

**BEAR VALLEY COMMUNITY HEALTHCARE DISTRICT
BUSINESS BOARD MEETING MINUTES
41870 Garstin Drive, Big Bear Lake, Ca. 92315
April 12, 2017**

PRESENT: Donna Nicely, President
Rob Robbins, 1st Vice President
Jack Roberts, 2nd Vice President
Gail McCarthy, Secretary
John Friel, CEO
Shelly Egerer, Admin. Assistant

ABSENT: Barbara Willey, Treasurer
Helen Walsh w/ Foundation

STAFF: Garth Hamblin Mary Norman Erin Wilson Kerri Jex
Michael Mursick Nicole Wheeler Sheri Mursick
Steven Knapik, DO Megan Meadors Mary Norman

OTHER: Ron Vigus/ QHR
Tomi Hagan w/QHR
Deborah Tropp, Legal Counsel
Gail Dick w/Auxiliary
Paul D’Aguila w/BETA

COMMUNITY MEMBERS: Bob Ybarra
Natalie Williams’s w/Grizzly

OPEN SESSION

1. CALL TO ORDER:

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

CLOSED SESSION

1. 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.

2. ADJOURNED TO CLOSED SESSION:

President Nicely called for a motion to adjourn to Closed Session at 1:00 p.m. Motion by Board Member Robbins to adjourn to Closed Session. Second by Board Member McCarthy to adjourn to Closed Session. President Nicely called for a vote. A vote in favor of the motion was 4/0.

- Board Member Robbins - yes
- President Nicely - yes
- Board Member McCarthy - yes
- Board Member Roberts - yes

RECONVENE TO OPEN SESSION

1. CALL TO ORDER:

President Nicely called the meeting to Open Session at 3:06 p.m.

2. ROLL CALL:

Donna Nicely, Rob Robbins, Jack Roberts, and Gail McCarthy were present. Also present were John Friel, CEO, and Shelly Egerer, Administrative Assistant. Absent was Barbara Willey.

3. FLAG SALUTE:

Board Member Roberts 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 Robbins 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
- President Nicely - yes
- Board Member McCarthy - yes
- Board Member Roberts - yes

5. RESULTS OF CLOSED SESSION:

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

- Legal counsel has settlement authority for a pending litigation.
- Request for Initial Appointment:
 - Geraldine Chang, MD- Renaissance Radiology
 - Hyojoon Hahn, MD-Renaissance Radiology
 - Deanna Sanchez, NP- Emergency Medicine
 - Peter Chambers, DO- Emergency Medicine
- Request for Reappointment:
 - Delbert Critel, CRNA- Anesthesia
 - Donald Sicher, PA- Emergency Medicine
 - Bradley Register, PA- Emergency Medicine/ Acute
 - Paula Nornes- Lebbly- OB/Gyn
 - Carly Bronson, NP- Primary Care
- Voluntary Resignation:
 - David Tang, MD- Emergency Medicine
- Risk Management Report
- QI Management Report

President Nicely reported that the Board will be reconvening to Closed Session.

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

- Board Member Robbins - yes
- President Nicely - yes
- Board Member McCarthy - yes
- Board Member Roberts - yes

6. PUBLIC FORUM FOR OPEN SESSION:

President Nicely opened the Hearing Section for Public Comment on Open Session items at 3:12 p.m.

- Mr. Ybarra, community member, stated he is coming back to the Board to request the Board of Directors once again reschedule the BVCHD Board Meeting due to conflicting Board times with the Airport Board and would like to have a compromise; possibly change Open Session to begin at 1:00 p.m. Mr. Ybarra would like to have a future agenda item placed on the Board Meeting Agenda in May to have additional discussion on changing the BVCHD Board Meeting schedule. Mr. Ybarra stated that he did meet with Mr. Friel, CEO and thanked him for his time.
- President Nicely stated that we have had this item on the agenda previously and that the Board is being transparent and explained that there were circumstances and schedules that the Board of Directors need to accommodate physicians and additional staff to be present and that is why Closed Session is at 1:00 p.m.
- Legal counsel reported that the agenda is posted 72 hours in advance and the public can ask the board to discuss an issue in advance.
- Board Member Roberts asked if he had approached the Airport Board to request changing their meeting times to a later time.

President Nicely closed Public Forum for Open Session at 3:19 p.m.

