

**REPORT OF THE
HUMAN RESOURCES COMMITTEE OF THE
BOARD OF DIRECTORS OF THE
COOK COUNTY HEALTH AND HOSPITALS SYSTEM**

May 28, 2009

ATTENDANCE

Present: Chairman Andrea L. Zopp and Directors David Carvalho; Quin R. Golden; and Sister Sheila Lyne, RSM (4)

Chairman of the Board Warren L. Batts (Ex-Officio)

Absent: Director Jorge Ramirez (1)

Also Present: Director Hon. Jerry Butler

Matthew B. DeLeon - Secretary to the Board, Cook County Board of Commissioners; Laura Lechowicz Felicione – Special Counsel to Cook County Board President Todd H. Stroger; William Foley – Chief Executive Officer, Cook County Health and Hospitals System; Helen Haynes – Special Counsel and Associate Administrator, Cook County Department of Public Health; John M. Raba, MD – Interim Chief Medical Officer, Cook County Health and Hospitals System; Elizabeth Reidy – Deputy Chief, Civil Actions Bureau, Office of the State’s Attorney; Jonathan Rothstein – Deputy Bureau Chief, Bureau of Human Resources of Cook County; David R. Small – Interim Chief Executive Officer, Cook County Health and Hospitals System; Sidney Thomas – Chief Operating Officer, Provident Hospital of Cook County; Greg Vaci – Office of the State’s Attorney

Your Human Resources Committee of the Board of Directors of the Cook County Health and Hospitals System met pursuant to notice on Thursday, May 28, 2009 at the hour of 7:30 A.M. at Stroger Hospital, 1901 W. Harrison Street, in the fifth floor conference room, in Chicago, Illinois.

Your Human Resources Committee has considered the following items and upon adoption of this report, the recommendations follow.

Roll Call

Matthew B. DeLeon, Secretary to the Board of Commissioners of Cook County, called the roll of members and it was determined that a quorum was present.

Director Golden briefly chaired the meeting until Chairman Zopp arrived to assume the Chair.

Public Comments

Director Golden asked the Secretary to call upon the registered speakers.

The Secretary responded that there were none.

Update and discussion of pending information requests

Director Golden inquired whether there were any information requests that required discussion at this time.

Director Carvalho requested information on salary comparisons. He questioned how the System's salaries compare across the board to other comparable institutions.

David Small, Chief Operating Officer of the Cook County Health and Hospitals System, responded that this issue is currently being worked on; they started with the physicians, which will be discussed later at the meeting. A more comprehensive study of the issue will require System, County and outside resources.

William Foley, Chief Executive Officer of the Cook County Health and Hospitals System, inquired whether salary data available through entities such as the Metropolitan Chicago Healthcare Council (MCHC) has been utilized for such salary studies.

Director Carvalho responded that he wasn't sure whether the data from MCHC has been used systematically, however, to get a true comparability, the study must get through the System's complex benefit structure.

Mr. Foley provided an update on the status of the recruitment efforts for some senior leadership positions. Quick, Leonard, Kieffer, International, Inc. is working on the recruitment efforts for the System-wide positions of Chief Financial Officer, Chief Information Officer, and Chief Medical Officer. They are also recruiting for the position of Chief Nursing Officer for Stroger Hospital. David Gomez & Associates are working on recruitment efforts for the System-wide positions of Director of Public Relations and Director of Human Resources.

For the positions of Chief Financial Officer and Chief Information Officer, the following timeline applies:

Present Candidates:	July 22 nd
1 st Round Interviews:	Week of July 27 th
2 nd Round/Final Interviews:	Week of August 3 rd

For the position of Chief Medical Officer, the following timeline applies:

Present Candidates:	August 13 th
1 st Round Interviews:	August 20
2 nd Round/Final Interviews:	August 27 th and 28 th

In response to Director Carvalho's question regarding Mr. Foley's experience relating to how the Board is involved in the recruitment and hiring of senior leadership, Mr. Foley stated that as Chief Executive Officer, he makes the ultimate decision. However, for the "C Suite" positions, he does like to involve the Board in the interview process.

Discuss and approve proposed executive/manager hiring policy

Chairman Zopp requested that Elizabeth Reidy, Deputy Chief of the Civil Actions Bureau of the Office of the State's Attorney, provide background information on the proposed executive/manager hiring policy.

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Ms. Reidy began by stating that under the Bureau of Health Services, the Cook County Board President had authority on a number of positions that were exempt from the Shakman Decree. This essentially means that the President could consider political factors when filling these positions. The enabling Ordinance which established the Cook County Health and Hospitals System delegated the hiring/firing responsibility for those positions to the System Board.

