

SOUTHERN INYO HEALTHCARE DISTRICT

Regular Meeting of the Board of Directors Minutes

Date: Tuesday, July 12, 2022

Time: 4:30 p.m.

Due to the COVID-19 state of emergency, the Board of Directors will conduct this meeting via video and tele-conference. A physical location will not be available to the public. You may participate in the meeting by using the call-in number specified in this Notice of Meeting. If you wish to speak to an item on the agenda, please inform the Board Chair when he/she asks for public comment. The Board's normal rules for public comment apply speakers are limited to 3 minutes per item. You may also email comments to mperkins@sihd.org prior to the start of the meeting, and your comment(s) will be distributed to the directors at the meeting.

If you need special assistance to participate in the meeting, please contact Maritza Perkins at 760-876-2210, and the district will attempt to accommodate your need.

Join Zoom Meeting

<https://us06web.zoom.us/j/87960762344?pwd=THhBQUhKeHhGNXJiVGN3MDBSYjMzZz09>

Meeting ID: 879 6076 2344

Passcode: 653288

Dial by your location +1 669 444 9171 US

PRESENT

Charles Carson, President

Bruce Branson, Vice President

Carma Roper, Secretary (via zoom)

Jaquie Hickman, Director (via zoom)

ABSENT

Mark Lacey, Treasurer

OTHERS

Peter Spiers, CEO

Maritza Perkins, Executive Assistant

Kelly Townsend, CNO

Anita Sonke, Controller

Genoveva Southey, HR Director

Daniel Spina, Director of Facilities

Karen Garcia, PFS Supervisor (via zoom)

Cristobal De La Cruz, Interim EVS Lead

Scott Nave, Legal Counsel (via zoom)

Wes Thew, Financial Consultant (via zoom)

Board of Directors:

Charles Carson
President

Bruce Branson
Vice President

Carma Roper
Secretary

Mark Lacey
Treasurer

Jaquie Hickman
Director

I. CALL TO ORDER

The meeting was called to order at 4:32 p.m.

Scott Nave, Legal Counsel informed the Board of Directors that an emergency closed session item came up after the agenda was posted. The item to be added is VI. CLOSED SESSION-B Southey vs SIHD Existing Litigation.

ACTION: Director Hickman moved to approve the July 12, 2022, Regular Board meeting agenda with the add-on of closed session. VI. CLOSED SESSION- B Southey vs SIHD Existing Litigation. Vice President Branson seconded.

Roll Call

Jaque Hickman	"AYE"
Carma Roper	"AYE"
Bruce Branson	"AYE"
Charles Carson	"AYE"

II. BUSINESS ITEMS

A. Consent Agenda: These items are considered routine and non-controversial and will be approved by one motion. If a member of the Board or public wishes to discuss an item, it will be removed from Consent and considered separately at the end of Business Items.

1. Approval of Medical Staff Privileges

a. Nicole Nocera, M.D, 90 days of Temporary Medical Staff Privileges

ACTION: Vice President Branson moved to approve the 90 days of temporary medical staff privileges for Nicole Nocera, MD. Secretary Roper seconded.

Roll Call

Carma Roper	"AYE"
Jaque Hickman	"AYE"
Bruce Branson	"AYE"
Charles Carson	"AYE"

B. Resolution 22-9 Authorizing Remote Meetings During State of Emergency (Legal Counsel)

The executive order encouraging social distancing is still in effect even though the mask mandate is not widespread. The temporary suspension of the Brown Act is in effect.

This will continue each month until further notice from legal counsel. This started in October 2021.

ACTION: Vice President Branson moved to approve Resolution 22-9 Authorizing Remote Meetings During State of Emergency. Director Hickman seconded.

Roll Call

Carma Roper	"AYE"
Jaque Hickman	"AYE"
Bruce Branson	"AYE"
Charles Carson	"AYE"

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C. HOTLINK (CEO)

Peter Spiers, CEO stated that this is an opportunity for an individual that has a workmen's comp case, has been going to another hospital for services, and wants to come to SIHD for physical therapy. The company that Vera Strider, PFS Director works for has reached out to the workmen's comp company. This is a single-case agreement for SIHD to care for this individual. This individual lives in Lone Pine and does not want to commute to the other hospital.

Scott Nave, Legal Counsel has reviewed this contract.

ACTION: Vice President Branson moved to approve the HOTLINK agreement. Director Hickman seconded.

Roll Call

Jaquie Hickman	"AYE"
Carma Roper	"AYE"
Bruce Branson	"AYE"
Charles Carson	"AYE"

D. SIHD Credit Card (CEO/Controller)

Discussion only.

Anita Sonke, Controller stated that she reviewed Capital One for a company credit card. With Capital One, they need to have an individual's social security number associated to the account. Sonke has concerns on this specific term. Sonke will check with American Express. Scott Nave, Legal Counsel will check with other districts to see what credit card company they recommend.

E. Conflict of Interest Code: Requirement to Review, Amend or Report

Scott Nave, Legal Counsel stated that Inyo County requires for SIHD to review the conflict-of-interest code every two years to make sure the code is up to date, and it identifies the employees who are designated positions (those who may participate in the decision-making process for spending district funds). Scott Nave confirmed with Peter Spiers and Maritza Perkins that there are no changes needed. If any changes were needed, SIHD would have to adopt a resolution and send an amended code to the county.

