



**HI-DESERT MEMORIAL HEALTH CARE DISTRICT
BOARD OF DIRECTORS REGULAR MEETING
MINUTES**

August 14, 2012 at 6:00 p.m.

*Helen Gray Education Center Boardroom
6601 White Feather Road, Joshua Tree, CA 92252*

Mission Statement: *Hi-Desert Medical Center will provide superior service to improve the quality of life for people in the Morongo Basin*

Vision: *We are caring people providing extraordinary healthcare services.*

Core Values: *Integrity, Superior Service, Stewardship, Innovation, Teamwork, Dignity*

IN ATTENDANCE:

Board of Directors:

Director Swella, President
Director Cooper, Vice President
Director Hoffman, Treasurer
Director Cole, Secretary
Director Avels, Member-at-Large

Medical Staff:

Excused Absence:

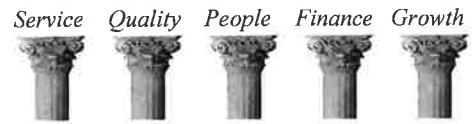
Dr. Salhotra, Chief of Staff

Administrative Staff:

Lionel Chadwick, CEO
Judy Austin, COO/CNO
Tom Duda, CFO
Dan McClure, CIO
Barbara Staresinic, VP Human Resources
Bruce Oswald, Assistant Administrator of Ambulatory Services
Joe Ruddon, VP Marketing and Business Development
Avelina Ortiz, Director of Quality Resources
Dean Moore, Foundation President
Jackie Combs, Administrator, CCC
Angela Walton, Executive Assistant

Other Staff:

James Walter, Rural Health Clinics Director
Alice Brown, Home Health/ Hospice Director
Bob Joslyn, EVS Director
Ram Malhotra, Pharmacy Director
Steve Cox, Emergency Department Director
James Walter, RHC Director
Kathy Alkire, Director of Service Excellence
Other Department Managers and Staff



Media No media present

Guests: Mike Metts, Joshua Basin Water District
Joe Guzetta, Joshua Basin Water District
Mike Reynolds, Joshua Basin Water District
Micky Luckman, Joshua Basin Water District
HDMC Chaplains Group

CALL TO ORDER

Director Swella called the meeting to order at 6:00 pm.

PLEDGE OF ALLEGIANCE & READING OF MISSION STATEMENT

The Pledge of Allegiance was led by members of the HDMC Chaplains group. Dr. Swella presented all of the chaplains with certificates, and Martha Kauer spoke briefly about the services their group provides.

Mission Statement: Read by Director Hoffman

Vision Statement: Read by Director Cooper

Core Values: Read by Director Avels

PUBLIC INPUT

There were no public comments.

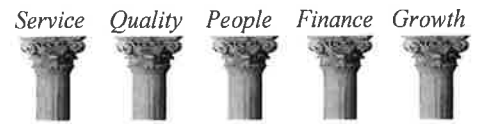
APPROVAL OF MEETING AGENDA

►► **MOTION 12—32:** Director Hoffman made the motion to approve the agenda, and Director Cole seconded.

BOARD EDUCATION

Sue Shinaver – Director of Lab Services: Ms. Shinaver gave a detailed overview of the laboratory services of the District:

- ⌘ Board-certified pathologist
- ⌘ 11 Phlebotomists all with California certifications
- ⌘ 2 Histotechnicians with ASCP certifications and a Histology assistant
- ⌘ 9127 patients in lab ending June 2012
- ⌘ Major projects this year include a Laboratory Transfusion module and Transfusion Administration Record for nursing. They are currently working with IT on the ED CPOE and rural health clinics on their electronic medical records
- ⌘ Described some of the new tests that have been added to lab services
- ⌘ Sentinel laboratory – they work closely with San Bernardino County Preparedness and Response Program
- ⌘ One major future concern is staffing of the lab
- ⌘ Future for the lab – molecular diagnostics
- ⌘ There is a lack of lab space that will need to be addressed in the near future



APPROVAL OF CONSENT AGENDA

All Consent Agenda items listed below are considered to be routine by the Board of Directors and will be enacted upon by one motion. There will be no separate discussion of items unless a Board member or citizen so requests, in which event the items will be considered following approval of the Consent Agenda.

