoking Costs, 2009

- **Travis County Annual Costs Over \$460 million each year**
 - Loss of future earnings and productivity of **\$155.5 million**
 - Direct Health Care Costs for Travis County- **\$305 million**
- **City of Austin (as an employer) Estimated Smoking Costs = \$7.35 million**
 - Healthcare expenditures attributable to smoking = **\$1.85 million**
 - Absenteeism and Lost Productivity Costs = **\$5.5 million**
 - Employees who take four 10 minute breaks throughout the day to use tobacco, work one month less per year than workers who don't take those breaks.

Second-Hand Smoke

- Recognized as a health hazard by major health authorities
 - U.S. Surgeon General
 - National Cancer Institute
 - U.S. Environmental Protection Agency
 - World Health Organization

Second-Hand Smoke (SHS)

- Contains over 7,000 chemicals including 69 known carcinogens
- Group A Carcinogen (like asbestos and benzene)
- Health Effects: Adults
 - Lung cancer
 - Coronary heart disease
- Health Effects: Children
 - Lower respiratory tract infections in children < 18 months old each year
 - Middle ear infections
 - Asthma
 - SIDS

Even Brief Exposure to SHS Poses Serious Health Risks

- Even brief exposure to SHS can:
 - result in upper airway changes in healthy persons
 - lead to more frequent asthma attacks in asthmatic children
- Just 30 minutes of exposure to SHS can:
 - increase risk of blot clots
 - slow the rate of blood flow through the coronary arteries
 - injure blood vessels and interfere with their repair

Tobacco-Free Policies and Laws

- Protect nonsmokers from secondhand smoke
- Saves lives and prevents heart attacks, lung cancer and other health problems
- Increase workplace productivity
- Reduced litter cleanup and increased fire safety
- Helps MOTIVATE tobacco users to quit

Outdoor Tobacco Smoke

- Harmful ingredients include: arsenic, acetone, ammonia, benzene, butane, cadmium, cyanide, lead, formaldehyde, cyanide, nicotine, methanol, toluene, naphthalene and polonium 210.
- Side-stream smoke is far more concentrated than inhaled by the primary smoker.
- A person sitting near smoking in outdoor settings can be exposed to levels of secondhand smoke similar to those indoors.

Outdoor Tobacco Smoke

- “A person sitting or standing next to a smoker outdoors can breathe in wisps of smoke that are many times more concentrated than normal background air pollution levels.”
(Stanford Report, May 2, 2007)
- There is substantial variation in exposure levels to tobacco smoke pollution in outdoor areas with measured peak exposures of almost 500 ug/m³ within 2 meters of a lit cigarette. (The current EPA ambient air standard for PM_{2.5} is 35 ug/m³ of air averaged over 24 hours.)
- **There is no safe level of exposure to tobacco smoke.**

How Things Have Changed

- 1990 – Prohibited smoking on airplanes
- 1995 – Austin prohibited smoking in restaurants
- 2005 – Austin prohibited smoking in bars and music venues
- 2011– Austin parks

Recent Polling Results

- Percentage of adult Travis County residents that said **tobacco use should not be allowed or makes no difference** to them* in:

● Parks	84%
● Restaurant/bar patios	76%
● College campuses	80%
● Healthcare facilities	89%
● Worksites	74%

* Data from Travis County BRFSS, 2010

100% Tobacco-Free Sites

(More than 700 state and local governments have passed laws restricting outdoor smoking at playgrounds, building entrances and other public areas)

- Travis County
- Dell Computer
- Samsung
- University of Texas
- Austin/Travis County Integral Care
- Huston-Tillotson University
- Texas State University
- Seton Family of Hospitals
- St. David's Healthcare
- Central Health
- Community Care
- Capital Metro Rail Platforms, Bus Stops Transfer Stations
- Mexican American Consulate
- ACC (100% Smoke-Free)
- Austin Parks

Why bar and restaurant patios?

- Austin is coveted for its outdoor lifestyle
- 9 months a year average temps are above 70, perfect for outdoor dining;
- 7 months a year between 71 and 92 degrees.

Why bar and restaurant patios?

- Austin Ranks #2 City in the US Where People Eat Out Most, ~4 times a week (Zagat, 2010 & 2012)
- UrbanSpoon currently lists 485 Austin restaurants that have outdoor dining. (2013)
- Yelp lists 990 Austin bars with patios. (2013)

Who is public policy currently “protecting”?

- 1,000,000 population (approx: Austin MSA)

NOT 850,000 non-smokers being exposed (85%)

NOT 112,500 smokers TRYING TO QUIT (11%
total pop, or 75% of smoking pop)

- We are protecting 37,500 smokers not ready to quit (3.75%) to expose others to harm
- At a cost of: \$460,000,000.00 annually



“That’s what I like best about smoking—it gets me out in the fresh air a couple times a day.”



