



**BOARD OF DIRECTORS ANNUAL MEETING AGENDA
AND
JANUARY 2018 MONTHLY BOARD MEETING AGENDA**

In compliance with the Americans with Disabilities Act (ADA), if you need special assistance to participate in or to attend this meeting, please contact the District Board Administrative Assistant at Mammoth Hospital by telephoning (760) 934.3311. Notification 48 hours prior to the meeting will enable the District to make reasonable arrangements to assist with accessibility to this meeting.

Date: January 18, 2018

Attendance of Board Members: Stephen Swisher, M.D., Treasurer; Ryan Wood, Secretary; Laurey Carlson, Member at Large, David Anderson, Member at Large, Lynda Salcido, Chair, telephonically.

Chair Salcido, due to illness, was not able to personally attend the Board meeting. The appropriate notice was not put on the agenda that Salcido would attend telephonically due to the emergent nature of her absence. In order to maintain a quorum the Board has set up the needed telecommunications for Ms. Salcido to fully participate and deliberate in the proceedings.

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

BOARD OF DIRECTORS ANNUAL MEETING AGENDA

I. CALL TO ORDER

Vice Chair Wood called the meeting to order at 8:01 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 lead by David Anderson.

III. PUBLIC COMMENTS

There were no Public Comments.

IV. EMPLOYEE TENURE AWARDS

The Employee Tenure Awards were presented.

V. APPOINTMENT OF BOARD OFFICERS FOR 2018

Stephen Swisher moved and was seconded by Laurey Carlson to nominate the existing 2017 officers for 2018. Chair, Salcido asked for discussion and there was no discussion. A roll call vote was taken; the motion passed unanimously. Yes 5, No 0.

The Board Officers for 2018: Lynda Salcido, Chair of the Board
Ryan Wood, Vice Chair
Stephen Swisher, M.D., Treasurer
David Anderson, Secretary

VI. CREATE BOARD COMMITTEES AS NEEDED AND MAKE COMMITTEE APPOINTMENTS FOR 2018

There were no changes to the following Committee positions:

Standing Committee:

Executive Committee – Board members as a whole.

Committees as needed were appointed by Chair Salcido.

- | | |
|---|--------------------------------------|
| 1. Finance Committee | Stephen Swisher, M.D., Lynda Salcido |
| 2. Physician Compensation and Relations Committee | Ryan Wood, Laurey Carlson |
| 3. Employee Relations Committee | David Anderson, Lynda Salcido |
| 4. Quality Committee | Stephen Swisher, M.D., Lynda Salcido |
| 5. CEO Annual Review Committee | Ryan Wood, Laurey Carlson |
| 6. IT Steering Committee | Stephen Swisher, M.D., Ryan Wood |
| 7. Facilities Committee | Ryan Wood, Lynda Salcido |
| 8. Board Member Recruitment Committee | Laurey Carlson, David Anderson |
| 9. Ad Hoc, Special, or Other (as needed) Committees | |

ADJOURN 8:22

JANUARY 2018 MONTHLY BOARD MEETING AGENDA

Date: January 18, 2018

Attendance of Board Members: Stephen Swisher, M.D., Treasurer; Ryan Wood, Secretary; Laurey Carlson, Member at Large, David Anderson, Member at Large, Lynda Salcido, Chair, by phone.

Chair Salcido, due to an unanticipated illness, was not able to personally attend the Board meeting. The appropriate notice was not put on the agenda that Salcido would attend telephonically due to the emergent nature of her absence. In order to maintain a quorum the Board has set up the needed telecommunications for Ms. Salcido to fully participate and deliberate in the proceedings.

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

I. CALL TO ORDER

Vice Chair Ryan Wood called the meeting to order at 8:30 a.m.

II. PUBLIC COMMENTS

Lorrie Gould, Vice President Mammoth Hospital Auxiliary reported the following:

1. The Mammoth Hospital Auxiliary Thrift Shop, The Cast Off, is holding "Think Pink Saturdays" and will donate all proceeds from the last Saturday of each month starting on January 2, 2018 to the hospital's purchase of the new 3-D mammogram tomosynthesis machine.
2. During the month of December the Cast-off Thrift Store made over \$40,000.

Brent Truax, Chairman Disabled Sports

1. An update was provided on the National Wounded Warrior Center, a project that will be located in Mammoth Lakes.

III. CHIEF OF STAFF REPORT

There was no Chief of Staff report.

IV. ADJOURN TO CLOSED SESSION

The Board adjourned to closed session at 8:22 am
The Closed Session ended at 10:19 am

V. 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; 3rd District Court of Appeal Case Nos. C085138 & C086087.

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

2. CONFERENCE WITH REAL PROPERTY NEGOTIATORS (Government Code § 54956.8). Discussion regarding acquisition of interest in the South Gateway Student Apartments. Negotiating parties are: Lynda Salcido, Southern Mono Healthcare District Board Chair, and Evan Russell, Mammoth Lakes Foundation CEO.

Vice Chair Wood 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. COS Report.

Vice Chair Wood reported that Dr. Craig Burrows provided a Chief of Staff report in the absence of Dr. Timothy Crall, Chief of Staff. No action was taken.

2. CEO Report.

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

3. CNO Report.

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

4. CMO Report.

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

5. CFO Report.

Vice Chair Wood reported that QUALITY ASSURANCE issues were discussed with Melanie Van Winkle, CFO; no action was taken.

