



BOARD OF DIRECTORS MONTHLY MEETING MINUTES

Date: June 16, 2016

Attendance of Board Members: Helen Shepherd, Chair; Lynda Salcido, Vice Chair; Stephen Swisher, M.D., Treasurer; Ryan Wood, Secretary.

Absent: Jack Copeland, Member at Large.

Attendance of Staff Members: Gary Myers, CEO; Melanie Van Winkle, CFO; Kathleen Alo, CNO; Craig Burrows, M.D., CMO; David Baumwohl, Legal Counsel; Robin Conners, Recording Secretary.

I. CALL TO ORDER

Chair Shepherd called the meeting to order at 8:04 a.m.

II. PLEDGE ALLEGIANCE TO THE FLAG AND READING OF THE SMHD VISION, MISSION AND VALUES

The meeting was opened with the Pledge of Allegiance to the Flag and the reading of the SMHD Mission, Vision & Values by Lynda Salcido.

III. PUBLIC COMMENTS

Edyth Irvine, Mammoth Hospital Auxiliary Vice President, reported the following:

1. Lorrie Gould, Mammoth Hospital Auxiliary Vice President Elect was introduced and will be attending SMHD Board meeting in the future.
2. Rick Benz, Robin Conners and the SMHD Board were thanked for their assistance and in the Capital Outlay process.
3. Ms. Irvine will be retiring as the Mammoth Hospital Auxiliary Vice President and thanked the SMHD Board for all they do. She stated she appreciated attending the SMHD Board meetings.

Gary Myers, CEO

1. Introduction of Sarah Vigilante, the new Human Resources Manager.

IV. CHIEF OF STAFF REPORT

Yuri Parisky, M. D., Vice Chief of Staff, reported that Radiology staffing is improving with new staff and increased training of current staff. He informed the Board that the contracted MRI will be upgraded in the near future.

V. ADJOURN TO CLOSED SESSION

The Board adjourned to closed session at 8:10 a.m.

Dr. Yuri Parisky, Chief of Staff, requested to attend the Closed Session as Chief of Staff. The request was granted.

VI. REPORT ON CLOSED SESSION

CONFERENCE WITH LEGAL COUNSEL – PENDING AND THREATENED LITIGATION Existing Litigation and Significant exposure to litigation pursuant to Government Code §54956.9.

1. Inyo County Local Agency Formation Commission (LAFCO), Northern Inyo Healthcare District v. Southern Mono Healthcare District, Sacramento Superior Court Case No. 34-2015-80002247-CU-WM-GDS.

Chair Shepherd reported discussion of **CONFERENCE WITH LEGAL COUNSEL** on **PENDING AND THREATENED LITIGATION** for the above item; no action taken.

QUALITY ASSURANCE – (Health and Safety Code §32155)

1. Chief of Staff Report.

Chair Shepherd reported there were no **QUALITY ASSURANCE** issues to discuss with Yuri Parisky, MD., Chief of Staff; no action was taken.

2. CEO Report.

Chair Shepherd reported that **QUALITY ASSURANCE** issues were discussed with Gary Myers, CEO; no action was taken.

3. CNO Report.

Chair Shepherd reported that **QUALITY ASSURANCE** issues were discussed with Kathleen Alo, CNO; no action was taken.

4. CMO Report.

Chair Shepherd reported that QUALITY ASSURANCE issues were discussed with Craig Burrows, M.D., CMO; no action was taken.

QUALITY ASSURANCE QUARTERLY SUMMARIES - (Health and Safety Code §32155)

There were no QUALITY ASSURANCE QUARTERLY SUMMARIES to discuss.

HEALTH CARE FACILITY TRADE SECRETS (Health and Safety Code §32106)

1. Sierra Park Clinics/Mammoth Hospital.

Chair Shepherd reported HEALTH CARE FACILITY TRADE SECRETS were discussed regarding Sierra Park Clinics/Mammoth Hospital; no action was taken.

PERSONNEL MATTERS (Government Code §54957)

1. Gary Myers, CEO

Chair Shepherd reported there were no items to discuss with Gary Myers, CEO.

2. CEO Evaluation

Chair Shepherd reported that the CEO annual evaluation plans were discussed; no action taken.

Yuri Parisky, MD., Chief of Staff left the meeting at 9:07 a.m. and did not return.

CREDENTIALING

Approval of Sedation Privileges

Donald Harrell, M.D.