7. DIRECTORS' COMMENTS:

- President Nicely asked that Administration request LLUMC Team to come up to the District in lieu of us driving there for the upcoming meeting.
- Board Member Robbins stated that we have an excellent opportunity; since LLUMC did not participate in last year's Health Fair, he asked that Mr. Friel invite Riverside Community Hospital to participate in the 2017 Health Fair; also stated that HR Meeting Minutes reflects important information and some valid points and would like the items to be brought to the full Board.
- Board Member Roberts stated that he has mentioned in previous meetings that the care he has received in the ER and the clinic has been good. Board Member Roberts went to BBFRC for an appointment and waited 40 minutes; due to the waiting time he had to leave and does not feel this is reasonable care and has a choice to go to a different physician . Board Member Roberts spent 15 minutes in the waiting room with no communication from staff and then was put into a patient room for 25 minutes and heard the doctor in the hall way several times talking to staff and was not seen by any one during that time. The District needs to provide good customer service in order to keep the patients at the District.

- Board Member McCarthy also feels that LLUMC needs to come to our facility and that an Affiliation means they should be willing to come to Big Bear.

8. INFORMATION REPORTS:

A. Foundation Report:

- Ms. Walsh was not present to provide a report.
- Mr. Friel stated that the Foundation is beginning a Membership Drive; will be working on the Foundation Bylaws and transitioning to a new Foundation President.

B. Auxiliary Report:

- Ms. Dick reported that a fundraiser is scheduled for July 19 at 5:30 p.m. at Apples Bed and Breakfast and the Auxiliary is working on scheduling the Annual Golf Tournament in August.
- President Nicely asked Ms. Dick to provide a copy of the Auxiliary Bylaws to Administration.

9. CONSENT AGENDA:

A. March 08, 2017 Board of Directors Meeting Minutes: Shelly Egerer, Admin. Assistant

B. February / March 2017 Planning & Facilities Report: Michael Mursick, Plant Manager

C. 1st Quarter Fire / Life Safety Report: Michael Mursick, Plant Manager

D. March 2017 Human Resource Report: Erin Wilson, Human Resource Director

E. March 2017 Infection Control Report: Heather Loose, Infection Preventionist

F. Board of Directors; Committee Meeting Minutes:

- (1) January 17, 2017 Planning & Facilities Committee Meeting Minutes
- (2) February 21, 2017 Special Planning & Facilities Committee Meeting Minutes
- (3) January 03, 2017 Special Finance Committee Meeting Minutes
- (4) February 01, 2017 Special Finance Committee Meeting Minutes
- (5) March 06, 2017 Finance Committee Meeting Minutes
- (6) January 30, 2017 Human Resource Committee Meeting Minutes
- (7) February 02, 2017 Policy & Procedure & District Bylaw Committee Meeting Minutes

G. Policies & Procedures: (Summary Attached)

- (1) Skilled Nursing Facility
- (2) Swing Beds
- (3) Nursing Administration
- (4) Pharmacy
- (5) Family Health Center
- (6) Emergency Department
- (7) Respiratory Therapy
- (8) Emergency Preparedness
- (9) Actions to Take in Case of Airship Crash/Fire
- (10) Changing HVAC Filters
- (11) Holiday Door Decorations
- (12) Complaint and Grievance
- (13) Important Message from Medicare

President Nicely called for a motion to approve the Consent Calendar as presented. Motion by Board Member McCarthy to approve the Consent Calendar as presented. Second by Board Member Roberts to pull the Human Resource Report for discussion and to approve the remaining items listed in the Consent Calendar as presented. President Nicely called for the vote with the amendment to pull the Human Resource Report and approve the remaining items. A vote in favor of the motion was 4/0.

- Board Member Robbins - yes
- President Nicely - yes
- Board Member McCarthy - yes
- Board Member Roberts - yes

