

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

Tuesday, October 22, 2024
PMH Auditorium
4:00 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: 4:00 pm – 4:15 pm*)

President Santillan called the meeting to order at 4:pm in the PMH Auditorium

A. Roll Call

BOARD MEMBERS:

Katy Santillan, President
Enola Berker, Vice President
Rachel Fonseca, Secretary
Linda Rubin, Treasurer
Nick Aguirre, Asst. Secretary/Treasurer

STAFF:

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

GUESTS:

Carly Zamora, CCO
Charity Dale, CHRO

B. Approval of Agenda

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

II. **BOARD MEMBER COMMENTS**

There were no comments.

- 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: 4:15 pm – 4:30 pm*)

There were no comments.

SECTION

- IV. MEDICAL STAFF REPORT** – Ramaiah Indudhara, MD, Chief of Staff, will present for Board consideration, the following matters: (*time: 4:30 pm – 5:00 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 the Board with a summary of the medical staff report. The medical staff is working on having all physicians fit tested for masks as required by DNV. The current compliance rate is 50% and will continue to work on that to reach 100%. Dr. Indudhara noted that the physicians are aware of the shortage of IV solutions and are working with staff on conservation efforts. The MEC held the selection of officers at their last meeting and after the ballots were counted, it was determined that the same slate of officers was elected for next year. The official announcement will come to the Board later. A motion was made to accept the medical staff report by Director Rubin, seconded by Director Aguirre. **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: 5:00 pm – 5:45 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 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. PMHD v. IVHD
- 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
- VI. RECONVENE TO OPEN SESSION** (*time: 5:45 – 5:50 pm*)
- A. Take Actions as Required on Closed Session Matters
- No reportable actions were taken in closed session.**

SECTION

VII. POLICIES/PROCEDURES/REVIEW OF OTHER ITEMS – The Board will consider and may take action on the following: (*time: 5:50 pm – 6:30 pm*)

A. Community Service Project by Scouts of America

Mr. John Grass advised the Board that he is working with a group of boy scouts who are pursuing their Eagle Scout award. In order for them to attain this award, they must complete a community service project. The service project they have identified is painting the street curbs in the community of Brawley, which will include the curbs along Legion Road. Adult staff will supervise the scouts and traffic control will be provided by the Brawley Police Department. This project is anticipated to be completed within one to two months. Mr. Grass asked the Board permission to allow the boys to paint the curbs at the front of the hospital. The city will provide all of the equipment and materials, and it will not be a cost to the hospital. A motion was made to allow the Boys Scouts to be on the Pioneers premises and paint the curbs in front of the hospital along Legion Road by Director Rubin, seconded by Director Aguirre. **The motion was unanimously carried.**

B. Hospital Policies

1. Accounts Payable WI
2. ACH Debit and Wire Transfer WI
3. Ambulance Offload Time Reduction
4. Checking Accounts
5. Days Cash on Hand
6. Emergency Food Supply and Disaster Plan
7. Family and Medical Leave FMLA/CFRA
8. Harassment Discrimination and Retaliation Prevention
9. Hospital Search and Seizure
10. Jury Witness Duty and Absence to Vote
11. Payroll Deductions
12. Reciprocal Proctoring
13. Recruitment and Retention Incentive Program
14. Referral Bonus
15. Timekeeping System/Time Sheet Completion
16. Transfusion Service Quality Program
17. Visitor Policy
18. Waiving Employee Group Health Insurance

C. Approval of Minutes

1. 9/19/24 Special Meeting

D. Update Reports

1. Women's Auxiliary

The Women's Auxiliary will be hosting their Country Kitchen and small Attic Treasurers event on October 30th.

2. Funding Request

- a. Calipatria Lions Club – Annual Chuckwagon Breakfast

A funding request was received and reviewed by the committee to support the annual Chuckwagon breakfast event. The funds will go to support

SECTION

children and families suffering from cancer or visual impairment. The committee recommends a donation of \$500 be made for this cause. A motion was made to approve the donation of \$500 by Director Aguirre, seconded by Director Berker. **The motion was unanimously carried.**

3. LAFCO

LAFCO will be having a meeting on Thursday, 10/24th at 8:30 am where they will be discussing the possible dissolution of Pioneers.

