

**BOARD OF DIRECTORS MEETING
HOSPITAL REDWOODS ROOM
THURSDAY, SEPTEMBER 28, 2017
MINUTES**

The Board of Directors of the Mendocino Coast Health Care District met in CLOSED session at 4:30 pm Town Hall 363 N. Main St. Fort Bragg, CA 95437, Steve Lund, Chair presiding

PRESENT: Mr. Lund, Dr. Glusker, Ms. Bruning, Dr. Miller, Dr. Campos,

Mr. John Ruprecht, Legal Counsel

Mr. Bob Edwards, CEO

Mr. Wade Sturgeon, CFO

Gayl Moon, Executive Assistant

ABSENT: None

1. CALL TO ORDER:

OPEN Session of the Board of Directors of the Mendocino Coast Health Care District convened at 6:00 p.m. Town Hall 363 N. Main St. Fort Bragg, CA 95437, Steve Lund, Chair presiding

2. ROLL CALL:

PRESENT: Mr. Steve Lund, Dr. Peter Glusker, Ms. Kathleen Bruning, Dr. Kevin Miller, Dr. Luke Campos
Board Members

BOARD MEMBERS ABSENT: None

ALSO PRESENT:

Mr. John Ruprecht, Legal Counsel

Mr. Bob Edwards, Chief Executive Officer

Mr. Wade Sturgeon, Chief Financial Officer

Ms. Gayl Moon, Executive Assistant

3. CLOSED SESSION MATTERS:

The Board of Directors reviewed the following items in closed session:

1. **INFORMATION/ACTION:** Pursuant to §32155 of the Health and Safety Code August Quality Management and Improvement Council Report
 - The Board approved the August Quality Management and Improvement Council Report
2. **INFORMATION/ACTION:** Pursuant to California Government Code §54954.5 and §32155 of the Health and Safety Code Medical Staff Credentials and Privileges Review
 - There was no report.
3. **INFORMATION/ACTION:** Public Employment: To review and approve Professional Services Agreement Addendum for Dr. Michael Sandys Government Code §54954.5 & 54957
 - The Board approved the contract with the Professional Services Agreement Addendum for Dr. Michael Sandys

4. **INFORMATION/ACTION:** Discussion and consideration of acceptance of termination of Dr. Praveen Reddy's contract effective October 31, 2017. Government Code §54957
 - The Board accepted Dr. Reddy's resignation effective October 31, 2017.
5. **Information/Action:** Consideration of personnel complaint by Susan Nella. Government Code §54957
 - No action was taken.

4. **PUBLIC COMMENTS**

- Rich Jung of the Ambulance Fund presented a check in the amount of \$35,000 to the Michelle Roberts, CEO of the Foundation. The funds to go toward the purchase of a new ambulance.
- The Friends of the Hospital read a letter with five (5) suggestions to the Board regarding the possible Parcel Tax.
- Community members spoke on matters regarding MCDH.

5. **REVIEW OF THE AGENDA**

- There were no changes to the agenda.

6. **BOARD COMMENTS**

- Mr. Lund thanked the community members for their support and interest in helping the Hospital go forward.
- Mr. Lund stated that the purpose of the September 23rd Board/Finance/Planning Retreat was to be an initial effort to ensure that the Planning Committee, the Finance Committee and the Board are all on the same page regarding the technical information, challenges the Hospital is facing and what some of the options might be. Many more community sessions will take place.
- Board Meeting venue will be put on the October agenda.

7. **ACTION: APPROVAL OF CONSENT CALENDAR: MR. STEVE LUND, PRESIDENT**

1. Minutes: Regular Session, August 31, 2017

2. ***Policy Titles***

- Educational Assistance –Bargaining Unit Employees
- Personal Time Off (PTO)-Bargaining Unit and Non-Bargaining Unit Employees
- Holidays –Non-Bargaining Unit Employees
- Holidays –Bargaining Unit Employees
- Work Status Classification –Bargaining Unit Employees
- Work Status Classification –Non-Bargaining Unit Employees

MOTION: To approve the Consent Calendar

- Bruning moved
- Campos second
- Roll call
 - Ayes: Lund, Campos, Glusker, Bruning, Miller
 - Noes: None
 - Absent: None
 - Abstain: None
- Motion carried

8. **ACTION/INFORMATION: BOARD/FINANCE/PLANNING MEETING SEPTEMBER 23, 2017 REPORT: MR. STEVE LUND, CHAIR**

- Mr. Lund thanked everyone involved in putting together the September 23rd

Board/Finance/Planning Retreat and thanked the community for attending on a Saturday.

