

Hi-Desert Memorial Health Care District dba
Morongo Basin Healthcare District
BOARD OF DIRECTORS REGULAR MEETING MINUTES

January 12, 2017 at 5:30 p.m.

Convened at the District Offices

6530 La Contenta Road, Suite 100, Yucca Valley CA 92284 | 760.820.9229

- **Mission Statement:** *To improve the health and wellness of the communities we serve.*
- **Vision:** *A healthy Morongo Basin.*
- **Core Values:** *Commitment, Collaboration, Accountability, Dignity, Integrity.*

Board of Directors:

- Director Doyle, President
- Director Armstrong, Vice President
- Director Sullivan, Secretary
- Director Hoffman, Treasurer
- Director Markle-Greenhouse

Administrative Staff:

- Jackie Combs, CEO
- Karen Graley, Board Clerk
- P.K. White, Controller
- Joe Ruddon, Director Business Development
- Cindy Schmall, Director Operations

Media:

- None present

CALL TO ORDER

Director Doyle called the meeting to order at 5:30 p.m.

ROLL CALL

Karen Graley, Board Clerk, conducted roll call:

- Director Doyle: present
- Director Armstrong: present
- Director Hoffman: present
- Director Sullivan: present
- Director Greenhouse: present

OBSERVANCES

Director Hoffman read the mission, vision and core value statements.

Director Greenhouse led the assembly in the pledge to the American flag.

APPROVAL OF MEETING AGENDA

Motion 17-06: Director Sullivan motioned to approve the meeting agenda as presented; motion was seconded by Director Armstrong; motion passed by unanimous vote.

APPROVAL OF CONSENT AGENDA

The Consent Agenda presented the following items for approval:

- Minutes: Regular Meeting of the Board of Directors, December 8, 2016
- Minutes: Special Meeting of the Board of Directors, January 3, 2017

Motion 17-07: Director Hoffman motioned to approve the consent agenda with the addition of the missing page for December 8 minutes; motion seconded by Director Sullivan; motion passed. Directors Armstrong and Greenhouse abstained as they were not seated on the board for the December 8 meeting.

REPORTS

MORONGO BASIN HEALTHCARE DISTRICT UPDATE, Jackie Combs, CEO

Ms. Combs referred the Directors to Tab 2 in the agenda packet and provided the following additional information:

- She received a voicemail message from FIND Foodbank in Indio; she believes it may be related to the needs assessment project as FIND is a client of the USC department that is creating the District's needs assessment document.
- She spoke with Scott Wartelle, CFO, Hi-Desert Medical Center regarding the capital purchase list that requires approval of the District as per the lease agreement. Mr. Wartelle stated that they were doing the seismic assessment as requested by Director Sullivan at the October 24 meeting; they expect to report to the District soon.
- The clinic's finance department requires additional staff for processing billing. Because the administrative building has been maximized and cannot accommodate the additional staff, space has been leased at the Green Building.
- Ms. Combs asked Mr. Ruddon to give an update on the District's event calendar: these are events that the District will sponsor in 2017.
 - ♦ Mr. Ruddon met with representatives of both Yucca Valley and Twentynine Palms. Meeting with them provided a great opportunity to share with them what the District does.
 - ♦ These events have been chosen based on opportunities to improve community health. They include 5K walks, Kiwanis rodeo event (helmet sponsor), an MBHD team at Relay for Life, Take A Hike promotion in the national park, and District health fairs. The list of events may grow as opportunities are identified.
- Ms. Combs will be speaking at the Town of Yucca Valley's council meeting on January 17.
- Ms. Combs reviewed the District's new organizational chart and explained the responsibilities of the leadership team.

Director Doyle asked if staff had planned a news release for the needs assessment document; Ms. Combs stated we have signed the agreement and sent them money but there's nothing news-worthy to report at this time.

Director Doyle asked if the board will receive new picture identification badges; Ms. Combs said that they were available if board members were interested.

Director Doyle asked about the billing correction noted in the written report; Ms. Combs stated she has hired a consultant to assess clinic operations; he will address the registration and billing issues. It appears that charge master code errors are the root of the problem. Ms. Combs expects to resolve the issue within six months.

Director Armstrong asked about the timeframe on the needs assessment document; the finished product is targeted for June 30.

FINANCIAL REPORT, P.K. White, Controller

Ms. White referred the Directors to Tab 3 to review the October and November financial reports.

- **DISTRICT:** Revenue for October and November were aligned with budget except for Debt Recovery which was lower. This fits with the trending; Ms. Combs noted that we are approaching the threshold where the bad debt may be written off. Expenses were 12% higher than budgeted principally due to State Unemployment Taxes which are paid quarterly; and



the District's unbudgeted intervention for the pain management program occurred in October.