Appointment to Provisional Staff

Louisa Salisbury, M.D.	Pediatrics
Christopher Ward, D.O.	Family Practice
Sierra Bourne, M.D.	Emergency Medicine

Temporary Privileges

Donald Harrell, M.D.	Moderate Sedation Privileges	June 3 – 17, 2016
Louisa Salisbury, M.D.	Pediatrics	June 1 – July 1, 2016
Pedram Ilbeigi, D.O.	Urology	June 15 – 19, 2016
Samuel Lee, M.D.	Urology	July 20 – 24, 2016
Cesar Mora-Esteves, M.D.	Urology	August 17 – 21, 2016

Chair Shepherd reported the foregoing physician CREDENTIALING was discussed; no action was taken.

The Closed Session ended at 9:08 a.m.

VII. PUBLIC COMMENTS

There were no additional Public Comments.

VIII. CONSENT AGENDA

(All matters on the consent agenda to be approved on one motion unless a Board Member requests separate action on a specific item)

1. Previous Minutes to be approved:
 - May 16, 2016 Special Board Meeting
 - May 19, 2016 Regular Board Meeting
2. Chief Financial Officer Report
3. Chief Nursing Officer Report
4. Chief Information Officer Report
5. Human Resources Report
6. Facilities Report
7. Employee Retirement Plans : 403(b) and 457

Stephen Swisher, M.D., made a motion, seconded by Ryan Wood to approve all items on the consent agenda as presented in the packet. Chair Shepherd asked for comments; a brief discussion ensued including clarification and comments on some items in the CFO report. A vote was taken; the motion passed unanimously. Yes 4, No 0.

IX. COMMITTEE REPORTS

1. Finance Committee Stephen Swisher, M.D., Helen Shepherd

Details from the Finance Committee Meeting will be covered in the Financial Report.

2. Physician Compensation Helen Shepherd, Ryan Wood

There was no report.

3. Employee Relations Committee Helen Shepherd, Jack Copeland

There was no report. A meeting will be scheduled with the new Human Resources Manager.

4. Quality Committee Stephen Swisher, M.D., Lynda Salcido

There was no report.

5. CEO Annual Review Committee Lynda Salcido, Jack Copeland

There was no report.

6. IT Steering Committee Stephen Swisher, M.D., Ryan Wood

There was no report.

7. Facilities Committee Ryan Wood, Jack Copeland

There was no report. A committee meeting will be scheduled for next month.

8. Policy and Contract Committee Stephen Swisher, M.D., Jack Copeland

There was no report.

9. Board Member Recruitment Committee Jack Copeland, Ryan Wood

Ryan Wood reported that there are potential candidates for the three open Board seats. One person has come forward and met with Gary Myers, CEO.

10. Ad Hoc, Special, or Other (as needed) Committees

1. Northern Inyo Hospital Liaison Committee Lynda Salcido, Jack Copeland

There was no report.

2. Community Assessment Committee Lynda Salcido, Gary Myers

Gary Myers reported that a Community Health Need Assessment (CHNA) has begun and will be completed by June 30, 2016.

Chairman Shepherd directed staff to schedule a Special Board meeting before the end of June to review and approve the Community Health Need Assessment (CHNA).

X. CHIEF EXECUTIVE OFFICER REPORT

Gary Myers, CEO, presented the following additional information to his written report:

1. The Employee Engagement Survey has been out for a few weeks. So far 39% of employees have responded.
2. The Physician Engagement Survey has also been distributed.
3. Mr. Myers met with Human Resources staff to discuss a marketing program. A Board member will be invited to participate in developing this program.

4. Reminder: The Cancer Outreach Golf Tournament is being held on June 24, 2016 at Sierra Star Golf Course.
5. Gary Myers, CEO, and Kathleen Alo, CNO, have been working with the Education Committee to review and change the guidelines for continuing education for staff.

XI. FINANCE REPORT

1. May 2016 Financial Statements.
2. Investment Report.
3. Finance Committee Report.

Melanie Van Winkle, CFO, reviewed and presented the Financial Statements, included in the packet via PowerPoint presentation. Ms. Van Winkle reported the May Net Gain was \$290,000 which resulted in a favorable budget variance of \$179,000. The favorable variance is a result of recognizing several third party settlements that were received throughout fiscal year 2016. The year-to-date Net Gain was \$8,518,000 which resulted in a favorable year-to-date budget variance of \$4,621,000. Days of cash-on-hand were at 284.4 at the end of May.

4. Eide Bailly Audit Planning Communication Letter

The Eide Bailly Audit Planning Communication Letter was presented; no action needed.