~DRAFT~

[Date]

[Name]

[Address]

Dear _____,

On behalf of the Central Health Board of Managers, I am writing to express this Board's support of public policies to protect patrons of restaurant and bar patios from drifting tobacco smoke. Central Health believes that such policies would protect and promote public health for our shared community.

On June 27, 2006, at a press conference to launch *Health Consequences of Involuntary Exposure to Tobacco Smoke: A Report of the Surgeon General*, former U.S. Surgeon General Dr. Richard Carmona stated, "I am grateful to be here today and to be able to say unequivocally that the debate is over. The science is clear: secondhand smoke is not a mere annoyance, but a serious health hazard that causes premature death and disease in children and nonsmoking adults." Dr. Carmona further stated there is "no risk-free level of exposure to secondhand smoke. Breathing even a little secondhand smoke can be harmful to your health."

Secondhand smoke, even in small levels, has been linked to allergies, asthma attacks, ear infections, and cardiovascular problems. In addition, the Environmental Protection Agency has classified secondhand smoke as a Group A carcinogen, thereby placing it in the same category as radon, benzene, and asbestos.

Because their lungs are smaller, children breathe in 50% more air pollution than adults. They are more susceptible to the dangers associated with tobacco smoke even when outdoors. Children often accompany their parents to the outdoor areas of restaurants.

Secondhand smoke contains more than 50 known or suspected cancer-causing chemicals, as well as 4,000 other chemicals. More than seven hundred state and local governments have enacted laws to prohibit smoking in restaurant and bar outdoor areas, including patios, balconies, courtyards and other outdoor service areas through designation of those areas as smoke free.

Central Health's vision is of Central Texas as a model healthy community. Banning smoking in restaurant and bar outdoor areas helps us to achieve this vision.

Sincerely,

Rosie Mendoza, CPA

Chairperson, Central Health Board of Managers

Stanford Report, May 2, 2007

Study confirms the risk of exposure to secondhand tobacco smoke at sidewalk cafes and other outdoor settings

BY MARK SHWARTZ

Tens of thousands of Americans die each year from secondhand tobacco smoke, according to a 2006 report by the U.S. Surgeon General. While the health risks associated with indoor secondhand smoke are well documented, little research has been done on exposure to toxic tobacco fumes outdoors.

Now, Stanford University researchers have conducted the first in-depth study on how smoking affects air quality at sidewalk cafés, park benches and other outdoor locations. Writing in the May issue of the *Journal of the Air and Waste Management Association (JAWMA)*, the Stanford team concluded that a non-smoker sitting a few feet downwind from a smoldering cigarette is likely to be exposed to substantial levels of contaminated air for brief periods of time.

"Some folks have expressed the opinion that exposure to outdoor tobacco smoke is insignificant, because it dissipates quickly into the air," said Neil Klepeis, assistant professor (consulting) of civil and environmental engineering at Stanford and lead author of the study. "But our findings show that a person sitting or standing next to a smoker outdoors can breathe in wisps of smoke that are many times more concentrated than normal background air pollution levels."

Klepeis pointed to the 2006 Surgeon General's report, which found that even brief exposures to secondhand smoke may have adverse effects on the heart and respiratory systems and increase the severity of asthma attacks, especially in children.

"We were surprised to discover that being within a few feet of a smoker outdoors may expose you to air pollution levels that are comparable, on average, to indoor levels that we measured in previous studies of homes and taverns," said Wayne Ott, professor (consulting) of civil and environmental engineering at Stanford and co-author of the *JAWMA* study. "For example, if you're at a sidewalk café, and you sit within 18 inches of a person who smokes two cigarettes over the course of an hour, your exposure to secondhand smoke could be the same as if you sat one hour inside a tavern with smokers. Based on our findings, a child in close proximity to adult smokers at a backyard party also could receive substantial exposure to secondhand smoke."

Unlike indoor tobacco smoke, which can persist for hours, the researchers found that outdoor smoke disappears rapidly when a cigarette is extinguished. "Our data also show that if you move about six feet away from an outdoor smoker, your exposure levels are much lower," Klepeis added.

The public has become increasingly concerned about the effects of outdoor smoking, Ott noted. More than 700 state and local governments have passed laws restricting outdoor smoking at playgrounds, building entrances and other public areas, according to the American Nonsmokers'

Rights Foundation. Some of the strictest ordinances are in California. The city of Santa Monica, for example, recently banned smoking at parks, beaches, ATM machines, theater lines, open-air restaurants and other outdoor locations.

"Throughout the country, cities and counties are looking at various laws against outdoor smoking, and some of the proposals are pretty drastic," Ott said. "The problem is that until now, there have been virtually no scientific data to justify such restrictions. In fact, our paper is the first study on outdoor smoking to be published in a peer-reviewed scientific journal."

Particulate matter

In the study, the researchers used portable electronic monitors to make precise measurements of toxic airborne particles emitted from cigarettes at 10 sites near the Stanford campus. "We wanted to quantify the potential level of exposure to outdoor tobacco smoke that could occur in everyday settings," Klepeis said. "To do this, we used five different, state-of-the-art instruments to measure secondhand smoke at parks, open-air cafes, sidewalks and outdoor pubs where smokers were present."