MINUTES of the Board of Directors Meeting are approved as presented:

- ∞ Minutes of the Regular Meeting of the Board of Directors dated July 10, 2012
- ∞ Minutes of the Facilities & Technology Committee Meeting dated July 17, 2012
- ∞ Minutes of the Human Resources Committee Meeting dated August 2, 2012

CREDENTIALING

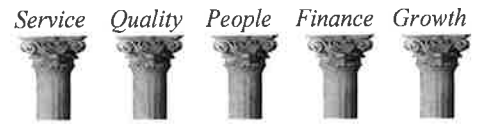
NEW APPOINTMENTS – August 2012

The following MEC credentialing and privileging recommendations are being submitted to the Board of Directors for approval:

A. New Appointments - None

B. Reappointments

- **Recommendation to reappoint Maria Duque, M.D.** to Consulting Staff and approve privileges for Tele-Radiology as submitted with no changes.
Service: **Medical**. Appointment Period: August 2012 to August 2014
- **Recommendation to reappoint Stephen Handler, M.D.** to Consulting Staff and approve privileges for Tele-Radiology as submitted with no changes.
Service: **Medical**. Appointment Period: August 2012 to August 2014
- **Recommendation to reappoint Ravi Ramnath, M.D.** to Consulting Staff and approve privileges for Tele-Radiology as submitted with no changes.
Service: **Medical**. Appointment Period: August 2012 to August 2014
- **Recommendation to reappoint Theresa Tilton, M.D.** to Consulting Staff and approve privileges for Tele-Radiology as submitted with no changes.
Service: **Medical**. Appointment Period: August 2012 to August 2014
- **Recommendation to reappoint Jinel Moore-Scott, M.D.** to Consulting Staff and approve privileges for Tele-Radiology as submitted with no changes.
Service: **Medical**. Appointment Period: August 2012 to July 2014
- **Recommendation to reappoint David Leaming, M.D.** to Courtesy Staff and approve privileges for Ophthalmology as submitted with no changes.
Service: **Surgical**. Appointment Period: August 2012 to June 2014



- **Recommendation to reappoint Robert Lesnik, M.D.** to Courtesy Staff and approve privileges for Dermatology as submitted with no changes.
Service: **Surgical.** Appointment Period: August 2012 to August 2014
- **Recommendation to reappoint Jeffrey Fimerite, OD** to Allied Staff and approve privileges for Optometry as submitted with no changes.
Service: **Medical.** Appointment Period: August 2012 to June 2014
- **Recommendation to reappoint Adam Weissman, M.D.** to Active Staff from Provisional Staff and approve privileges for Emergency Medicine as submitted with no changes.
Service: **Medical.** Appointment Period: August 2012- March 2014
- **Recommendation to reappoint David Alderman, M.D.** to Courtesy Staff and approve privileges for Nephrology as submitted with no changes.
Service: **Medical.** Appointment Period: August 2012 to August 2014
- **Recommendation to reappoint Stephen Silver, M.D.** to additional year of Provisional Staff and approve privileges for Cardiology as submitted with no changes. Service: **Medical.** Appointment Period: August 2012 to August 2013
- **Recommendation to reappoint Sean Thomas** to CCC Associate Staff and approve privileges for General Practice as submitted with no changes.
Service: **Medical.** Appointment Period: August 2012 to August 2014
- **Recommendation to reappoint William Blau, PHD** to Allied Staff and approve privileges for Psychology as submitted with no changes.
Service: **Medical.** Appointment Period: August 2012 to August 2014

C. Resignation

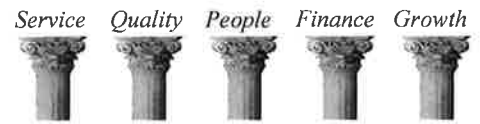
Julio Merlan, LCSW – Resigned, Letter on file

The following clinical manuals/MEC policies are being submitted to the Board of Directors for approval:

- HR-251 – Immunization Program (IC)
- Clinical Nutrition Quarterly Review (CCC)
- Core Privileges for Anesthesia & Pain Management Medical Staff

► Motion to approve the Consent Agenda as presented

One correction: Paul Hoffman received an “excused absence” at the Facilities meeting. This should also be reflected in “comments” section of Facilities minutes.



►► **MOTION 12—33:**

Motion made by Director Avels and seconded by Director Cole to approve the consent agenda. All members were in favor with two corrections, and the motion carried.

