



2018 Press Ganey Guardian of Excellence Award Winner  
2017 Hospital Quality Institute Award Winner

## BOARD OF DIRECTORS MONTHLY MEETING MINUTES

**Date:** December 20, 2018

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

**Attendance of Board Members:** David Anderson, Acting Chair; Stephen Swisher, M.D., Treasurer; Laurey Carlson, Secretary; Yuri Parisky, M.D.; Joanne Hunt.

**Absent:**

**Attendance of Staff Members:** Tom Parker, Chief Executive Officer; Melanie Van Winkle, Chief Financial Officer; Kathleen Alo, Chief Nursing Officer; Craig Burrows, M.D., Chief Medical Officer; Mark Lind, Chief Information Officer; David Baumwohl, Legal Counsel; Sarah Rea, Recording Secretary.

### I. CALL TO ORDER

Acting Chair Anderson 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 Laurey Carlson.

A quorum was established.

### III. INTRODUCTION OF SMHD CHIEF EXECUTIVE OFFICER THOMAS PARKER

Thomas Parker was introduced by Dave Anderson, Acting Chair.

### IV. SEATING OF NEW SMHD BOARD MEMBERS, YURI PARISKY, M.D., AND JOANNE HUNT; ADMINISTRATION OF OATH OF OFFICE

The Oath of Office was administered for new Board members elected by Mono County voters in the November general election: Yuri Parisky, M.D. and Joanne Hunt. They each signed their oath and will be registered with Mono County.

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Southern Mono Healthcare District

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**METICULOUS CARE \* MEMORABLE PEOPLE \* MAJESTIC LOCATION**

**V. PUBLIC COMMENTS**

There were no public comments.

**VI. CHIEF OF STAFF REPORT**

There was no Chief of Staff report.

**VII. ADJOURN TO CLOSED SESSION**

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

**VIII. REPORT ON CLOSED SESSION**

Gary Myers requested permission to join the Closed Session, permission was granted.

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. Susan Corning v. Mammoth Hospital, et al., United States District Court, Eastern District, Case No. 2:18-CV-02295

David Baumwohl reported discussion of CONFERENCE WITH LEGAL COUNSEL on PENDING AND THREATENED LITIGATION for the above items; no action was taken.

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

No matters to discuss this month.

QUALITY ASSURANCE – (Health and Safety Code §32155)

1. Chief of Staff Report.

Tim Crall, M.D., Chief of Staff, requested permission to join the Closed Session at 8:21 a.m., permission was granted.

David Baumwohl reported that QUALITY ASSURANCE issues were discussed with Timothy Crall, M.D., Chief of Staff, no action was taken.

Tim Crall, M.D., left Closed Session at 8:54 a.m.

2. CEO Report.

David Baumwohl reported that there were no comments on QUALITY ASSURANCE issues from Tom Parker, CEO; no action was taken.

3. CFO Report.

David Baumwohl reported that there were no comments on QUALITY ASSURANCE issues from Melanie Van Winkle, CFO; no action was taken.

4. CNO Report.

David Baumwohl reported that there were no comments on QUALITY ASSURANCE issues from Kathleen Alo, CNO; no action was taken.

5. CMO Report.

David Baumwohl reported that QUALITY ASSURANCE issues were discussed with Craig Burrows, M.D., CMO; and that there were some comments from the CMO; no action was taken.

6. CIO Report.

David Baumwohl did not report on QUALITY ASSURANCE issues regarding the Information Technology report.

7. HR Report.

David Baumwohl did not report on QUALITY ASSURANCE issues regarding the Human Resources report.

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

There were no QUALITY ASSURANCE QUARTERLY SUMMARIES this month.

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

1. Sierra Park Clinics/Mammoth Hospital.

David Baumwohl reported HEALTH CARE FACILITY TRADE SECRETS were not discussed regarding Sierra Park Clinics/Mammoth Hospital; no action was taken.

PERSONNEL MATTERS (Government Code §54957)

David Baumwohl reported PERSONNEL MATTERS was discussed; no action was taken.

1. Tom Parker, CEO

David Baumwohl reported a discussion took place with Tom Parker, CEO. The Board asked staff to leave Closed Session at 9:29 a.m. and a discussion between the CEO and the Board took place; no action was taken.

#### CREDENTIALING

There was no Credentialing for review.

Closed Session ended at 9:55 a.m.

#### IX. PUBLIC COMMENTS

Lorrie Gould, Vice President of the Mammoth Hospital Auxiliary, made the following comments:

1. In the past week, the Auxiliary paid a little over \$42,000 for the purchase of a new Esophagogastroduodenoscope for the Emergency Department and will soon be paying \$100,000 for the 3D Tomosynthesis machine in Radiology. The Auxiliary will be adding to that total before their fiscal year end with funds from “Think Pink Saturdays.”
2. The Auxiliary has a date of February 16, 2019 set for a joint fundraiser with Volunteer Eastern Sierra to benefit Rhiannon’s Kids Fund, which supports pediatric patients with out of area care.

