



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

BOARD OF DIRECTORS REGULAR MEETING MINUTES

Date: August 15, 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; Treasurer; Joanne Hunt, Secretary; Yuri Parisky, Member at Large.

Treasurer Stephen Swisher, M.D., attended via videoconference from 7228 6th Avenue NW, Seattle, WA 98117.

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; David Baumwohl, Legal Counsel; Sarah Rea, Recording Secretary.

Absent: Mark Lind, Chief Information Officer;

I. CALL TO ORDER

Chair Anderson 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 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. CHIEF OF STAFF REPORT

The Chief of Staff Report was reviewed in Closed Session.

V. ADJOURN TO CLOSED SESSION

The Board adjourned to closed session at 8:04 a.m.

VI. REPORT ON CLOSED SESSION

The Board reconvened to open session at 9:19 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. Debra Esterces v. Southern Mono Healthcare District, USDC Eastern District Case No. 2:18-cv-01121-TLN-KJN.
3. Susan Corning v. Mammoth Hospital, et al., USDC Eastern District, Case No. 2:18-cv-02295-TLN-EFB.

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).

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 Dr. Tim Crall, Chief of Staff, was not present. Dr. Richard Koehler, Vice Chief of Staff, requested attendance to Closed Session at 8:05 a.m. The request was approved. With Dr. Koehler present, the Board discussed Quality Assurance and the Chief of Staff report. Dr. Koehler made some comments; no action was taken. Dr. Koehler left the meeting at 8:09 a.m.

2. CEO Report.

David Baumwohl reported that QUALITY ASSURANCE issues were reported by and discussed with Tom Parker, CEO. No action was taken.

3. CFO Report.

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

4. CNO Report.

David Baumwohl reported that QUALITY ASSURANCE issues were reported by and discussed with Kathleen Alo, CNO, and that the CNO gave a presentation regarding the quarterly Quality Assurance summary. No action was taken.

5. CMO Report.

David Baumwohl reported that QUALITY ASSURANCE issues were reported by and discussed with Craig Burrows, M.D., CMO. No action was taken.

6. CIO Report.

David Baumwohl reported that QUALITY ASSURANCE issues were not reported by or discussed with Mark Lind, CIO, due to the absence of the CIO. No action was taken.

7. HR Report.

David Baumwohl reported that QUALITY ASSURANCE issues were not reported by or discussed with Sarah Vigilante, Human Resources Director. No action was taken.

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

1. Review of the Quarterly Performance Improvement Report

David Baumwohl 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.

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

CREDENTIALING

Initial Appointment to Provisional Staff

Mary Bissell, MD – Pediatrics

Sarah Ruberman, MD – Pediatrics

Reappointment to Active Staff

Eric Bourne, MD – Anesthesiology

Dennis Crunk, MD – Family Medicine

Sarah Sindell, MD - Surgery

Reappointment to Courtesy Staff

Marianne Cuttic, DPM – Podiatry

David Baumwohl reported the foregoing physician CREDENTIALING was not discussed; no action was taken.

PERSONNEL MATTERS (Government Code §54957)

1. Tom Parker, CEO.

David Baumwohl reported that PERSONNEL MATTERS were discussed; no action was taken. Staff and legal counsel, with the exception of the CEO, exited Closed Session at 8:33 a.m. No action was taken. Closed session ended at 9:12 a.m.

VII. PUBLIC COMMENTS

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

1. The Mammoth Hospital Auxiliary initially budgeted \$175,000 for Capital Outlay in the next fiscal year. However, at its Board meeting on August 14, 2019, the Auxiliary decided that it will only offer \$150,000 at this time for large scale purposes, and the remaining \$25,000 will be decided throughout the year.
2. One of the Cast Off's volunteers is setting up a Facebook page for the Auxiliary. The information on this page will include hours, volunteer information, coming events and places to contribute comments. The name of the page will be Cast Off Thrift Store—Mammoth Hospital Auxiliary.
3. Saturday August 17 is National Thrift Shop Day. Celebrations include special sale items, contests and hourly prizes, as well as snacks and beverages.

