

**BOARD OF DIRECTORS MEETING  
HOSPITAL REDWOODS ROOM  
THURSDAY, JULY 27, 2017  
MINUTES**

The Board of Directors of the Mendocino Coast Health Care District met in CLOSED session at 4:30 pm in the Hospital Redwoods Room, 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 6:10 p.m. at Town Hall 363 N Main Street, Fort Bragg, CA Mr. Steve Lund 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 June Quality Management and Improvement Council Report
  - The Board unanimously approved the June 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:** Additional Legal Assistance
  - The Board discussed potential legal assistance; directed staff to bring a proposal back to the Board.
4. **INFORMATION/ACTION:** Public Employment: To review and approve Professional Services Agreement for Russell Perry, MD Government Code §54954.5 & 54957

- The Board approved the Professional Services Agreement for Dr. Russell Perry
5. **Information/Action:** Public Employment: To review and approve Professional Services Agreement Dr John Kermen, DO Government Code §54954.5 & 54957
- The Board approved the Professional Services Agreement for Dr. John Kermen, DO

4. **PUBLIC COMMENTS**

- Lucresha Renteria commented on Mendocino Coast Clinic physician/practitioner recruitment.

5. **REVIEW OF THE AGENDA**

- Mr. Lund requested moving agenda item “Request Board Special Meeting to consider Parcel Tax Measure on November 2017 Ballot” to the first item under New Business.

**MOTION:** To move agenda item “Request Board Special Meeting to consider Parcel Tax Measure on November 2017 Ballot” to the first item under New Business

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

6. **BOARD COMMENTS**

- There were no Board comments.

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

1. Minutes: Regular Session, May 25, 2017
2. Minutes: Regular Session, June 22, 2017
3. Minutes: Special Session, June 21, 2017
4. Minutes: Special Session, June 15, 2017
5. Minutes: Special Session, June 13, 2017
6. Approval of Alysoun Huntley Ford Fund Draw for a total of \$840.44
7. **Policy Titles**
  - Employee Family and Medical Leaves
  - Dress, Appearance and Personal Grooming

**MOTION:** To approve the Consent Calendar

- Bruning moved
- Glusker second
- Motion carried

8. **ACTION/INFORMATION: PLANNING COMMITTEE REPORT: DR. KEVIN MILLER**

- Dr. Miller gave the Planning Committee Report:
  - Michael Riemenschneider gave a presentation which covered:
    - ✓ Challenges solutions
    - ✓ Comparison between a Parcel Tax and a GO Bond
    - ✓ The Overall Approach
    - ✓ Planning & Community Outreach

✓ Advocacy Efforts

9. **ACTION/INFORMATION: REQUEST BOARD SPECIAL MEETING TO CONSIDER PARCEL TAX MEASURE ON NOVEMBER 2017 BALLOT: DR. KEVIN MILLER**

- Dr. Miller requested a Special Board Meeting on Monday, July 31 to consider putting a Parcel Tax Measure on the November 2017 Ballot.

**MOTION:** To have a Special Board Meeting on Monday, July 31, 2017 to consider putting a Parcel Tax Measure on November 2017 Ballot

- Bruning moved
- Campos second
- Discussion ensued.
- Roll call
  - Ayes: Miller, Bruning
  - Noes: Lund, Campos, Glusker
  - Absent: None
  - Abstain: None
- Motion did not carry

9. **ACTION/INFORMATION: RENEWAL FOR G. E. MAMMOGRAPHY IMAGING SYSTEM: MR. EMMET O'CONNELL**

- This is a 60-month renewal of Service Contract on G. E. Mammography Imaging System.
- This service is provided by the vendor that provided the system. There is no equally qualified source for this service that is available to the Hospital.
- John Ruprecht, Legal Counsel stated that "this is a very good contract".

**MOTION:** To approve renewal for G. E. Mammography Imaging System

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

10. **ACTION/INFORMATION: VITEK CONTRACT: MR. EMMET O'CONNELL**

- The Hospital's current Vitek analyzer is eleven years old. The vendor will no longer support the hard-drive computer storage devices that are on-board this analyzer. The cost of replacing the hard-drives & software (est. \$38,000) and implementing a new service contract on this obsolescent instrument would be less cost effective than up-grading to a new analyzer. This analyzer determines what type of infection a person has, and what antibiotic is needed.
- This is a 60-month Reagent Rental Agreement for the Vitek 2 compact 30 Bacterial Identification and Susceptibility Analyzer.

**MOTION:** To approve the Vitek Contract in the amount of \$285,178.32 over a five (5) year period

- Glusker moved
- Campos second
- Roll call
  - Ayes: Campos, Glusker, Miller, Bruning, Lund

- Noes: None
- Absent: None
- Abstain: None
- Motion carried

**11. ACTION/INFORMATION: CONSIDERATION TO REQUEST A JOINT PLANNING COMMITTEE/BOARD RETREAT TO DEVELOP A PLAN TO ACCOMPLISH THE 2030 SEISMIC BUILDING REQUIREMENTS AND LONG TERM FINANCIAL VIABILITY PLAN: MR. BOB EDWARDS, CEO**

- Steve Lund would like this request to include the Finance Committee in the joint Planning Committee and Board Retreat.
- Mr. Edwards would like to wait until the soil sample results are received before having this joint meeting.
- Discussion ensued.

