



2014 Press Ganey Guardian of Excellence Award Winner

**BOARD OF DIRECTORS ANNUAL MEETING AGENDA
AND
JANUARY 2015 MONTHLY BOARD MEETING AGENDA**

Date: January 15, 2015

Attendance of Board Members: Helen Shepherd, Chair; Maria King, D.O., Vice Chair; Ryan Wood, Secretary; Lynda Salcido, Member at Large.

Absent: Stephen Swisher, M.D., Treasurer.

Attendance of Staff Members: Gary Myers, CEO; Melanie Van Winkle, CFO; Kathleen Alo, CNO; Robin Conners, Recording Secretary.

BOARD OF DIRECTORS REGULAR MEETING AGENDA

I. CALL TO ORDER

Chair Shepherd called the meeting to order at 8:03 a.m.

II. EMPLOYEE RECOGNITION

Tenure awards were presented to the following staff members by the Senior Managers, Gary Myers, CEO, Melanie Van Winkle, CFO, Kathleen Alo, CNO.

Five Years

Melinda Naron
Tatyana Wylie
Chris Wylie
Brian Weller

James Dell
Stacie Tanner
Michelle Weber

Ten Years:

Phyllis Meneses
Nelida Garcia
James Nelligan
Saul Guillen
Alfredo Laguna
Karilyn Myers
Lance Georgeson
Lorraine Koenig
Rachel Georgeson

Kim Erickson
Sheri Pueblo
Jay Gratz
Jeff Byberg
Kevin Thomas
Ellen Obenberger
Frank Balius
Kathleen Alo
Sara Hernandez

Fifteen Years:

Nancy Hamilton
Gina Connaughton
Valerie Case

Kathy Romagnino
Laura Hidy

Twenty Five Years:

Patrick Duggan

Thirty Years:

Adrienne Burns

ADJOURN TO ANNUAL BOARD MEETING

The meeting was adjourned to the Annual Board meeting at 8:23 a.m.

BOARD OF DIRECTORS ANNUAL MEETING AGENDA

I. CALL TO ORDER

Chairman Shepherd called the Annual Board Meeting to order at 8:26 am.

II. PUBLIC COMMENTS

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

1. The Auxiliary has decided to convert their current meeting room at the Cast Off to an additional retail space to sell furniture.
2. They are currently developing a 5-year plan which includes possibly using the current hair salon space upstairs in the Cast Off building as their meeting room in the spring.

III. APPOINTMENT OF BOARD OFFICERS FOR 2015

Lynda Salcido made a motion seconded by Ryan Wood to nominate Helen Shepherd for Chair of the Board. Helen Shepherd accepted the nomination. Chair Shepherd asked for discussion; a brief discussion ensued. A roll call vote was taken: the motion passed unanimously. Yes 4, No 0.

Ryan Wood made a motion seconded by Lynda Salcido to nominate Maria King, D.O., for Vice Chair of the Board. Maria King, D.O., accepted the nomination. Chair Shepherd asked for discussion; a brief discussion ensued. A roll call vote was taken: the motion passed unanimously. Yes 4, No 0.

Maria King, D.O., made a motion seconded by Lynda Salcido, to nominate Ryan Wood for Secretary of the Board. Ryan Wood accepted the nomination. Chair Shepherd asked for discussion; a brief discussion ensued. A roll call vote was taken: the motion passed unanimously. Yes 4, No 0.

Maria King, D.O., made a motion seconded by Lynda Salcido to nominate Stephen Swisher, M.D., for Treasurer of the Board. Chair Shepherd asked for discussion; a brief discussion ensued. A roll call vote was taken: the motion passed unanimously. Yes 4, No 0.

IV. CREATE BOARD COMMITTEES AS NEEDED AND MAKE COMMITTEE APPOINTMENTS FOR 2015

Chair Shepherd appointed the following Committee positions:

Standing Committee:

Executive Committee – Board members as a whole.

Committees as needed were appointed by Chair Shepherd.