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:
July 18, 2019 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

Laurey Carlson moved, seconded by Yuri Parisky, to approve all items on the consent agenda as presented in the packet. Chair Anderson asked for comments; a brief discussion ensued including clarification on a portion of the CNO report, opioid treatment and a discussion of employee exit interviews. A roll call vote was taken; the motion passed unanimously. David Anderson, yes; Laurey Carlson, yes; Stephen Swisher, M.D., yes; Joanne Hunt, yes; Yuri Parisky, M.D., yes.

IX. COMMITTEE REPORTS

1. Finance Committee (Meets Monthly)

Stephen Swisher, M.D., Dave Anderson

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

2. Physician Compensation and Relations Committee (Meets Ad Hoc)
Laurey Carlson, Joanne Hunt

There was no Physician Compensation meeting; no report.

3. Employee Relations Committee (Meets Bi-Annually)
Yuri Parisky, M.D., Joanne Hunt

There was no Employee Relations Committee meeting; no report. The next Employee Relations Committee meeting is scheduled for August 26, 2019.

4. Quality Assurance Committee (Meets Quarterly)
Stephen Swisher, M.D., Joanne Hunt

There was no Quality Assurance Committee meeting; no report. The next Quality Assurance Committee meeting is scheduled for September 13, 2019.

5. CEO Annual Review Committee (Meets Ad Hoc)
Laurey Carlson, Dave Anderson

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

6. IT Steering Committee (Met July 25, 2019)
Stephen Swisher, M.D., Yuri Parisky, M.D.

There was an Information Technology (IT) Steering Committee meeting this month; minutes were included in the Board packet.

7. Facilities Committee (Meets Bi-Annually)
Yuri Parisky, M.D., Laurey Carlson

There was no Facilities Committee meeting; no report.

8. Board Member Recruitment Committee (Met July 29, 2019)
Laurey Carlson, Dave Anderson

There was a Board Member Recruitment Committee meeting; minutes were included in the Board packet.

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

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

X. CHIEF EXECUTIVE OFFICER'S REPORT

Tom Parker, CEO, had no additions to his written report.

XI. FINANCE REPORT

1. July 2019 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 July Net Gain was \$669,000 which resulted in a favorable budget variance of \$1,000. The year-to-date Net Gain was \$669,000 which resulted in a favorable year-to-date budget variance of \$1,000. Days of cash-on-hand were at 377.9 at the end of July.

XII. BOARD EDUCATION

Sierra Star Memorial Wall.

Talene Shabanian, Mammoth Hospital Foundation Manager, presented a concept for the Sierra Star Memorial Wall.

XIII. OLD BUSINESS

There was no old business to discuss.

XIV. NEW BUSINESS

1. Review and approval of the updated Southern Mono Health Care District Statement of Investment Policy.

Yuri Parisky, M.D., moved, seconded by Laurey Carlson, to approve Resolution 17-02: Statement of Investment Policy. Stephen Swisher, M.D., commented that several items in the Statement of Investment Policy are not addressed in the monthly investment summary as presented to the Board. A brief discussion ensued, and it was decided that Melanie Van Winkle, CFO, would revise the monthly summary to match the policy. Legal counsel stated there were no material changes to the policy. A roll call vote was taken; the motion passed unanimously. David Anderson, yes; Laurey Carlson, yes; Stephen Swisher, M.D., yes; Joanne Hunt, yes; Yuri Parisky, M.D., yes.

2. Review and approval of the updated Southern Mono Health Care District Bylaws.

Yuri Parisky, M.D., moved, seconded by Joanne Hunt, to approve the revised Southern Mono Health Care District Bylaws. Legal counsel stated there were no substantive changes. A roll call vote was taken; the motion passed unanimously. David Anderson, yes; Laurey Carlson, yes; Stephen Swisher, M.D., yes; Joanne Hunt, yes; Yuri Parisky, M.D., yes.

3. Quarterly Review of New & Revised Policies.

Joanne Hunt moved, seconded by Yuri Parisky, M.D., to approve the Quarterly New and Revised Policies as listed. David Anderson asked for discussion, there was none. A vote was taken; the motion passed

unanimously. A roll call vote was taken; the motion passed unanimously. David Anderson, yes; Laurey Carlson, yes; Stephen Swisher, M.D., yes; Joanne Hunt, yes; Yuri Parisky, M.D., yes.

