

**BEAR VALLEY COMMUNITY HEALTHCARE DISTRICT
BUSINESS BOARD MEETING MINUTES
41870 GARSTIN DRIVE, BIG BEAR LAKE, CA 92315
DECEMBER 10, 2025**

PRESENT: Steven Baker, President
Mark Kaliher, RN, 1st Vice President
Peter Boss, MD, 2nd VP & Treasurer
Ellen Clarke, Secretary
Amber Gonzalez, Board Member
Evan Rayner, CEO
Shelly Egerer, Executive Assistant

ABSENT: None

STAFF: Sheri Mursick
Jeffrey Orr, MD
Kerri Jex
Ryan Orr
Erin Wilson

OTHER: Judy Moody w/Auxiliary Holly Elmer w/Foundation

COMMUNITY

MEMBERS: Paul Macone, BVES

OPEN SESSION

1. CALL TO ORDER:

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

CLOSED SESSION

1. PUBLIC FORUM FOR CLOSED SESSION:

President Baker opened the Hearing Section for Public Comment on Closed Session items at 1:02 p.m. Hearing no request to make public comment. President Baker closed Public Forum for Closed Session at 1:02 p.m.

2. ADJOURNED TO CLOSED SESSION:

President Baker called for a motion to adjourn to Closed Session at 1:02 p.m.

Motion by Board Member Kaliher to adjourn to Closed Session. Second by Board Member Boss to adjourn to Closed Session. President Baker called for a vote. A vote in favor of the motion was 5/0.

- Board Member Clarke - yes
- Board Member Gonzalez - yes
- President Baker - yes
- Board Member Boss - yes
- Board Member Kaliher - yes

RECONVENE TO OPEN SESSION

1. CALL TO ORDER:

President Baker called the meeting to Open Session at 2:05 p.m.

2. ROLL CALL:

Steven Baker, Ellen Clarke, Amber Gonzalez, Peter Boss and Mark Kaliher were present. Also present was Evan Rayner, CEO, and Shelly Egerer, Executive Assistant.

3. FLAG SALUTE:

President Baker led the flag salute. All present participated.

4. ADOPTION OF AGENDA:

President Baker called for a motion to adopt the December 10, 2025 Board Meeting Agenda as presented. Motion by Board Member Boss to adopt the December 10, 2025 Board Meeting Agenda as presented. Second by Board Member Kaliher to adopt the December 10, 2025 Board Meeting Agenda as presented. President Baker called for a vote. A vote in favor of the motion was 5/0.

- Board Member Clarke - yes
- Board Member Gonzalez - yes
- President Baker - yes
- Board Member Boss - yes
- Board Member Kaliher - yes

5. RESULTS OF CLOSED SESSION:

President Baker reported that the following action was taken in Closed Session:

- Chief of Staff Report:
 - Initial Appointment:
 - Calvin Woodard, MD- Emergency Medicine
 - Elliot Dawson, MD- Tele-Neurology
 - Christopher Horn, MD- Tele-Neurology
 - Jacob Sambusky, MD- Tele-Neurology
 - Re-Appointment:
 - David Yomtoob, MD- Ophthalmology

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

- Board Member Clarke - yes
- Board Member Gonzalez - yes
- President Baker - yes
- Board Member Boss - yes
- Board Member Kaliher - yes

6. PUBLIC FORUM FOR OPEN SESSION:

President Baker opened the Hearing Section for Public Comment on Open Session items at 2:07 p.m. Hearing no request to make public comment. President Baker closed Public Forum for Closed Session at 2:07 p.m.

7. DIRECTORS COMMENTS/RECOGNITIONS/INTRODUCTIONS:

- President Baker welcomed Amber Gonzalez to the Board of Directors

8. INFORMATION REPORTS

A. Foundation Report:

- Ms. Elmer was not present.

- Mr. Rayner reported that the Foundation will be at the Christmas Party

B. Auxiliary Report:

- Ms. Moody was not present.
- Mr. Rayner reported that Mall in the Hall is being conducted

9. CONSENT AGENDA:

- A.** November 12, 2025 Business Board Meeting Minutes: Shelly Egerer, Executive Assistant
- B.** November 2025 Human Resource Report: Erin Wilson, Human Resource Director
- C.** November 2025 Plant and Maintenance Report: Michael Mursick, Plant & Maint. Manager
- D.** November 2025 Infection Control Report: Heather Loose, Infection Preventionist
- E.** Committee Meeting Minutes:
 - (1) November 11, 2025 Finance Committee Meeting

President Baker called for a motion to approve the Consent Agenda as presented. Motion by Board Member Clarke to approve the Consent Agenda as presented. Second by Board Member Boss to approve the Consent Agenda as presented. President Baker called for the vote. A vote in favor of the motion was 5/0.