BOARD COMMITTEE REPORTS:

• Finance Committee Report

Paul Hoffman, Chair

- Director Hoffman reported that the committee did not meet in July, but they are scheduled to meet August 22.

• Human Resources Committee Report

Korina Cole, Chair

- Director Cole reported the committee met on August 2, 2012. She reported the committee discussed ideas for utilizing positive and negative comments from exiting employees, employee terminations and new hire data, as well as the recent employee satisfaction survey.

• Facilities & Technology Committee Report

Martie Avels, Chair

- Director Avels reported that the committee met on July 17, 2012. She reported that several long-range capital projects have been put on hold, including LDRP & ICU expansion, the Support Services building, and roads. The wastewater bid opening has been held and the results will be reported out later in the meeting, and updates were given on the CCC call system, and scanning and archiving project. Director Avels asked Mr. McClure when the District can expect to receive meaningful use funding, and Mr. McClure and Mr. Duda explained the process. Ms. Cole asked that the capital expense projects reports and timelines be included in the Board packets.

• Governance Committee Report

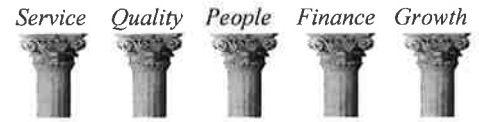
Patricia Cooper, Chair

- Director Cooper reported the committee will meet on September 19. She also reported that the District has received one citizen query regarding Director Cole's appointment to the 29 Palms Redevelopment Committee. This matter has been resolved by the full Board, and the citizen was informed of the Board's decision to close the matter and not pursue it further.

• Executive Performance Committee Report

Dr. Dianne Swella, Chair

- Dr. Swella reported that the committee will meet August 15 to discuss the CEO's contract negotiations.



INFORMATION ITEMS - Presentations

∞ Pulse Employee Satisfaction Survey – Barbara Staresinic, Human Resources Director

Ms. Staresinic presented the employee satisfaction survey conducted for June 2012. Five key questions were identified from the 2009 survey and were included in the surveys used in 2010, 2011, and 2012. There was increased participation in this year's survey (59%) compared to last year's survey (40%). Specific goals are selected for each leader and included in their Leadership Evaluation Manager (LEM). Ms. Staresinic highlighted some challenges and opportunities for this process. The next survey is scheduled for June 2013.

Director Cole stated that the committee also discussed ways to increase employee participation in the surveys was discussed at length in the Human Resources Committee meetings, as it is important that the District knows how their employees are feeling.

SPECIAL PRESENTATION

At this time, Ms. Anita Baker and her son, Jacob, came to the meeting to publicly thank Dr. Bohdan Olesnicky for saving his life during an accident that occurred on Highway 62 in April 2012. Dr. Chadwick described the sequence of events, Jacob read his statement and appreciation to Dr. Olesnicky, and Dr. Olesnicky thanked the Emergency Room team for their work in saving Jacob.

ACTION ITEMS:

1. ► **Ralph M. Brown Act Mandate: Board Resolution – Lionel Chadwick, CEO**

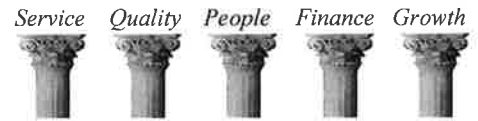
∞ *This resolution ensures that in keeping with the spirit of transparency in public governance, Hi-Desert Memorial Health will continue to follow all provisions of the Ralph M. Brown Act, in light in the State Legislature's recent suspension of Brown Act provisions.*

Dr. Chadwick gave a brief background on this recent act. The resolution is presented to let public know that the District will continue to uphold the provisions of the act.

► **MOTION 12—34**– Director Hoffman made the motion to approve this resolution, and Director Avels seconded. After a roll call vote, the motion passed.

Director Swella - yes
Director Cole - yes
Director Cooper - yes
Director Avels - yes
Director Hoffman - yes

All were in favor. After the vote, Dr. Swella read the resolution.