**MOTION:** To consider a request for a Joint Planning Committee, Finance Committee and Board Retreat to develop a plan to accomplish the 2030 Seismic Building requirements and Long Term Viability Plan

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

**12. ACTION/INFORMATION AMENDMENT & EXTENSION OF EMCARE PREMIER EMERGENCY PHYSICIAN CONTRACT: MR. WADE STURGEON, CFO**

- Emcare has stated that what MCDH is currently paying for ER physicians is well below market (\$25 per hour lower than the nearest competitor), which makes it difficult for Emcare of staff the Hospital's ER, and the quality of the physicians that were coming was a challenge. Emcare has been absorbing the additional costs to the physicians for several months, and have asked for an increase in the monthly Administrative Fee which is approximately 7% of the revenue which would result in an approximate increase of \$200,000 per year.

**MOTION:** To approve the Amendment & Extension of Emcare Premier Emergency Physician Contract

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

**13. ACTION/INFORMATION: BOARD PROTOCOLS: MR. BOB EDWARDS, CEO**

- These protocols state how the Board should behave both individually and collectively when interfacing with the staff and Administration.

- Dr. Glusker suggested using the guidelines recommended by the Joint Commission for Board protocols instead.

**MOTION:** To approve Policy 100.1028 Board Protocols

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

**13. INFORMATION: CEO REPORT: MR. BOB EDWARDS, CEO**

- A Special Board meeting may be necessary in order to move the HVAC project along.
- Mr. Edwards introduced Dan Camp, the new Chief of Human Resources Officer.
- The Pharmacy did very well with a Pharmacy Inspection that took place this week.
- Nuclear Medicine will be down until September 11.

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

**A. Temporary Privileges**

1. Hassan Jadid, MD -Department of Medicine-Hospitalist Service (July 19-28, 2017)

**MOTION:** After careful consideration recommend approval of Temporary Privileges for Hassan Jadid, MD

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

**B. Locum Tenens Coverage**

1. Sherif Wassef, MD -Department of Medicine-Radiology (June 16-24, 2017)

**MOTION:** After careful consideration recommend approval of Locum Tenens Coverage for Sherif Wassef, MD

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

**C. Re-Appointments to Medical Staff**

1. Tareg Ali, MD -Department of Medicine-Emergency Medicine
2. Michael Azarkh, MD -Department of Medicine-Hospitalist
3. Arvind Behl, MD -Department of Medicine-Hospitalist
4. Debra Bowker, MD -Department of Medicine-Emergency Medicine
5. Darby Clayson, MD -Department of Medicine-Hospitalist

6. Christine Eisele, MD –Department of Medicine-Emergency Medicine
7. Mandaar Gokhale, MD –Department of Medicine-Emergency Medicine
8. Timothy Hockenberry, MD –Department of Medicine-Hospitalist
9. David Irvine, MD –Department of Medicine-Emergency Medicine
10. Barbara Kilian, MD – Department of Medicine-Emergency Medicine
11. Juliet LaMers, MD –Department of Medicine-Emergency Medicine
12. Richard Leach, MD –Department of Medicine-Emergency Medicine
13. Irais Leon, MD –Department of Medicine-Emergency Medicine
14. Robin Serrahn, MD –Department of Medicine-Emergency Medicine
15. Buongkhong (David) Vansomphone, MD –Department of Medicine-Hospitalist
16. Camelia Wogu, MD –Department of Medicine-Hospitalist

**MOTION:** After careful consideration recommend approval of Re-Appointments to Medical Staff for Tareg Ali, MD: Michael Azarkh, MD: Arvind Behl, MD: Debra Bowker, MD: Darby Clayson, MD: Christine Eisele, MD: Mandaar Gokhale, MD: Timothy Hockenberry, MD: David Irvine, MD: Barbar Kilian, MD: Juliet LaMers, MD: Richard Leach, MD: Irais Leon, MD: Robin Serrahn, MD: Buongkhong (David) Vansomphone, MD: Camelia Wogu, MD

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

**D. Appointment to Medical Staff –Provisional Status**

1. Hassan Jadid, MD –Department of Medicine-Hospitalist Service

**MOTION:** After careful consideration recommend approval for Appointment to Medical Staff –Provisional Status for Hassan Jadid, MD

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

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

- There were no reports.

**16. ACTION/INFORMATION: STATISTICAL/FINANCE REPORT, JUNE 2017: MR. WADE STURGEON, CFO**

**June Highlights:**

- Net Income from Operations was a loss of (\$310,799)
  - YTD Loss from Operations (\$525,469)
- Net Income from All Sources was a loss of (\$274,612)
  - YTD Income from All Sources \$401,027
- Bond Covenants as reported on the Executive Summary are all within requirements
  - Debt Service Coverage Ratio is within covenant at 1.69
  - Current Ratio is within covenant at 1.30
  - Days Cash On Hand is within the covenant at 47.03

**MOTION:** To approve the Finance and Statistical Report for June 2017

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

**20. PUBLIC COMMENTS:**

- Several community members commented on issues/concerns with the Hospital.

**21. ADJOURN:**

- The meeting adjourned at 8:15 pm

-----  
-----  
Peter Glusker, MD, Secretary  
Board of Directors

-----  
-----  
Gayl Moon, Secretary to the  
Board of Directors