- E. Authorize First Amendment to License Agreement with UpToDate, Inc.
Contract Value: \$17,424.⁷¹/yr.; Contract Term: on-going with 60-day notice; Budgeted: Yes; Budget Classification: Dues/Subscriptions
- F. Authorize Renewal of Barracuda E-Mail Security with CDW Government
Contract Value: \$65,729.⁸⁸; Contract Term: One (1) year; Budgeted: No; Budget Classification: License/Maintenance & Repairs
- G. Authorize Contingency Search Agreement with DNA Recruiting LLC
Contract Value: depends on placement; Contract Term: Two (2) years; Budgeted: No; Budget Classification: Purchased Services
- H. Authorize Purchase and Sale Agreement with HER Plaza, LLC
Contract Value: not to exceed \$3,900,000 + incidental closing costs; Contract Term: Purchase; Budgeted: No; Budget Classification: Capital
- I. Approval of the Public Facilities Corporation to Purchase 20% Ownership in Brawley Gastroenterology Medical Group, Inc. on behalf of Pioneers Memorial Healthcare District
Contract Value: \$420,000; Contract Term: Purchase; Budgeted: No; Budget Classification: Capital
- J. Authorize Amendment for Midas+DataVision Agreement with Symplr Software LLC
Contract Value: \$156,470.²⁰; Contract Term: Three (3) years; Budgeted: Yes; Budget Classification: Purchased Services
- K. Authorize Fourth Amendment to Administrative Services Agreement with Rady Children's Hospital – San Diego
Contract Value: depends on volumes; Contract Term: One (1) year; Budgeted: yes; Budget Classification: Professional Fees
- L. Authorize Seventh Amendment to Professional Services Agreement with Rady Children's Specialists of San Diego
Contract Value: \$172.⁵⁰/hr; Contract Term: One (1) year; Budgeted: Yes; Budget Classification: Professional Fees
- M. Authorize Purchase Agreement for OER-Elite Endoscope Reprocessor with Olympus of America, Inc.
Contract Value: \$55,091.⁵⁹; Contract Term: Purchase; Budgeted: No; Budget Classification: Capital
- N. Authorize Coverage Services Agreement with Hamid Zadeh, MD
Contract Value: not to exceed \$359,808/yr.; Contract Term: One (1) year; Budgeted: Yes; Budget Classification: Professional Fees
- O. Authorize Medical Directorship Agreement with Kestutis V. Kuraitis, MD, PhD
Contract Value: not to exceed \$24,000/yr.; Contract Term: Three (3) years; Budgeted: Yes; Budget Classification: Professional Fees
- P. Authorize Professional Service Agreement for Kestutis V. Kuraitis, MD, PhD
Contract Value: not to exceed \$852,000/yr; Contract Term: Three (3) years; Budgeted: Yes; Budget Classification: Professional Fees
- Q. Authorize Professional Service and On-Call Agreement with Patrick Sweet, MD PC
Contract Value: approx. \$400,000; Contract Term: Three (3) years; Budgeted: Yes; Budget Classification: Professional Fees
- R. Authorize Professional Service and On-Call Coverage Agreement with M. Theresa C. Ramones, MD, Inc.

SECTION

Contract Value: approx. \$700,000; Contract Term: Three (3) years; Budgeted: Yes; Budget Classification: Professional Fees

S. **Authorize Professional Service Agreement with Susan J. Hahm, MD**

Contract Value: approx. \$160,000; Contract Term: Three (3) years; Budgeted: Yes; Budget Classification: Professional Fees

T. **Authorize Sixth Amendment to Affiliation Agreement with Scripps Health**

Contract Value: \$144,000; Contract Term: One (1) year; Budgeted: Yes; Budget Classification: Purchased Services

U. **Authorize Proposal for Financial Assistance Program Review with Steve Clark & Associates**

Contract Value: \$15,000 + other fees; Contract Term: Six (6) months; Budgeted: Yes; Budget Classification: Purchased Services

V. **Authorize Providers Network Letter of Agreement with Community Health Plan of Imperial Valley**

Contract Value: 100% Medicare Rates; Contract Term: ongoing; Budgeted: N/A; Budget Classification: Revenue

Director Berker has identified a conflict of interest and will recuse herself from items H, I, and S.