2. ► Waste Water Treatment Plant – Bid Acceptance - Dan McClure, CIO

☞ *This action will authorize administration, in conjunction with the Joshua Basin Water District (JBWD), to accept the lowest contractor bid and further authorize JBWD to award said contract for the construction of the Wastewater Treatment Plant at a total cost not to exceed \$2,460,700.00.*

Mr. McClure introduced Mike Reynolds, Micky Luckman, Joe Guzetta and Mike Metts, who were representing the Joshua Basin Water District and were in attendance to support Mr. McClure's description of the project. An agreement between the Joshua Basin Water District Board and the District Board was approved by the District Board on September 13, 2011. Mr. Metts described the bidding and selection process, as well as some benefits to the District and to JBWD:

HDMC:

- When constructed, HDMC may sell excess capacity
- Water District will be responsible for all licenses and permits
- The District will not have to operate a waste treatment plant

JBWD:

- Implement their own waste water strategy and test that strategy
- Assure protection of our ground water

The process was bid on July 3. After reviewing, Van Dyke has been selected. Mr. Metts discussed the estimated construction costs, and further described the process of developing the project. Director Hoffman – no conflict of interest (disclosed that he was formerly Van Dyke's commercial loan officer, but has not had business contact with Van Dyke for more than two years). All members expressed pleasure that a local vendor was the successful low bidder.

Price for the package plant has increased to \$2,460,700. Director Cole and Director Avels thanked the collaborative actions of both Boards. Dr. Chadwick stated this action item will go to the JBWD Board tomorrow evening, and Dr. Chadwick will attend.

► **MOTION 12—35**– Director Cole made the motion to approve this action, and Director Avels seconded. All were in favor, and the motion passed.

3. ► Federally Qualified Health Center Establishment – Lionel Chadwick, CEO

☞ *This action will support and endorse management actions necessary to establish Federally Qualified Health Centers in the Morongo Basin under the auspices and guidance of the District.*

Dr. Chadwick apologized for not bringing this item to the Governance Committee before Board meeting due to time constraints, and proceeded to read the action item. James Walter described the benefits of establishing a community health center. Mr. Walter explained the process of becoming a community health center, which are to establish a community health center, operate in FQHC compliance for six months, file a look-alike application and designation, and hopefully be granted full FQHC status.



The required scope of services that will be provided are:

- ⊗ Primary Care for All Life-cycle Ages
- ⊗ Lab Services
- ⊗ Emergency Care
- ⊗ Radiological Services
- ⊗ Pharmacy
- ⊗ Preventive Health
- ⊗ Preventive Dental
- ⊗ Transportation
- ⊗ Case Management
- ⊗ Dental Screening for Children
- ⊗ After Hours Care
- ⊗ Hospital/Specialty Care
- ⊗ Behavioral Health
- ⊗ Outreach
- ⊗ Translation Enabling Services
- ⊗ Sliding Fee Discount Based Upon Ability to Pay

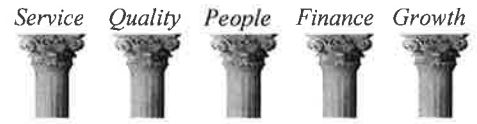
Benefits to community will include:

- ⊗ Improved Public Health
- ⊗ Medical/Health Home for Underserved Patients (up to 42% of pop)
- ⊗ Access to Local Care for Uninsured (15,000)
- ⊗ Affordable Care to the Community
- ⊗ Access to Services Not Traditionally Available (transportation, case management)
- ⊗ Access to discounted labs and medications
- ⊗ Access to Quality Care with Measurable Outcomes
- ⊗ Increased Health Coverage

Benefits to the District will include:

- ⊗ Reduced Burden on Emergency Department
- ⊗ Reduced Burden of Cost of Charity Care
- ⊗ Minimizes Intrusion into the Service Area
- ⊗ Federal Grants to Offset Uncompensated Care and Enabling Services
- ⊗ Free Medical Malpractice Under FTCA
- ⊗ Enhanced Medi-Cal and Medicare Payments
- ⊗ 340B Drug Pricing Program
- ⊗ Federal Loan Guarantees
- ⊗ Access to Additional Federal, State, Local Grants
- ⊗ Access to National Health Service Corps

Director Hoffman asked for more clarification on how the District Board will provide oversight to the newly-formed consumer Board for the community health centers. Dr. Chadwick explained the governance process.



There was extensive discussion regarding how the consumer-driven Board would be developed and subsequently operate; Director Hoffman recommended a “special session” to specifically address this issue in depth and to better understand the federal process and how it will translate for the District. A special Board meeting will be scheduled in the near future for this purpose.