Finance Committee	Helen Shepherd, Stephen Swisher, M.D.
Physician Compensation	Helen Shepherd, Ryan Wood
Employee Relations	Helen Shepherd
Quality Assurance	Stephen Swisher, M.D., Lynda Salcido,
CEO Annual Review Committee	Maria King, D.O., Lynda Salcido,
IT Steering Committee	Stephen Swisher, M.D., Ryan Wood
Facilities Development Committee	Maria King, D.O., Ryan Wood
Adhoc Committee: Medical Bylaws Committee	– Lynda Salcido, Ryan Wood

ADJOURN TO MONTHLY REGULAR BOARD MEETING

The meeting was adjourned to the continued Board of Directors Regular meeting at 8:32 a.m.

BOARD OF DIRECTORS REGULAR MEETING AGENDA (continued)

I. CALL TO ORDER

Chair Shepherd called the meeting to order at 8:32 a.m.

II. CHIEF OF STAFF REPORT

There was no Chief of Staff Report.

III. ADJOURN TO CLOSED SESSION

The Board adjourned to closed session at 8:33 a.m.

Dr. Tomi Bortolazzo requested attendance in the Closed Session as Chief of Staff. The request was granted.

IV. 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.

There was no PENDING AND THREATENED LITIGATION to discuss this month; no action taken.

CONFERENCE WITH REAL PROPERTY NEGOTIATORS (Government Code §54956.8) Proposed listing of commercial property of SMHD located at 699 West Line Street, Bishop, County of Inyo, California; APN: 001-110-12. District Negotiators for SMHD: Gary Myers, CEO; Melanie Van Winkle, CFO; David Baumwohl, legal counsel.

Chair Shepherd reported that CONFERENCE WITH REAL PROPERTY NEGOTIATORS regarding the item above was discussed; no action was taken.

QUALITY ASSURANCE – (Health and Safety Code §32155)

1. Chief of Staff Report.

Chair Shepherd reported that QUALITY ASSURANCE issues were discussed with Tomi Bortolazzo, 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.

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

1. Beta Quarterly Report.

Chair Shepherd reported that the Beta Quarterly Report was reviewed; no action taken.

Chair Shepherd reported that the QUALITY ASSURANCE QUARTERLY SUMMARIES were reviewed; no action taken.

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

2. Sierra Park Clinics/Mammoth Hospital.

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

PERSONNEL MATTERS (Government Code §54957)

1. CEO Evaluation Goals.

Chair Shepherd reported that the CEO Evaluation goals were discussed: no action taken.

CREDENTIALING

Initial Appointment to Medical Staff

Craig Schrage, D.D.S. Consulting

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

V. PUBLIC COMMENTS

There were no additional Public Comments.

VI. 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:
December 18, 2014 Regular Board Meeting
2. Chief Financial Officer Report
3. Chief Nursing Officer Report
4. Information Technology Report
5. Human Resources Report
6. Facilities Report
7. ACHD Updates

Lynda Salcido, 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 and CNO report. A vote was taken: the motion passed unanimously. Yes 4, No 0.

The Board requested a report on Quality measure requirements and the cost of implementing.

VII. COMMITTEE REPORTS

1. Finance Committee Helen Shepherd

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

2. Physician Compensation Helen Shepherd

There was no Physician Compensation meeting; physician contracts will be discussed under New Business.

3. Employee Relations Committee Helen Shepherd

There was no report.

4. Quality Committee Stephen Swisher, M.D.

There was no report.

5. IT Steering Committee Maria King, D.O., Stephen Swisher, M.D.

There was no report.

6. Facilities Committee Maria King, D.O.

There was no report.

7. Ad Hoc, Special, or Other (as needed) Committees
 - a. Medical Staff Bylaws Committee – Stephen Swisher, M.D.

There was no report.