A motion was made to approve items A, B, C, E, F, G, K, L, M, N, O, P, R, T, U, and V by Director Aguirre, seconded by Director Berker. **The motion was unanimously carried.**

A motion was made to approve items H, I, and S by Director Rubin, seconded by Director Aguirre. In Favor=4; Opposed=0; Abstain=1. **Motion carries.**

ITEM J – Director Fonseca requested clarification as to what MIDAS+ is for. Ms. Bojorquez advised that MIDAS+ is the software that is used to review, compare and benchmark data for quality measures with other hospitals. Case Management uses it as well to track observations.

ITEM Q – Ms. Zamora mentioned that yesterday she received a message from physician wishing to add a \$25,000 retention bonus to the agreement. She let him know that she would bring this to the Board. Director Santillan asked Ms. Zamora for her recommendation. Ms. Zamora stated that as long as Dr. Sweet provides three days a week at the clinic instead of only two days, she had no issue. He will be entering into an RVU contract. Director Aguirre asked how busy the physician is currently with the two days. Ms. Zamora pointed out that he only sees about 50% of the volumes he should be seeing. He does about 8-10 scopes a day; he should be able to do about 20-25 scopes as he will also be seeing patients at Valley Endoscopy. The Board requested that a clause be added that if he doesn't perform, then he will not be compensated. The bonus should be given in quarter increments and not all upfront to check performance.

A motion was made to approve Items J and Q, with leeway to Ms. Zamora to negotiate the terms of the agreement with Dr. Sweet by Director Aguirre, seconded by Director Fonseca. **The motion was unanimously carried.**

VIII. MANAGEMENT REPORTS – The Board will receive the following information reports and may take action. *(time: 6:30 pm – 7:00 pm)*

A. Operations Reports –

SECTION

1. Finance (Acting Chief Executive Officer/Chief Financial Officer)
 - a) September 2024 Finance Report
 - b) Seismic Update
 - c) Facilities, logistics, construction, support
 - d) Information Technology

Ms. Loper reported that the admissions stayed the same month over month. The average daily census and length of stay increased a little in September. Expenses went up due to an increase in salaries of about \$157,000. There was also a \$239,000 one-time expense related to benefits that will not occur next month. There was a loss of \$132,000 for the month. However, year-to-date, there was a profit of \$958,213 against a budgeted loss of \$698,813. Cash stayed consistent month to month; there is still \$42 million in the bank. A lot of the projects that were listed for the distressed loan funds are in process, for example, the chiller, DaVinci, etc. The major supplier of IV Solution is Braun whose factory was affected by the hurricane. Pioneers is currently in conservation mode and planning different ways to deal with the shortage. Notifications are sent out weekly to the medical staff regarding par levels for planning purposes to avoid disruption in services. Ms. Loper mentioned that the audit should be completed by the end of October and should be before the Board in November. PMHD hosted the table-top earthquake drill this month. The main finding was that most of the overhead communications were down. An action report will be created on what needs to be addressed. While the drill was underway, there was a vendor rep who crashed his truck into one of the carpools that are used by physicians. Luckily, there were no cars parked at the time of the incident. The owner of the company will cover the repairs. Ms. Loper noted that an offer has been made to a candidate for the facilities director role. He has accepted and she hopes he can start next month. There are no IT updates; other than, work on Cerner continues. Director Santillan asked what time period did the BETA award cover. Ms. Bojorquez noted that the work began back in 2023 and was completed in May of 2024. A motion was made to approve the finance report by Director Rubin, seconded by Director Aguirre. **The motion was unanimously carried.**

2. Hospital operations (Chief Nursing Officer)
 - a) Operations report
 - b) Medical staff
 - c) Quality resources

Ms. Bojorquez discussed the CNO report which was included in the packet. The HCAHPS overall score was 84.6%. The patient care experience team was reactivated. There are several projects underway to improve patient experience, such as quiet time, inpatient rounding, and improving physician and nurse communication; to name a few. Ms. Bojorquez advised that the Medical Staff Office is now reporting to her and there is a search underway for a director. An offer was made for the director of the radiology position. The director will be reporting to Ms. Bojorquez; however, the operations of radiology will continue to fall under

