

MENDOCINO COAST HEALTH CARE DISTRICT  
**BOARD OF DIRECTORS**  
REGULAR MEETING

**THURSDAY, APRIL 25, 2019**  
**4:30 p.m. Closed Session**  
**6:00 p.m. Open Session**

MENDOCINO COAST DISTRICT HOSPITAL  
Redwoods Room & Patient Registration Area  
700 River Drive  
Fort Bragg, California 95437

2058 45<sup>th</sup> Avenue  
San Francisco, CA 94116

Mendocino Coast District Hospital Mission Statement

**MISSION**

To make a positive difference in the health of our rural community.

**VISION**

MCDH will play a vital role in the overall health and well-being of the community, and will be the key element in the healthcare system serving the needs of our community. We will provide leadership to enhance the efficiency, coordination, quality and range of services provided within our rural healthcare system.

MCDH will be the healthcare provider and employer of choice within our community. We will continually address and keep up with technology and superior clinical skills

We will have a positive impact on health by encouraging personal and community responsibility for health and wellness. Our efforts will play a decisive role in people choosing to stay in our community or to locate here.

**VALUES**

MCDH is committed to providing excellent quality, patient centered, cost effective health care in a caring, safe and professional environment, and serving the community's healthcare needs with current technology and superior clinical skills. We believe in the right to local access to a wide range of excellent quality healthcare services in our rural community. We promote patient safety and satisfaction, and consistently work toward a high level of care with results in our patients recommending us to others and in their returning to us for needed health care.

Every member of our healthcare team will play an active, participative role that effectively utilizes the skills and talents of each. People are our most valuable resource. We encourage professional development that will achieve a level of competence and morale that will attract and maintain the highest quality staff. We strive to build partnership with our employees emphasizing mutual respect and mutual success.

**I. ROLL CALL**

**II. CLOSED SESSION**

1. **Information/Action:** Pursuant to §32155 of the Health and Safety Code March Quality Management and Improvement Council Reports
2. **Information:** Pursuant to California Government Code §54954.5 and §32155 of the Health and Safety Code Medical Staff Credentials and Privileges Review and Medical Staff Report

3. **Information/Action:** Consideration of Termination of Legal Services Contract with Best, Best & Krieger, Attorneys at Law, dated 9/25/18. Government Code §§54954.5(e), 54957; Evidence Code §952, et seq.
4. **Information/Action:** Consideration of Proposal for Legal Services by Baker, Manock & Jensen, Attorneys at Law, including services to assist the Hospital District in any proposed affiliation or acquisition of the Hospital by another entity. Government Code §§54954(e), 54957; Evidence Code §952, et seq.
5. **Information/Action:** Pursuant to Government Code §54957.6: closed session Board Meeting with the District's Labor Union Negotiators, Interim CEO Wayne Allen, Mr. Dan Camp. Government Code §54,957.6.
6. **Information/Action** Association of California Healthcare Districts' Survey of January, 2014 required by The Joint Commission (TJC). Exempt from public disclosure pursuant to Government Code §6254(s); Evidence Code §1157; and Health & Safety Code §32,155

**III. 6:00 P.M. OPEN SESSION CALL TO ORDER– KAREN ARNOLD, CHAIR**

**IV. ROLL CALL**

**V. REPORT ON ANY ACTION TAKEN IN CLOSED SESSION; GOVERNMENT CODE 94957.1**

**VI. PUBLIC COMMENTS**

This portion of the meeting is reserved for persons desiring to address the Board of Directors on any matter over which the District has jurisdiction. You may state your name and address for the record. Time is limited to 3 minutes with a 20-minute total time limit for all comments. The Board of Directors can take no action on your presentation, but can seek clarification to points made in your presentation or comments.

**BROWN ACT REQUIREMENTS:** Pursuant to the Brown Act, the Board of Directors cannot discuss issues or take action on any requests during this comment period.

**VII. REVIEW OF THE AGENDA**

*Action*

**VIII. BOARD COMMENTS**

*Information*

**IX. APPROVAL OF CONSENT CALENDAR**

*Action*

The following items are considered routine and non-controversial by Hospital Staff. Consent items may be approved by one motion if no member of the Board or audience wishes to comment or ask questions. If comment or discussion is desired, the item will be removed from the Consent Agenda and will be considered under new business

- |   |       |
|---|-------|
| 1. Approval of Board of Directors meeting minutes of March 28, 2019         | Tab 1 |
| 2. Approval of Special Board of Directors meeting minutes of March 20, 2019 | Tab 2 |
| 3. Approval of Special Board of Directors meeting minutes of April 1, 2019  | Tab 3 |
| 4. Approval of Alysoun Huntley Ford Fund Draw                               |       |

