



2017 Press Ganey Guardian of Excellence Award Winner
2017 Hospital Quality Institute Award Winner

BOARD OF DIRECTORS MONTHLY MEETING MINUTES

Date: May 17, 2018

Place: Mammoth Hospital Administration Conference Rooms “A & B”
85 Sierra Park Road
Mammoth Lakes, CA 93546

Attendance of Board Members: Lynda Salcido, Chair; Ryan Wood, Vice Chair; David Anderson, Secretary; Laurey Carlson, Member at Large.

Treasurer Stephen Swisher, M.D., attended via videoconference and was located at: 2837 S 42nd Street, Grand Forks, ND 58201.

Attendance of Staff Members: Gary Myers, CEO; Melanie Van Winkle, CFO; David Baumwohl, Legal Counsel; Robin Connors, Recording Secretary; Sarah Rea, Recording Secretary.

Absent: Kathleen Alo, CNO; Mark Lind, CIO; Craig Burrows, MD, CMO.

I. CALL TO ORDER

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

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

The meeting 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

Lynda Salcido, Board Chair, introduced and welcomed Sarah Rea as the new assistant to Gary Myers, CEO and Kathleen Alo, CNO, as well as the Recording Secretary for the SMHD Board of Directors.

IV. CHIEF OF STAFF REPORT

There was no Chief of Staff report.

V. ADJOURN TO CLOSED SESSION

The Board adjourned to closed session at 8:12 a.m.

Treasurer, Stephen Swisher, M.D., attended via Vidyo Conferencing.

VI. REPORT ON CLOSED SESSION

The Board reconvened to open session at 9:10 a.m.

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 and C086087.
2. Debra Esterces vs. Mammoth Hospital, Workers Compensation Appeals Board, Case No. ADJ10805746; and further threatened litigation.
3. Claim of Ryan Luque.
4. Debra Esterces v. Southern Mono Healthcare District, USDC Eastern District Case No. 2:18-cv-01121-TLN-KJN.

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

CONFERENCE WITH REAL PROPERTY NEGOTIATORS (Government Code § 54956.8).

1. Discussion regarding acquisition of 50% 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.

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

QUALITY ASSURANCE – (Health and Safety Code §32155)

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

1. Chief of Staff Report.

Gary Myers, CEO, presented information from the written report submitted by Dr. Crall; no action taken.

2. CEO Report.

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

3. CFO Report.

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

4. CNO Report.

Chair Salcido reported there was no CNO Report due to the absence of Kathleen Alo, CNO.

5. CMO Report.

Chair Salcido reported that QUALITY ASSURANCE issues were not discussed due to the absence of Craig Burrows, M.D., CMO; no action was taken.

6. Physician Clinics Administrator Report.

Chair Salcido reported that QUALITY ASSURANCE issues were discussed with Brian Hilliard, the Physician Clinics Administrator; no action was taken.

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

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

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

1. Sierra Park Clinics/Mammoth Hospital.

Chair Salcido 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 Recruitment.
2. Gary Myers, CEO.

Chair Salcido reported PERSONNEL MATTERS was discussed; no action was taken.

CREDENTIALING

The Closed session ended at 10:03 a.m.

VII. PUBLIC COMMENTS

Chair Salcido recognized and thanked Robin Conners, SMHD Board Recording Secretary, for her 10 years of service to the Board of Directors. Ms. Conners was presented with a Special Resolution of thanks.

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:

April 19, 2018 Regular Board Meeting

2. Chief Financial Officer Report
3. Chief Nursing Officer Report
4. Chief Medical Officer Report
5. Chief Information Officer Report
6. Physician Clinics Administrator Report
7. Human Resources Report
8. International Medical Corps South Sudan Final Report

Ryan Wood moved, seconded by David Anderson, to approve all items on the consent agenda as presented in the packet. Chair Salcido asked for comments; a brief discussion ensued. A vote was taken; the motion passed unanimously. Yes 5, No 0.

IX. COMMITTEE REPORTS

1. Finance Committee Stephen Swisher, M.D., Lynda Salcido

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

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

There was no Physician Compensation 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; no report.

