

PIONEERS MEMORIAL HEALTHCARE DISTRICT
207 West Legion Road, Brawley, CA 92227
REGULAR MEETING OF THE BOARD OF DIRECTORS

Monday, December 19, 2016
5:00 pm
PMH Auditorium

Agenda

PMHD MISSION: *Quality healthcare and compassionate service for families of the Imperial Valley*

- I. CALL TO ORDER** (*time: 5:00 pm – 5:15 pm*)
 - A. Roll Call
 - B. Swearing in of Elected Board Members
 - C. Election of Officers for the Board of Directors
 - 1. President
 - 2. Vice President
 - 3. Secretary
 - 4. Treasurer
 - 5. Assistant Secretary/Treasurer
 - D. Designation of Members to Committees
 - 1. Finance Committee
 - 2. Personnel Committee
 - 3. Women's Auxiliary
 - 4. Ad Hoc CEO Evaluation Committee
 - E. Approval of Agenda

- II. CLOSED SESSION** – The following matters will be considered by the Board in closed session; the Board will reconvene in open session to announce any action taken on matters considered in closed session. (*time: 5:15 pm – 6:15 pm*)
 - A. PENDING OR THREATENED LITIGATION – Safe Harbor: Subdivision (b) of Government Code §54956.9
 - 1. Conference with Legal Counsel regarding threatened litigation involving possible facts or circumstances not yet known to potential party or parties, disclosure of which could adversely affect the District's position.
 - i. Compliance Issues

 - B. PUBLIC EMPLOYEE PERFORMANCE EVALUATION: Government Code Section 54957 (b)(1):

SECTION

1. Title: Chief Executive Officer

C. **CONSIDERATION OF MATTERS INVOLVING TRADE SECRETS – Safe Harbor:**
Health and Safety Code §32106, subparagraph (b)

1. Based on the Board's prior findings regarding Trade Secret classification, as contained in Resolution 2016-01, consideration and discussion of possible initiation of the following:
 - i. Updating Certain District Strategic Planning Initiatives

III. RECONVENE TO OPEN SESSION *(time: 6:15 – 6:35 pm)*

- A. Take Actions as Required on Closed Session Matters

IV. BOARD MEMBER COMMENTS

- V. PUBLIC COMMENTS** – At this time, the Board will hear comments on any agenda item and on any item not on this agenda. If any person wishes to be heard, he or she shall stand; address the chairperson and state the subject, or subjects, upon which he or she desires to comment. Time limit for each speaker is 5 minutes. A total of 15 minutes shall be allocated for each item. *(time: 6:35 pm – 6:50 pm)*

VI. OLD BUSINESS

- A. Status of Review of Entire Portfolio of District Insurance Coverage
- B. Authorize Renewal of Earthquake Insurance

- VII. CONSENT AGENDA** – The following items will be acted upon by one motion, without discussion, unless a director, or other person, requests that an item be considered separately. In the event of such a request, the item will be addressed, considered and acted upon, separately. Recordings of the open session will be retained for 60 days and thereafter will be erased. *(time: 6:50 pm – 7:10 pm)*

- A. Approval of Minutes

1. 11/22/19/16 Personnel Committee Meeting
2. 11/23/19 Finance Committee Meeting
3. 11/28/16 Regular Board Meeting

- VIII. MEDICAL STAFF REPORT** – Kestutis Kuraitis, MD, PhD, Chief of Staff, will present for Board consideration, the following matters: *(time: 7:10 pm – 7:20 pm)*

SECTION

- A. Recommendations from the Medical Executive Committee for Medical Staff Membership and/or Clinical Privileges, policies/procedures/forms, or other related recommendations.

IX. POLICIES/PROCEDURES/REVIEW OF OTHER ITEMS – The Board will consider and may take action on the following: *(time: 7:20 pm – 7:35 pm)*

