



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

**BOARD OF DIRECTORS ANNUAL MEETING MINUTES
AND
JANUARY 2019 REGULAR BOARD MEETING MINUTES**

Date: January 17, 2019

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

Attendance of Board Members: Dave Anderson, Chair; Laurey Carlson, Vice Chair; Stephen Swisher, M.D., Treasurer; Joanne Hunt, Secretary; Yuri Parisky, M.D., Member at Large.

Attendance of Staff Members: Tom Parker, Chief Executive Officer; Melanie Van Winkle, Chief Financial Officer; Kathleen Alo, Chief Nursing Officer; Craig Burrows, M.D.; Sarah Rea, Recording Secretary.

David Baumwohl, Legal Counsel, and Mark Lind, Chief Information Officer, attended via teleconference.

I. CALL TO ORDER

Chair Anderson called the meeting to order at 8:09 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 Joanne Hunt.

III. PUBLIC COMMENTS

There were no Public Comments.

IV. EMPLOYEE TENURE AWARDS

The Employee Tenure Awards were tabled to the February 21 Regular Meeting.

V. APPOINTMENT OF BOARD OFFICERS FOR 2019

Stephen Swisher, M.D., moved, seconded by Laurey Carlson to nominate Dave Anderson for Chair of the Board. David Anderson accepted the nomination. A vote was taken; the motion passed unanimously. Yes 5, No 0.

Stephen Swisher, M.D., moved, seconded by Dave Anderson, to nominate Laurey Carlson for Vice Chair of the Board. Laurey Carlson accepted the nomination. A vote was taken; the motion passed unanimously. Yes 5, No 0.

Laurey Carlson moved, seconded by Swisher to nominate Joanne Hunt for Secretary of the Board. Joanne Hunt accepted the nomination. A vote was taken; the motion passed unanimously. Yes 5, No 0.

Joanne Hunt moved, seconded by Dave Anderson, to nominate Stephen Swisher, M.D., for Treasurer of the Board. Stephen Swisher, M.D., accepted the nomination. A vote was taken; the motion passed unanimously. Yes 5, No 0.

Yuri Parisky, M.D. was declared the Member at Large.

VI. CREATE BOARD COMMITTEES AS NEEDED AND MAKE COMMITTEE APPOINTMENTS FOR 2019

Chair Anderson appointed the following Committee positions:

Standing Committee:

Executive Committee – Board members as a whole.

Committees as needed were appointed by Chair Anderson.

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| 1. Finance Committee | Stephen Swisher, M.D., Dave Anderson |
| 2. Physician Compensation | Laurey Carlson, Joanne Hunt |
| 3. Employee Relations Committee | Yuri Parisky, M.D., Joanne Hunt |
| 4. Quality Committee | Stephen Swisher, M.D., Joanne Hunt |
| 5. CEO Annual Review Committee | Laurey Carlson, Dave Anderson |
| 6. IT Steering Committee | Stephen Swisher, M.D., Yuri Parisky, M.D. |
| 7. Facilities Committee | Yuri Parisky, M.D., Laurey Carlson |
| 8. Board Member Recruitment Committee | Dave Anderson, Laurey Carlson |
| 9. Ad Hoc, Special, or Other (as needed) Committees | |

ADJOURN

The Board adjourned the Annual Meeting to the Monthly Meeting at 8:27 a.m.

BOARD OF DIRECTORS REGULAR MEETING MINUTES

Date: January 17, 2019

Attendance of Board Members: Dave Anderson, Chair; Laurey Carlson, Vice Chair; Stephen Swisher, M.D., Treasurer; Joanne Hunt, Secretary; Yuri Parisky, M.D., Member at Large.

Attendance of Staff Members: Tom Parker, Chief Executive Officer; Melanie Van Winkle, Chief Financial Officer; Kathleen Alo, Chief Nursing Officer; Craig Burrows, M.D.; Sarah Rea, Recording Secretary.

David Baumwohl, Legal Counsel, and Mark Lind, Chief Information Officer, attended via teleconference.

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

I. CALL TO ORDER

Chair Anderson called the regular meeting to order at 8:27 a.m.

II. PUBLIC COMMENTS

There were no Public Comments.

III. CHIEF OF STAFF REPORT

There was no Chief of Staff report.

IV. ADJOURN TO CLOSED SESSION

The Board adjourned to closed session at 8:27 a.m.

V. REPORT ON CLOSED SESSION

The Board reconvened to open session at 9:28 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 & 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 taken.

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

David Baumwohl reported there were no matters to discuss: no action was taken.

QUALITY ASSURANCE – (Health and Safety Code §32155)

1. Chief of Staff Report.

David Baumwohl reported that QUALITY ASSURANCE issues were not discussed due to the absence of Timothy Crall, MD., Chief of Staff; no action was taken.

2. CEO Report.

David Baumwohl reported that QUALITY ASSURANCE issues were discussed with Tom Parker, CEO; no action was taken.

3. CFO Report.

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

4. CNO Report.

David Baumwohl reported that QUALITY ASSURANCE issues were discussed with Kathleen Alo, CNO, and that the CNO had some comments; no action was taken.

5. CMO Report.

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

6. CIO Report.

The CIO Report was not discussed, no action was taken.