- Board Member Clarke - yes
- Board Member Gonzalez - yes
- President Baker - yes
- Board Member Boss - yes
- Board Member Kaliher - yes

10. OLD BUSINESS*

- None

11. NEW BUSINESS*

A. Discussion and Potential Approval of the Following Service Agreements:

(1) Teleconnect Therapies Clinic Service Agreement:

- Mr. Rayner reported this is a two-year agreement, they are telemedicine providers, did increase approximately \$11.00 per hour. Will cost additional \$12,000 annually.

President Baker called for a motion to approve Teleconnect Therapies Clinic Service Agreement as presented. Motion by Board Member Boss to approve Teleconnect Therapies Clinic Service Agreement as presented. Second by Board Member Clarke to approve Teleconnect Therapies Clinic Service Agreement as presented. President Baker called for the vote. A vote in favor of the motion was 5/0.

- Board Member Clarke - yes
- Board Member Gonzalez - yes
- President Baker - yes
- Board Member Boss - yes
- Board Member Kaliher - yes

(2) MC Analytics:

- Mr. Schlenker reported this is through Ovation Service, MC Analytics, software to help match the payments we are getting according to what the agreement says, this is a two-year agreement, auto renewal 120 days without clause, and monthly fee of \$2,500.00.

President Baker called for a motion to approve MC Analytics Service Agreement as presented. Motion by Board Member Clarke to approve MC Analytics Service Agreement as presented. Second by Board Member Boss to approve MC Analytics Service Agreement as presented. President Baker called for the vote. A vote in favor of the motion was 5/0.

- Board Member Clarke - yes
- Board Member Gonzalez - yes
- President Baker - yes
- Board Member Boss - yes
- Board Member Kaliher - yes

(3) Michael Chin, MD Medical Director of Surgery Department Service Agreement:

- Mr. Rayner reported renewal of agreement; Director of Surgery, since 2019.

President Baker called for a motion to approve Michael Chin, MD Medical Director of Surgery Department Service Agreement as presented. Motion by Board Member Clarke to approve Michael Chin, MD Medical Director of Surgery Department Service Agreement as presented. Second by Board Member Boss to approve Michael Chin, MD Medical Director of Surgery Department Service Agreement as presented. President Baker called for the vote. A vote in favor of the motion was 5/0.

- Board Member Clarke - yes
- Board Member Gonzalez - yes
- President Baker - yes
- Board Member Boss - yes
- Board Member Kaliher - yes

B. Discussion and Potential Approval of BVES Solar & Storage Letter of Support

- Paul Marconi w/BVES can expand its renewable energy portfolio and enhance grid resiliency. We are going to install a ray of solar panels on 21 acres; the project is to begin in 2026; we have received all special district letters of support.

President Baker called for a motion to approve BVES Solar & Storage Letter of Support as presented. Motion by Board Member Kaliher to approve BVES Solar & Storage Letter of Support as presented. Second by Board Member Boss to approve BVES Solar & Storage Letter of Support as presented. President Baker called for the vote. A vote in favor of the motion was 5/0.

- Board Member Clarke - yes
- Board Member Gonzalez - yes
- President Baker - yes
- Board Member Boss - yes
- Board Member Kaliher - yes

C. Discussion and Potential Approval of Authority to Risk and Grievance Committee

- Mr. Rayner reported that the letter is a requirement in our accreditation, this is formality and a delegation of authority.

President Baker called for a motion to approve Authority to Risk and Grievance Committee. Motion by Board Member Boss to approve Authority to Risk and Grievance Committee. Second by Board Member Clarke to approve Authority to Risk and Grievance Committee. President Baker called for the vote. A vote in favor of the motion was 5/0.

- Board Member Clarke - yes
- Board Member Gonzalez - yes
- President Baker - yes
- Board Member Boss - yes
- Board Member Kaliher - yes

D. Discuss and Potential Approval of Bear Valley Community Healthcare District Board Officers:

(1) President:

Board Member Boss motioned for Board Member Kaliher to be Board President. Second by Board Member Baker for Board Member Kaliher to be Board President. President Baker called for the vote. A vote in favor of the motion was 5/0.

- Board Member Clarke - yes
- Board Member Gonzalez - yes
- President Baker - yes
- Board Member Boss - yes
- Board Member Kaliher

(2) 1st Vice President:

President Kaliher motioned for Board Member Baker to be 1st Vice President. Second by Board Member Clarke for Board Member Baker to be 1st Vice President. President Kaliher called for the vote. A vote in favor of the motion was 5/0.

