

**BEAR VALLEY COMMUNITY HEALTHCARE DISTRICT
BUSINESS BOARD MEETING MINUTES
41870 Garstin Drive, Big Bear Lake, Ca. 92315
February 03, 2016**

PRESENT: Donna Nicely, President Christopher Fagan, M.D., Secretary
Barbara Willey, 1st Vice President David M. Faulkner, Interim CEO
Gail McCarthy, 2nd Vice President Shelly Egerer, Admin. Assistant
Rob Robbins, Treasurer

ABSENT: Helen Walsh

STAFF: Mary Norman Garth Hamblin Megan Meadors
Sheri Mursick Nicole Wheeler Kathy Breuer
Paul Eves

OTHER: Gail Dick Gerald Tucker w/ TCA

COMMUNITY MEMBERS: Joseph Kelly

OPEN SESSION

1. CALL TO ORDER:

President Nicely called the meeting to order at 1:00 p.m.

CLOSED SESSION

2. PUBLIC FORUM FOR CLOSED SESSION:

President Nicely opened the Hearing Section for Public Comment on Closed Session items at 1:00 p.m. Hearing no request to make public comment, President Nicely closed Public Forum for Closed Session at 1:00 p.m.

3. ADJOURNED TO CLOSED SESSION:

President Nicely called for a motion to adjourn to Closed Session at 1:00 p.m. Motion by Board Member Fagan to adjourn to Closed Session. Second by Board Member Willey to adjourn to Closed Session. President Nicely called for a vote. A vote in favor of the motion was 5/0.

- Board Member Robbins – yes
- Board Member Fagan – yes
- Board Member McCarthy - yes
- Board Member Willey – yes
- President Nicely - yes

RECONVENE TO OPEN SESSION

1. CALL TO ORDER:

President Nicely called the meeting to Open Session at 2:30 p.m.

Board Member Fagan excused himself from the meeting at 2:30 pm

2. ROLL CALL:

Donna Nicely, Barbara Willey, Gail McCarthy, and Rob Robbins and were present. Also present were David M. Faulkner Interim CEO, and Shelly Egerer, Administrative Assistant. Christopher Fagan, M.D. excused himself from the meeting at 2:30 p.m.

3. FLAG SALUTE:

Board Member Robbins led the flag salute, all present participated.

4. ADOPTION OF AGENDA:

President Nicely called for a motion to adopt the agenda as presented. Motion by Board Member Willey to adopt the agenda as presented. Second by Board Member McCarthy to adopt the agenda as presented. President Nicely called for the vote. A vote in favor of the motion was 4/0.

- Board Member Robbins – yes
- Board Member McCarthy - yes
- Board Member Willey – yes
- President Nicely - yes

5. RESULTS OF CLOSED SESSION:

President Nicely reported the following action was taken in Closed Session:

- Risk Report approved.

- Chief of Staff Report approved.
 - Request for Initial Appointment
 - Anthony Dike, MD – Internal Medicine
 - Shari Muir, MD – Tele-psychiatry
 - Tony Madril, LCSW – Tele-psychology
 - Keith Errecart, MD – Emergency Medicine

 - Request for Reappointment:
 - Jennifer Luman MD – Emergency Medicine
 - Allan Churukian, MD – Emergency Medicine
 - Richard Baumgartner, MD – Family Medicine

 - Voluntary Resignation:
 - Peter Boss, MD – Emergency Medicine

President Nicely called for the vote. A vote in favor of the motion was 5/0.

- Board Member Robbins – yes
- Board Member Fagan – yes (*participated in closed session*)
- Board Member McCarthy - yes
- Board Member Willey – yes
- President Nicely - yes

6. PUBLIC FORUM FOR OPEN SESSION

President Nicely opened the Hearing Section for Public Comment on Open Session items at 2:31 p.m. Hearing no request to make public comment. President Nicely closed Public Forum for Open Session at 2:31 p.m.

7. DIRECTORS COMMENTS:

- None

8. INFORMATION REPORTS:

A. Foundation Report:

- Ms. Walsh was not present to provide report.

B. Auxiliary

- Ms. Dick provided the following information.
 - Currently have 25 volunteers.
 - Continuing to work in the ER.
 - 3 day weekends also provide coverage.