- **TRANSPORTATION:** Operational expenses in October and November included significant repairs and the rental of a replacement vehicle, thereby exceeding budgeted expenses. Mr. Ruddon noted that the vehicles are now on a 90-day maintenance program. He also spoke to the pursuit of a transportation grant to provide transport to the lower valley, Loma Linda and Arrowhead Medical Center for a higher level of patient care.
- **CLINICS:** Net operating revenues for October and November continued the trend of 10% above budget. Expenses also continued with the trend of 10% - 15% below budget.
- After brief discussion about maintenance of properties, Director Doyle asked staff to meet with MUSD about their solar carport program. Ms. Schmall spoke to environment issues that would contribute to making the buildings more efficient.
- **INVESTMENTS:** Ms. Combs stated that \$1 million was moved from the local account into the investment account. Investment assets are down; she spoke with the investment representative who stated interest rates are up which effects the bond market and devalues the bonds. Overall, the investments are in good shape.
- On another note, Ms. Combs stated that the Medi-Cal audit for FY14 was completed. The state has determined what monies paid will be denied and must be reimbursed.

Director Hoffman, as treasurer, met with Ms. White to review the financial reports in detail; agreed to meet monthly to review reports.

ACTION ITEM

Motion 17-07: Motion by Director Hoffman, second by Director Armstrong, to approve Resolution #17-01 to update bank account signatures – removing previous board members Avels and Cooper; and adding newly seated Directors Armstrong and Markle-Greenhouse; motion passed by unanimous vote.

DISCUSSION

Mr. Sullivan introduced the discussion about amending the Bylaws. Director Sullivan recommends a review of the bylaws for the election of officers; and that the bylaws reference Roberts Rules of Order. Director Doyle appointed an ad hoc committee to review the bylaws, appointed director Sullivan with members Dianne Greenhouse. Target deadline for reporting back to the board will be at the March business meeting.

Director Armstrong stated his past experience was that a copy of Robert's Rules of Order was presented to the president of the board as part of the transition process. Director Doyle asked the ad hoc committee to make recommendation regarding use of Robert's Rules of Order. Director Hoffman recommended Healthcare District Laws and Corporate Laws also be considered as a resource.

CALENDAR REVIEW AND COORDINATION

The calendars for the Board of Directors were reviewed and coordinated.

- Director Doyle requested District sponsorship events be shown on the board calendar.

- Board Clerk, Karen Graley inquired if the board wanted to continue with dinner prior to the regular board meetings; general consensus to eliminate it.

DIRECTOR COMMENTS

- Director Greenhouse: Thanked staff for their reports; and suggested specific opportunities for board education.
- Director Sullivan: Congratulations, Marge on running your first meeting. Good luck this year. Great staff reports as always, excited about the new year.
- Director Hoffman: Thanked Karen Graley for the new nameplates, thanked Jackie Combs for putting me in the middle of the table.
- Director Armstrong: Looking forward to the new year.
- Director Doyle: Thank you to staff for great reports, good things are happening all around; great financial report, too. Thanks to Paul for being here even though you don't feel well.

OPEN SESSION ADJOURNED

Director Doyle adjourned the open session at 7:15 p.m.

CONVENE TO CLOSED SESSION

The Board of Directors convened at 7:20 p.m. to Closed Session pursuant to:

- Pursuant to Government Code section 32106 of the Health and Safety Code: Report involving Trade Secret. Estimated date of public disclosure is projected to June, 2017.

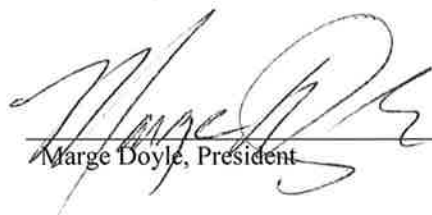
RECONVENE TO OPEN SESSION

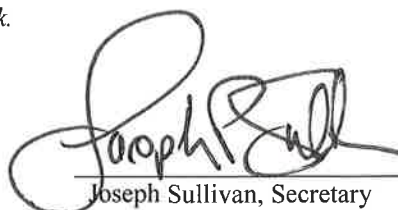
The Board of Directors reconvened to Open Session at 7:50 p.m. Director Doyle reported that Staff was directed to provide a progress report on the discussed projects, as needed.

MEETING ADJOURNMENT

Director Doyle adjourned the meeting at 8:05 p.m.

Board meeting minutes recorded by K. Graley, Board Clerk.


Marge Doyle, President


Joseph Sullivan, Secretary