- Board Member Clarke - yes
- Board Member Gonzalez – yes
- Board Member Baker - yes
- Board Member Boss – yes
- President Kaliher - yes

(3) 2nd Vice President:

President Kaliher motioned for Board Member Boss to be 2nd Vice President. Second by Board Member Baker for Board Member Boss to be 2nd Vice President. President Kaliher called for the vote. A vote in favor of the motion was 5/0.

- Board Member Clarke - yes
- Board Member Gonzalez - yes
- Board Member Baker - yes
- Board Member Boss - yes
- President Kaliher - yes

(4) Secretary:

President Kaliher motioned for Board Member Gonzalez to be Board Secretary. Motion by Board Member Boss for Board Member Gonzalez to be the Board Secretary. Second by Board Member Clarke for Board Member Gonzalez to be the Board Secretary. President Kaliher called for the vote. A vote in favor of the motion was 5/0.

- Board Member Clarke - yes
- Board Member Gonzalez - yes
- Board Member Baker - yes
- Board Member Boss – yes
- President Kaliher - yes

(5) Treasurer

President Kaliher motioned for Board Member Clarke to be Board Treasurer. Motion by Board Member Boss for Board Member Clarke to be the Board Treasurer. President Kaliher called for the vote. A vote in favor of the motion was 5/0.

- Board Member Clarke - yes
- Board Member Gonzalez - yes
- Board Member Baker - yes
- Board Member Boss - yes
- President Kaliher - yes

E. Discussion and Potential Approval of Bear Valley Community Healthcare District Committee Members:

(1) Planning & Facilities Committee Meeting:

- Board Member Boss nominated Board Member Baker and himself to stay on the Planning & Facilities Committee and the Seismic Adhoc Committee.

President Kaliher motioned for Board Member Boss and Board Member Baker remain on the Planning Committee and the Seismic Adhoc Committee Meeting. Second by Board Member Clarke for Board Member Boss and Board Member Baker remain on the Planning Committee and the Seismic Adhoc Committee Meeting. President Kaliher called for the vote. A vote in favor of the motion was 5/0.

- Board Member Clarke - yes
- Board Member Gonzalez - yes
- Board Member Baker - yes
- Board Member Boss - yes
- President Kaliher - yes

(2) Finance Committee Meeting (Treasurer and Committee Member):

President Kaliher motioned for Board Member Baker to be on the Finance Committee Meeting with the Board Treasurer. Motion by Board Member Clarke for Board Member Baker to be on the Finance Committee with the Board Treasurer. Second by Board Member Boss for Board Member Baker to be on the Finance Committee with the Board Treasurer President Kaliher called for the vote. A vote in favor of the motion was 5/0.

- Board Member Clarke - yes
- Board Member Gonzalez – yes
- Board Member Baker - yes
- Board Member Boss – yes
- President Kaliher - yes

(3) Human Resource Committee Meeting

President Kaliher motioned for Board Member Gonzalez and himself to be on the HR Committee. Motion by Board Member Clarke for Board Member Gonzalez and President Kaliher to be on the HR Committee. Second by Board Member Boss for Board Member Gonzalez and President Kaliher to be on the HR Committee. President Kaliher called for the vote. A vote in favor of the motion was 5/0.

- Board Member Clarke - yes
- Board Member Gonzalez – yes
- Board Member Baker - yes
- Board Member Boss – yes
- President Kaliher - yes

(4) Seismic Upgrade Adhoc Committee Meeting:

President Kaliher motioned for Board Member Boss and Board Member Baker to remain on the Planning Committee and the Seismic Adhoc Committee Meeting. Second by Board Member Baker for Board Member Boss and Board Member Baker to remain on the Planning Committee and the Seismic Adhoc Committee Meeting. President Kaliher called for the vote. A vote in favor of the motion was 5/0.

- Board Member Clarke - yes
- Board Member Gonzalez – yes
- Board Member Baker - yes
- Board Member Boss – yes
- President Kaliher - yes

F. Discussion and Potential Approval of BVCHD Board of Directors Board Stipend Modification 5% Increase, Effective January 01, 2026 (BVCHD District Bylaws Article II Section 4 Paragraph 2):

President Kaliher called for a motion to approve a 5% increase to the Board Stipend. Motion by Board Member Boss to approve a 5% increase to the Board Stipend. Second by Board Member Baker to approve a 5% increase to the Board Stipend. President Kaliher called for the vote. A vote in favor of the motion was 5/0.