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

There was an Information Technology (IT) Steering Committee meeting this month; no further report.

7. Facilities Committee Ryan Wood, Lynda Salcido

Chair Salcido reported that a meeting was held and construction project plans were reviewed with Gary Myers, CEO and Dan Conners, Facilities Manager.

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 was no CEO Recruitment meeting; no report

X. CHIEF EXECUTIVE OFFICER REPORT

Gary Myers, CEO, had no additions to his report.

XI. FINANCE REPORT

1. April 2018 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 April Net Gain was \$454,000 which resulted in a favorable budget variance of \$581,000. The favorable variance is a result of higher ancillary and clinic volume and maintaining expenses at a lower level for the month thus creating higher than budgeted income for the month. The year-to-date Net Gain was \$5,024,000 which resulted in a favorable year-to-date budget variance of \$410,000. Days of cash-on-hand were at 261.3 at the end of April.

XII. BOARD EDUCATION

1. Presentation of the New Human Resources Marketing Video by Sarah Vigilante, Human Resources Manager.

The new Human Resources Marketing Video was presented by Sarah Vigilante, Human Resources Manager.

2. Presentation regarding the Beta HEART Year-One Update: Safety Culture and Staff Engagement by Mike Rudolf, Quality Director.

The Beta HEART Year-One Update was presented by Mike Rudolf, Quality Director.

XIII. OLD BUSINESS

1. Adoption of Resolution 18-01 confirming the prior approval of the acquisition of an undivided 50% interest with MLF in and to approximately 11 acres of real property and including improvements, located at 121 College Parkway, Mammoth Lakes, California 93546, Assessor's Parcel No. 35-110-015.

The Revised Resolution was presented. Ryan Wood moved, seconded by Laurey Carlson, to approve the adoption of the Revised Resolution 18-01 confirming the prior approval of the acquisition of an undivided 50% interest with MLF in and to approximately 11 acres of real property and including improvements, located at 121 College Parkway, Mammoth Lakes, California 93546, Assessor's Parcel No. 35-110-015.; A roll call vote was taken, the motion passed unanimously. A roll call vote was taken, the motion passed unanimously; Yes 5, No 0.

XIV. NEW BUSINESS

1. Review of the Employee Quarterly Retirement Plan Performance: 403(b) and 457 by Sarah Vigilante, Human Resources Manager.

Sarah Vigilante, Human Resources Manager Reviewed the Quarterly Retirement Plan Performance: 403(b) and 457 Employee Retirement Plans. Ideas regarding increasing participation were presented and discussed.

2. Discussion and Possible Action regarding the SMHD Board Self-Assessment.

The Board agreed to use the document enclosed in the packet and meet at a Special Meeting to conduct the review in the future.

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

Stephen Swisher, MD, seconded by Laurey Carlson, made a motion to approve the Quarterly New and Revised Contracts as listed. Chair Salcido asked for discussion. A vote was taken; the motion passed unanimously. Yes: 5, No: 0.

4. Review and Approval of professional services agreement between Southern Mono Healthcare District and Paul Polishuk, M.D., for the provision of Urology Services.

David Anderson moved, seconded by Ryan Wood, to approve. A vote was taken, the motion passed unanimously. Yes: 5, No: 0.

5. Review and Approval of professional services agreement between Southern Mono Healthcare District and Cecilia Rhodus, M.D., for the provision of Pediatric Professional Services.

Laurey Carlson moved to approve, seconded by Ryan Wood, to approve. A vote was taken, the motion passed unanimously. Yes: 5, No: 0.

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

Ryan Wood moved, seconded by Laurey Carlson, 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. Chair Salcido asked for discussion; a brief discussion ensued. A roll call vote was taken; the motion passed unanimously. Yes 5, No 0.

XV. CREDENTIALING

There is no Credentialing for review.

XVI. FUTURE BUSINESS

The next Regular meeting will take place on Thursday, June 21, 2018 at 8:00 a.m. in Conference Rooms A & B at Mammoth Hospital.

ADJOURN

There being no further business the meeting was adjourned at 11:22 a.m.