7. HR Report.

The HR Report was not discussed, no action was taken.

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

There were no QUALITY ASSURANCE QUARTERLY SUMMARIES to discuss 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 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; no action was taken.

Staff, with the exception of the CEO, were excused from Closed Session at 9:09 a.m.

CREDENTIALING

Reappointments to Medical Staff – Active Staff

Jonathan Bourne, M.D.	Anesthesia
Timothy Crall, M.D.	Orthopedic Surgery
Chris Hummel, M.D.	Emergency Medicine

Reappointments to Medical Staff – Courtesy Staff

Marc Kayem, M.D.	Otolaryngology
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Temporary Privileges

Valerie Wang, M.D.	OB/GYN
Laurence M. Fakinis, M.D.	OB/GYN
Marie Mungy, M.D.	Pediatrics
Jane Lyons, M.D.	Pediatrics

David Baumwohl reported the foregoing physician CREDENTIALING was discussed; no action was taken.

The Closed Session ended at 9:28 a.m.

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 20, 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

Stephen Swisher, M.D. moved, seconded by Joanne Hunt, 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.

VII. 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 Dave 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. This committee is inactive at this time.

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, Dave 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 this time.

VIII. CHIEF EXECUTIVE OFFICER'S REPORT

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

1. Recruitment for physicians is going well, including OB and Urology.
2. Mammoth Hospital received the 2018 Press Ganey Guardian of Excellence Award.
3. Mammoth Hospital's Admin Team is sharing just culture stories at its weekly meeting. This will expand to Management Team. Beta Healthcare will also return to Mammoth Hospital for a second Just Culture training session for those who missed the first event.
4. Tom Parker and Dr. Kevin Flanigan, CEO of Northern Inyo Hospital, will meet at NIH on Monday, January 21, 2019.
5. Tom Parker thanked Joanne Hunt for the invite to the Rotary holiday party.
6. The 2019 Community Health Needs Assessment is launching this month. He encouraged Board members to take the Community Survey.
7. Progress is being made on the Specialty Clinic, and the Hospital is still waiting on feedback from the Town of Mammoth Lakes regarding water flow in the clinic.
8. A planning session with Canon regarding the MRI replacement is approaching.
9. A focus has been placed on Cerner and issues in the Emergency Department.
10. The Mammoth Lakes Foundation received significant gifts this past year, especially from the Mammoth Hospital Auxiliary.
11. Mammoth Hospital hopes to hear back on January 17 whether its application for the Medication Assisted Treatment (MAT) grant was accepted. Dr. Craig Burrows, CMO, recently completed waiver training to prescribe buprenorphine.
12. Tom Parker reminded the Board of Gary Myers' farewell party on Friday, January 18.

Tom Parker, CEO, had the following addition to his written report:

1. He has been in discussions with Via Healthcare Consulting regarding a half-day session with the Board and Senior Management Team on Board and Management roles. He will report to the Board at its next meeting regarding this session.

IX. FINANCE REPORT

1. December 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 December Net Gain \$1,101,000 which resulted in a favorable budget variance of \$170,000. The year-to-date Net Gain was \$1,548,000 which resulted in a unfavorable year-to-date budget variance of \$516,000. As of December 31, 2018, Mammoth Hospital had \$54,514,186 in cash, with \$49,249,000 budgeted, which resulted in a variance of \$5,265,186. Days of cash-on-hand were at 291.5 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 was no Board Education this month.

XI. OLD BUSINESS

There was no Old Business to Discuss.

XII. NEW BUSINESS

1. Review of Patient Experience Quarterly Report by Lenna Monte, Director of Quality

The Patient Experience Quarterly Report was reviewed. No action needed.

2. Review of the Strategic Plan Quarterly Report.

The Strategic Plan Quarterly Report was reviewed; no action needed.

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

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

XIII. CREDENTIALING

CREDENTIALING

Reappointments to Medical Staff – Active Staff

Jonathan Bourne, M.D.	Anesthesia
Timothy Crall, M.D.	Orthopedic Surgery
Chris Hummel, M.D.	Emergency Medicine

Reappointments to Medical Staff – Courtesy Staff

Marc Kayem, M.D.	Otolaryngology
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Temporary Privileges

Valerie Wang, M.D.	OB/GYN
Laurence M. Fakinis, M.D.	OB/GYN
Marie Mungy, M.D.	Pediatrics
Jane Lyons, M.D.	Pediatrics
JoAnne Feldman, M.D.	Procedural Sedation

Joanne Hunt moved to approve the appointments as listed above, excepting of Drs. Feldman and Hummel, for whom Stephen Swisher, M.D., declared a conflict of interest. Stephen Swisher, M.D., seconded the motion. A vote was taken, the motion passed unanimously. Yes 5, No 0.

Stephen Swisher, M.D., recused himself from a further vote on the appointments of Drs. Feldman and Hummel.

Joanne Hunt moved, seconded by Laurey Carlson, to approve the appointments of Drs. Feldman and Hummel. A vote was taken, Yes 4, No 0. One abstention.

XIV. FUTURE BUSINESS

The next Regular meeting will take place on Thursday, February 21, 2019 at 8:00 a.m. in Conference Rooms A & B at Mammoth Hospital.

ADJOURN

The meeting was adjourned at 10:14 a.m.