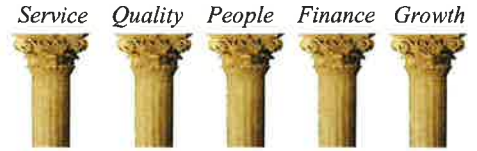




**HI-DESERT
MEDICAL CENTER**
HI-DESERT MEMORIAL HEALTH CARE DISTRICT



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

June 9, 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
Medical Staff:	Dr. Mahajan, Chief of Staff - Absent
Administrative Staff:	Bob Tyk, CEO Brenda Poole, Interim CNO Avelina Ortiz, Director of Quality Resources Michelle Amdahl, CCC Administrator Karen Graley, Marketing Director Nora Maughan, Exec. Director Hi Desert Family Health Clinics Robin Schmelling, Board Clerk Other Department Managers and Staff
Media	None Present

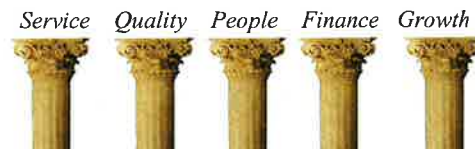
CALL TO ORDER

Director Cooper called the meeting to order at 6:01 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 Sullivan

Vision Statement: Read by Director Doyle

Core Values: Read by Director Avels

PUBLIC COMMENTS:

Director Cooper and Director Sullivan read the public comments parameters. There were no public comments.

APPROVAL OF MEETING AGENDA:

▶▶ **MOTION 15—37:** 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.

STANDING BUSINESS:

CHIEF OF STAFF REPORT

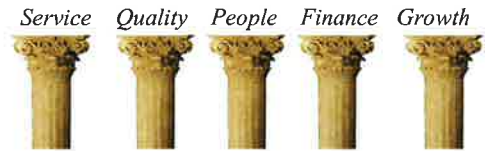
S. Mahajan, M.D., Chief of Medical Staff:

- Dr. Mahajan not present.

CLINICAL SERVICES REPORT

Brenda Poole, Interim Chief Nursing Officer

- Ms. Poole presented her report. Highlights included:
- The second cohort of Versant RN Residency is coming to an end. The 6 residents have made it thru 18 weeks of intensive training. Ms. Poole invited the Board of Directors to attend the celebration on July 2 from 12p-130p in the Helen Gray Education Center.
- Members of surgery, imaging and registration met with the auxiliary representatives. Beginning Tuesday, June 9th, HDMC Auxiliary members at the front entrance lobby will be advocating/communicating as ambassadors for Surgical and Mammography patients.
- Continuing with enhancing department director's experiences in education, Stephanie Eigner, Clinical Supervisor Surgical Services attended a 2 day conference on patient safety, and Kathy Alkire, Director of Service Excellence and Education attended a 3 day Studer Conference.



CONTINUING CARE CENTER REPORT

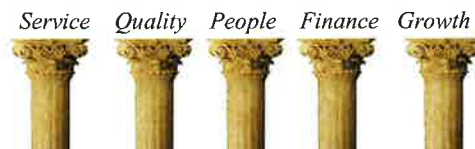
Michelle Amdahl, CCC Administrator.

- Ms. Amdahl presented her report.
- In addition, some staff participated in a great softball tournament to benefit the Hi Desert Memorial Health Care District Foundation. There were 9 teams total participating. They began at 8a and went until 530p.
- Director Doyle complimented Ms. Amdahl on her steadily growing census at the CCC.

