



**TETAF Board of Directors Meeting Conference Call
Monday, September 12, 2016, at 5:00 p.m. CDT
Meeting Minutes**

1. Welcome and Call to Order

The conference call meeting was called to order by Dr. Raj Gandhi at 5:07 p.m.

2. Board Member Roll Call – Dinah Welsh

Present: Scott Christopher
Rajesh Gandhi
Robin Garza
Jim Parisi
Ricky Reeves
Craig Rhyne
Kathy Rodgers
Robert Saunders
Lori Vinson
Dudley Wait
Hilary Watt

Absent: Courtney Edwards
Lisa Hutchison
Jorie Klein
Lisa Price

A Quorum is established at the opening of the meeting.

Dinah Welsh, Brenda Putz and Courtney DeBower were also in attendance.

3. TETAF Audit Action Report

Ms. Dinah Welsh reported that all Board members have received a copy of the August 2016 financial audit performed by Allman & Associates, Inc. Ms. Welsh has provided the Board members recommendations on action items that she felt are necessary in the wake of this audit report.

▪ Segregation of Duties

A summary of the information that will be provided to the Board Treasurer is provided.

▪ Allocation of Expenses

Ms. Welsh reported that the TETAF 990 Report for the year 2015 will be reflective of expense allocation. She reported that approximately 90% of TETAF expenses are spent on program services, which is well over and meets the 75% standard for non-profit organizations. Ms. Welsh asked the Board if 990 Reports for years prior to 2015 should be amended. She informed the Board that each 990 Report amendment costs about \$500 to file. Mr. Ricky Reeves asked if there were any negative implications if 990 reports prior to 2015 were not amended. Mr. Jim Parisi stated there are none. Mr. Scott Christopher made a motion, which was seconded by Mr. Ricky Reeves to file 990 amended reports for years 2014 and 2015. There was no further discussion. There was no opposition to the motion.

- Tax Year End

The motion to make the operational/fiscal year consistent with the tax year was approved during the August TETAF Board meeting. The audit recommended changing the tax year to August 31st. Ms. Welsh reported that TETAF has requested Stallop & Associates, TETAF's current CPA tax filer, to request this change to the IRS.

- Directors & Officers Insurance

Ms. Welsh announced that TETAF is getting quotes for this coverage. TETAF has requested quotes from three different vendors. She anticipates having a policy in place by the end of the month. Mr. Ricky Reeves commented that he would prefer the coverage activated prior to the end of this month. Ms. Welsh assured the Board that securing this coverage was on the 'fast track', but that being a 501(c)(3) organization creates some delay. Ms. Welsh stated that TETAF has already receive two quotes. Ms. Hilary Watt asked if a quote was requested from VFIS. Ms. Welsh said yes. Mr. Ricky Reeves made a motion to purchase Directors & Officers Insurance for the Board members. Dr. Raj Gandhi asked how much this coverage cost. Ms. Welsh stated approximately \$1,000/year. The Board discussed capping the cost of this coverage at no more than \$2,500/year. Mr. Jim Parisi pointed out that this Board approved to acquire this coverage during the August Board meeting. Ms. Hilary Watt provided a second to the original motion, with an annual spending cap of \$2,500. There was no further discussion. The motion passed without opposition.

- Subscription Income – no discussion.

- Additional Interest Income Account Warranted – no discussion.

- Survey Oversight Committee

Ms. Welsh stated that the audit recommended the formation of this group. The committee would not make decisions regarding individual survey reports, but it could review the overall survey processes. She suggested that the committee be composed of Board members, Surveyors and others. The group should meet a few times a year to review the survey process. Ms. Welsh recommends that the Board accept nominations for individual to serve on the TETAF Survey Oversight Committee and appoint this committee in October.

Mr. Ricky Reeves commented that the Board needs to approve the Final Audit Report, and makes a motion for this Board approval. The motion was seconded by Mr. Dudley Wait. There was no further discussion. There was no opposition to the motion.

