



2021 Press Ganey Guardian of Excellence Award Winner

**SOUTHERN MONO HEALTHCARE DISTRICT
DECEMBER 2022 MONTHLY BOARD MEETING MINUTES**

Date: December 15, 2022

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

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

Attendance of Staff Members: Tom Parker, Chief Executive Officer; Melanie Van Winkle, Chief Financial Officer; Mark Lind, Chief Operating Officer; Craig Burrows, M.D., Chief Medical Officer; Sarah Rea, Recording Secretary.

I. CALL TO ORDER

The meeting was called to order at 8:06 a.m.

It was noted that Joanne Hunt would be Acting Chair for the December 15, 2022 Regular Board meeting due to the intermittent presence of Chair Laurey Carlson via Teams.

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 led by Joanne Hunt and the reading of the SMHD Mission, Vision & Values.

III. RECOGNITION OF DAVID ANDERSON FOR HIS SERVICE ON THE SMHD BOARD OF DIRECTORS

David Anderson was recognized for his service on the Board of directors by Tom Parker, CEO.

IV. CONFIRMATION OF RE-ELECTION OF BOARD MEMBERS YURI PARISKY, M.D. AND JOANNE HUNT; ADMINISTRATION OF OATH OF OFFICE

Board Recording Secretary Sarah Rea administered the Oath of Office to Board Members Yuri Parisky, M.D. and Joanne Hunt.

V. PUBLIC COMMENTS

Sarah Rea reported that she shared the Town of Mammoth Lakes Housing Now! Presentation with the Board and senior administrators via email. Sarah Rea noted that she can follow up with Dr. Parisky regarding his question on The Parcel.

VI. CHIEF OF STAFF REPORT

The Chief of Staff report was discussed in Closed Session.

VII. ADJOURN TO CLOSED SESSION

The Board adjourned to closed session at 8:13 a.m.

VIII. REPORT ON CLOSED SESSION

The Board resumed open session at 11:46 a.m.

David Baumwohl reported that Dr. Kyle Howell, Chief of Staff, requested attendance and was present in Closed Session.

David Baumwohl reported that Laurey Carlson joined Closed Session at 8:13 a.m., but Joanne Hunt continued to chair the meeting, though Laurey Carlson remained on Teams for the rest of the meeting for quorum purposes.

David Baumwohl reported that Dr. Parisky remained in Closed Session via Teams until the Personnel Matters item involving the CEO. At that point, Dr. Parisky joined Closed Session in person.

CONFERENCE WITH LEGAL COUNSEL – PENDING AND THREATENED LITIGATION Existing Litigation and Significant exposure to litigation pursuant to Government Code §54956.9.

David Baumwohl reported there was no PENDING AND THREATENED LITIGATION to discuss. No action was taken.

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

David Baumwohl reported no discussion with REAL PROPERTY NEGOTIATORS, no action was taken.

QUALITY ASSURANCE – (Health and Safety Code §32155)

1. Chief of Staff Report.

David Baumwohl reported that QUALITY ASSURANCE issues were reported by and discussed with Kyle Howell, M.D., Chief of Staff. No action was taken.

David Baumwohl reported that Dr. Howell left Closed Session prior to the discussion of personnel matters.

2. CEO Report.

David Baumwohl reported that QUALITY ASSURANCE issues were not reported by or discussed with Tom Parker, CEO. No action was taken.

3. CFO Report.

David Baumwohl reported that QUALITY ASSURANCE issues were not reported by or discussed with Melanie Van Winkle, CFO; no action was taken.

4. CNO Report.

David Baumwohl reported that QUALITY ASSURANCE issues were not reported by or discussed with Caitlin Crunk, CNO; no action was taken.

5. CMO Report.

David Baumwohl reported that QUALITY ASSURANCE issues were not reported by or discussed with Craig Burrows, M.D. No action was taken.

6. COO Report.

David Baumwohl reported that QUALITY ASSURANCE issues were not reported by or discussed with Mark Lind, COO. No action was taken.