COMMUNITY HEALTH CLINICS

Nora Maughan, Executive Director, Hi Desert Family Health Clinics

- Ms. Maughan presented her report. Highlights include:
- This is the 10th anniversary of the clinics, with the last 1-1/2 years having FQHC designation. They continue with their mission of serving the underserved.
- The HRSA capital improvement and infrastructure grant was successfully submitted and accepted. They have not announced the date of award announcement, but it is generally the week of August 22nd. The clinics are at capacity in Yucca Valley, so this would be a huge benefit.
- Clinics saw 2400 visits in May, 20% higher when compared to May 2014.
- The dentist is in the 29 Palms clinic Monday thru Friday. As hours are expanded and one Saturday per month included, she will also look into accommodating those hours as well.
- Director Cooper thanked Ms. Maughan for sending Ms. Fansler, Outreach Enrollment, to speak to Soroptomist of 29 Palms and inform them of the services the clinics provide, as well as enrollment assistance she provides with Medi-Cal, if eligible, and Covered California, during open enrollment.
- Director Avels commented that Rotary in 29 Palms was also looking for speakers and would have them contact Ms. Maughan to arrange for Ms. Fansler to attend.
- Management staff is currently focusing on the separation and all the pieces that need to be in place before July 1.
- Director Hoffman inquired if there was room for expansion at the 29 Palms clinic. Ms. Maughan stated dental would need to be expanded, but there is no room to expand that. There are currently patients from Yucca Valley being transported to 29 Palms for dental as well. They aren't at full capacity yet on the medical side.
- Director Hoffman inquired about the new employees being hired as referenced in her report. Ms. Maughan stated they are all for FQHC and have also hired staff that will be employed for the FQHC's, but work on the administrative items. Those positions include additional medical assistants, finance assistant, ward clerk, and LVN. Some were replacement positions, but some new positions. Mr. Tyk added that the finance staff would also be managing the accounting, human resources, payroll and finance of the District staff in addition to the clinic staff.



- Vendors and contracts were discussed. Contract names will need to be changed over once separation occurs.
- The clinics will keep the newer minivan and the lift van. The significant portion of transportation needs belong to behavioral health. Mr. Tyk has reached out to Tenet to see how that will look post affiliation.

CHIEF EXECUTIVE OFFICER REPORT

Bob Tyk, Chief Executive Officer – Verbal Report

- Mr. Tyk reported that Tenet benefit meetings for all employees began this week. There will be twelve meetings held over the next three days. There will also be a benefits meeting with Conifer staff (business office and patient access) and the Dell staff (IT). Staff will receive a business card with the Tenet Employee ID Number on it. They will use that to sign up for the benefits. This is in addition to the red carpet on boarding process.
- Ballots have been sent out and residents are receiving them. The ads placed by Tenet are also currently airing on the radio.
- Tenet reps transition meetings with staff are ongoing. Planning for a conversion of June 30/July 1. Staff is ready and seems to have everything in place.
- Director Doyle inquired if Tenet had the license yet. Mr. Tyk responded not as yet and there are standing meetings at 8am going through all the items and their status. They have submitted the license and spoken to the individual at the state level. They were going to be reviewing and processing it and would have an update on the in the morning.

MARKETING REPORT

Karen Graley, Marketing Manager

- Ms. Graley presented her written report as submitted in the board packet.
- Hospital week was in the month of May and she believes staff truly enjoyed it this year.
- There was a celebration at CCC in honor of Michelle Amdahl's award.
- Marketing will be distributing items relating to the transition (pens, buttons, etc.) to distribute to all inpatients and outpatients memorializing the legacy decision.
- Director Doyle thanked the marketing department for a nice job.

FINANCE REPORT

Bob Tyk, Chief Executive Officer

- Mr. Tyk reported financials month of March 2015.
- Director Hoffman inquired as to what the \$49,560 Cash and \$205,618 Other Limited Use Funds listed on page 4 Balance Sheet-Assets were for. Mr. Tyk will get an answer to Director Hoffman.
- Mr. Tyk reviewed the updated projected cash balance report.
- Director Doyle requested a breakdown of a/p. Mr. Tyk will provide that.



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:

- o Regular Board of Directors meeting dated May 12, 2015
- o Special Board of Directors meeting dated May 21, 2015
- o Finance Committee meeting dated May 27, 2015
- o Governance Committee meeting dated May 28, 2015
- o Special Board of Directors meeting dated May 28, 2015

