

**BOARD OF DIRECTORS MEETING
HOSPITAL REDWOODS ROOM
THURSDAY, MAY 30, 2019
MINUTES**

The Board of Directors of the Mendocino Coast Health Care District met in CLOSED session at 4:30 pm in the Redwoods Room, Karen Arnold, Chair presiding

PRESENT: Mr. Lund, Ms. McColley, Mr. Arnold, Ms. Grinberg, Mr. Redding

Mr. Wayne Allen, Interim CEO
Mr. Mike Ellis, Interim CFO

I. CALL TO ORDER:

OPEN Session of the Board of Directors of the Mendocino Coast Health Care District convened at 6:00 p.m. in the Patient Registration Lobby, Ms. Karen Arnold Chair presiding

II. ROLL CALL:

PRESENT: Mr. Steve Lund, Ms. Amy McColley, Ms. Karen Arnold, Ms. Jessica Grinberg, Mr. John Redding
Board Members

BOARD MEMBERS ABSENT: None

ALSO PRESENT:

Mr. Wayne Allen, Interim CFO
Ms. Gayl Moon, Executive Assistant

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

1. **INFORMATION/ACTION:** Pursuant to §32155 of the Health and Safety Code April Quality Management and Improvement Council Reports
2. **INFORMATION/ACTION:** 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:** Hardin v. Mendocino Coast District Hospital, U.S. District Court for the Northern District of California, et al., Case No. 3:17-CV-05554, conference with legal counsel. Government Code §54956.9

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

- The Board approved the April Quality Management and Improvement Council Reports.
- Received a Medical Staff report from Dr. Kermen.
- Received an update on the Hardin Case.

V. PUBLIC COMMENTS

- Community members made comments regarding Hospital issues.

VI. REVIEW OF THE AGENDA

- There were no changes to the agenda.

VII. BOARD COMMENTS

- There were no Board Comments.

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

1. Minutes: Regular Session, April 25, 2019
2. Minutes: Special Board Meeting May 1, 2019
3. Alysoun Huntley Ford Fund Draw Requests (there were no requests)

MOTION: To approve the Consent Calendar

- Lund moved
- Grinberg second
- Roll call
 - Ayes: Lund, Arnold, Grinberg, Redding,
 - Noes: None
 - Absent: None
 - Abstain: McColley
- Motion carried

IX. ACTION: RFQ FOR FACILITIES ARCHITECT: MS. NANCY SCHMID

- Ms. Schmid presented an RFQ for Facilities Architect.

MOTION: To approve the RFQ as submitted

- Lund moved
- Grinberg second
- Discussion ensued. Ms. Schmid stated there is a typo on page three (3). The word “unity” should actually be the word “unit”.
- Mr. Lund amended his motion to reflect the above stated change.
- Roll call
 - Ayes: Redding, McColley, Lund, Arnold, Grinberg
 - Noes: None
 - Absent: None
 - Abstain: None
- Motion carried

X. ACTION: COMMUNITY NEEDS ASSESSMENT: MR. WAYNE ALLEN, INTERIM CEO

- Mr. Allen will bring a proposal to the Board in June to conduct a very comprehensive Community Needs Assessment.

XI. ACTION: POLICY 1712 CODE OF ETHICAL BEHAVIOR AND STANDARDS OF CONDUCT, FIRST READ

- This policy will be brought back to the Board next month as a second read and for Board approval.