7. Annual Compliance Report by Lindsey Sarullo, Compliance Officer.

David Baumwohl reported that Lindsey Sarullo, Compliance Officer, reviewed the annual Compliance Report. No action needed.

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

1. Review of the quarterly Beta Report.

David Baumwohl reported that the quarterly Beta report was reviewed. No action needed.

2. Review of the quarterly Quality Report.

David Baumwohl reported that the quarterly Quality Report was reviewed by Lenna Monte, Director of Quality, who requested permission to join the Closed Session at 8:46 a.m. Permission was granted. No action needed. Lenna Monte left Closed Session at 8:50 a.m.

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

1. Mammoth Hospital and Mammoth Hospital Clinics.

David Baumwohl reported that HEALTH CARE FACILITY TRADE SECRETS were not discussed. No action was taken.

CREDENTIALING

Initial Appointment to Provisional Staff

Cory Toomasian, MD – Emergency Medicine

John Robinson, MD – Orthopedic Surgeon (Fellow)

Re-Appointment to Allied Health

Eryn Aldrich Coffey, MFT – Marriage & Family Therapy

Re-Appointment to Active Staff

Christopher Hummel, MD – Emergency Medicine

Re-Appointment to Courtesy Staff

Marc Kayem, MD – Otolaryngology

Direct Radiology Initial Appointment to Telemedicine Staff

Thomas VanderJagt, MD - Radiology

Direct Radiology Re-appointment to Telemedicine Staff

Kristen Grubb, MD – Radiology

Paul Ramirez, MD – Radiology

Procedural Sedation Privileges

Cory Toomasian, MD – Moderate & Deep Sedation

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

PERSONNEL MATTERS (Government Code §54957)

1. Tom Parker, CEO.

David Baumwohl reported that staff and legal counsel left the meeting at 8:54 a.m. Tom Parker, CEO, remained in the meeting. Tom Parker departed Closed Session at 9:30 a.m. Dr. Parisky entered Closed Session at 9:30 a.m.

2. CEO Annual Review.

David Baumwohl reported that the CEO Annual Review was discussed. No action was taken. Tom Parker returned at 10:22 a.m.

Closed Session ended at 10:45 a.m.

IX. PUBLIC COMMENTS

There were no additional public comments.

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:
 - November 17, 2022 Regular Board Meeting
 - November 21, 2022 Special Board Meeting
2. Chief Financial Officer Report
3. Chief Nursing Officer Report
4. Chief Medical Officer Report
5. Chief Operating Officer Report
6. Administrative Services Report

David Anderson moved, seconded by Alec Clowes, to approve all items on the consent agenda as presented in the packet. Acting Chair Hunt asked for comments; there were none. A roll call vote was taken, the motion passed unanimously. Laurey Carlson, yes; Joanne Hunt, yes; Alec Clowes, yes; Yuri Parisky, M.D., yes; David Anderson, yes. Yes, 5. No, 0.

XI. COMMITTEE REPORTS

1. Finance Committee (Met December 12, 2022):

Laurey Carlson, Alec Clowes

There was a Finance Committee meeting on December 12, 2022. Minutes will be included in the January Board packet.

2. Physician Compensation, Relations and Retention Committee:

Laurey Carlson, Joanne Hunt

There was no Physician Compensation, Relations and Retention Committee this month, no report.

3. Employee Relations Committee:

Yuri Parisky, M.D., Joanne Hunt

There was no Employee Relations Committee meeting this month, no report.

4. Quality Assurance Committee:

Alec Clowes, Joanne Hunt

There will be a Quality Assurance Committee meeting on December 21, 2022.

5. CEO Annual Review Committee (met November 21, 2022):

Laurey Carlson, David Anderson

There was a CEO Annual Review Committee meeting on November 21, 2022. Minutes were included in the Board packet.

6. IT Steering Committee (Met December 14, 2022):

Alec Clowes, Yuri Parisky, M.D.