10. OLD BUSINESS:

- None

11. NEW BUSINESS*

A. Discussion and Presentation on BETA Just Culture and BETA Heart:

- Mr. D'Aguila provided a presentation on BETA Just Culture and BETA Heart:
 - Medical error is the 3rd leading cause of death in the United States.
 - Event analysis, BETA focuses on Just Culture.
 - Provided a briefing of Paradigm Shift.
 - Patients and family members should be part of committees.
 - Culture of Safety Survey.
 - Where to make improvements.
 - Just Culture of Improvements are a system wide approach.
 - Event response and analysis.
 - Communication and transparency are important with patients and family members; within 60 minutes staff should try to talk to patients, apologize if there were any problems and follow up on issues; staff should communicate with patient at all times.
 - Early resolutions on patient complaints, should have staff investigate immediately and resolve any issues with the patient.
 - Incentive Structure.
 - Culture measurement and debrief.
 - We do not have a lot of litigation.
 - Requirement for Opting-In.
 - Executive Leadership commitment to evolve culture.
 - Just culture can be conducted at the decision of the facility
 - 4-hour manager training.
 - 2-hour front line staff training.
- President Nicely stated that she feels this is a great program and the District should buy into this program.
- Board Member Robbins stated that if the District were to buy into this program then this would allow staff to strive to provide better patient care and will allow support of a good Compliance Program.

- Discussion took place on if there is a conflict with Studer Group and implementing BETA Heart or if implementing both programs would be best for the District.
- Mr. Friel stated that Studer Group is patient satisfaction and would work hand in hand with BETA Heart. The full Board informed staff that they are in total support of the program.

President Nicely reported no action required

B. Discussion and Presentation for BVCHD Board of Directors: Annual Compliance Training:

- Ms. Hagan reported the Board is required to have annual training for Compliance and provided the following information:
 - Culture of Compliance.
 - 7 elements outlined by OIG and Department of Justice.
 - Education and Training is mandatory in order to have good Compliance Program.
 - Continual monitoring and auditing.
 - Reporting and communication.
 - Anonymous reporting.
 - Billing errors should be self-reported.
 - Corrective Action.
 - Yates Memo effective in 2015.
 - Will open civil and criminal cases.
 - 2017 Department of Justice completes evaluations of Compliance Programs and measuring compliance effectiveness.
 - Compliance:
 - Stark Law- focus on physician and anti-kick back.
 - Violation of anti-kick back is also a violation of the False Claim Act.
 - All physician contracts should be reviewed by legal counsel.
 - Federal False Claims Act.
 - Fraud enforcement and recovery act.
 - Affordable Care Act allows 60 days to report.
 - Culture of Compliance is a need.
 - Compliance is following the law and ethics is doing the right thing.
 - Board Members have a fiduciary responsibility and need to ensure management and confidentiality of Closed Session items, act in faith, and expected to act in the best interest of the District. The Board needs to ask questions about the Compliance Programs and be alert to the Compliance Report.
 - Risk assessment needs to be conducted and ensure how the District responds to violations and follow up.
- President Nicely requested the Guidance Presentation in an electronic format.

President Nicely reported no action required

C. Discussion Review and Potential Approval of the BVCHD Board of Directors Board Self-Assessment and Action Plan:

- President Nicely stated that the report was provided to the full Board; in the past the Board has not completed an action plan and would like to have discussion on an action plan and have discussion on specific areas that were scored low.
 - Mission & Vision Statement has not been reviewed.
 - Process for Board Member Performance is being discussed and reviewed in the Policy & Procedure District Bylaw Committee.
 - There was a low score on Board Members receiving agendas and packets at least week one week before meeting, the expectations was not applicable to the process at the District and the Board felt that they receive their packets in a timely manner and that there are times when circumstances arise that some reports will be late. This item is to be monitored for six months; Board packets are to be ready by the Friday before the Board Meeting.
- Board member Roberts stated that no reports should be provided to the Board on the same day of a meeting unless it is in an addition to a report already provided to the Board.
 - Communication from CEO; should be quarterly or every 6 months evaluations with the CEO. There needs to be better communication between the Board of Directors and the CEO.
 - Compensation since QHR has been with the District; unsure how to measure this item, this was rated low, 50% of QHR Hospitals incentive plan.
 - Bylaw revision should be a quarterly review.
 - Strategic Plan should be reviewed to ensure we are meeting goals quarterly.

President Nicely motioned to conduct a special meeting in June to review the Board Self-Assessment and develop an action plan. Second by Board Member Roberts to conduct a special meeting in June to review the Board Self-Assessment and develop an action plan. President Nicely called for the vote. A vote in favor of the motion was 4/0.

- Board Member Robbins - yes
- President Nicely - yes
- Board Member McCarthy - yes
- Board Member Roberts - yes

D. Discussion and Potential Approval of Tractor Purchase / Equipment Upgrade: (Skid Steer):

- Mr. Hamblin reported that Planning Committee and Finance Committee has approved a recommendation to the full Board to up-grade the skid steer.
 - Used skid steer purchase with 102 hours on it.
 - Trade in current equipment at \$11,500
 - Asking Board to approve \$15,000.