4. TETAF Finance Committee Appointment

A list of committee member nominees has been sent to the Board members for review. Mr. Parisi commented that he desires a broad spectrum of membership. Mr. Parisi recommended Dr. Rhyne, Eric Epley, Peyton Ware, Robert Saunders and Carrie Hecht to serve as the committee members. Mr. Christopher expressed his support for one committee member from a large RAC and one from a small RAC. Ms. Kathy Rodgers made the motion to approve this group of individuals as members of the TETAF Finance Committee. The Board discussed adding the SETRAC CFO to the group. It was noted that Mr. Ware has an extensive financial background, and another financial expert was not needed. Ms. Hilary Watt asked if committee member participation was voluntary or mandatory. The Board agreed that the Finance Committee members should define their rules of operation at the initial meeting. Mr. Christopher provided a second to Ms. Rodgers's motion. Dr. Rhyne, Jim Parisi and Dr. Gandhi abstained from the voting. There was no opposition to the motion.

5. Legislative Interim Update

Ms. Welsh announced that she and Ms. Courtney DeBower continue meeting with legislators regarding the Interim Study for EMS and Trauma Systems. She stated the Legislative workgroup continues to meet. Ms. Welsh stated that the legislation to address the TETAF legislative priorities is basically written already, and just needing some dollar amounts. Ms. Welsh stated that she attended a Baylor Scott & White legislative meeting recently and 'trauma' was a keen topic. The elimination of the Tobacco funds was discussed at this meeting. Ms. Welsh expressed her thanks to Dr. Greenberg and Terry Valentino for facilitating that meeting. Ms. DeBower has sent out an email asking for preferred dates to meet on legislative initiative.

6. TETAF Survey Processes Update

Ms. Brenda Putz reported that all of the survey service lines are performing well. She stated that TETAF is working to keep the trauma surgeon surveyor roster full. She stated that training for NICU surveyors is scheduled for October 10-11, 2016. Ms. Putz stated that DMV is not currently surveying Acute Stroke Ready facilities according to Texas stroke rule.

7. TETAF Education Update

Ms. Putz announced that the Education group is planning the Trauma Injury Prevention Symposium (TIPS). Ms. Robin Garza is leading this effort.

8. Treasurer's Report

The Board was informed that the July financial reports were sent out late today. Mr. Parisi provided a brief report on July income, expenses and net income. The July net loss was \$8,248. He stated that year-to-date net income is behind budget. Ms. Welsh stated that the August financial report should be finalized soon.

9. Secretary's Report

Mr. Scott Christopher reported that the minutes from the Board meeting on August 23, 2016 are not yet ready for distribution and approval. Review and approval of the August meeting minutes will be deferred to the October meeting.

10. Open Discussion

- Mr. Christopher stated that the Board needs nomination for the Survey Oversight Committee, and that the members should include trauma, stroke and NICU stakeholders. He asked if an oversight committee was necessary for each survey service line, or a single committee to oversee all survey activities. Dr. Gandhi stated that a single committee was sufficient to oversee survey processes. The Board decided to table this nomination process until the November General meeting, and complete the voting process for members at the February 2017 TETAF meeting.
- Ms. Rodgers referenced an email sent by Colin Crocker with DSHS regarding free-standing Emergency Departments. She commented that the TETAF Board needs to review and discuss the categorization recommendations recently released. She noted that a Category 1 free-standing ED is equivalent to a Level IV Trauma Center. Mr. Reeves noted that a process for Level V Trauma Centers was introduced in the early 1990's. Ms. Rodgers stated that Level V status is what the free-standing ED are seeking. Dr. Gandhi suggested a taskforce be created to oversee these activities. Ms. Rodgers added that the recommendations are already in the public-comment phase. Mr. Christopher pointed out that there is already a taskforce looking at free-standing ED development and system inclusion. Ms. Putz stated that the existing taskforce has been meeting for about one year and being led by Dr. Greenberg and Dr. Kidd. She stated this taskforce has a concern for quality assurance. Dr. Gandhi commented that TETAF is a survey organization and should be involved in free-standing designation activities. He suggests that TETAF form a taskforce to investigate and determine how the free-standing ED's fit into the systems of care. Ms. Welsh stated that TETAF will work on putting together a group to oversee free-standing ED development.

11. September Action Items – all previously covered

12. Next Meeting

Ms. Welsh stated that TETAF will continue to work on a routine meeting date/time that will accommodate the Board member's schedule.

13. Adjournment

The meeting was adjourned by Dr. Raj Gandhi at 6:10 p.m.

Scott Christopher, Secretary