

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

Wednesday, November 2, 2022
5:00 pm
PMH Auditorium

MINUTES

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

I. **CALL TO ORDER** (time: 5:00 pm – 5:15 pm)

President Aguirre called the meeting to order at 5:06 pm at the PMH Auditorium

A. Roll Call

BOARD MEMBERS:

Nick Aguirre, President
Katy Santillan, Vice President
Linda Rubin, Secretary
Maria Aguilera, Asst. Secretary/Treasurer

STAFF:

Kristi Gillespie, Acting CEO
Carly Loper, CFO
Sally Nguyen, General Counsel

GUESTS:

Carly Zamora, Chief of Clinics
Ryan Kelley, Chief of Logistics & Support Services
Carol Bojorquez, Director of Quality

Absent: Lorenzo Suarez, Treasurer

B. Approval of Agenda

A motion was made to approve the agenda by Director Santillan, seconded by Director Aguilera. **The motion was unanimously carried.**

II. **BOARD MEMBER COMMENTS**

Director Rubin welcomed everyone in attendance.

III. **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: 5:15 pm – 5:30 pm)

There were no comments.

IV. **POLICIES/PROCEDURES/REVIEW OF OTHER ITEMS** – The Board will consider and may take action on the following: (time: 5:30 pm – 6:30 pm)

SECTION

- A. Authorize Amendment to Hospitalist Services Agreement with Incompass Health, Inc. Contract Value: \$1,720,525; Contract Term: Three (3) years; Budgeted: Yes; Budget Classification: Professional Fees

Ms. Loper advised that there is a change to the agreement. The time listed on the agreement to commence is "7:00 am", this will be revised to "12:01 am" on January 1, 2023. Director Rubin recommended that the end date of the agreement's term should be extended to February, or March, since December tends to be a pretty busy season. There is a 90-day without cause clause. A motion was made to approve the amendment with revision to the end date by Director Rubin, seconded by Director Santillan. **The motion was unanimously carried.**

- V. **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: 6:30 pm – 7:45 pm)*

- A. **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 2019-02, consideration and discussion of possible initiation of the following:
 - a. Updating Certain District Strategic Planning Initiatives

- VI. **RECONVENE TO OPEN SESSION** *(time: 7:45 pm – 8:00 pm)*

- A. Take Actions as Required on Closed Session Matters


There were no reportable actions taken in closed session.

- VII. **ADJOURNMENT** *(time: 8:00 pm)*

The meeting was adjourned to the next meeting.



Clerk of the Board


Board Secretary