Each instrument was calibrated to measure an airborne pollutant known as particulate matter-2.5 (PM2.5), which consists of thousands of microscopic particles that are less than 2.5 micrometers in width—about 30 times narrower than a human hair.

"PM2.5 is a toxic pollutant produced by cigarettes, wood-burning stoves, diesel engines and other forms of combustion," Ott explained. "It contains benzo(a)pyrene, a carcinogen, and many other toxic chemicals that can penetrate deep inside the lungs."

According to the Environmental Protection Agency, exposure to PM2.5 can lead to serious health problems, including asthma attacks, chronic bronchitis, irregular heartbeat, nonfatal heart attacks and even premature death in people with heart or lung disease. The current EPA ambient air standard for PM2.5 is 35 micrograms per cubic meter of air averaged over 24 hours. Levels that exceed 35 micrograms are considered unhealthy "However, since tobacco smoke contains many toxic components, including carcinogens, it may be even less healthy than typical ambient air pollution," Klepeis noted.

Test results

To measure PM2.5 levels in secondhand smoke, the researchers placed the instruments near actual smokers in different open-air environments. "We also performed controlled experiments with burning cigarettes, which allowed us to make precise measurements of PM2.5 levels at different distances," Klepeis said.

The results were clear: The closer you are to an outdoor smoker, the higher your risk of exposure.

"A typical cigarette lasts about 10 minutes," Klepeis said. "We found that if you're within two feet downwind of a smoker, you may be exposed to pollutant concentrations that exceed 500 micrograms of PM2.5 over that 10-minute period. If you're exposed multiple times to multiple cigarettes over several hours in an outdoor pub, it would be possible to get a daily average of 35 micrograms or more, which exceeds the current EPA outdoor standard."

Outdoor tobacco smoke consists of brief plumes that sometimes exceed 1,000 micrograms, Klepeis added. "On the other hand, clean air typically contains less than 20 micrograms of PM2.5," he said. "Therefore, a person near an outdoor smoker might inhale a breath with 50 times more toxic material than in the surrounding unpolluted air."

However, the researchers found that air quality improved as they moved away from the smoker. "These results show what common sense would suggest—when you're within a few feet downwind of a smoker, you get exposed," Ott explained. "But likewise, when you go a little distance or stay upwind, the exposure goes way down. If there's just one smoker, and you can sit six feet away, you would have little problem. At the same time, if there are a lot of smokers nearby, you may be exposed to very high levels of secondhand smoke. So this thing that critics have been dismissing as trivial is not."

Added Klepeis: "If people realize that being near outdoor smokers can result in potentially large exposures to toxic air pollution, they may decide they do not wish to be exposed in a variety of outdoor settings. This realization may lead to an increased number of smoking bans in public locations."

The study also was co-authored by Paul Switzer, professor of statistics and of geological and environmental sciences at Stanford. The research was supported by grants from the State of California and the Flight Attendant Medical Research Institute in Miami, Fla.



RELATED INFORMATION

Study shows that cigarettes can affect non-smokers outdoors
U.S. Surgeon General
Environmental Protection Agency
California Air Resources Board
Action on Smoking and Health

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(650) 723-2300.



**CENTRAL
HEALTH**

Board of Managers meeting

March 6, 2013

**AGENDA Item 2
(NO BACKUP)**

Receive and discuss a presentation from Seton Healthcare Family regarding a new teaching hospital.



**CENTRAL
HEALTH**

Board of Managers meeting

March 6, 2013

**AGENDA Item 3
(NO BACKUP)**

Receive, discuss, and take appropriate action regarding a planning strategy for the Southeast Hub, including taking action on an agreement with Boulder Associates, Inc.



**CENTRAL
HEALTH**

Board of Managers meeting

March 6, 2013

**AGENDA Item 4
(NO BACKUP)**

Receive and discuss an update from Sendero Health Plans, Inc.¹



**CENTRAL
HEALTH**

Board of Managers meeting

March 6, 2013

**AGENDA Item 5
(NO BACKUP)**

Discuss and take appropriate action on information presented by the Hay Group regarding the President and CEO's compensation, evaluation form and process, and contract terms.¹



**CENTRAL
HEALTH**

Board of Managers meeting

March 6, 2013

**AGENDA Item 6
(NO BACKUP)**

Discuss and take appropriate action on the following:¹

- a. Academic Medicine, Senator Watson's "10 in 10" Initiative, and University Medical Center at Brackenridge, including other interrelated community partnerships;
- b. The 1115 Medicaid Waiver, including an update on the development of the Community Care Collaborative (CCC); and
- c. A proposed Master Agreement between Central Health and Seton Healthcare Family.



**CENTRAL
HEALTH**

Board of Managers meeting

March 6, 2013

**AGENDA Item 7
(NO BACKUP)**

Confirm the next regular Board meeting date, time,
and location.