There was an IT Steering Committee meeting on December 14, 2022. Minutes will be included in the January 2023 Board packet.

7. Facilities Committee:

Yuri Parisky, M.D., Laurey Carlson

There was no Facilities Committee meeting this month; no report. The next Facilities Committee meeting will be on December 19, 2022.

8. Board Member Recruitment Committee:

Laurey Carlson, David Anderson

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

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

There were no ad hoc, special or other committee meetings this month.

XII. CHIEF EXECUTIVE OFFICER'S REPORT

Tom Parker, CEO, noted that his report was included in the packet and reviewed the following highlights from his report:

1. Tom Parker expressed his gratitude to the managers and staff who have supported the endeavor to reduce costs in the hospital. There were 143 cost reduction ideas brought forth by the Management Team. The Admin Team is currently working on implementation of these ideas.

XIII. FINANCE REPORT

1. November 2022 Financial Package.
2. Investment Report.

The November 2022 Financial Narrative, investment report, and capital expenditure review were included in the Board packet. There were no questions from the Board.

XIV. BOARD EDUCATION

There was no Board education this month.

XV. OLD BUSINESS

There was no old business to discuss.

XVI. NEW BUSINESS

1. Review and Approval of Audited Fiscal Year ending June 30, 2022 Financial Statements and the Draft Management Report. Presentation by David Showalter and Monica Theisen, Eide Bailly, Certified Public Accountants.

David Showalter, Certified Public Account, Eide Bailly, presented the audited fiscal year ending June 30, 2022 Financial Statements and the Draft Management Report. There were some questions from the Board.

Alec Clowes moved, seconded by David Anderson, to approve the audited fiscal year ending June 30, 2022 Financial Statements and the Draft Management Report. A roll call vote was taken, the motion passed unanimously. Joanne Hunt, yes; Alec Clowes, yes; David Anderson, yes. Yes, 3, No, 0. Two absences, Yuri Parisky, M.D. and Laurey Carlson.

2. Declaring a vacancy on the Board of Directors due to the resignation of David Anderson. Board action to determine how to fill the vacancy.

This item was taken first in the agenda under New Business.

David Baumwohl suggested the Board make a motion to fill David Anderson's vacancy by appointment at the January 19, 2023 Regular Board meeting.

Alec Clowes moved to fill the vacancy via appointment at the January 19, 2023 Regular Board meeting. David Anderson seconded the motion. A roll call vote was taken, the motion passed unanimously. Joanne Hunt, yes; Alec Clowes, yes; David Anderson, yes; Yuri Parisky, M.D., yes. Yes, 4, No, 0. One absence, Laurey Carlson.

3. Review and Approval of the Rural Health Clinic Annual Evaluation.

Alec Clowes moved, seconded by David Anderson, to approve the Rural Health Clinic Evaluation for FY2022. Acting Chair Hunt asked for discussion, there was none. A roll call vote was taken, the motion passed unanimously. Laurey Carlson, Yes; Joanne Hunt, Yes; Yuri Parisky, M.D., Yes; Alec Clowes, Yes; David Anderson, Yes. Yes, 5; No, 0.

4. Review and action concerning board member compensation.

David Baumwohl discussed Resolution 14-03, which sets forth the current policy regarding board member compensation. Mr. Baumwohl stated this has been a Southern Mono Healthcare District policy since 2014. SMHD is governed by the Local Healthcare District Law Health & Safety Code sections 32000, et seq. The board inquired about compensation applying to committee meetings. Mr. Baumwohl stated the Government Code defines a "meeting" as a meeting of a majority of members (3 of 5). As committee meetings consist of two Board members, they are not considered meetings under this law. It was requested of Mr. Baumwohl to send a memorandum on the current law to the Board. Tom Parker noted that he will inquire as to what the District Hospital Leadership Forum members do as to their Board committee meetings.