CREDENTIALING

NEW APPOINTMENTS & REAPPOINTMENTS – June 2015

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

A. New Appointments

- **Recommendation to Appoint: Alex Chan, M.D.** to Consulting and approve privileges for Tele-Radiology as submitted.
Service: **MEDICAL**. Appointment Period: June 2015 to December 2016
- **Recommendation to Appoint: Bradley Peters, M.D.** to Consulting and approve privileges for Tele-Radiology as submitted.
Service: **MEDICAL**. Appointment Period: June 2015 to June 2017
- **Recommendation to Appoint: Stanley Ordman, M.D.** to Consulting and approve privileges for Tele-Radiology as submitted.
Service: **MEDICAL**. Appointment Period: June 2015 to June 2016
- **Recommendation to Appoint: Elliot Wagner, M.D.** to Consulting and approve privileges for Tele-Radiology as submitted.
Service: **MEDICAL**. Appointment Period: June 2015 to February 2017
- **Recommendation to Appoint: Jeffrey Bisker, M.D.** to Consulting and approve privileges for Tele-Radiology as submitted.
Service: **MEDICAL**. Appointment Period: June 2015 to May 2017



- **Recommendation to Appoint: Daniela Zarate, PA-C** to Allied Health and approve privileges for Physician Assistant & Physician Assistant -CCC as submitted.
Service: **MEDICAL**. Appointment Period: June 2015 to October 2016
- **Recommendation to Appoint: Ricky Oldenburg, PA-C** to Allied Health and approve privileges for Physician Assistant –Emergency Medicine as submitted.
Service: **MEDICAL**. Appointment Period: June 2015 to April 2017
- **Recommendation to Appoint: Jamie Cooper, PA-C** to Allied Health and approve privileges for Physician Assistant- FQHC as submitted.
Service: **MEDICAL**. Appointment Period: June 2015 to December 2016

B. Reappointments

- **Recommendation to Reappoint: John Dedic, M.D.** to Courtesy Staff and approve privileges for Diagnostic Radiology as submitted.
Service: **MEDICINE**. Appointment Period: June 2015 to June 2017
- **Recommendation to Reappoint: Michael Gruel, M.D.** to Continuing Care Center Associate and approve privileges for Internal Medicine as submitted.
Service: **MEDICINE**. Appointment Period: June 2015 to June 2016
- **Recommendation to Reappoint: Osmundo Saguil, M.D.** to Continuing Care Center Associate and approve privileges for Internal Medicine as submitted.
Service: **MEDICINE**. Appointment Period: June 2015 to June 2016
- **Recommendation to Reappoint: German Musch, M.D.** to Active Staff and approve privileges for Pediatrics as submitted.
Service: **MEDICINE**. Appointment Period: June 2015 to June 2017
- **Recommendation to Reappoint: Bohdan Olesnicky, M.D.** to Active Staff and approve privileges for Emergency Medicine as submitted.
Service: **MEDICINE**. Appointment Period: June 2015 to June 2017
- **Recommendation to Reappoint: Michelle Weaver, NP** to Allied Health Staff and approve privileges for Nurse Practitioner as submitted.
Service: **MEDICINE**. Appointment Period: June 2015 to June 2017
- **Recommendation to Reappoint: Reappoint Gerald Shultz, M.D.** to Active Staff and approve privileges for Ophthalmology as submitted.
Service: **SURGERY**. Appointment Period: June 2015 to June 2017



C. Terminations

- **Alvand Hassankhani, M.D. (Radiology)** 06/9/2015- *Resigned Letter on File*
- **Pamela VanTassel, M.D. (Radiology)** 06/09/2015- *Resigned Letter on File*
- **Peter Fitzer, M.D. (Radiology)** 06/09/2015- *Resigned Letter on File*
- **Lonnie Tiner, DDS (Oral & Maxillofacial)** 05/18/2015- *Deceased*

Director Doyle commented that as Dr. Tiner is being removed from the medical staff, it is a very sad time for all. Director Cooper added that Dr. Tiner and his wife were an extraordinary couple.

The following Nursing Administration policy recommendation is being submitted to the Board of Directors for approval:

- Policy No. 3.4: Preservation/Retention of Medical Records
- Policy No. V-100: Vacuum Assisted Vaginal Delivery
- RNFA Confidential Proctoring Evaluation (*Revision*)
- RNFA Ongoing Professional Practice Evaluation (OPPE)

▶▶ **MOTION 15—38:** Motion made by Director Avels and seconded by Director Doyle to approve the consent agenda. Director Sullivan, Director Hoffman and Director Cooper voted in favor of approving the consent agenda and the motion passed.