President Nicely motioned to approve the Skid Steer purchase not to exceed \$15,000. Second by Board Member Roberts to approve the Skid Steer purchase not to exceed \$15,000. President Nicely called for the vote. A vote in favor of the motion was 4/0.

- Board Member Robbins - yes
- President Nicely - yes
- Board Member McCarthy - yes
- Board Member Roberts - yes

E. Discussion and Potential Approval of the ROKOS Group Inc. Contract (Recruitment for ER Director):

- President Nicely reported the contract was discussed in Closed Session.

President Nicely motioned to approve the ROKOS Group Contract as presented. Second by Board Member Robbins to approve the ROKOS Group Contract as presented.

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

- Board Member Robbins - yes
- President Nicely - yes
- Board Member McCarthy - yes
- Board Member Roberts - yes

F. Discussion and Potential Approval of Medical Staff Bylaw Amendment: Article VIII Officers:8.3 Director of Services:

- Ms. Tropp reported there is a memo provided to the Board and the amendment to the Bylaws will allow physicians to accept department director positions.

President Nicely motioned to approve the Medical Staff Bylaw Amendment: Article VIII Officers: 8.3 Director of Services. Second by Board Member Roberts to approve Medical Staff Bylaw Amendment: Article VIII Officers: 8.3 Director of Services. President Nicely called for the vote. A vote in favor of the motion was 4/0.

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

G. March 2017 Human Resource Report: Erin Wilson, Human Resource Director:

- Board Member Roberts stated that Employee Evaluation trend is getting worse and would like an update on as to why the numbers are increasing and are the managers being held accountable to complete the evaluations.
- Ms. Wilson reported that it is not one specific department; the process needs to be updated.
- Mr. Friel stated that the managers need to be held accountable, and that he too is behind on his employee evaluations.
- The Board feels that managers need to be held accountable and this item requires that Administration address the managers.
- Mr. Friel informed the Board that the employee evaluations would be current by the May Board Meeting.

President Nicely called for a motion to approve the Human Resource Report as presented. Board Member Roberts motioned to approve the Human Resource Report as presented. Second by Board Member McCarthy to approve the Human Resource Report as presented. President Nicely called for the vote. A vote in favor of the motion was 4/0.

- Board Member Robbins - yes
- President Nicely - yes
- Board Member McCarthy - yes
- Board Member Roberts - yes

12. ACTION ITEMS*

A. Quorum Health Resource Report:

(1) April 2017 QHR Report:

- Mr. Vigus reported the following:
 - Compliance Program development is going well.
 - Consultant Service Plan is being reviewed and would like any recommendations from the Board or staff if there are items that need to be reviewed.
 - QHR Trustee Conference is scheduled and would like to ensure that the Board Members sign up for the conference.
- Board Member Roberts stated that the Surgery Report and a report on the Health Net Providers has not been provided to the Board as requested. This has been a request for several months.
- Mr. Hamblin informed the Board that he would be providing some information regarding surgery during his report.

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

- Board Member Robbins - yes
- President Nicely - yes
- Board Member McCarthy - yes
- Board Member Roberts - yes

B. CNO Report:

(1) March 2017 CNO Report:

- Ms. Jex reported the following information:
 - Clinical Informatics Position is going to be changed to a full time position. This position monitors the EHR system, works with CPSI and T-System, chart abstraction and continuing to expand in expectations on required reports.
 - Loss of an EMT and will not fill that position.
 - Budget year – additional FTE will be required if we continue to do surgery.
- President Nicely stated that it seems we are adding more full time positions, and staffing is increasing and that the FTE's need to be looked at.
- Board Member Roberts will be adding the FTE item to the HR Committee Meeting Agenda to look at the FTE budget.
- Mr. Hamblin reported that FTE's are continuing to run under budget.
- Mr. Friel reported that the Surgical Service project is being worked on and trying to obtain data, Administration needs more data in order to provide an accurate pro-forma, would like to extend the study for an additional 6 months, surgery has not been completed for three years, reimbursement data was not accurate at this time. Mr. Friel reported that a meeting with Heritage will be taking place and that the main topic of the meeting is to ask Heritage to allow the community to have procedures completed at our hospital.
- Further discussion took place on the Surgery Pro-forma and it was reported that Surgery has completed 20 Orthopedic cases and reimbursement was received for only 4 of those 20 cases, Medi-Cal or Medical Managed Care does

not pay well and additional time is needed. The District also needs to ensure there is a patient basis and will need to update some equipment which could be an additional cost of \$60,000. The Board asked Administration to look at all insurance contracts to ensure what reimbursement rate we have received.