4. Quarterly Review of New & Revised Contracts.

Laurey Carlson moved, seconded by Yuri Parisky, M.D., approve the Quarterly New and Revised Contracts as listed. Chair Anderson asked for discussion, there was none. A roll call vote was taken; the motion passed unanimously. David Anderson, yes; Laurey Carlson, yes; Stephen Swisher, M.D., yes; Joanne Hunt, yes; Yuri Parisky, M.D., yes.

5. Discussion Regarding Board Education and Self-Assessment and Approval of Proposal from Via Healthcare Consulting.

Tom Parker discussed this topic. Regarding Board Education, Yuri Parisky, M.D., asked that these come as an email instead of in the Board packet. Tom Parker will be putting together a list of education topics for the Board, which will be sent out via email. Tom Parker presented the Board Self-Assessment proposal from Via Healthcare Consulting. Joanne Hunt moved, seconded by Laurey Carlson, to approve the proposal. David Anderson asked for discussion, there was none. A roll call vote was taken; the motion passed unanimously. David Anderson, yes; Laurey Carlson, yes; Stephen Swisher, M.D., yes; Joanne Hunt, yes; Yuri Parisky, M.D., yes.

6. Approval of OSHPD Attestation Letter.

Tom Parker explained the purpose of this letter. All of the Board members will sign this letter and it will be sent to OSHPD.

7. McFlex Parcel: Approval of Mono County request for temporary use and access over a portion of SMHD's McFlex parcel.

Tom Parker discussed this topic. Yuri Parisky, M.D., moved, seconded by Joanne Hunt, to approve Mono County's request for temporary use and access as indicated on the agenda. This will be in form of a license agreement. A roll call vote was taken; the motion passed unanimously. David Anderson, yes; Laurey Carlson, yes; Stephen Swisher, M.D., yes; Joanne Hunt, yes; Yuri Parisky, M.D., yes.

8. Review and approval of professional services agreement between Southern Mono Healthcare District and Adrian Jaffer, M.D., for the provision of rheumatology professional services.
9. Review and approval of professional services agreement between Southern Mono Healthcare District and Lindsey Urband, M.D., for the provision of orthopedic professional services.
10. Review and approval of professional services agreement between Southern Mono Healthcare District and Christopher Winkle, M.D., for the provision of OB/GYN professional services.
11. Review and approval of professional services agreement between Southern Mono Healthcare District and Ramzi Asfour, M.D., for the provision of infectious disease professional services.

Yuri Parisky, M.D., moved, seconded by Laurey Carlson, to approve the contracts as listed above. David Anderson asked for comments, there were none. A roll call vote was taken; the motion passed unanimously. David Anderson, yes; Laurey Carlson, yes; Stephen Swisher, M.D., yes; Joanne Hunt, yes; Yuri Parisky, M.D., yes.

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

Chair 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 and are to be disposed of in a reasonable and appropriate manner as approved by staff. A roll call vote was taken; the motion passed unanimously. David Anderson, yes; Laurey Carlson, yes; Stephen Swisher, M.D., yes; Joanne Hunt, yes; Yuri Parisky, M.D., yes.

XV. CREDENTIALING

Initial Appointment to Provisional Staff

Mary Bissell, MD – Pediatrics

Sarah Ruberman, MD – Pediatrics

Reappointment to Active Staff

Eric Bourne, MD – Anesthesiology

Dennis Crunk, MD – Family Medicine

Sarah Sindell, MD - Surgery

Reappointment to Courtesy Staff

Marianne Cuttic, DPM – Podiatry

Yuri Parisky, M.D., moved, seconded by Laurey Carlson, to approve the appointments as listed above with the exception of Dr. Sarah Sindell, who will be reappointed in September. A discussion followed regarding Dr. Marianne Cuttic's appointment to Courtesy Staff. A roll call vote was taken; the motion passed unanimously. David Anderson, yes; Laurey Carlson, yes; Stephen Swisher, M.D., yes; Joanne Hunt, yes; Yuri Parisky, M.D., yes.

XVI. FUTURE BUSINESS

The next Regular meeting will take place on Thursday, September 19, 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 10:14 a.m.