ACTION ITEMS:

1. ▶▶ **Pacific Western Bank Signature on Hi-Desert Memorial Health Care District Accounts** – Bob Tyk, CEO

- *This action recommends the Hi-Desert Memorial Health Care District Board of Directors approve Resolution #15-05 updating the Pacific Western Bank signature cards due to the affiliation with Tenet Healthcare Corporation and the Community Health Clinics continuing with the District and needing access to District bank accounts.*

Mr. Tyk presented the above action item, adding Ms. Maughan to the district accounts. This will be done with the understanding that sometime in July after existing payroll and a/p is processed, Ms. Nafziger and Mr. Tyk will both be removed from the signor list. There will be another Resolution at that time to address that.



Director Hoffman commented that he agrees with adding Ms. Maughan now, but the future Resolution should state two signatures are required on each check. Mr. Tyk stated the current system processes checks stamped/signed with two signatures. However, policy allows one signature on checks that are run manually. The new a/p system, post affiliation, does not have that two signature/stamp option. If the Board is requiring two signatures on every check, a board member will need to be tracked down for all checks to sign off. Another option would be to provide a copy of the check register to the board members each month. Director Hoffman would like the new Resolution (after affiliation) to include all five (5) board members as signatories and all checks to require two signatures. He will assist with the preparation of the post affiliation Resolution.

- ▶▶ **MOTION 15—39:** Director Hoffman made the motion to approve the action item adopting Resolution #15-05. Director Avels seconded the motion. Director Sullivan, Director Doyle and Director Cooper all voted in favor of the motion to approve the action item adopting Resolution #15-05 and the motion passed.

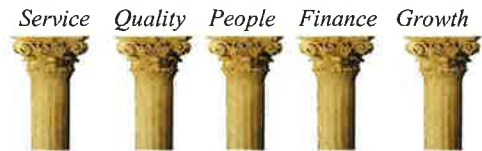
2. ▶▶ **Medical, Vision and Dental Plans Effective July 1, 2015** – Nora Maughan, Executive Director, Hi-Desert Family Health Clinics

- *This action recommends the Hi-Desert Memorial Health Care District Board of Directors approve Resolution #15-06, corresponding Memorandum of Understanding and Program Participation Agreement with SDRMA to allow Hi-Desert Memorial Health Care District employees to have appropriate benefits in place after affiliation on July 1, 2015.*

Ms. Maughan presented the above action item. She spoke with Alliant and the plan is similar to what the District has with them currently without a great jump in price. The employee price will remain the same. Alliant SDRMA plan needs to be authorized by the board before they can go forward and put the plan in place.

Annual cost of the plan is \$279,982. It is comparable to the existing plan and not much higher in cost considering we went from a plan for groups greater than 250 members to less than 250 members (currently approximately only 24 staff signing up).

- ▶▶ **MOTION 15—40:** Director Doyle made the motion to approve the action item adopting Resolution #15-06, corresponding Memorandum of Understanding and Program Participation



Agreement with SDRMA. Director Sullivan seconded the motion. Director Hoffman, Director Avels and Director Cooper all voted in favor of the motion to approve the action item adopting Resolution #15-06 and the motion passed.

3. ►► Approval of Engagement Letter for FY 2015 Audit – Bob Tyk, CEO

- *This action recommends the Hi-Desert Memorial Health Care District Board of Directors authorize the firm of Dingus, Zarecor & Associates to perform the annual audit for Hi-Desert Memorial Health Care District (HDMHCD), for the fiscal year ending June 30, 2015.*

Mr. Tyk presented the above action item. Dingus, Zarecor & Associates are the same firm we used last year. Price is the same as last year. One of the positives about this firm is that they work with many districts and FQHC's, thus have experience in this area. The engagement letter requires board approval.

- MOTION 15—41:** Director Hoffman made the motion to approve the action item authorizing the firm of Dingus, Zarecor & Associates. Director Doyle seconded the motion. Director Sullivan, Director Avels and Director Cooper all voted in favor of the motion to approve the action item and the motion passed.