- Board Member Clarke - yes
- Board Member Gonzalez – yes
- Board Member Baker - yes
- Board Member Boss – yes
- President Kaliher - yes

12. EXECUTIVE REPORTS

A. Ovation Report:

- Ms. Duhe reported the following information:
 - Board governance webinar for December
 - Working on additional board webinars
 - Leadership Conference Feb. 18-19, 2026
 - Work Plan for 2026 has been provided
 - GPO is a positive number

President Kaliher called for a motion to approve the Ovation Report as presented. Motion by Board Member Clarke to approve the Ovation Report as presented. Second by Board Member Boss to approve the Ovation Report as presented. President Kaliher called for the vote. A vote in favor of the motion was 5/0.

- Board Member Clarke - yes
- Board Member Gonzalez – yes
- Board Member Baker - yes
- Board Member Boss - yes
- President Kaliher - yes

B. Acceptance of CEO Report:

- Mr. Rayner reported the following information:
 - Urgent Care volumes decreased
 - Met with architects, did provide retro fit at \$36 million, moving forward with study #2
 - Participate in Small Relief Funding which will help us with grants
 - Next week Special Board Meeting will be conducted to move to Interventional Radiology program; will need a new C-Arm
 - MRI RFP went out last week
 - PNP interview completed today
 - 2 bed ICU; asked our Senator Ocho Bough's office is going to follow up with CDPH.
 - Planning a AI pilot program to help patient satisfaction; IT is vetting the system and will be an addition to our current program w/M-modal
 - Spoke with UCR Family Medicine; 3 residents have rotated in our facility
 - Met with Mark Tuner w/ Mountains Community
 - Elected to HASC board
 - Mom & Dad viewed the new building and would like the 2,400 sq feet.

President Kaliher called for a motion to approve the CEO Report as presented. Motion by Board Member Clarke to approve the CEO Report as presented. Second by Board Member Baker to approve the CEO Report as presented. President Kaliher called for the vote. A vote in favor of the motion was 5/0.

- Board Member Clarke - yes
- Board Member Gonzalez - yes
- Board Member Baker - yes
- Board Member Boss - yes
- President Kaliher - yes

C. October 2025 Finance Report:

- Mr. Schlenker reported the following information:
 - Cash on hand is \$2,908,219
 - Operating loss for the month of \$860,501
 - Total expenses were 0.8% under budget
 - Revenue deductions were at 59.5%
 - Board designated fund is \$25,000
 - Days cash on hand is at 369
 - Bad debit is at \$83,000
 - Other operating revenue exceeded budget
 - Salaries, benefits & registry is our biggest expenses
 - Total surplus of \$25,117
 - Seeing more Medicare patients
 - Supplies increased due to surgery
 - Eye case's began
 - Saw several patients

President Kaliher called for a motion to approve the October 2025 Finance Report as presented. Motion by Board Member Boss to approve the October 2025 Finance Report as presented. Second by Board Member Baker to approve the October 2025 Finance Report as presented. President Kaliher called for the vote. A vote in favor was unanimously approved 5/0.

- Board Member Clarke - yes
- Board Member Gonzalez - yes
- Board Member Baker - yes
- Board Member Boss - yes
- President Kaliher - yes

D. Acceptance of the COO/CNO Report:

- Ms. Jex reported the following information:
 - Still facing staffing issues (ER has 4 nurses out)
 - Registry is being used
 - ER staff have had high acuity patients and staff has been wonderful
 - SNF is at 21 residents; we have Adopt a Resident. If you would like to participate, please contact Shelly
 - Surgical Services staff went on a site trip to dr. Yomtoob surgical services office
 - Treadmill is on site, Dr. Zamarra will be completing a presentation to staff in Jan.
 - Dietary is going to have a deep fryer installed
 - OR 2 is getting ready for patient care

President Kaliher called for a motion to approve the CNO Report as presented. Motion by Board Member Clarke to approve the CNO Report as presented. Second by Board Member Baker to approve the CNO Report as presented. President Baker called for the vote. A vote in favor was unanimously approved 5/0.

- Board Member Clarke - yes
- Board Member Gonzalez - yes
- Board Member Baker - yes
- Board Member Boss - yes
- President Kaliher - yes

13. ADJOURNMENT:

President Kaliher called for a motion to adjourn the meeting 2:54 p.m. Motion by Board Member Boss to adjourn. Second by Board Member Baker to adjourn. President Kaliher called for the vote. A vote in favor of the motion was unanimously approved 5/0.

- Board Member Clarke - yes
- Board Member Gonzalez - yes
- Board Member Baker - yes
- Board Member Boss - yes
- President Kaliher - yes