

Governing Board

Date: Thursday, January 26, 2023
Time: 1:30 p.m.
Location: Sprowel Creek Campus and Via Webex Conferencing
Facilitator: Board President, Corinne Stromstad

Minutes

Special Note: Due to COVID-19, this meeting was held via teleconference.

The following people attended at Sprowel Creek Campus and via Webex

Governing Board: Corinne Stromstad, Barbara Truitt, Galen Latsko, Kevin Church and Jay Sooter in-person

Not Present: none

Also in person: CEO Matt Rees; CNO Adela Yanez; CQO Kristen Rees; CFO Paul Eves; Pejman Simanian, Pharmacist; Marie Brown, PFS Manager; Remy Quinn, HIM Manager; and Karen Johnson, Board Clerk and Medical Staff Coordinator.

Also via Webex: COO Kent Scown; Darrin Guerra, Administrative Assistant; Kimmy Schiebelhut, Interim HR Manager; Ryan Stock and Rob Eskridge, Growth Management Center, and Chief of Staff Dr. Michael Newdow.

- A. Call to Order – Board president Corinne Stromstad called the meeting to order at 1:30 p.m.
- B. Approval of the Teleconferencing of a Board Member – None
- C. Approval of the Agenda

Motion: Barbara Truitt made a motion to approve the agenda, with the exception of #4, Resolution 23:01 for AB361, which is moved out of consent agenda.
Second: Kevin Church
Ayes: Corinne Stromstad, Jay Sooter, Kevin Church, Galen Latsko, and Barbara Truitt
Noes: None
Not Present: None
Motion carried

D. Public Comment on Non-Agendized Items - None

E. Board Member Comments - None

F. Announcements - None

G. Consent Agenda

1. Approval of Previous Meeting Minutes

- a. Governing Board Meeting Minutes, December 1, 2022
- b. Special Governing Board Meeting Minutes, December 16, 2022
- c. Special Governing Board Meeting Minutes, December 28, 2022

2. Approval of the Finance Report

3. Approval of Quarterly Quality Assurance Performance Improvement Committee Report (Feb, May, Aug, Nov)

4. Motion to Reconfirm the Findings and Determinations Made in Resolution 21:17 Under Assembly Bill 361 for the Continuation of Virtual Meetings. Resolution 23:01 to provide a 30-day Extension until February 25, 2023. – This agenda item has been recommended to be removed from consent agenda for further discussion.

5. Approval of Resolution 23:02, Adoption of a meeting schedule for 2023.

Motion: Barbara Truitt made a motion to approve consent agenda, as described above, with the exception of item 4, Resolution 23:01, AB361, which is being removed from consent agenda.

Second: Galen Latsko

Ayes: Corinne Stromstad, Galen Latsko, and Barbara Truitt

Noes: None

Not Present: Kevin Church

Motion carried

H. Correspondence, Suggestions or Written Comments to the Board – None

I. Administrator's Report – Matt Rees, CEO

- Matt discussed the recent votes for the employee awards.
- Mobile clinic will be going to Shelter Cove tomorrow.
- Architects for the new hospital were interviewed. A decision will be made soon.
- CT doesn't work during a power outage. The cost would be too great for a backup power supply to operate it. Ambulance will by-pass us on certain calls.
- Discussed the cost of the hospital and how we'll pay for it. Shown was Medicare percentage

of usage of various departments, as well as depreciation and cost reimbursement.

1. Department Updates

- a. Monthly Department Highlight – Kent Scown provided an update on various construction projects.

Per the court, we can now take possession of the property at 531 Elm St in Garberville, a future parking lot. The negotiations will continue.

Growth Management Center – Discussed scheduling the Board members with the various providers and the questions/topics to be covered. Also, a meeting with GMC will be held in future months, but the board would prefer it not be in association with the regular board meetings.

- b. Finance – Paul Eves, CFO

November Finance Report was discussed.