5. Board discussion and possible action related to recent Brown Act legislation.

Lindsey Sarullo, in-house counsel, discussed recent Brown Act legislation and gave an update related to meeting attendance via teleconference.

Motion by Alec Clowes, seconded by David Anderson, that Board meetings will be conducted in accordance with current state of emergency guidelines including remote appearances, with the exception of when the

new Brown Act legislation takes effect. Should the Brown Act legislation prevail over or supersede the current state of emergency guidelines, the new Brown Act legislation will apply.

Lindsey Sarullo noted that she will further review how motions should be voted on with remote board attendees. A roll call vote was taken, the motion passed unanimously. Laurey Carlson, Yes; Joanne Hunt, Yes; Yuri Parisky, M.D., Yes; Alec Clowes, Yes; David Anderson, Yes. Yes, 5; No, 0.

6. Quarterly Review and Approval of New and Revised Policies.

David Anderson moved, seconded by Alec Clowes, to approve the new and revised policies. Acting Chair Hunt asked for discussion, there was none. A roll call vote was taken, the motion passed unanimously. Joanne Hunt, Yes; Yes; Alec Clowes, Yes; David Anderson, Yes. Yes, 3; No, 0. Two absences, Yuri Parisky, M.D. and Laurey Carlson.

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

David Anderson moved, seconded by Alec Clowes, to approve the new and revised contracts. Acting Chair Hunt asked for discussion, there was none. A roll call vote was taken, the motion passed unanimously. Joanne Hunt, Yes; Yes; Alec Clowes, Yes; David Anderson, Yes. Yes, 3; No, 0. Two absences, Yuri Parisky, M.D. and Laurey Carlson.

8. Approval of 2023 Regular Meeting Calendar.

Joanne Hunt moved, seconded by Alec Clowes, to approve the 2023 Monthly board of Directors Regular meeting schedule with the change noted that the Strategic Planning Conference will be held the third week of February, 2023. Acting Chair Hunt asked for comments, there were none. A roll call vote was taken, the motion passed unanimously. Joanne Hunt, Yes; Yes; Alec Clowes, Yes; David Anderson, Yes. Yes, 3; No, 0. Two absences, Yuri Parisky, M.D. and Laurey Carlson.

9. Women’s Health; Labor and Delivery Services; discussion and possible Board action.

It was decided that this item would be deferred to a future Board meeting. There was a request for a presentation by Northern Inyo Hospital and Mammoth Hospital OB/GYNs.

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

Joanne Hunt moved, seconded by Alec Clowes, that the Board found 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. Acting Chair Hunt asked for comments, there were some. A roll call vote was taken, the motion passed unanimously. Joanne Hunt, Yes; Yes; Alec Clowes, Yes; David Anderson, Yes. Yes, 3; No, 0. Two absences, Yuri Parisky, M.D. and Laurey Carlson.

XVII. CREDENTIALING

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John Robinson, MD – Orthopedic Surgeon (Fellow)

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Eryn Aldrich Coffey, MFT – Marriage & Family Therapy

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Direct Radiology Re-appointment to Telemedicine Staff

Kristen Grubb, MD – Radiology

Paul Ramirez, MD – Radiology

Procedural Sedation Privileges

Cory Toomasian, MD – Moderate & Deep Sedation

David Anderson moved, seconded by Alec Clowes, to approve the appointments as listed above. Acting Chair Hunt asked for comments, there were none. A roll call vote was taken, the motion passed unanimously. Joanne Hunt, Yes; Yes; Alec Clowes, Yes; David Anderson, Yes. Yes, 3; No, 0. Two absences, Yuri Parisky, M.D. and Laurey Carlson.

XVIII. PUBLIC COMMENTS

There were no additional public comments.

XIX. FUTURE BUSINESS

The next Regular Meeting and the Annual Meeting will take place on Thursday, January 19, 2023 at 8:00 a.m. in Conference Rooms A&B at Mammoth Hospital and on Teams.

ADJOURN

There being no further business the meeting was adjourned at 12:21 p.m.