MOTION: To approve Policy 1712 Code of Ethical Behavior and Standards of Conduct as a First Read

- Grinberg moved
- McColley second
 - Ayes: Redding, McColley, Lund, Arnold, Grinberg
 - Noes: None

- Absent: None
- Abstain: None
- Motion carried

XII. ACTION: LETTER OF SUPPORT FOR NOMINATION OF FORT BRAGG CITY COUNCILMEMBER WILLIAM LEE TO CALIFORNIA COASTAL COMMISSION: MR. WILL LEE

MOTION: To approve the Board support Will Lee’s nomination as Fort Bragg City Mayor to the California Coastal Commission

- Lund moved
- Grinberg second
- Roll call
- Ayes: McColley, Arnold, Grinberg, Lund, Redding
- Noes: None
- Absent: None
- Abstain: None
- Motion carried

XIII. ACTION: RATIFICATION/APPROVAL OF AGREEMENT BETWEEN UFCW 8-GOLDEN STATE AND MENDOCINO COAST DISTRICT HOSPITAL: MS. KAREN ARNOLD, CHAIR

- The Union members have agreed to this Union contract.

MOTION: To approve the ratification of the agreement between UFCW 8-Golden State and Mendocino Coast District Hospital

- McColley moved
- Grinberg second
- Roll call
 - Ayes: Grinberg, Lund, McColley, Redding, Arnold
 - Noes: None
 - Absent: None
 - Abstain: None
- Motion carried

XIV. ACTION: ESTABLISH A LEGISLATIVE COMMITTEE, FIRST READ: MR. JOHN REDDING, CHAIR

- Mr. Redding suggested forming a group to discuss legislative issues.
- A proposal will be brought before the Board at the June meeting.

XV. ACTION: POLICY 1325 COMPETENCIES FOR EMPLOYEES AND REGISTRY STAFF, FIRST READ:

MOTION: To accept Policy 1325 Competencies for Employees and Registry Staff as a First Read

- Lund moved
- Grinberg second
- Mr. Lund stated that Item J would make more sense if it were worded:
If deficiencies are found in the competency area, the manager and staff will design a plan of correction timeline and provide continued feedback.

- Roll call
 - Ayes: Lund, Redding, Arnold, Grinberg, McColley
 - Noes: None
 - Absent: None
 - Abstain: None
- Motion carried

XVI. ACTION: CHEMICAL ABORTION ACLU LETTER: MS. KAREN ARNOLD, CHAIR

- Legal counsel has been asked for clarification and their opinion on this subject. Ms. Arnold stated that this will hopefully be brought back to the next Board meeting.

XVII. ACTION: ROLES AND RESPONSIBILITIES OF THE BOARD: MR. JOHN REDDING & MS. AMY MCCOLLEY

MOTION: For the Board to develop both an agenda and a date for a Board Retreat as soon as practical

- Lund moved
- Grinberg second
- Ms. McColley and Mr. Redding gave a power point presentation showing some of the results of the Board Self Evaluation.
- Discussion ensued.
- Steve Lund and Jessica Grinberg will develop a framework for professional development as a Board of Directors. This will be brought back to the Board to be discussed/modified before taking the next step.
- The retreat to take place within forty-five (45) days.
- The Board will look into attending an Estes Park conference at some point in the future.
- Mr. Lund amended his motion to reflect the following motion:

MOTION: The Board to schedule a Board Retreat to take place within 45 days for the Board to begin working on our relationship and defining the roles and responsibilities

- Lund moved
- Grinberg second
- Roll call
 - Ayes: Arnold, Grinberg, Redding, McColley, Lund
 - Noes:
 - Absent:
 - Abstain
- Motion carried

XVIII. INFORMATION: CEO REPORT: MR. WAYNE ALLEN, INTERIM CEO

- National Hospital Week was in May, and the Hospital celebrated by having root beer floats one day, a pasta sauce contest one day, and then ending the week with a BBQ. Mr. Allen thanked everyone for their hard work in making it a great success.
- For the last six months, the Hospital has been working on upgrading their EHR to Meditech. The intended Go Live date was for July 1. Early next week the go or no go decision will be made as to whether the system is ready to go live July 1st. The Hospital staff and physicians don't feel the system is ready to Go Live on July 1.