**X. NEW BUSINESS**

- |  |       |               |
|--|-------|---------------|
| 1. Interim CEO Agreement: Ms. Karen Arnold, Chair  | Tab 4 | <i>Action</i> |
| 2. Resignation of CFO: Ms. Karen Arnold, Chair   | Tab 5 | <i>Action</i> |
| 3. Appointment of CFO: Ms. Karen Arnold, Chair   |       | <i>Action</i> |
| 4. Ratification of April 11, 2019 Request for Proposal for Potential Affiliation with extension of deadline for response and Public Records Act Disclosure: Mr. Wayne Allen, Interim CEO | Tab 6 | <i>Action</i> |
| 5. Resolution 2019-13 HELP II Loan Signature Authority for Wayne Allen:  | Tab 7 | <i>Action</i> |

- Ms. Karen Arnold, Chair
- |   |        |                    |
|---|--------|--------------------|
| 6. Resolution 2019-10 Bank of America Signature Authority for Wayne Allen:<br>Ms. Karen Arnold, Chair   | Tab 8  | <i>Action</i>      |
| 7. Resolution 2019-11 Savings Bank Signature Authority for Wayne Allen:<br>Ms. Karen Arnold, Chair      | Tab 9  | <i>Action</i>      |
| 8. Resolution 2019-12 Tri Counties Bank Signature Authority for Wayne Allen:<br>Ms. Karen Arnold, Chair | Tab 10 | <i>Action</i>      |
| 9. Dr. Jason Kirkman Medical Director Contract Renewal: Mr. Mike Ellis, CFO                             | Tab 11 | <i>Action</i>      |
| 10. Dr. Zoe Berna Physician Champion Agreement for Meditech:<br>Mr. Mike Ellis, CFO                     | Tab 12 | <i>Action</i>      |
| 11. Code of Ethical Behavior and the Standards of Conduct 1 <sup>st</sup> Read:<br>Ms. Amy McColley     | Tab 13 | <i>Action</i>      |
| 12. Board Members' Conflict of Interest: Ms. Karen Arnold, Chair  |        | <i>Information</i> |
| 13. Resolution 2019-14 Authorizing Investment of Monies in LAIF Account                                 | Tab 14 | <i>Action</i>      |

**XI. OLD BUSINESS**

- Measure C Update: Mr. Mike Ellis, CFO *Information*

**XII. REPORTS**

- CEO Report: Mr. Wayne Allen, Interim CEO *Information*
- Medical Staff Report: Dr. John Kermen Tab 15 *Action*
  - A. Re-Appointments to Medical Staff
    1. Jeffrey Berenson, MD –Department of Medicine-Internal Medicine
    2. Michael Brown, MD –Department of Medicine-Psychiatry
    3. Lawrence Goldwyn, MD –Department of Medicine-Internal Medicine
    4. Jason Kirkman, MD –Department of Medicine-Internal Medicine
    5. John Roachat, MD –Department of Medicine-Internal Medicine
    6. James Swallow, MD –Department of Medicine-Internal Medicine
  - B. Release from Proctoring-Allied Health Professional
    1. Anne Hall, PA-C –Department of Surgery-Orthopedics
- Chief Nursing Officer Report: Ms. Lynn Finley *Information*
- Planning Committee Report: Ms. Jessica Grinberg *Information*
  - Strategic Planning RFP for Facilitator *Action*
- Finance Committee Report: Mr. John Redding Tab 16 *Action*

**XIII. FUTURE AGENDA ITEMS: MS. KAREN ARNOLD** *Information*

**XIV. ASSOCIATION AND COMMUNITY SERVICE REPORTS** *Information*

**XV. Public Comments**

This portion of the meeting is reserved for persons desiring to address the Board of Directors on any matter over which the District has jurisdiction. You must state your name and address for the record. Time is limited to 3 minutes. The Board of Directors can take no action on your presentation, but can seek clarification to points made in your presentation or comments. Any person desiring to speak on an agenda item will be given an opportunity to do so prior to the Board of Directors taking action on the item.

***BROWN ACT REQUIREMENTS:*** Pursuant to the Brown Act, the council cannot discuss issues or take action on any requests during this comment period.

**XVI. ADJOURNMENT**

**\* THIS DOCUMENT WILL BE PROVIDED AT THE MEETING.**

All disabled persons requesting disability related modifications or accommodations, including auxiliary aids or service may make such request in order to participate in a public meeting to Gayl Moon, Secretary to the Board of Directors, 700 River Drive, Fort Bragg, CA 95437, no later than 72 hours prior to the meeting that such matter be included on that month's agenda.

\*Per District Resolution, each member of the Public who wishes to speak shall be limited to three minutes each per agenda item. Please identify yourself prior to speaking. Thank you.