

Date: December 16, 2015
Time: 1:00 P.M.
Location: Mayers Memorial Hospital
Fall River Mills, California

(These minutes are not intended to be a verbatim transcription of the proceedings and discussions associated with the business of the board's agenda; rather, what follows is a summary of the order of business and general nature of testimony, deliberations and action taken.)

1. CALL MEETING TO ORDER: President Hathaway called the regular meeting to order at 1:00 p.m. on the above date with the following present:

Abe Hathaway, President
Mike Kerns, Vice President
Beatriz Vasquez, Secretary
Allen Albaugh, Treasurer
Art Whitney

Board Members Absent: none

Staff Present: Louis Ward, CEO; Valerie Lakey, Board Clerk; Travis Lakey, CFO; Keith Earnest, CCO; Mary Ranquist, Hospice Manager

2. CALL FOR REQUEST FROM AUDIENCE TO SPEAK TO ISSUES OR AGENDA ITEMS:

None

3. Hospice Report - Mary Ranquist, Manager – Quarterly Report (October through December) Census is 6.71 compared to 2.3 in 2014. In 2015 we have stayed above 6 patients average. Average number of days is 39; national average is in the 80's. Education is a key to impact on patients and families. Cost effectiveness is lost on patients on Hospice less than 14 days. Just attended regulatory boot camp – regulations, survey prep, etc. Gale Leonard, Hospice Social Worker also attended.

4. Porter Consulting Presentation – Representatives were in attendance to present their services as Construction Management Consultants. The company has a strong background with Medical/Healthcare projects. It was noted that the key to success of our project would be establishing good goals. Design-Build will shed the risk in the project. This is smaller size project. Find a mid-sized contractor with a large size mentality to utilize local resources. Will pull from Redding/Sacramento. First steps are key to the project. RFQ, RFP, 3 to 5 bidders. Establish up front exactly what you want. Porter went over the proposal and time line.

5. APPROVAL OF MINUTES – A motion/second and carried, the Board of Directors accepted the following minutes

3.1 Regular Meeting – October 28 Regular and November 18 Special Meeting – (Whitney, Vasquez) – Approved All – Albaugh Abstain

5. OPERATIONS REPORT:

In addition to the written operations report included in the board packet, the following verbal reports and discussions are summarized below:

- ▶ **Louis Ward, CEO** – Ward highlighted USDA timeline, talked about potential people for community construction committee to help with design, etc. He additionally noted process was being made on the Capital Campaign planning. The Financial Advisory Committee (FAC) has been working hard on financial projects. They were successful with a printer/copier contract which resulted in a savings of \$240,000 over next 5 years. We continue to work on keeping registry down. Ward also noted the upcoming CNA program. Dr. Watson is retiring from MVHC – still may manage some of his SNF patients and do some possible on-call. He will be staying with Hospice. We will be working with Dr. Watson on various projects at the hospital. He will also be the EmCare and ER Director. Ward gave an update on the Emergency Department. He also noted that we have been working on a wage comparison with other hospitals.
- ▶ **Keith Earnest, CCO** – Director of Clinical Services, Adam Dendauw will oversee Lab, Imaging, Cardiac and Respiratory. We are in need of finding more staffing for PT. There are a few leads

and the department is looking for people to do clinical rotations. Looking at a short term person. Adam updated on the Individualized Quality Control Plan. Adam will manage the program.

- ▶ **Sherry Wilson, CNO** – Absent because of state survey re-visit. Both dietary units in Fall River and Burney were cleared. Discussed surveys. Looked at doing mock surveys in the future. Trustee Whitney will see if he can find some contacts.

6. BOARD COMMITTEES:

6.1 Finance Committee – Chair Allen Albaugh Reported on monthly savings, talked about purchased services.

6.1.1 Committee Meeting – (see minutes) 39 days cash on hand, debt paid down. Heard from Acute and IT departments. The committee will discuss surgery and OB next month.

6.1.2 Oct/Nov 2015 Financials – (Kerns, Whitney) – Approved All

6.1.3 Quarterly Finance Review – (Whitney, Kerns) – Approved All

6.1.4 Cost Report – reviewed (*Exhibit A*)

6.1.5 Capital Expenditure – (Kern, Whitney) – Approved all

6.2 Strategic Planning Committee –Chair Abe Hathaway

6.2.1 Committee meeting – Building project and Burney Outpatient services were discussed (see minutes)

6.2.2 Annual Board Assessment – move to January regular meeting

6.3 Quality Committee – Chair Mike Kerns

6.3.1 Committee Meeting Report – See minutes

6.3.2 Organizational Analysis – Approved with grammar corrections (*Kerns, Albaugh*)

7. OLD BUSINESS

7.1 Annual Bylaw Review – Final Reading Approved (*Vasquez, Whitney*)

7.2 Building Project – Presentation was moved to front of agenda by Chair Hathaway. It was recommended to contract with Porter Consulting for the first 2 phases of the building project for construction management services. Services not to exceed proposed hours and approval pending USDA approval. (*Albaugh, Kerns*) **Approved All**

7. NEW BUSINESS

7. 1 Annual Organizational Review/Approval of Calendar (Kerns, Whitney) – Approved All

7.2 Election of Officer/Committee Appointments – Officers, committee members will remain the same

7.3 Notice from Mayers Memorial naming Louis Ward as CEO to be sent to CDPH (*Exhibit B*)– (*Whitney, Kerns*) – **Approved All**

8. INFORMATION/BOARD EDUCATION/ANNOUNCEMENTS

8.1.1 LEGISLATIVE REPORT – VAL GAVE AN UPDATE


8.1.2 UPCOMING EVENTS – DISCUSSION ABOUT ACHD CONFERENCES

8.1 Government Code Section 54952

3:32 pm adjourned to closed session

8.1 Government Code Section 54957: Personnel – Public Employee CEO Contract

The board of directors hired Louis Ward as the Chief Executive Officer with a salary of \$160,000 per year. A \$10,000 payment will be made now for the months of service as Interim CEO. Contract will renew July 1, 2016

 **10. ADJOURNMENT:** There being no further business, at the hour of 4:00 p.m., President Hathaway declared the meeting adjourned. Next meeting January 27, 2016 – Fall River