

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

Tuesday, April 23, 2024
PMH Auditorium
5:00 pm

Minutes

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

In compliance with the Americans with Disabilities Act, if you require special accommodations to participate in a board meeting, please contact the District at (760) 351-3250 at least 47 hours prior to the meeting.

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

President Santillan called the meeting to order at 5:01 pm in the PMH Auditorium

A. Roll Call

BOARD MEMBERS:

Katy Santillan, President
Enola Berker, Vice President
Rachel Fonseca, Secretary
Linda Rubin, Treasurer

STAFF:

Christopher Bjornberg, CEO
Carly Loper, CFO
Carol Bojorquez, CNO
Ramaiah Indudhara, MD, Chief of Staff
Sally Nguyen, General Counsel

GUESTS:

Carly Zamora, CCO
Rick Buchsbaum, Progressive Healthcare, Inc.

Attendance: Nick Aguirre, Asst. Secretary/Treasurer

B. Approval of Agenda

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

II. **BOARD MEMBER COMMENTS**

Director Berker expressed her thanks to the staff for enduring the Cerner go-live. This change is for the good of the organization.

Director Santillan echoed the sentiment and thanked the staff as well.

Director Rubin advised that the grounds across the street from the hospital, where the clinics are located, look horrible. She requested that Senior Leaders contact the owner of the property to make sure the grounds are cleaned up and maintained.

SECTION

- 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. **MEDICAL STAFF REPORT** – Ramaiah Indudhara, MD, Chief of Staff, will present for Board consideration, the following matters: *(time: 5:30 pm – 6:00 pm)*

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

Dr. Indudhara provided an overview of the medical staff report. The main topic of discussion is the Cerner implementation. He noted that it appears that most of the providers are adjusting to the change in eMR. There has been great help from the support staff both on the hospital and clinic side. There are some obstacles, but it is a work in progress; no major issues have been reported. Director Santillan asked if Dr. Tahvilian is coming back to PMHD. Dr. Indudhara noted that he is primarily providing teleradiology services. Mr. Bjornberg advised that in speaking with Cerner personnel, they noted that they normally receive a lot of push back from providers when going live in other facilities. They did not have that experience here at PMHD. Mr. Bjornberg mentioned that Dr. Indudhara did a lot of work with the providers to get them ready for this project. Director Berker stated that some of the physicians are worried about the coding as it impacts their RVUs. Mr. Bjornberg advised that this will be something that will improve once the new dictation software is installed. A motion was made to approve the medical staff report by Director Berker, seconded by Director Rubin. **The motion was unanimously carried.**

- V. **POLICIES/PROCEDURES/REVIEW OF OTHER ITEMS** – The Board will consider and may take action on the following: *(time: 6:00 pm – 6:45 pm)*

- A. Hospital Policies
1. Community Support
 2. Aerosol Transmission Plan

- B. Approval of Minutes
1. 3/20/2024 Supplemental Meeting
 2. 3/26/2024 Regular Meeting

A motion was made to approve items A & B by Director Rubin, seconded by Director Berker. **The motion was unanimously carried.**

- C. Update Reports
1. Women's Auxiliary

SECTION

Director Rubin reported that the Women's Auxiliary had their Stay-at-Home Tea event. The funds raised will be used for needs in NICU and Pediatrics departments.

2. LAFCO

Mr. Bjornberg mentioned that he has received the official letter from LAFCO denying the expansion application by PMHD.

D. March 2024 Finance Report

Ms. Loper reported that this month's closing was a bit more difficult given the go-live with Cerner and Multiview systems. The average daily census was 55, which was a decrease from the prior month but better than what was budgeted. The second column of the P&L is last year's numbers for comparison. In March 2023, we received supplemental payments that we did not receive this month; so, you will see that difference in the bottom line. Professional fees were higher than February due to old professional fees that had not been accrued. Supply expenses went up, which tends to go up and down depending on surgery and prosthesis volumes. The bottom line resulted in a profit of \$267,000 for the month. Year to date, this brings the bottom-line profit to \$9 million. Days cash on hand increased to 94.6 days, which is \$38.8 million. The QAIP payment of \$6.9 million was received early and we are still waiting for the rate range supplemental payment of about \$6.5 million. Another IGT for NDPH will be paid out of \$1.5 million with a return of about \$2.7 million. It has been identified that the District has been underpaid in PIP payments; about \$1 million is expected from that program. All these different pickups should take days cash on hand to about 113 days. However, April will be a rough month due to the Cerner implementation as our outpatient visits and surgery cases will be at 50%. We are hoping to drop the first bill in Cerner tomorrow. Ms. Loper will be bringing the engagement letter for the FYE 2024 audit next month for the Board to consider. The cost accounting report was not in the packet due to the new system. Work will be done on what this will look like moving forward. Prior to Cerner, we were averaging about \$1.3 million in revenue, after going live, it looks like we are averaging about \$1.2 million.