#### X. 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:
  - October 26, 2018 Strategic Planning Meeting
  - November 15, 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. Human Resources Report
7. Recognition of Drs. Brian Gilmer, Tim Crall, Jennifer Harkins, Mike Karch and athletic trainer Sarah Lang for published research in academic journals during their tenure at Mammoth Hospital.
8. Recognition of Dr. Brian Gilmer as a top CORR (Clinical Orthopaedics and Related Research) reviewer of 2018.

Laurey Carlson moved, seconded by Stephen Swisher, M.D., to approve all items on the consent agenda as presented in the packet. A vote was taken; the motion passed unanimously. Yes 5, No 0.

#### XI. COMMITTEE REPORTS

1. Finance Committee Stephen Swisher, M.D.

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

2. Physician Compensation and Relations Committee  
Laurey Carlson

There was no Physician Compensation meeting; no report.

3. Employee Relations Committee      David Anderson

There was no Employee Relations Committee meeting; no report.

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

There was no Quality Assurance Committee meeting; no report.

5. CEO Annual Review Committee      Laurey Carlson

There was no CEO Annual Review Committee meeting; no report.

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

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

7. Facilities Committee

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  
a. CEO Recruitment                          Stephen Swisher, M.D.

There was no CEO Recruitment meeting; no report. Acting Chair Anderson directed removal of this Ad Hoc committee.

## **XII. CHIEF EXECUTIVE OFFICER REPORT**

Tom Parker, CEO, reviewed the following highlights from his written report:

1. He has spent time with community members in his first few weeks, which has been very helpful.
2. He expressed gratitude to the Board and to Gary Myers for spending time with him in his first few weeks; and to Gary Myers and Melanie Van Winkle for their assistance with the MAT grant application.
3. He discussed the Just Culture training and how to operationalize the idea of Just Culture.
4. He discussed the chiller failure and repair, and Mammoth Hospital's confidence going forward.

## **XIII. FINANCE REPORT**

1. November 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 November Net gain was \$52,000 which resulted in an unfavorable budget variance of \$342,000. The year-to-date Net gain was \$446,000 resulted in an unfavorable year-to-date budget variance of \$735,000. Days of cash-on-hand were at 285.5 at the end of November.

#### **XIV. BOARD EDUCATION**

1. Orientation for New Members of the Southern Mono Healthcare District Board of Directors and Review of the Ralph M. Brown Act.

David Baumwohl gave a presentation on the Statement of Duties and Responsibilities of the Board of Directors. The Brown Act was discussed, and direction was given to Sarah Rea to provide the most recent revision of this document to the Board.

#### **XV. OLD BUSINESS**

There was no old business to discuss.

#### **XVI. NEW BUSINESS**

1. Review and Approve the 2019 Monthly Board of Directors Regular Meeting Schedule.

Dave Anderson moved, seconded by Stephen Swisher, M.D., to accept the 2019 SMHD Board meeting schedule as presented. Regular meetings will be held on the third Thursday of the month with the recommended modification for the September meeting to be held on the fourth Thursday of the month.

Stephen Swisher, M.D., suggested a 2 a.m. meeting. David Baumwohl suggested that this may not be compliant with the Brown Act, and will do more research into the issue.

A vote was taken; the motion passed unanimously. Yes, 5, No, 0.

2. Review and Make Appointments to Committees due to Changes to the SMHD Board of Directors.

This item will be discussed at the January meeting.

3. Gary Myers, former CEO, part-time employment; approval of agreement for employment.

Laurey Carlson moved, seconded by Stephen Swisher, M.D., to approve Gary Myers' agreement for employment including Amendment 2 A vote was taken; the motion passed unanimously. Yes, 5, No, 0.

4. McFlex Community Parcel Update; no action proposed.

The McFlex Community Parcel was discussed; no action needed.

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

Stephen Swisher moved, seconded by Laurey Carlson, that the Board finds the surplus property as listed to have nominal or no value and is to be disposed of in a reasonable and appropriate manner as determined by staff. Yuri Parisky, M.D., amended the motion in order to remove the listed Ablation Unit, which was returned. Stephen Swisher, M.D., seconded the amendment. A vote was taken; the motion passed unanimously. Yes, 5, No, 0.

**XVII. CREDENTIALING**

There was no Credentialing to review this month.

**XVIII. FUTURE BUSINESS**

The next Regular meeting will take place on January 17, 2019 at 8:00 a.m. in Conference Rooms A & B at Mammoth Hospital.

**ADJOURN**

There being no further business, the meeting was adjourned at 11:35 a.m.