- i. Approval of Resolution 23:03, Approval of Healthcare Expansion HELP II Loan

Motion: Barbara Truitt made a motion to approve Resolution 23:03, Approval of Healthcare Expansion HELP II Loan

Second: Kevin Church

Ayes: Corinne Stromstad, Galen Latsko, Kevin Church, Jay Sooter and Barbara Truitt

Noes: None

Not Present: None

Motion carried

- c. Nursing – Adela Yanez, CNO – See written report

- d. Quarterly

- i. Quality and Risk Management – Kristen Rees, MPH, CPHQ, LSSBB, RHCEOC, Chief Quality and Compliance Officer and Risk Manager – Feb., May, Aug., Nov. - None

- ii. Human Resources – Kimberly Schiebelhut, Interim HR Manager – Feb., May, Aug., Nov. - None

- iii. Foundation – Chelsea Brown – Feb., May, Aug., Nov. – None

- e. Family Resource Center – Amy Terrones – March and October – None

2. Strategic Plan Committee reports - None

J. Old Business

From Consent Agenda: Motion to Reconfirm the Findings and Determinations Made in Resolution 21:17 Under Assembly Bill 361 for the Continuation of Virtual Meetings. Resolution 23:01 to provide a 30-day Extension until February 25, 2023.

We've confirmed with the County's Public Health that the conditions required for AB 361 to be passed do not exist at this time. This Resolution will be removed from the Board's consideration. We will be using AB 2449 from this point forward. Differences between AB 361 and AB 2449 were discussed.

1. Providers to be interviewed for the Strategic Plan – Discussed. Each board member has a list of names they'll interview and the questions/topics to discuss.
2. Approval of **Resolution 23:04** for the offer, purchase price of \$1M, up to an additional \$200,000 for the cost of remodeling expenses, and granting signature authority for Kent Scown, COO, for the following Real Properties – Matt Rees, CEO

- a. 273, 275, 277 and 285 Sprowel Creek Rd, Garberville, CA, parcel number 032063007000
- b. 887 Sunnybank Ln, Garberville, CA, parcel number 032063005000

Motion: Barbara Truitt made a motion to approve Resolution 23:04 for the offer, purchase price of \$1M, up to an additional amount of \$200,000 for the cost of the remodeling expenses, and granting signature authority for Kent Scown, COO, for the Real Properties listed above.

Second: Galen Latsko

Ayes: Corinne Stromstad, Galen Latsko, Kevin Church, Jay Sooter, and Barbara Truitt

Noes: None

Not Present: None

Motion carried

K. New Business

1. Election of Officers: President and Vice President/Secretary

Motion: Kevin Church made a motion to nominate Corinne Stromstad for President and Barbara Truitt for Vice President/Secretary.

Second: Galen Latsko

Ayes: Corinne Stromstad, Galen Latsko, Jay Sooter, Kevin Church and Barbara Truitt

Noes: None

Not Present: None

Motion carried

2. Governing Board Bylaws – See draft

Changes requested were:

- a. Section 6 – Agenda of Business, number 7, d and e, Family Resource Center Report and Foundation Report, should be under the CEO’s report, not Consent Agenda.
- b. Article III – The Board, Section 11, Removal of Officers. The wording should be changed to read, “...by the affirmative vote of ALL members of the Board, not counting...” The word “All” will replace the draft version “four”, referring to the number of members.

Motion: Barbara Truitt made a motion to approve the Governing Board Bylaws, with the above-mentioned changes to the draft that was presented.

Second: Kevin Church

Ayes: Corinne Stromstad, Galen Latsko, Kevin Church, Jay Sooter and Barbara Truitt

Noes: None

Not Present: None

Motion carried

3. Committee Assignments

Finance Committee will continue to be the only standing committee. Corinne will continue to chair it, and Kevin Church will now take Barbara Truitt’s place.

Board Policy and Bylaws Committee, Board Education with GovernWell, and Exploring Housing Options - Scher were all ad hoc committee and are no longer needed.

New Facility Advisory Committee and Community Outreach Committee are actually administrative meeting, and Administration will invite one or two board members when needed.

4. Approval of Interim financing of \$1M thru RREDC, Headwaters Fund and Humboldt Area Foundation – Matt Rees, CEO

Motion: Barbara Truitt made a motion to approve interim financing of \$1M thru RREDC, Headwaters Fund and Humboldt Area Foundation.

Second: Galen Latsko

Ayes: Corinne Stromstad, Galen Latsko, Kevin Church, Jay Sooter and Barbara Truitt

Noes: None

Not Present: None

Motion carried

L. Meeting Evaluation – Learned a lot. The board would like the verbal reports shortened, if possible. The details should be in the written reports and don't generally need to be repeated.