BOARD CALENDARS:

June 25: Dr. Tiner's memorial at 5:30 p.m.
June 25: Special Board Meeting moved to 7:00 p.m.

June 17: FQHC Board meeting date changed

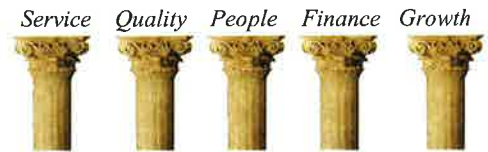
June 25: Cancel Governance Committee meeting

ITEMS FOR NEXT BOARD AGENDA:

- Bylaws

DIRECTORS COMMENTS:

Director Cooper: Thanked those in attendance. Asked if anyone had any further public comments. Ms. Alkire thanked HDMC for the floral arrangement sent to Ms. Johnson's father in-laws memorial.



Director Hoffman: Thanked Ms. Poole and Ms. Amdahl for the efforts and the wonderful service that was provided to his wife at the CCC.

Director Doyle: Expressed her condolences to the Johnson family on the loss of their family member. She suggested we write a thank you letter to Donna Munoz for her support of the clinics. Director Cooper will handle the thank you letter. Director Doyle closed by asking those present to please vote on Measure Y.

Director Avels: Acknowledged her fellow and prior board members for the difficult decisions that had to be made. It's been a tough decision, but it was the correct decision. The organization will continue on and become an even better version of the foundation that has been there for thirty (30) years. Congratulations to all and congratulations to her fellow board members.

Director Sullivan: No comments.

Open Session adjourned at 7:10 p.m.

CLOSED SESSION – 7:26 p.m.

Pursuant to section 54957 of the Government Code

- *Employee Performance Evaluation – Title: CEO*

Pursuant to section 54957 of the Government Code

- *Conference with Labor Negotiators*
Agency Designated Representatives: Marge Doyle, Joseph Sullivan and Susan Schoenig
Unrepresented Employee: CEO

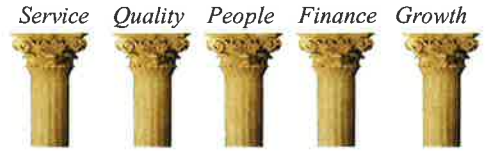
Pursuant to section 32106 of the Health and Safety Code

- *Report Involving Trade Secret: Strategic Planning*
Estimated date of public disclosure: June 19, 2015

- **CLOSED SESSION ADJOURNMENT at 8:41 p.m.**

OPEN SESSION

- **CLOSED SESSION REPORT:** The Board of Directors discussed labor negotiations. No action was taken.



ADJOURNMENT:

On motion duly made and seconded, Director Cooper adjourned the meeting at 8:41 p.m.

*Board meeting minutes recorded by R. Schmelling, Board Clerk
Closed session notes recorded by M. Doyle, Board Secretary*



Patricia Cooper, President, Board of Directors



Marge Doyle, Board Secretary

RESOLUTION NO. 15-05

RESOLUTION OF THE BOARD OF DIRECTORS

Authorized Signatures for District Bank and Investment Accounts

The Board of Directors of the Hi Desert Memorial Health Care District does hereby resolve and establish bank accounts with Pacific Western Bank and have designated certain individuals to sign those instruments as per Article III, Section 4h of the District bylaws:

BE IT RESOLVED: That

Board of Directors

Joseph Sullivan, Treasurer
Paul R. Hoffman, Member at Large

Administrative Staff

Robert Tyk, CEO of the District
Adele Nafziger, District Controller
Nora Maughan, CHC Executive Director

are of this District, and they are hereby authorized to draw checks on accounts of this District, signed as provided herein, duly certified to said bank by the Secretary of this District and said bank is hereby authorized to honor and pay any and all checks so signed.

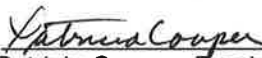
This **RESOLUTION** was **passed and adopted** at the regular meeting of the Board of Directors of the Hi-Desert Memorial Health Care District on the 9th day of June 2015 by the following roll call vote:

AYES:


NOES:

ABSENT:

ABSTAIN:



Patricia Cooper, President



Marge Doyle, Secretary