XII. BOARD EDUCATION

1. Presentation by Erica Wells, Quality Director, on the Board of Directors Governance of Organizational Quality.

Erica Wells, Quality Director, presented Education to the Board on the Board of Directors Governance of Organizational Quality via PowerPoint presentation.

XIII. OLD BUSINESS

1. Review and Approval of the Premier Corporation Contract for the New Enterprise-wide Financial System.

Lynda Salcido made a motion seconded by Stephen Swisher, M.D., to approve the Premier Corporation Contract for the New Enterprise-wide Financial System as presented. Chairman Shepherd asked for comments; a brief discussion ensued. A roll call vote was taken; the motion passed unanimously. Yes 4, No 0.

David Baumwohl, legal Counsel, left the meeting.

2. Discussion and Possible Action regarding the ACHD Board Self-Assessment from the meeting held on May 16, 2016 at 5:00 p.m.

ACHD Board Self-Assessment will be reviewed by Ryan Wood to identify questions that were scored as unsure to clarify as well as to use for new Board members training.

The *Patients' Bill of Rights* will be posted on the website.

3. Review and Approval of the Board Committee Descriptions.

Ryan Wood made a motion seconded by Lynda Salcido to approve the Board Committee Descriptions as presented. Chairman Shepherd asked for comments; a brief discussion ensued. A roll call vote was taken; the motion passed unanimously. Yes 4, No 0.

XIV. NEW BUSINESS

1. Review of Patient Satisfaction Quarterly Reports by Kathleen Alo, CNO and Melanie Van Winkle, CFO.

The Patient Satisfaction Quarterly Reports were presented and reviewed by Kathleen Alo, CNO, and Melanie Van Winkle, CFO; no action needed.

2. Review of the Fiscal Year 2016 Annual Reimbursement Report and Disclosure (Government Code §53065.5)

The Fiscal Year 2016 Annual Reimbursement Report and Disclosure was reviewed; no action needed.

3. Review and Approval of Operating Budget for Fiscal Year 2016/2017.

Melanie Van Winkle, CFO, presented the Operating Budget for Fiscal Year 2016/2017. Ms. Van Winkle presented the highlights of the Fiscal Year Budget including: FY 2016/2017 Revenue and Expenses and FY 2017 Budget Goals.

Lynda Salcido made a motion seconded by Ryan Wood to approve the Operating Budget for Fiscal Year 2016/2017 as presented. Chairman Shepherd asked for comments; a brief discussion ensued. A roll call vote was taken; the motion passed unanimously. Yes 4, No 0.

4. Approval of Expenditure of Fiscal Year 2016/2017 Tax receipts on Operations as presented in the Fiscal Year 2016/2017 "Budget Summary".

Melanie Van Winkle, CFO, discussed the Expenditure of Fiscal Year 2016/2017 Tax receipts on Operations as presented in the Fiscal Year 2016/2017 "Budget Summary".

Stephen Swisher, M.D., made a motion seconded by Ryan Wood to approve the Expenditure of Fiscal Year 2016/2017 Tax receipts on Operations as presented in the Fiscal Year 2016/2017 "Budget

Summary". Chairman Shepherd asked for comments; a brief discussion ensued. A roll call vote was taken; the motion passed unanimously. Yes 4, No 0.

5. Review and Approval of Capital Budget for Fiscal Year 2016/2017.

Melanie Van Winkle, CFO, presented the Capital Budget for Fiscal Year 2016/2017 via PowerPoint presentation.

Stephen Swisher, M.D., made a motion seconded by Ryan Wood, to approve the Capital Budget for Fiscal Year 2016/2017 as presented. This is an approval of the allocation of the funds not an approval of individual items. Chairman Shepherd asked for comments; a brief discussion ensued. A roll call vote was taken; the motion passed unanimously. Yes 4, No 0.

6. Review and Approval of Recommendation for a Rate Increase for Fiscal Year 2016/2017.

Melanie Van Winkle, CFO, discussed the Recommendation for no Rate Increase for Fiscal Year 2016/2017 as presented in the packet.

Lynda Salcido made a motion seconded by Ryan Wood to approve the Recommendation for a no Rate Increase for Fiscal Year 2016/2017 as presented. Chairman Shepherd asked for comments; a brief discussion ensued. A roll call vote was taken; the motion passed unanimously. Yes 4, No 0.

7. Discussion and Possible Approval of Nominations for Mono County Local Agency Formation Commission (LAFCO).

The Board did not make a nomination.