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

Vice Chair Wood reported there were no QUALITY ASSURANCE QUARTERLY SUMMARIES for review; no action taken.

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

1. Sierra Park Clinics/Mammoth Hospital.

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

PERSONNEL MATTERS (Government Code §54957)

1. CEO Evaluation
2. Gary Myers, CEO

Vice Chair Wood reported that PERSONNEL MATTERS were discussed; no action was taken.

All staff except Gary Myers left the meeting at 9:47.

Vice Chair Wood reported a CEO personnel matter was discussed with Gary Myers; no action was taken.

At 10:19 the closed session ended.

At 10:19 Salcido left the meeting which left the quorum of four.

CREDENTIALING

There is no Credentialing to discuss this month.

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 Regular Board Meeting
2. Chief Financial Officer Report
3. Chief Nursing Officer Report
4. Information Technology Report
5. Facilities Report
6. Human Resources Report

VII. COMMITTEE REPORTS

1. Finance Committee

Stephen Swisher, M.D., Lynda Salcido

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

2. Physician Compensation and Relations Committee Ryan Wood, Laurey Carlson

There was no Physician Compensation and Relations Committee meeting, no report.

3. Employee Relations Committee David Anderson, Lynda Salcido

There was no Employee Relations Committee meeting, no report.

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

There was no Quality Assurance Committee meeting; no report.

5. CEO Annual Review Committee Ryan Wood, Laurey Carlson

There was no CEO Annual Review Committee meeting.

Vice Chair Wood reported the Board will hold a special board meeting with all members to discuss the CEO annual review. The plan is to hold the special board meeting prior to the next regularly scheduled February Board meeting.

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

There was no IT Steering Committee meeting; no report.

7. Facilities Committee Ryan Wood, Lynda Salcido

There was no Facilities Committee meeting; no report.

8. Board Member Recruitment Committee Laurey Carlson, David Anderson

There was no Board Member Recruitment Committee meeting; no report.

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

There are no Ad Hoc, Special, or Other (as needed) Committees at his time.

VIII. CHIEF EXECUTIVE OFFICER'S REPORT

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

1. The first meeting of the Friends of Mammoth Hospital took place at Navados Restaurant and was hosted by Tim Dawson and Rusty Gregory. At the event Gary Myers provided an overview of Mammoth Hospital's Mission and Dr. Yuri Parisky gave a talk about Mammoth Hospital's breast cancer screening program and the impact that our mammography program has had on the health of our community. With the assistance of Rusty Gregory and Mark Brownlie a total of \$100,000 was raised toward the purchase of the new 3-D mammogram tomosynthesis machine.

2. An announcement was made by Gary Myers that he plans to retire at the end of 2018. He read a letter to the Board expressing his appreciation to the Board as well as his plans to stay in the Eastern Sierra and to be active in the community.

IX. FINANCE REPORT

1. December 2017 Financial Narrative.
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 \$696,000 which resulted in a favorable budget variance of \$130,000. The favorable variance is a result higher volumes and lower expenses for the month thus creating higher than budgeted income for the month. The year-to-date Net Gain was \$1,762,000 which resulted in an unfavorable year-to-date budget variance of \$501,000. Days of cash-on-hand were at 284.7 at the end of December.

3. Review of Quarterly Capital Expenditure Status.

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

X. BOARD EDUCATION

There is no Board Education this month.

XI. OLD BUSINESS

There is No Old Business to Discuss.

XII. NEW BUSINESS

1. Review and approval of Agreement between Southern Mono Healthcare District and Canon for the purchase of a new MRI.

The Canon MRI contract was presented and reviewed by Gary Myers, CEO, and Guy Morrow, Medical Imaging Manager.

Vice Chair Wood moved, seconded by Laurey Carlson, to approve the agreement between Southern Mono Healthcare District and Canon for the purchase of a new MRI. Vice Chair Wood asked for comment, a brief discussion ensued. A vote was taken; the motion passed unanimously. Yes: 4, No: 0.

2. Quarterly Review and Approval of New and Revised Policies

Stephen Swisher, MD, moved, seconded by Laurie Carlson to approve the Quarterly New and Revised Policies as listed. Vice Chair Wood asked for discussion. A vote was taken; the motion passed unanimously. Yes: 4, No: 0.

3. Quarterly Review and Approval of New and Renewed Contracts.

Laurey Carlson moved, seconded by David Anderson, to approve the Quarterly New and Revised Contracts as listed. Vice Chair Wood asked for discussion. A vote was taken; the motion passed unanimously. Yes: 4, No: 0.

4. Declaration of Surplus District Property, Equipment and Supplies.

Laurey Carlson moved, seconded by Stephen Swisher, M.D., to approve the disposal of surplus District 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 District property, equipment and supplies presented have nominal or no value. Vice Chair Wood asked for discussion; a brief discussion ensued. A roll call vote was taken; the motion passed unanimously. Yes 4, No 0.

XIII. CREDENTIALING

There is no Credentialing to approve this month.

XIV. FUTURE BUSINESS

The next Regular meeting will take place on Thursday, February 15, 2018 at 8:00 a.m. in Conference Rooms A & B at Mammoth Hospital.

ADJOURN

There being no further business the meeting adjourned at 11:17 a.m.