► **MOTION 12—36**– Director Hoffman made the motion to table this action for a special Board meeting, and Director Cooper seconded. All were in favor, and the motion passed.

**4. ► iDoc Document Management software solution for electronic medical record storage
Lionel Chadwick, CEO**

☞ *This action recommends directing management to proceed with the implementation of iDoc Document Management solution as the electronic medical record with an expenditure cost not to exceed \$235,625.00.*

Dr. Chadwick re-introduced this action item that has been approved by Facilities & Technology Committee. Dr. Chadwick described the software and its capabilities in detail, and stated that due to increasingly diminished space in the medical records department, this would be an ideal system to put into place. Dr. Chadwick informed the Board that after making deposits to Meditech for archiving services, the District decided to change vendors resulting in some “sunk costs” due to the change. The new vendor will be significantly better for the physicians and staff resulting in increased cost savings over time.

► **MOTION 12—37**– Director Hoffman made the motion to approve this action, and Director Avels seconded. All were in favor, and the motion passed.

ADJOURNMENT TO OPEN MEETING – 8:00 pm

At this time, the Board adjourned the open meeting and moved into Closed Session. The Board members were in agreement that the written staff reports were sufficient and no further oral reports were necessary, and the remainder of the staff and audience members were excused. The following staff reports were excused:

CHIEF OF STAFF REPORT (Service)

Prem Salhotra, MD, Chief of Medical Staff: absent

ADMINISTRATIVE REPORT (Service)

Lionel Chadwick, Chief Executive Officer

CLINICAL SERVICES REPORT (Service)

Judy Austin, Chief Operating Officer

AMBULATORY SERVICES (Service)

Bruce Oswald, Ambulatory Services Director



CONTINUING CARE CENTER (*Service*)

Jackie Combs, CCC Administrator

FINANCE REPORT (*Finance*)

Tom Duda, Chief Financial Officer

MARKETING REPORT (*Growth*)

Joe Ruddon, Marketing/Business Development Director

FOUNDATION REPORT

Dean Moore, Foundation President

CLOSED SESSION – 8:10 pm

- ∞ Pursuant to section 32155 of the Health and Safety Code
Report Involving Quality Assurance Matters
- ∞ Pursuant to section 32155 of the Health and Safety Code
Board Deliberation re: Report of Judicial Review Committee

ADJOURNMENT TO OPEN SESSION AND CLOSED SESSION REPORT – 9:45 pm

On the quality assurance issue discussed in closed session, the Board directed the management team to take appropriate action.

The Board met in closed session to deliberate concerning the report of the Judicial Review Committee and took action concerning that report. The matter remains confidential pursuant to Health and Safety Code Section 32155 and Evidence Code Section 1157.

ADJOURNMENT:

On motion duly made and seconded Director Swella adjourned the meeting at 9:45 pm.

Minutes recorded by A. Walton, Board Clerk

Handwritten signature of Dianne Swella in blue ink.

Dianne Swella, President, Board of Directors

Handwritten signature of Korina Cole in black ink.

Korina Cole, Board Secretary



HI-DESERT MEDICAL CENTER

HI-DESERT MEMORIAL HEALTH CARE DISTRICT
Quality Health Care Happens Here

MINUTES HI-DESERT MEMORIAL HEALTH CARE DISTRICT ***SPECIAL*** BOARD OF DIRECTORS MEETING

August 22, 2012 at 3:00 p.m.

Helen Gray Education Center Boardroom
6601 White Feather Road, Joshua Tree, CA 92252
760-366-6262

**Please turn all cell phones/pagers to off or vibrate.*

Mission Statement: *Hi-Desert Medical Center will provide superior service to improve the quality of life for people in the Morongo Basin*

Vision: *We are caring people providing extraordinary healthcare services.*

Core Values: *Integrity, Superior Service, Stewardship, Innovation, Teamwork, Dignity*

Conflict of Interest Advisement

Hi-Desert Memorial Health Care District Board members please be advised: If an item on the meeting agenda relates to the provision of services by you, your immediate family, the entity you represent, or any person who has made \$250 in campaign contributions to you during the last 12 months, or if approval or disapproval of an agenda item would have a foreseeable material affect on an economic interest of you, your immediate family, or the entity you represent, then please follow these procedures:

“When the agenda item is first introduced, please immediately announce that you are recusing yourself from participating in the agenda item, and then refrain from discussing, voting on, or otherwise influencing the Board of Directors’ consideration of the agenda item.”