8. Construction of New Parking Lot on Mammoth Hospital Property: Presentation of Proposed Plans and Requesting Approval of Project and Authorization to Obtain Bids.

Gary Myers, CEO, presented a map & information about the Construction of New Parking Lot on Mammoth Hospital Property: Presentation of Proposed Plans and Requesting Approval of Project and Authorization to Obtain Bids.

Stephen Swisher, M.D., made a motion seconded by Ryan Wood to approve Authorization to Obtain Bids for the Construction of a New Parking Lot on Mammoth Hospital Property. Chairman Shepherd asked for comments; a brief discussion ensued. A roll call vote was taken; the motion passed unanimously. Yes 4, No 0.

9. Review and Approval of Lease Agreement with Southwest Medical Resources to Lease GE MRI Mobile Unit.

Lynda Salcido made a motion seconded by Stephen Swisher, M.D., to approve the Lease Agreement with Southwest Medical Resources to Lease the GE MRI Mobile Unit. Chairman Shepherd asked for comments; a brief discussion ensued. A roll call vote was taken; the motion passed unanimously. Yes 4, No 0.

10. Review and Approval of professional services agreement amendment between Southern Mono Healthcare District and Maxine Karimoto, M.D., for the provision of Women's Health Physician Services.

Lynda Salcido made a motion seconded by Ryan Wood to approve the professional services agreement amendment between the Southern Mono Healthcare District and Maxine Karimoto, M.D., for the provision of Women's Health Professional Services with the non-material changes discussed earlier in Closed Session. Chair Shepherd asked for discussion; there was none. A vote was taken; the motion passed unanimously. Yes 4, No 0.

11. Review and Approval of professional services agreement between Southern Mono Healthcare District and Serra Tranmer, D.O., for the provision of Family Medicine Physician Services.

Ryan Wood declared a conflict and left the room at 11:05 a.m.

Lynda Salcido made a motion seconded by Stephen Swisher, M.D., to approve the professional services agreement between the Southern Mono Healthcare District and Serra Tranmer, D.O., for the provision of Family Medicine Professional Services with the non-material changes discussed earlier in Closed Session. Chair Shepherd asked for discussion; there was none. A vote was taken; the motion passed unanimously. Yes 4, No 0.

Ryan Wood returned to the room at 11:06 a.m.

12. Declaration of Surplus Personal Property, Equipment and Supplies.

Ryan Wood made a motion seconded by Stephen Swisher, M.D., to approve the disposal of surplus personal property, equipment and supplies presented to the Board and to direct staff to dispose of it in the manner most beneficial to the District. The surplus personal property, equipment and supplies presented have nominal or no value. Chair Shepherd asked for discussion; a brief discussion ensued. A roll call vote was taken; the motion passed unanimously. Yes 4, No 0.

XV. CREDENTIALING

Approval of Sedation Privileges

Donald Harrell, M.D.

Appointment to Provisional Staff

Louisa Salisbury, M.D.	Pediatrics
Christopher Ward, D.O.	Family Practice
Sierra Bourne, M.D.	Emergency Medicine

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Samuel Lee, M.D.	Urology	July 20 – 24, 2016
Cesar Mora-Esteves, M.D.	Urology	August 17 – 21, 2016

Lynda Salcido made a motion, seconded by Ryan to approve the appointments as listed above with the exception of Sierra Bourne, M.D. Chair Shepherd asked for comments: it was noted that the appointments were discussed in closed session and no action was taken. A roll call vote was taken; the motion passed unanimously. Yes 3, No 0.

Stephen Swisher, M.D., declared a conflict and left the room at 11:09 a.m.

Ryan Wood made a motion, seconded by Lynda Salcido to approve the appointment of Sierra Bourne, M.D. Chair Shepherd asked for comments: it was noted that the appointment was discussed in closed session and no action was taken. A roll call vote was taken; the motion passed unanimously. Yes 3, No 0.

Stephen Swisher, M.D., returned to the room at 11:11 a.m.

XVI. FUTURE BUSINESS

A Special Board Meeting needs to be held by the end of this Fiscal Year; date and time to be determined.

The next Regular meeting will take place on Thursday, July 21, 2016 at 8:00 a.m. in Conference Rooms A & B at Mammoth Hospital.

ADJOURN

The meeting was adjourned at 11:13 a.m. to be continued and resumed before the end of June 2016 at a time to be determined in Conference Rooms A & B.