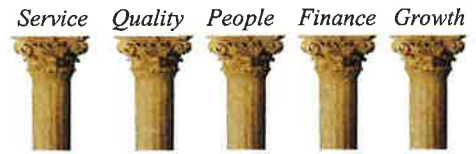




**HI-DESERT
MEDICAL CENTER**
HI-DESERT MEMORIAL HEALTH CARE DISTRICT



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

March 19, 2015 at 6:00 p.m.
Helen Gray Education Center Boardroom
6601 White Feather Road, Joshua Tree, CA 92252
760-366-6262

***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 Cooper, President
 Director Avels, Vice President
 Director Sullivan, Treasurer
 Director Doyle, Secretary
 Director Hoffman, Member-at-Large

Administrative Staff: Bob Tyk, CEO
 Robin Schmelling, Board Clerk

Media None present

Guests Jonathan J. Spees, Senior Vice President, The Camden Group
 Cathy Salenko, Partner, Best Best & Krieger LLP

CALL TO ORDER

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

ROLL CALL

Robin Schmelling, Board Clerk, conducted roll call:

Director Cooper: Present

Director Avels: Present

Director Sullivan: Present

Director Doyle: Present

Director Hoffman: Present



PLEDGE OF ALLEGIANCE:

Director Cooper asked Director Hoffman to lead the Pledge of Allegiance.

READING OF MISSION STATEMENT:

Mission Statement: Read by Director Doyle.

Vision Statement: Read by Director Hoffman.

Core Values: Read by Director Sullivan.

PUBLIC COMMENTS:

No public comment.

APPROVAL OF MEETING AGENDA:

▶▶ **MOTION 15—18:** Director Avels made the motion to approve the meeting agenda, and Director Sullivan seconded. Director Doyle, Director Hoffman and Director Cooper all voted in favor and the agenda was approved as submitted.

ADMINISTRATIVE POLICY – Bob Tyk

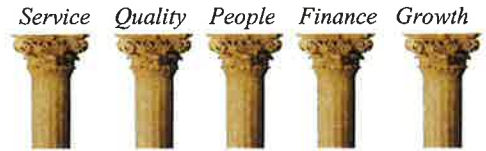
The following Administrative Policy recommendation is being submitted to the Board of Directors for approval:

- Policy LD-238: Hospital-Physician Financial Arrangements

Mr. Tyk reported Policy LD-238 was put in place to address issues related to how contracts were done. It was developed by our attorneys and got lost in the shuffle, never being sent to board of directors for approval on consent agenda. When Jared Goldman and Cathy Salenko’s staff were putting together the schedules for the agreement with Tenet Healthcare, Mr. Goldman only had it still in draft form and it is needed, as approved, for the agreement. Ms. Salenko commented the intention of the policy is to assist the Board of Directors in dealing with physician contracts.

Director Hoffman requested that more than just the CFO review the physician contracts. It was noted by Mr. Tyk and Ms. Salenko, that legal counsel also reviews all physician contracts. Director Hoffman stated he would like to add that in addition to the CFO and legal counsel, the CEO also review each contract and then submit to the finance committee for approval and then the full board of directors for review and approval.

Director Doyle inquired if this policy would follow the district after affiliation. Ms. Salenko stated the physician contracts would then fall under Tenet, but this policy would remain in place with regard to FQHC physician contracts.



Mr. Tyk added that all contracts that are in place now will need to be changed to District/Clinic contracts, not HDMC contracts.

▶▶ **MOTION 15—18:** Director Avels made the motion to approve Administrative Policy LD-238 as amended, and Director Sullivan seconded. Director Doyle, Director Hoffman, and Director Cooper all voted in favor and the LD-238 was approved as amended.

ITEMS FOR NEXT AGENDA:

None

DIRECTORS COMMENTS:

Director Hoffman: None.
Director Doyle: None.
Director Avels: None.
Director Sullivan: None.
Director Cooper: None.

Open Session adjourned at: 6:15 p.m.

CLOSED SESSION – 6:16 p.m.

Pursuant to Government Code Section 54956.8

○ ***Conference with Real Property Negotiators***

Property: 6601 White Feather Road, Joshua Tree; 6722 White Feather Road, Joshua Tree; 63484 Chickasaw, Joshua Tree; 58383 29 Palms Highway, Yucca Valley; 58375 29 Palms Highway, Yucca Valley; 57463 29 Palms Highway, Yucca Valley; 57407 29 Palms Highway, Yucca Valley; 57045 Yucca Trail, Yucca Valley

Agency Negotiator: Robert Tyk, Jonathan Spees and Cathy Salenko

Negotiating Parties: Hi-Desert Memorial Health Care District and Tenet California, Inc.

Under Negotiation: Instruction to Negotiator will concern price and terms of payment.

Pursuant to section 32106 of the Health and Safety Code

○ ***Report Involving Trade Secret: Strategic Planning***

Estimated date of public disclosure: March 27, 2015

Closed Session adjourned at 9:20 p.m.

OPEN SESSION



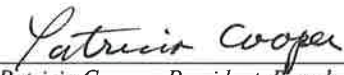
Closed Session Report: In closed session, the board received a presentation by Jon Spees and Cathy Salenko on terms of the agreement with Tenet Healthcare.

The Board of Directors voted 5-0 to begin a search for office space with the district for district operations that includes a minimum of 2500 square feet, configured with both offices and storage. Interested parties should submit their proposals to Dean Moore, Foundation President by April 3, 2015. Also requested that marketing staff draft and submit the necessary releases to implement this action.

The Board of Directors voted 5-0 that President Cooper request Mr. Tyk identify a current staff member to assist the board with affiliation issues.

On motion duly made and seconded, Director Cooper adjourned the meeting at 9:36 p.m.

*Board meeting minutes recorded by R. Schmelling, Board Clerk
Closed session notes recorded by R. Tyk, CEO*



Patricia Cooper, President, Board of Directors



Marge Doyle, Board Secretary