

**MINUTES OF MEETING**  
**HEALTH SERVICES COUNCIL**

**DATE:** 28 October 2008

**TIME:** 2:30 PM

**LOCATION:** Health Policy Forum  
Department of Health

**ATTENDANCE:**

**Council:** **Present:** Victoria Almeida, Esq., (Vice Chair), Edward F. Almon, Raymond C. Coia, Esq., Joseph Dowling, M.D., John W. Flynn, Sen. Catherine E. Graziano, R.N., Ph.D., Amy Lapierre, Thomas M. Madden, Esq., Denise Panichas, Robert J. Quigley, D.C (Chair), Larry Ross

**Excused:** Wallace Gernt, Maria R. Gil, Robert Hamel, R.N., Reverend David Shire (Secretary)

**Not Present:** Joseph V. Centofanti, M.D., Marie Gamin, Gary J. Gaube, Robert Ricci, Robert Whiteside

**Staff:** Valentina D. Adamova, MBA, Michael K. Dexter, MPA, Robert Marshall, PhD., Joseph G. Miller, Esq., Stacey Pabst (intern), Michael Varadian, JD, MBA

**Public:** (Attached)

**1. Call to Order, Approval of Minutes, Conflict of Interest Forms and Time Extension for the Minutes Availability**

The meeting was called to order at 3:10 PM. Minutes of the Health Services Council meeting of 9 September 2008 were adopted as submitted. The Chair noted that conflict of interest forms are available to any member who may have a conflict. A motion was made, seconded and passed by a vote of eleven in favor and none opposed (11-0) that the availability of the minutes for this meeting be extended beyond the time frame provided for under the Open Meetings Act. Those members voting in favor were: Almeida, Almon, Coia, Dowling, Flynn, Graziano, Lapierre, Madden, Panichas, Quigley, Ross.

The Chair introduced a new member of the Health Services Council, Joseph Dowling, M.D.

**2. General Order of Business**

The first item on the agenda was the *Report of the Committee of the Health Services Council on the application of Amedisys, Inc. for change in effective control of TLC Health Care Services, Inc. and its subsidiary Tender Loving Care Health Care Services of New England, LLC a Home Nursing Care Provider Agency in Providence.* Staff summarized the application and the deliberations of the Committee on this matter.

Ms. Panichas recommend that the applicant work with community health centers and the Rhode Island Free Clinic in developing outreach efforts.

A motion was made, seconded, and passed by a vote of eleven in favor and none opposed (11-0) to recommend that the applications be approved subject to the conditions of approval. Those members voting in favor were: Almeida, Almon, Coia, Dowling, Flynn, Graziano, Lapierre, Madden, Panichas, Quigley, Ross.

The next item on the agenda was the *Report of the Committee of the Health Services Council on the application of **South County Quality Care, Inc.** to establish a Home Nursing Care Provider Agency in Narragansett.* Staff summarized the application and the deliberations of the Committee on this matter.

The Council reviewed the condition of approval regarding establishing formal agreement for referrals with a community health center. Ms. Panichas recommended that as a condition of approval the applicant be required to contract with a free clinic. Sen. Graziano noted that there was no free clinic in South County. The Council discussed this issue further and no changes to conditions of approval were proposed.

A motion was made, seconded, and passed by a vote of nine in favor, none opposed, and two recusals (9-0-2) to recommend that the applications be approved subject to the conditions of approval. Those members voting in favor were: Almeida, Almon, Coia, Flynn, Graziano, Lapierre, Panichas, Quigley, Ross. Those members recusing were: Dowling, Madden.

The next item on the agenda was the Addendum to the Report of the Health Services Council on the Certificate of Need Application of **Rhode Island Hospital** for a Bed Upgrade through Construction of a Three-Story Addition above the Bridge Building, Renovation of the Jane Brown North Building and 10<sup>th</sup> floor of the Main Building, and Decanting of the Jane Brown South Building. Staff summarized the change order request and the deliberations of the Committee on this matter.

Staff reviewed the 27 October 2008 letter from the applicant proposing to finance with debt the portion of the capital costs and projected cost overrun not yet expended. Mr. Macri stated that these changes were due to concerns of the hospital's cash flow. He also noted that the interest expense associated with the change in financing should not be included in the Medicaid year-end settlement process.

Mr. Flynn expressed his concern regarding the revised proposal noting that it sets a bad precedent, as changes were submitted last minute. He stated that he believes it would be best to send the issue back to the Project Review Committee for further review.

Mr. Madden then made a motion to recommend approval of the proposal including the changes to the financing as revised by the applicant. The motion was seconded.

Mr. Ross stated that the applicant made a commitment to finance the project 100% equity, and that only the cost overrun portion should be permitted to be financed with debt. Mr. Macri responded that

if the changes are not approved as proposed then renovations of the Jane Brown Building will be slowed down.

Mr. Madden made a motion to move the question. The motion to move the question was seconded, and failed to pass by a vote of four in favor, five opposed, and two recusals (4-5-2). Those members voting in favor were: Almon, Coia, Madden, Quigley. Those members voting in opposition were: Flynn, Graziano, Lapierre, Panichas, Ross. Those members recusing were: Dowling, Almeida.

A member of the Council left the meeting and a quorum was lost. The Council continued its discussion on this matter and agreed to continue the review of this proposal at the next Health Services Council meeting due to the lack of a quorum.

The next item on the agenda was the *Request by Eleanor Slater Hospital [Eleanor Slater Unified Hospital System] for an Expeditious Certificate of Need Review for renovations to Manuel Mathias building.*

Mr. Young, Chief Executive Officer of Eleanor Slater Hospital discussed structural and mechanical issues concerning Manuel Mathias building such as power distribution, roofing and HVAC. Funds have been allocated for the project by the General Assembly.

Ms. Lapierre and Ms. Almeida noted their familiarity with the deficiencies in the Manuel Mathias building. Ms. Panichas and Sen. Graziano noted recent examples in Rhode Island where buildings were renovated only to be torn down or newly constructed buildings lacked the appropriate capacity. Ms. Panichas wanted assurance that this would not be such a case.

The Chair noted that the review of this request will continue at the next Health Services Council meeting due to the lack of a quorum.

### **3. Adjournment**

There being no further business, the meeting was adjourned at 4:25 PM.

Respectfully submitted,

Valentina D. Adamova, MBA  
Health Economics Specialist