9. CONSENT AGENDA:

A. January 06, 2016 Board of Directors Meeting Minutes: Shelly Egerer, Admin. Assistant

B. January 20, 2016 Board of Directors Meeting Minutes: Shelly Egerer, Admin Assistant

C. January 21, 2016 Board of Directors Meeting Minutes: Shelly Egerer, Admin Assistant

D. January 2016, Planning & Facilities Report: Michael Mursick, Plant Manager

E. January 2016 Infection Control Report: Sheri Mursick, Infection Preventionist

F. Policies and Procedures:

1. Family Health Center (FHC Policies) (Summary Attached)
2. Laboratory Policies (Summary Attached)
3. Radiology Policies (Summary Attached)
4. Health Information Policies (Summary Attached)
5. Fire and Smoke Barrier Penetrations (Policy Attached)

President Nicely called for a motion to approve the Consent Agenda as presented. Motion by Board Member Willey to approve the Consent Agenda as presented. Second by Board Member McCarthy to approve the Consent Agenda as presented. President Nicely called for the vote. A vote in favor of the motion was 4/0.

- Board Member Robbins – yes
- Board Member McCarthy - yes
- Board Member Willey – yes
- President Nicely - yes

10. OLD BUSINESS:

A. Discussion and Potential Approval of 2015 Audit Financial Statements: Conducted by TCA Partners:

- Mr. Tucker reported the following information:
 - Clean opinion.
 - No difficulties encountered with management, staff was great and provided all information in a timely manner.
 - Inter Government Transfer program was reapproved, 2 ½ year period will take to the end of this year, paid IGT approximately \$134,000 paid income statement positive \$44,000
 - \$403,000 based on Critical Access; booked half.
 - PPS reconciliation \$134,000, \$140,000 potential.
 - Distinct Claw Back issues is still in the same spot as last year, no changes at this time.
 - \$650,000 liabilities still on books, this has been booked and expensed (has been accrued).
 - Closed USDA loan of \$3 million; one of the notes will have a small paragraph as a disclosures item only on the final version of the report.
 - District had a great year; \$1.9 million for income and the AR is being managed much better.
- **Board Member Robbins asked that the final version to be presented to the Board for potential approval; this can be the Final Draft; Board Member Robbins stated that he is not comfortable approving the current draft review and approve at a meeting.**

Board Member Robbins motioned to postpone approval of the draft audit until a Final Executed Audit is presented. Second by President Nicely to postpone approval of the draft audit until a Final Executed Audit is presented. President Nicely called for the vote. A vote in favor of the motion was 4/0.

- Board Member Robbins – yes
- Board Member McCarthy - yes
- Board Member Willey – yes
- President Nicely - yes

11. NEW BUSINESS:

A. Discussion and Potential Approval of the Board of Directors Annual Business Board Meeting Calendar (2016):

- Mr. Faulkner reported the Business Board Calendar for 2016 requires Board approval per the District Bylaws.
- Board Member Robbins stated that there are occasional times where there are more than 5 meetings per month that caused members to receive a stipend and asked that Administration and the Board be aware of that.

President Nicely called for a motion to approve the 2016 Annual Business Board Meeting Calendar as presented. Board Member McCarthy motioned to approve the 2016 Annual Business Board Meeting Calendar as presented. Second by Board Member Robbins to approve the 2016 Annual Business Board Meeting Calendar as presented. President Nicely called for the vote. A vote in favor of the motion was 4/0.

- Board Member Robbins – yes
- Board Member McCarthy - yes
- Board Member Willey – yes
- President Nicely - yes

B. Discussion and Potential Approval of the Board of Directors Attendance at the May 2016 Quorum National Trustee Conference:

- Mr. Faulkner reported that the next QHR Conference is to be held in Park City, Utah and that the District Bylaws required the Board to approve travel expense reimbursement for the Board Members that attend; this also includes the \$100.00 stipend. Mr. Faulkner will also be presenting a policy for travel reimbursement for potential approval.
- President Nicely requested that the travel policy be completed and presented to the Board for potential approval; meal expense needs to be modified and spouse meals or any other additional expenses are not to be included in the reimbursement. The Board needs to be aware of the cost of attending conferences. Spouse's expenses are not to be included in the attendance of board conferences. President Nicely request there is a cap on meals included in the policy.
- Board Member Robbins stated that he is under the impression that the May Conference will be attended by Board Member Willey, Board Member McCarthy and possibly Board Member Fagan.

President Nicely called for a motion to approve the Board Attendance and stipend to attend the QHR May 2016 Conference. Board Member Willey motioned to approve the Board Attendance and stipend to attend the QHR May 2016 Conference. Second by Board Member McCarthy to approve the Board Attendance and stipend to attend the QHR May 2016 Conference. President Nicely called for the vote. A vote in favor of the motion was 4/0.

- Board Member Robbins – yes
- Board Member McCarthy - yes
- Board Member Willey – yes
- President Nicely - yes

12. ACTION ITEMS:

A. January Quorum Health Resource Report:

- Mr. Faulkner reported the following information on behalf of Mr. McCall:
 - Compliance Assessment is scheduled for Feb. 28 & 29. The report will have staff involvement.
 - Have 2 CEO candidates and would like to schedule a Special Board Meeting for the week of Feb. 29. Administration will be in contact with the Board to schedule a meeting.
 - Compliance assessment will be completed and a report will be provided to staff.