E. Human Resources Report

F. Approval of Amendments to PMHD Bylaws

G. Approval of Rescheduling May Board Meeting to Tuesday, May 28, 2024, at 4:00 pm due to Memorial Day Holiday

H. Approval of Budget for Community Support Fund

I. Authorize Renewal of Beverage Agreement with Pepsi Pending Legal Review

Contract Value: approx. \$80,000 with savings; Contract Term: Five (5) years; Budgeted: Yes; Budget Classification: Purchased Services

J. Authorize Amendments to Order Form and Master License Agreement for Affinity and QCPR Software with QuadraMed Affinity Corporation

Contract Value: \$388,392; Contract Term: 6-12 months; Budgeted: Yes-Affinity, No-QCPR; Budget Classification: Repairs & Maintenance

SECTION

K. Authorize Renewal of Employee Benefits as Recommended by Gallagher
Contract Value: projected \$8,693,700; Contract Term: One (1) year; Budgeted: Yes; Budget Classification: Benefits

L. Consideration of Confidentiality and Non-Disclosure Agreement with Imperial Valley Healthcare District
Contract Value: \$0; Contract Term: N/A; Budgeted: N/A; Budget Classification: N/A

ITEM H – Compliance Officer advised the Board that per AB 1728, the District must set a budget for the community support fund on an annual basis. Last year, the budget was set at \$7,500. Thus far, no funds have been requested or awarded. It was recommended that the budget be set to \$5,000.

A motion was made to set the community support budget to \$5,000 by Director Rubin, seconded by Director Berker. **The motion was unanimously carried.**

ITEM J – Mr. Bjornberg noted that Cerner requires that we have the old systems available for the next six months and we still need legacy data to be available. Ms. Loper advised that the staff is still working on the old A/R in the legacy system and needs this to be available for the next six months as well.

ITEM I – This agreement is for all the Pepsi products that are sold in the cafeteria. Director Rubin asked about the rebates. Ms. Loper reported that they give rebates based on how much we order, or if we hold any events, they will also donate items.

A motion was made to approve items D, E, F, G & I by Director Berker, seconded by Director Fonseca. **The motion was unanimously carried.**

ITEM K – The Board asked if they are going to receive a presentation about the new benefits by Gallagher. Mr. Bjornberg advised that a meeting was held with Gallagher on April 17th where they reviewed what PMHD needed as far as benefits were concerned. A discussion ensued about the new information related to the benefits and the way Gallagher has been handling the process. The Board expressed their frustration with this process and Gallagher's service. Mr. Bjornberg recommended that the Board approve the proposal that includes Guardian and Aluma. Director Rubin noted that she would like the minutes to reflect that if a patient has an excluded medicine on the plan's formulary, PMHD may choose to make an exception and pay for the medicine anyway. A motion was made to approve the benefit proposal to include Guardian and Aluma, and a 90-day notice issued on July 1, 2024, to Gallagher by Director Rubin, seconded by Director Berker. **The motion was unanimously carried.**

ITEM L – A writ has been filed, so it was recommended that the NDA not be approved as it stands. Revisions should be made to the document. After some discussion, it was decided to table this item. **Item was tabled.**

VI. **MANAGEMENT REPORTS** – The Board will receive the following information reports and may take action. *(time: 6:45 pm – 7:30 pm)*

A. Operations Reports – Christopher Bjornberg, CEO

1. CEO Report (Chief Executive Officer)

SECTION

Mr. Bjornberg asked if the Board had any questions about any information he had previously provided. There were no questions. He advised that research is being done regarding the Cath lab and the possibility of opening that back up sometime soon. The group that is being considered would bring staffing to the unit. CDPH is expected to come out next week to review the DaVinci project. Director Rubin asked why another interim Director for the SNF is being considered, instead of looking for a permanent. It was noted that this will be discussed in closed session.

2. Hospital operations (Chief Nursing Officer)

Nothing further to report.

3. Clinics operations (Chief of Clinic Operations)

Nothing further to report.

4. Medical staff (Chief Nursing Officer)

Nothing further to report.

5. Finance (Chief Financial Officer)

Ms. Loper noted that the budget process has begun and will be bringing in the final version in May for the Board to review. She also reported that ADP went live on April 15th and the first payroll was done. There are some issues that need to be fixed as there were errors in some employees' pay.

6. Information technology (Chief Nursing Officer/Director of Information Systems)

Nothing further to report.

7. Marketing (Director of Marketing)

Nothing further to report.

8. Facilities, logistics, construction, support

Nothing further to report.

9. Quality resources - (Director of Quality Resources)

Nothing further to report.

10. Board matters

Nothing further to report.

B. Legal Counsel Report – Sally Nguyen

SECTION

1. All matters to be discussed in Closed Session

VII. 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: 7:30 pm – 7:50 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 2023-01, consideration and discussion of possible initiation of the following:

- a. Updating Certain District Strategic Planning Initiatives

B. PENDING OR THREATENED LITIGATION – Safe Harbor: Subdivision (b) of Government Code Section 54956.9

1. Potential Cases: 3

C. 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.

- a. Compliance Issues


VIII. RECONVENE TO OPEN SESSION *(time: 7:50 – 8:00 pm)*

A. Take Actions as Required on Closed Session Matters

There were no reportable actions taken in closed session.

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

The meeting was adjourned to the next meeting.



Clerk of the Board


Board Secretary