- A. Hospital Policies
1. Bereavement
 2. Life Insurance
 3. Spiritual Care Visitation Program
- B. Authorize Purchase of 43 Laptops on Wheels
Contract Value: \$134,485.⁸⁸; Contract Term: N/A Budgeted: Yes; Budget Classification: Capital
- C. Authorize Renewal of Agreement with NeoGenomics Laboratories for Anatomic Pathology Services
Contract Value: approx.. \$34,266; Contract Term: One (1) year; Budgeted: Yes; Budget Classification: Purchased Services
- D. Authorize Enterprise Agreement with Microsoft
Contract Value: \$748,403.⁶⁴; Contract Term: Three (3) years; Budgeted: Yes; Budget Classification: Licenses
- E. Authorize Addendum to QuadraMed Agreement for APC Grouper/Pricer
Contract Value: \$36,300 implementation & \$9,900 annual fee; Contract Term: One (1) year; Budgeted: Substitute for other item; Budget Classification: Repairs & Maintenance
- F. Authorize Payment of American Hospital Association Annual Dues
Contract Value: \$27,440; Contract Term: One (1) year; Budgeted: Yes; Budget Classification: Membership Dues
- G. Authorize Interventional Radiology Trailer Pad Improvements
Contract Value: not to exceed \$120,000; Contract Term: N/A; Budgeted: No; Budget Classification: Capital
- H. Authorize Women's Center Security Access Control with Cuningham Group and Xpedient
Contract Value: not to exceed \$110,000; Contract Term: N/A; Budgeted: Yes; Budget Classification: Capital
- I. Authorize Lease Agreement with Donald M. Ehman Enterprise, LLC
Contract Value: \$205,500; Contract Term: Three (3) years; Budgeted: No; Budget Classification: Leases & Rentals
- J. Authorize Renewal of Wound Care Center Medical Directorship Agreement with Francisco T. Tirol, MD
Contract Value: not to exceed \$42,000; Contract Term: One (1) year; Budgeted: Yes; Budget Classification: Professional Fees
- K. Authorize Renewal of Clinical Wound Care Coverage Agreement with Francisco T. Tirol, MD

SECTION

Contract Value: N/A; Contract Term: One (1) year; Budgeted: Yes; Budget Classification: Professional Fees

L. Authorize Coverage Services Agreement with Mehboob Ghulam, MD for Wound Care Center

Contract Value: based on days covered; Contract Term: One (1) year; Budgeted: No; Budget Classification: Professional Fees

M. November, 2016 Finance Report

N. Request for Proposal for Insurance Broker

O. Adoption of Resolution 2016-08 Deferred Compensation Plan

P. Authorize Provider Agreement with Fresenius Health Partners, Inc.

Contract Value: N/A; Contract Term: One (1) year; Budgeted: Yes; Budget Classification: Medicare Revenue

Q. Request for Proposal - Selection of One America Retirement Plan

R. Authorize Lease for Emergency Boiler Rental and Installation Costs

Contract Value: \$50,000; Contract Term: Expected completion 1/9/17; Budgeted: No; Budget Classification: Leases and Rentals

S. Approval of Agreement for Bond Counsel Services with Orrick, Herrington & Sutcliffe, LLP

T. Consideration and Possible Approval of Ordinance 2016-01, Ordinance Pursuant to California Health and Safety Code Sections 32320 and 32321 – Issuance of Revenue Bonds

U. Consideration and Possible Approval of Resolution 2016-09, A Resolution Approving a Preliminary Limited Offering Memorandum, and a Final Limited Offering Memorandum and Authorizing the Execution of an Indenture, Bond Purchase Agreement and Continuing Disclosure Certificate and Related Matters for the Pioneers Memorial Healthcare District Revenue Bonds, Series 2017

V. Consideration and Possible Approval of Resolution 2016-10, A Resolution Pursuant to California Health and Safety Code Sections 32316 and 32317, Issuance of Revenue Bonds to Provide Funds for Acquisition, Construction and Improvement Projects

W. Consideration and Possible Approval of Debt Securities Management Policy

X. MANAGEMENT REPORTS – The Board will receive the following information reports and may take action. (*time: 7:35 pm – 8:00 pm*)

A. Management Report – *Larry Lewis, CEO*

1. Human Resources

- a. Focus on Med/Surg Recruitment
- b. Worker's Comp Scorecard

SECTION

2. Marketing & Community Update
 - a. Activity Update
 3. Medical Staff
 - a. Data Collection/Surgery Committee
 - b. Radiology Group
 - c. Scripps Family Practice Residency
 4. Foundation
 - a. Pediatrics Update/Remodel
 5. Legislative
 - a. CHA – 5 Year RFP for Audit Firm
- B. Operations Report – *Steve Campbell, COO*
1. Info Only - Extension of Agreement with Inpatient Care of Southern California for Hospitalist Services
 2. Info Only – Pediatric and Med/Surg Unit Aesthetic Enhancements Timeline
- C. Legal Counsel Report – *Orlando B. Foote*

XI. ADJOURNMENT (*time: 8:00 pm*)