The System Board's policy is to get the best qualified individual, regardless of politics. However, they realized that procedures needed to be set with regard to the approximately 160 positions that were previously Shakman-exempt. The new term for these positions is "Executive/Managerial." She pointed out that the System Board previously approved a hiring policy for Shakman-covered positions; this proposed policy is a truncated version which allows flexibility for those positions with significant executive and managerial responsibilities. The proposed policy is modeled after a process that Shakman attorneys have already accepted for the City of Chicago, for what they call "senior management/non-Shakman" positions. She added that there is a section called "Outside Resources" in the proposed System policy, which is not contained in the City's process. This section acknowledges that the System can use a search firm as part of this process.

Upon completion of the Committee's review of this document, Patrick T. Driscoll, Jr., Deputy State's Attorney and Chief of the Civil Actions Bureau of the Office of the State's Attorney, will tender the final document to Roger Fross, one of the Shakman attorneys, for a response. There may be changes to the document as a result of input received from Mr. Fross; the document would then become part of the Shakman Consent Decree.

Director Carvalho inquired whether this policy would restrict the Chief Executive Officer's abilities to recruit for these positions.

Laura Lechowicz Felicione, Special Counsel to Cook County Board President Todd H. Stroger, responded that the proposed policy does allow the ability to recruit, but the candidates must submit their application through the process like the other applicants. She added that they are hoping to begin using an online application system, similar to the City of Chicago's system for senior management.

Ms. Reidy stated that the policy covers search firm recruitment, however she will go back to make it clear that individual recruitment is allowable.

Discussion continued on the types of positions considered Executive/Managerial, and the procedures that would be used under the proposed policy.

Chairman Zopp inquired whether Mr. Foley has received and reviewed the list of positions.

Ms. Reidy stated that Ms. Lechowicz-Felicione and Mr. Small had prepared the list of positions and had tendered a copy of it to Mr. Foley. Based upon the discussion that has taken place at this meeting, she stated this list of positions could be reviewed.

Chairman Zopp stated that there needs to be a provision to protect the search firm screening of candidates. She requested clarification on that point. Additionally, she asked whether the search firms would require the candidates to fill out a standard application, in addition to submitting a résumé.

On the question regarding filling out standard applications, Ms. Reidy responded affirmatively. After further discussion of the issue, it was determined that the final candidate chosen for the position would fill out the standard application. Ms. Lechowicz-Felicione noted that this is the process that was followed when the current Chief of the Cook County Bureau of Human Resources, Joseph Sova, was recruited and hired.

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Ms. Reidy concluded by stating that the revisions discussed at this meeting would be made to the proposed policy, after which the concept document will be presented to the Shakman attorneys for a response.

In response to Board Chairman Batts' question of whether a formal vote was needed, Ms. Reidy stated that it was not necessary at this time.

Discussion of Personnel Matters.

Update on labor negotiations.

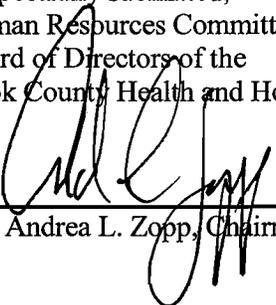
Director Carvalho, seconded by Director Golden, moved to recess the regular session and convene into closed session, pursuant to an exception to the Open Meetings Act, 5 ILCS 120/2(c)(2), et seq., which permits closed meetings for consideration of "collective negotiating matters between the public body and its employees or their representatives, or deliberations concerning salary schedules for one or more classes of employees," and pursuant to an exception to the Open Meetings Act, 5 ILCS 120/2(c)(1), which permits closed meetings for consideration of "the appointment, employment, compensation, discipline, performance, or dismissal of specific employees of the public body or legal counsel for the public body, including hearing testimony on a complaint lodged against an employee of the public body or against legal counsel for the public body to determine its validity." THE MOTION CARRIED UNANIMOUSLY.

Director Carvalho, seconded by Director Golden, moved to adjourn the closed session and convene into regular session. THE MOTION CARRIED UNANIMOUSLY.

Adjournment

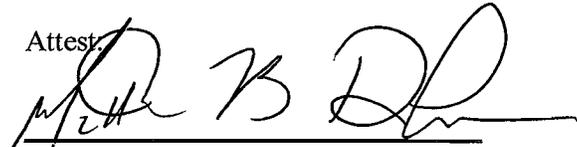
Director Carvalho, seconded by Director Golden, moved to adjourn. THE MOTION CARRIED UNANIMOUSLY AND THE MEETING ADJOURNED.

Respectfully submitted,
Human Resources Committee of the
Board of Directors of the
Cook County Health and Hospitals System



Ms. Andrea L. Zopp, Chairman

Attest:



Matthew B. DeLeon, Secretary