9. ACTION/INFORMATION: APPROVAL OF NEW FINANCE COMMITTEE MEMBER CHANDRA BLENCOWE: MR. STEVE LUND, CHAIR

- Chandra Blencowe would like to join the Finance Committee.
- The Finance Committee would like to meet her before appointing her, and would also like to know when she will be available to formally start attending the meetings.

10. ACTION/INFORMATION: PACS SYSTEM: MR. WADE STURGEON, CFO/MR. JOHN RUPRECHT, LEGAL COUNSEL

- This item was tabled.

11. INFORMATION: CEO REPORT: MR. BOB EDWARDS, CEO

- Mr. Edwards thanked everyone for their efforts and attendance of the September 23rd Retreat.
- Dr. Danhash, a family practice physician will join NCFHC on October 9th.
- Proposition B will be on the November ballot, and would be good for both the Hospital patients and staff.
- Mr. Sturgeon continues to look into financing for the Medi Tech Electronic Health Record. The Hospital is also looking into leasing Cerner Electronic Health Record system.
- The Hospital will have a PR/Marketing staff member in house beginning next week.
- The Hospital's scorecard has been presented on two (2) different objectives to be reached through Partnership Health Plan over the last year.
 - (1) to reduce all cause 30 day admission rate
 - (2) to have eTars (electronic treatment authorization requests) for transportationThe Hospital scored 100% on both of these objectives. This will help add approximately \$500,000 annually to the bottom line.

14. ACTION/INFORMATION: MEDICAL STAFF REPORT: DR. JOHN KERMEN

- Dr. Kermen stated after careful review by the Credentials Committee as well as the Medical Executive Committee, the only names to be brought forward tonight for approval are: Dr. Maher Danhash for Appointment to Medical Staff-Provisional Status, and Re-Appointment of Michael Cooney, MD
- Dr. Kermen thanked Robin Modder for her many years of service in the Surgical Department.

A. Locum Tenens Coverage

1. Kalamani Dharma, MD –Department of Surgery-Obstetrics-Gynecology
(October 6-December 31, 2017)
Kalamani Dharma, MD will not be approved.

B. Appointment to Medical Staff-Provisional Status

1. Maher Danhash, MD –Department of Mendocino-Family Practice-North Coast
 2. Daniel Jardini, MD –Department of Medicine-Hospitalist Service
 3. Sherwin Valadkhani, MD – Department of Mendocino-Hospitalist Service
- Daniel Jardini, MD, and Sherwin Valadkhani, MD will not be approved.

MOTION: After careful consideration recommend approval to Medical Staff-Provisional States of Maher Danhash, MD

- Bruning moved
- Campos second

- Roll call
 - Ayes: Miller, Bruning, Lund, Campos, Glusker
 - Noes: None
 - Absent: None
 - Abstain: None
- Motion Carried

C. Re-Appointment of V-Rad Teleradiology Physician

1. Michael Cooney, MD

MOTION: After careful consideration recommend approval of Re-Appointment of V-Rad Teleradiology Physician Michael Cooney, MD

- Bruning moved
- Campos second
- Roll call
 - Ayes: Bruning, Lund, Campos, Miller, Glusker
 - Absent: None
 - Abstain: None
- Motion carried

15. ***ACTION/INFORMATION:* CHIEF NURSING OFFICER REPORT: MS. LYNN FINLEY**

- Refer to the attached report.

16. ***ACTION/INFORMATION:* JPA REPORT: MR. STEVE LUND, CHAIR**

- The JPA continues as a conduit issuer. Some of the proceeds to fund the budget of the JPA.

17. ***INFORMATION:* ASSOCIATION AND COMMUNITY SERVICE REPORTS**

- There were no reports.

18. ***ACTION/INFORMATION:* STATISTICAL/FINANCE REPORT, AUGUST 2017: MR. WADE STURGEON, CFO**

August Highlights:

- Net Income from Operations was an increase of \$257,464
 - o YTD Income from Operations \$7,425
- Net Income from All Sources was an income of \$288,480
 - o YTD Income from All Sources \$73,848
- Bond Covenants as reported on the Executive Summary are all within requirements
 - o Debt Service Coverage Ratio is within covenant at 1.35
 - o Current Ratio is within covenant at 1.19
 - o Days Cash On Hand is within the covenant at 43.44
- Junice Wilson a presentation of Home Health & Hospice.

MOTION: To approve the Finance and Statistical Report for August 2017

- Bruning moved
- Campos second
- Roll call
 - Ayes: Campos, Glusker, Miller, Bruning, Lund
 - Noes: None
 - Absent: None
 - Abstain: None
- Motion carried

20. PUBLIC COMMENTS:

- A community member commented on a concern with the OB Department coverage.

21. ADJOURN:

- Meeting adjourned at 7:00 pm

Peter Glusker, MD, Secretary
Board of Directors

Gayl Moon, Secretary to the
Board of Directors