M. Next Meetings

1. Medical Staff Committee - Policy Development, Wednesday, February 1, 2023, 11:00 a.m. – Barbara will attend.
2. QAPI Meeting - No meeting in February. Next is the 2nd Wednesday of March.
3. Governing Board Meeting Thursday, February 23, 2023 at 1:30 p.m.
4. Ethics training is February 8, 2023 from 10:00 – 12:00, Sprowel Creek Campus room 106.

N. Adjourn to Closed Session at 3:21 p.m.

O. Closed Session opened at 3:31 p.m.

1. Approval of Previous Closed Session Minutes
 - a. Closed Session Governing Board Meeting, December 1, 2022
 - b. Closed Session Special Governing Board Meeting, December 28, 2022
2. Reports
 - a. Compliance and Risk Report [H&S Code § 32155] - Kristen Rees, MPH, CPHQ, LSSBB, RHCEOC, Chief Quality and Compliance Officer and Risk Manager
 - b. Quarterly Reports [H&S Code § 32155] - Adela Yanez, CNO
 - i. Clinic Service Review – Mar., June, Sept., Dec.
 - ii. Patient Safety – Jan., Apr., July, Oct. – See report
 - iii. Medication Error Reduction Plan – Feb., May, Aug., Nov
3. Medical Staff Appointments/Reappointments [Gov. Code § 54957]
 - a. Jessie Bugbee, NP, updated clinical privileges, effective 1/26/2023 to 12/31/2023
4. Next regular meeting, Thursday, February 23, 2023

P. Adjourned Closed Session at 3:58 p.m.

Q. Resumed Open Session at 3:58 p.m.

1. The following actions were taken at closed session

Motion: Barbara Truitt moved to approve the Previous closed session minutes of December 1, 2022 and December 28, 2022.

Second: Galen Latsko

Ayes: Galen Latsko, Barbara Truitt, Kevin Church, Jay Sooter and Corinne Stromstad

Noes: None

Not Present: None

Motion carried.

Motion: Galen Latsko moved to approve the updated privileges for Jessie Bugbee, NP, as presented for January 26, 2023 to December 31, 2023.

Second: Barbara Truitt

Ayes: Galen Latsko, Barbara Truitt, Kevin Church, Jay Sooter and Corinne Stromstad

Noes: None

Not Present: None

Motion carried

R. Adjourned Open Session at 3:58 p.m.

Submitted by Karen Johnson

Abbreviations

<i>ACHD</i>	Association of California Healthcare Districts	<i>ACLS</i>	Advanced Cardiac Life Support Certification
<i>AR</i>	Accounts Receivable	<i>BLS</i>	Basic Life Support Certification
<i>CAIR</i>	California Immunization Registry	<i>CEO</i>	Chief Executive Officer
<i>CFO</i>	Chief Financial Officer	<i>CMS</i>	Centers for Medicare and Medicaid Services
<i>CNO</i>	Chief Nursing Officer	<i>COO</i>	Chief Operating Officer
<i>CPHQ</i>	Certified Professional in Healthcare Quality	<i>CQO</i>	Chief Quality Officer
<i>EMR</i>	Electronic medical record	<i>ER</i>	Emergency Room
<i>FTE</i>	Full Time Equivalent/Full Time Employee	<i>HIM</i>	Health Information Management
<i>HRG</i>	Healthcare Resource Group	<i>HVAC</i>	Heating, Ventilation and Air Conditioning system
<i>IGT</i>	Intergovernmental transfer	<i>IT</i>	Information Technology
<i>JPCH</i>	Jerold Phelps Community Hospital	<i>LCSW</i>	Licensed Clinical Social Worker
<i>LVN</i>	Licensed Vocational Nurse	<i>MPH</i>	Master of Public Health
<i>OBS</i>	Observation	<i>PALS</i>	Pediatric Advanced Life Support Certification
<i>PFS</i>	Patient Financial Services	<i>QAPI</i>	Quality Assurance Performance Improvement
<i>QIP</i>	Quality Improvement Project/Program	<i>RN</i>	Registered Nurse
<i>SHCC</i>	Southern Humboldt Community Clinic	<i>SHCHD</i>	Southern Humboldt Community Healthcare District
<i>SNF</i>	Skilled Nursing Facility	<i>SWG</i>	Swing beds
<i>DO</i>	Doctor of Osteopathic Medicine		