SECTION

Ms. Zamora. More training is being offered to nursing staff. There is an Infection Control Skills Fair scheduled for October 23rd and October 24th. There will also be a Nursing Skills Fair offered on November 13th and 14th. Other training is being provided directly to the OB and OR areas. Ms. Bojorquez attended a new grad luncheon at IVC last Friday. She was also invited as the guest speaker at SDSU's White Coat ceremony. Nursing is working on the Bar Code Medication Administration project with a goal of 90%; currently, we are at 62.8%. The Board thanked Ms. Bojorquez for representing Pioneers at both events having to do with nursing students.

3. Clinics operations (Chief of Clinic Operations)
a) September 2024 Report

The clinics are working with Elevation Health, through Health Net, who evaluate and help staff with HEDIS and QIP reporting measures. They assess any barriers and assist in working through those barriers. GI midlevel was onboarded and started two weeks ago. He is currently shadowing Dr. Suliman and it is hoped he will be seeing patients on his own in three weeks. Another nurse practitioner will join the primary care and urology teams. Work continues in Physical Therapy with Cerner and patient workflows. We have contracted with a nuclear medicine traveler who signed on until January 2025 and we'll be advising physician offices of the service. The CT scanner project has started and we will be having an architect look at it. Lab will be looking at purchasing Q-Gold equipment since we no longer have to send them out to the health department like we did during COVID. Artera went live three weeks ago; this system sends patient reminders via text. The staff hold meetings daily to work out any issues that arise. Since Artera went live, the no-shows have decreased. Notable is in the implementation stages. Avodah is still on hold with the vendor as they try to figure out integration with Cerner.

4. Human Resources (Chief Human Resources Officer)
a) September 2024 HR Report
b) Marketing

Ms. Dale reported that she believes that all the complaints related to wages have been addressed. Work is being done on developing the RFP for employee benefits for next year. The second phase of ADP will begin with the Time and Attendance module implementation. HR has hired a new Employee Benefits Coordinator who will report to Ms. Chavarin. This individual will help with the more than 100 staff that are on leave. A second generalist was also hired to assist with the skilled nurse facility. HR will be uploading all personnel files to ADP and should be completed by November 22nd. This means that all personnel files will now be electronic. Another HR project is to get all the policies updated. Ms. Dale reported that there is a steady flow of new hires coming in and they are seeing a lot of applicants that used to work at ECRMC. Training and development has been working out better through ADP than the previous

SECTION

application. While we could be doing better, the numbers are improving as far as completion of assigned training. The newsletter was completed and sent out by marketing. The Cancer Awareness event will take place on Friday of this week. The cattle call float is being worked on. PMHD will be participating in the County Health Fair on November 30th. The Marketing Director will launch an effort to do business to business development of our services for five hours per week.

Director Santillan thanked the Senior Leaders for taking care of the wage issue. She noted that all six of the Senior Leaders have done a great job in the last 6-8 weeks. Staff report that they are very comfortable listening to the Senior Leaders and feel they can bring concerns to all of them; staff feel like they are part of PMHD now. Director Santillan thanked the Senior Leaders for their great work and asked that they continue what they are doing. A motion was made to approve the HR report by Director Aguirre, seconded by Director Berker. **The motion was unanimously carried.**

5. Board matters

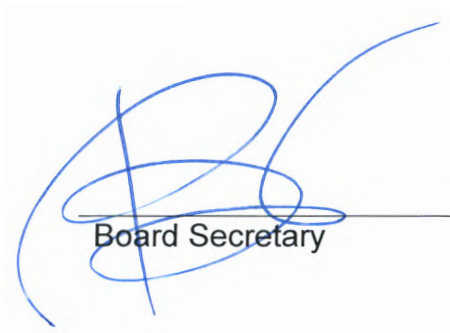
Nothing further to report.

B. Legal Counsel Report – Sally Nguyen

1. All matters to be discussed in Closed Session

IX. ADJOURNMENT (time: 7:00 pm)

The meeting was adjourned to the next meeting.



Board Secretary



Clerk of the Board