ACTION: Vice President Branson moved to approve that SIHD staff to file the biannual report to the county noting that the current code is accurate, and it does not require any amendments for this year. Secretary Roper seconded.

Roll Call

Carma Roper	"AYE"
Jaquie Hickman	"AYE"
Bruce Branson	"AYE"
Charles Carson	"AYE"

F. Special Assessment 2022-2023

Scott Nave, Legal Counsel stated this is for the districts parcel tax. The Board of Directors need to approve the certification of assessment. Richard White assisted SIHD with reviewing the parcels. Last year, SIHD had 2900 parcels last year and 3088 this year.

Reminder from Scott Nave, Legal Counsel-The special assessment money is for ED Physicians recruitment, equipment, laboratory, physical, and radiology equipment, and general maintenance/replacement of hospital and grounds. No salaries.

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ACTION: Director Hickman moved to approve the Special Assessment 2022-2023. Vice President seconded.

Roll Call

Carma Roper	"AYE"
Jaque Hickman	"AYE"
Bruce Branson	"AYE"
Charles Carson	"AYE"

G. Up-to-Date Amendment (CEO)

Peter Spiers stated that Up-to-Date is a resource for continuing education for our physicians, helps with clinical practices, and patient education in the ER when discharging.

ACTION: Vice President Branson moved to approve the Up-to-Date Amendment. Secretary Roper seconded.

Roll Call

Carma Roper	"AYE"
Jaque Hickman	Abstain (disconnected)
Bruce Branson	"AYE"
Charles Carson	"AYE"

H. CEO Approval of Amendments (Legal Counsel)

Discussion Only.

Scott Nave, Legal Counsel stated "CEO approval of amendments" arose due to the Up-to-Date amendment. In law we have an "equal dignity rule" which means that an amendment must be approved the same way it was originally approved (by SIHD Board of Directors).

This is just to start a discussion on whether the board of directors would like to delegate authorize approval of amendments to Peter Spiers, CEO.

I. Employee Gas Incentive (HR Director/CEO)

Genoveva Southey, HR Director stated SIHD has a gas incentive in place on giving \$18.00 round trip for employees commuting over 50 miles or more one way. With inflation, HR is requesting to increase the amount to \$25.00 round trip for employees commuting over 50 miles or more one way. A form is required to be filled out showing dates and mileage back and forth with a signature.

Scott Nave, Legal Counsel reviewed the Employee Gas Incentive and suggests a review every 90 days. Director Hickman commented that SIHD needs to think of alternatives. Example-carpool and a company electric vehicle.

ACTION: Vice President Branson moved to approve the increase the employee gas incentive to \$25.00 round trip with a 90-day review. Director Hickman seconded.

Roll Call

Carma Roper	"AYE"
Bruce Branson	"AYE"
Jaque Hickman	"AYE"
Charles Carson	"AYE"

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III. REPORTS

A. CEO Report & Hospital Operations Update

1. Financials- Wes Thew, Financial Consultant
2. Human Resources- Genoveva Southey, Dir. of HR
3. Facilities- Danny Spina, Dir. of Facilities
4. Hospital Operations-Kelly Townsend, Interim CNO
5. CEO Report- Peter Spiers, CEO

The Financial Consultant, HR Director, Director of Facilities, CNO, and the CEO reviewed their report. *(Reports will be provided at the end of these minutes.)*

IV. PUBLIC COMMENTS ON ITEMS NOT ON THE AGENDA

Maritza Perkins stated the Natasha Cesario, Rad Tech was nominated and voted Employee of the Quarter-Q2.

V. BOARD OF DIRECTORS COMMENTS ON ITEMS NOT ON THE AGENDA

Vice President Branson gave thanks to everybody and appreciates the good job that everyone is doing.

Director Hickman stated that with all the teamwork, SIHD employees needs to remember that with all patients that come in with trauma, nervous situations, and fearful issues, we need to be mindful of our personal conversations near the service areas.

VI. CLOSED SESSION ADDED

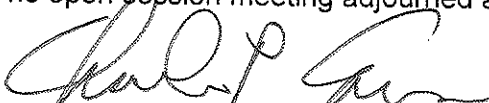
The Board of Directors of Southern Inyo Healthcare District met in closed session during a regular meeting on the above date. Directors Branson, Carson, Hickman, and Roper, CEO Spiers, HR Director Southey, and Legal Counsel Nave attended the entire closed session. The following items were considered.

A. Existing Litigation: B Southey vs SIHD

Existing Litigation: B Southey vs SIHD. Legal counsel updated the Board on the status of the Commission hearing. Upon motion by Director Hickman, seconded by Director Roper, the Board unanimously voted to approve a settlement up to \$6,850.00, and authorized CEP Spiers to finalize and sign the settlement. The Board authorized CEO Spiers and legal counsel to negotiate a global settlement of all potential claims in exchange for changing Southey's unemployment status.

VI. ADJOURNMENT

The open session meeting adjourned at 7:00 p.m.



Board Member Signature

9-13-22
Date

July 12, 2022 Regular Board Meeting Minutes

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