XIX. ACTION: MEDICAL STAFF REPORT: DR. JOHN KERMEN

- a. Re-Appointments to Medical Staff

1. William Miller, MD –Department of Medicine-Internal Medicine
 2. Eleanor Oakley, MD –Department of Medicine-Emergency Medicine
 3. Robert Pollard, MD –Department of Medicine-Emergency Medicine
- b. Appointments to Medical Staff
1. Steven Lalliss, MD –Department of Surgery Orthopedic Surgery
 2. Victoria Mohr, MD –Department of Surgery-Obstetrics-Gynecology
- c. Release from Proctoring-Allied Health Professional
1. Joseph Martin, PA-C –Department of Medicine-Family Practice
- d. Appointment to V-Rad Teleradiology Staff
1. Scott Baginsky, MD –Department of Medicine-Teleradiology

MOTION: To approve the Medical Staff report as presented by Dr. Kermen and as is listed in the agenda

- Lund moved
- McColley second
- Roll call
 - Ayes: Redding, McColley, Lund, Arnold, Grinberg
 - Noes: None
 - Absent: None
 - Abstain: None
- Motion carried

XX. INFORMATION: CHIEF NURSING OFFICER REPORT: MS. LYNN FINLEY

- The nurses were honored during Nursing Week during the month of May.
- Last week the BETA Heart team went to a workshop in Pasadena.

XXI. INFORMATION: PLANNING COMMITTEE REPORT: MS. JESSICA GRINBERG

- The committee is looking at a Critical Action Management Plan “CAMP”. This would help look into the day to day function of the Hospital.
- Completed projects from Planning:
 - ✓ Swing Bed Program review
 - ✓ Finalized the review of expanding Ambulance Services
- Reviewed new programs:
 - ✓ Ms. McColley gave a review of laparoscopically gynecological services. This is in the exploring phase.
 - ✓ Would like to have an assessment of Dialysis for patients who are in need of acute care services and how to keep them on the coast.
 - ✓ Looking into conducting a community survey.
- American Advanced Management Group joined the meeting via Webex, spoke of their organization and gave an overview of their vision.

ACTION: REVISION OF BYLAWS

- Amy McColley and Carole White will review the Bylaws and the standing committee configurations across the Board that would include the Finance Committee.
- The Planning Committee would like the Board to review the Bylaws and look into the ways the current committees are configured.

MOTION: To have a sub-committee that is McColley and Grinberg to review the Bylaws on behalf of the Board of Directors of Mendocino Coast District Hospital

- McColley moved
- Grinberg second
- Roll call
 - Ayes: Arnold, Grinberg, Redding, McColley, Lund
 - Noes: None
 - Absent: None
 - Abstain: None
- Motion carried

XXII. ACTION: FINANCE REPORT: MR. JOHN REDDING

April Financial Statements Summary

- Mr. Allen presented the April 2019 Financial Statements
- Mr. Redding stated there was an EHR presentation given and the inability to meet the July 1 deadline.
- Mr. Redding is pleased with the developing relationship between the Planning Committee and the Finance Committee.
- The Finance Committee has two (2) openings.
- Mr. Redding stated that the Hospital's cash balance has been between 1 ½ and 2 million dollars.
- The Finance Committee, through the Audit process is looking into finding the extent of the Hospital's financial problems, and what changes are necessary to improve the situation.

MOTION: To approve the April 2019 Financial Statements

- Lund moved
- Redding second
- Roll call
 - Ayes: McColley, Arnold, Grinberg, Lund, Redding
 - Noes: None
 - Absent: None
 - Abstain: None
- Motion carried

XXIII. INFORMATION: FUTURE AGENDA ITEMS: MS. KAREN ARNOLD, CHAIR

- The Board Retreat.

XXIV. INFORMATION: ASSOCIATION AND COMMUNITY SERVICE REPORTS

- There were no Association and Community Service Reports.

XXV. PUBLIC COMMENTS:

- Community members made comments regarding Hospital issues.

XXVI. ADJOURN:

Open Session adjourned at 8:15 pm

Steve Lund, Secretary
Board of Directors

Gayl Moon, Secretary to the
Board of Directors