VIII. CHIEF EXECUTIVE OFFICER REPORT

Gary Myers, CEO, reviewed the following highlights from his written report:

1. The MRI pad is close to being ready to accept a mobile unit. The new MRI project will take 6 - 12 months to complete once approved by the Board. This will be a turn-key project and is being led by a team of qualified staff members.
2. Site visits to hospital owned properties is planned and findings will be reported to the Board.
3. The clinics have two new physicians; podiatry and dermatology. They are busy and patient feedback is very positive.
4. Twenty-three new hospitals have joined the ACO this year with an estimate of 150 additional hospitals slated to join next year. This is due, in part, to funding that has been allocated by CMMI (Center of Medicare and Medicaid Innovations) for rural facilities to pay for the cost of participating in an ACO.
5. Melanie Van Winkle, CFO, will speak at a Washington, D.C. Conference regarding ACOs to advocate for changes needed for rural facilities.

IX. FINANCE REPORT

1. December 2014 Financial Statements.
2. Investment Report.

Melanie Van Winkle, CFO, reviewed and presented the Financial Statements, included in the packet via PowerPoint presentation. Ms. Van Winkle reported the December Net Gain was \$932,000 which resulted in a favorable budget variance of \$56,000. The favorable variance is a result of higher patient volume and maintaining expenses at a lower level for the month thus creating higher than budgeted revenue for the month. The year-to-date Net Gain was \$1,786,000 which resulted in a favorable year-to-date budget variance of \$43,000. Days of cash-on-hand were at 217.9 at the end of December.

3. Finance Committee Report.

There was no additional Finance Committee Report.

4. Quarterly Capital Budget Report

The Quarterly Capital Expenditure Report was reviewed: no action needed.

X. OLD BUSINESS

There is no OLD BUSINESS to discuss this month.

XI. NEW BUSINESS

1. Review and Approval of professional services agreement between Southern Mono Healthcare District and Mary Bassler, M.D., for the provision of Family Medicine Professional Services.

The review and approval was tabled until the February 19, 2015 Regular Board meeting.

2. Review and Approval of professional services agreement between Southern Mono Healthcare District and Dennis Crunk, M.D., for the provision of Family Medicine Professional Services.

Maria King, D.O., made a motion seconded by Lynda Salcido to approve the professional services agreement between the Southern Mono Healthcare District and Dennis Crunk, M.D., 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.

Maria King, D.O., made a motion seconded by Ryan Wood to add an item to the agenda to approve the professional services agreement between the Southern Mono Healthcare District and Bryan Fandrich, M.D., for the provision of General Surgery 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.

3. Review and Approval of professional services agreement between Southern Mono Healthcare District and Bryan Fandrich, M.D., for the provision of General Surgery Professional Services.

Lynda Salcido made a motion seconded by Ryan Wood to approve the professional services agreement between the Southern Mono Healthcare District and Bryan Fandrich, M.D., for the provision of General Surgery 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.

4. Declaration of Surplus Equipment; Miscellaneous Biomed Equipment and Facilities Equipment.

Lynda Salcido made a motion seconded by Maria King, D.O., to approve the disposal of surplus equipment presented to the Board and to direct staff to dispose of the equipment in the manner most beneficial to the District. The surplus equipment presented has 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.

XII. CREDENTIALING

Initial Appointment to Medical Staff
Craig Schrager, D.D.S. Consulting

Ryan Wood made a motion, seconded by Lynda Salcido to approve the appointment as listed above. Chair Shepherd asked for comments: it was noted that the appointment was discussed in closed session and Dr. Schrager will only be consulting in the Emergency Department; no action was taken. A roll call vote was taken: the motion passed unanimously. Yes 4, No 0.

XIII. FUTURE BUSINESS

1. Review of the Physician Engagement Survey Results by Jeff Byberg, Human Resources Manager.
2. Discussion regarding Labor and Deliver Services.
3. Review of the Strategic Plan Quarterly Report.
4. Discussion and Possible Action regarding the ACHD Board Self-Assessment.

The next SMHD Board meeting will take place on February 19, 2015 at 8:00 a.m. in Conference Rooms A & B at Mammoth Hospital.

ADJOURN

There being no further business the meeting was adjourned at 9:53 a.m.