- Mr. Hamblin informed the Board that we do have a consultant that negotiates contracts and that he will provide the Board with an up-date.

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 Board Member Roberts to approve the CNO Report as presented. President Nicely called for the vote. A vote in favor of the motion was 4/0.

- Board Member Robbins - yes
- President Nicely - yes
- Board Member McCarthy - yes
- Board Member Roberts - yes

C. Acceptance of the CEO Report:

(1) March 2017 CEO Report:

- Mr. Friel reported the following information:
 - RFP Laboratory: only received one request back will be negotiating a contract with High Desert Pathology.
 - Mammo & CT Scanner Projects have begun. Portable CT Scanner is on site. The demolition crew will begin April 14. Infection Control is ensuring we stay in compliance and there are some items that OSHPD is looking at with the Mammo Project. Construction is delayed 2 weeks.
 - Sponsored AMGEN \$5,000.
 - Union negotiations are beginning in April.
- Board Member Robbins expressed his opinion on the laptop training that he and one other Board Member received; the laptops were not ready, and the training was poor.

(2) Strategic Plan:

- Mr. Friel reported the following:
 - Priorities have been established.
 - Quarterly updates will be provided.
- President Nicely stated that some of the priorities have been changed; the Board set the priority list and it does not seem to be the same. This item is to be on the Special Board Meeting in June.
- Board Member Roberts would like a monthly update on insurance organizations on improving insurance accepted within the District, wants to see action not discussion. Network providers needs to be grown. This is a monthly item that is to be provided to the Board

President Nicely motioned to approve the CEO Report as presented with the Strategic Plan added to the Special Board Meeting in June. Second by Board Member McCarthy to approve the CEO Report as presented with the Strategic Plan added to the Special Board Meeting in June. President Nicely called for the vote. A vote in favor was unanimously approved 4/0.

- Board Member Robbins - yes
- President Nicely - yes
- Board Member Roberts - yes
- Board Member McCarthy - yes

D. Acceptance of the Finance Report:

(1) March 2017 Financials

- Mr. Hamblin reported the following information:
 - Days cash on hand 215.
 - Surplus of \$1.3 million over budget.
 - SNF over budget.
 - Acute over budget.
 - Under budget in ER Visits (within 1% from prior year)

(2) CFO Report:

- Mr. Hamblin reported the following:
 - Health Care Reform is still an unknown.
 - A meeting with managers took place regarding the Charge Description Master Review and began making changes.
 - QHR was on site to do an audit to ensure that QHR Best Practice is being followed by CEO & CFO.

President Nicely motioned to approve the January 2017 Finance Report and CFO Report as presented. Second by Board Member Roberts to approve the January 2017 Finance Report and CFO Report as presented. President Nicely called for the vote. A vote in favor was unanimously approved 4/0.

- Board Member Robbins - yes
- President Nicely - yes
- Board Member McCarthy - yes
- Board Member Roberts - yes

President Nicely motioned to approve extending the Board Meeting. Second by Board Member Roberts to approve extending the Board Meeting. President Nicely called for the vote. A vote in favor was unanimously approved 4/0.

- Board Member Robbins - yes
- President Nicely - yes
- Board Member McCarthy - yes
- Board Member Roberts - yes

CLOSED SESSION

1. RECONVENE TO CLOSED SESSION:

President Nicely called for a motion to reconvene to Closed Session at 5:45 p.m. Motion by Board Member Roberts to adjourn to Closed Session. Second by Board Member McCarthy to adjourn to Closed Session. President Nicely called for the vote. A vote in favor was unanimously approved 4/0.

- Board Member Robbins - yes
- President Nicely - yes
- Board Member McCarthy - yes
- Board Member Roberts - yes

OPEN SESSION

1. CALL TO ORDER

President Nicely called the meeting to order at 6:50 p.m.

2. RESULTS OF CLOSED SESSION

President Nicely stated there was no reportable action taken in Closed Session.

3. ADJOURNMENT:

President Nicely called for a motion to adjourn the meeting at 6:50 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
- President Nicely - yes
- Board Member McCarthy - yes
- Board Member Roberts - yes