President Nicely called for a motion to approve January 2016 QHR Report as presented.

Motion by Board Member Willey to approve January 2016 QHR Report as presented. Second by Board Member Robbins to approve January 2016 QHR Report as presented. President Nicely called for the vote. A vote in favor of the motion was 4/0.

- Board Member Robbins – yes
- Board Member McCarthy - yes
- Board Member Willey – yes
- President Nicely - yes

B. CNO Report:

- Ms. Norman reported the following:
 - The State is cleaning out their files and 2567 are being sent to district for completion.
 - ER has been busy, over 1,200 patients for the month of December and the same for Jan.
 - Three swing bed patients as of this morning.
 - SNF census is at 13 and hopeful to have 2 additional residents by the end of the week.
 - Marketing is working on items and once weather gets better staff will be traveling off the hill to try to build the SNF volume.
 - ER Manager received FEMA training.
 - Surgery report will have Dean Critel, CRNA services included.
- President Nicely requested that call backs be completed on any services for including epidurals This is good customer service and we should always call back patients for follow up after procedures.

President Nicely called for a motion to approve the CNO Report as presented. Motion by Board Member McCarthy to approve the CNO Report as presented. Second by President Nicely to approve the CNO Report as presented. President Nicely called for the vote. A vote in favor was unanimously approved 4/0.

- Board Member Robbins – yes
- Board Member McCarthy - yes
- Board Member Willey – yes
- President Nicely - yes

C. Acceptance of the CEO Report:

- Mr. Faulkner reported the following:
 - CDHP Survey reports are completed and attached.
 - Strategic Plan sessions were good. Thanked the Board for their time.
 - Loma Linda photo shoot is scheduled for Feb. 11 at 10:00 am
 - Sweetheart Ball is scheduled for Feb. 14.
 - Polar Plunge is scheduled for March 5 and would love Board involvement.

- Reach out & Read program has been implemented and thanked staff for their work.

President Nicely called for a motion to approve the CEO Report as presented. Motion by Board Member McCarthy to approve the CEO Report as presented. Second by Board Member Robbins to approve the CEO Report. President Nicely called for the vote. A vote in favor was unanimously approved 4/0.

- Board Member Robbins – yes
- Board Member McCarthy - yes
- Board Member Willey – yes
- President Nicely - yes

D. Acceptance of the CFO Report:

(1) December 2015 Financials

- Mr. Hamblin reported the following:
 - Cash balance increased \$182,389 to \$2,068,851
 - Surplus for the month of \$372,007 was \$173,500 over budget.
 - Expenses increased for the month but YTD still under budget.
 - Ski season has increased ER visits.
 - Inpatient days under budget.
 - Clinic under budget.
 - Net revenue over budget.
 - \$811,000 YTD Surplus.
 - Cash continues to build.
 - Swing days increased.
 - Continuing to track AR w/TruBridge.
- Board Member Robbins reported that finance meeting scoured through finance report and that the hospital is in far better position than a year ago

(2) CFO Report:

Mr. Hamblin provided a written report.

President Nicely called for a motion to approve the December 2015 Finance Report and CFO Report as presented. Motion by Board Member Robbins to approve the December 2015 Finance Report and CFO report as presented. Second by President Nicely to approve the December 2015 Finance Report and CFO as presented. President Nicely called for the vote. A vote in favor was unanimously approved 4/0.

- Board Member Robbins – yes
- Board Member McCarthy - yes
- Board Member Willey – yes
- President Nicely – yes

RECONVENE CLOSED SESSION

1. RECONVENE TO CLOSED SESSION:

President Nicely called for a motion to adjourn the meeting back to Closed Session. Motion by Board Member Robbins. Second by Board Member Willey. President Nicely adjourned back to Closed Session at 3:35 p.m.

RECONVENE OPEN SESSION

1. CALL TO ORDER:

President Nicely called the meeting to Open Session at 4:30 p.m.

2. RESULTS OF CLOSED SESSION:

- President Nicely reported that the Board approved the following reports.
 - QI Report

 - Compliance Report

President Nicely called for the vote. A vote in favor of the motion was 4/0.

- Board Member Robbins – yes
- Board Member McCarthy - yes
- Board Member Willey – yes
- President Nicely - yes

3. ADJOURNMENT

President Nicely called for a motion to adjourn the meeting at 4:35 p.m. Motion by Board Member McCarthy to adjourn. Second by Board Member Robbins to adjourn. President Nicely called for the vote. A vote in favor of the motion was unanimously approved 4/0.

- Board Member Robbins – yes
- Board Member McCarthy - yes
- Board Member Willey – yes
- President Nicely - yes