TAB
LOCATION

IN ATTENDANCE:

Board of Directors: Director Swella, President
Director Cooper, Vice President
Director Hoffman, Treasurer
Director Cole, Secretary
Director Avels, Member-at-Large

Administrative Staff: Lionel Chadwick, CEO
Judy Austin, COO/CNO
Tom Duda, CFO
Dan McClure, CIO
Bruce Oswald, Assistant Administrator of Ambulatory Services
Jackie Combs, Administrator, CCC
Angela Walton, Executive Assistant
James Walter, RHC Director

▶▶ Indicates an agenda item to be considered for action by the Board of Directors.

CALL TO ORDER

PLEDGE OF ALLEGIANCE

PUBLIC COMMENTS

The public comment portion of this agenda provides an opportunity for the public to address the Board of Directors on items not listed on the agenda that *are of interest to the public at large* and are within the subject matter jurisdiction of this Board. The Board of Directors is prohibited by law from taking action on matters discussed that are not on the agenda, and no adverse conclusions should be drawn if the Board does not respond to public comments at this time. Comments that concern individual incidences of patient care are welcome, however we encourage doing so only after other administrative avenues for redress have been fully exhausted. In all such instances we will be unable to ever respond publicly due to patient confidentiality obligations. In all cases, your concerns will be referred to the Chief Executive Officer for review and a timely response.

A "Request to Speak" form shall be submitted to the clerk of the Board and can be found at the entrance to the board room. Comments are to be limited to three minutes per speaker and shall not exceed a total of 20 minutes. All comments are to be directed to the Board of Directors and shall not consist of any personal attacks. Members of the public are expected to maintain a professional, courteous decorum during their comments. Public input may be offered on an agenda item when the item comes up for discussion and/or action. Members of the public who wish to speak shall proceed to the podium when called by the President of the board. Please state your name and community of residence for the record.



There were no public comments.

APPROVAL OF MEETING AGENDA

▶▶ **MOTION 12—38:** Director Hoffman made the motion to approve the agenda, and Director Avels seconded.

ADJOURNMENT TO CLOSED MEETING – 3:02 pm

CLOSED SESSION – 3:03 pm

- Pursuant to section 32106 of the Health and Safety Code
Report Involving Trade Secrets
Discussion will concern possible new services
Anticipated date of disclosure September 2012

ADJOURNMENT TO OPEN SESSION – 4:32 pm

CLOSED SESSION REPORT:

In closed session, the Board discussed and received information regarding a trade secret report. On the trade secret item, the Board took the following unanimous action:

The Board will support and endorse management actions necessary to establish Federally Qualified Health Centers in the Morongo Basin under the auspices and guidance of the District.

Specifically, the Board:

- Agrees that the 2012 Community Healthcare Needs Assessment dated July 2012 indicates the clear need for expanded ambulatory community health care services in the Morongo Basin.
- Reiterates that Federally Qualified Health Centers (“FQHC”) are a central element of the approved District 2012-15 Strategic Plan and endorse the conversion of the existing Rural Health Clinics (“RHC”) to FQHCs as a central approach to remediation of the unmet community healthcare needs identified in the needs assessment.
- Approves the Community Health Center Bylaws (“Bylaws”) which shall guide the Community Health Center in a manner that satisfies the District Board, and regulatory authorities.
- Directs management to, in accordance with the Community Health Center Bylaws; take such steps as may be necessary to identify founding members of the Community Health Center Governing Board, bringing such identified members to the Governance Committee, and subsequently to the District Board of Directors for approval.

▶▶ **MOTION 12—39:** Director Cole made the motion to approve the bylaws and the action

▶▶ Indicates an agenda item to be considered for action by the Board of Directors.

item to begin the process of establishing a federally-qualified health center, and Director Avels seconded. All members were in favor, and the motion passed.

DIRECTORS' COMMENTS

Director Swella: no comment

Director Cooper: no comment

Director Hoffman: no comment

Director Cole: no comment

Director Avels: no comment

ADJOURNMENT – 4:35 pm

Minutes recorded by A. Walton, Board Clerk



Dianne Swella, President, Board of Directors



Korina Cole, Board Secretary