

**REGULAR MEETING OF THE
 SAN GORGONIO MEMORIAL HOSPITAL
 BOARD OF DIRECTORS**

January 7, 2020

The regular meeting of the San Gorgonio Memorial Hospital Board of Directors was held on Tuesday, January 7, 2020 in Modular C meeting room, 600 N. Highland Springs Avenue, Banning, California.

Members Present: Lynn Baldi, Phillip Capobianco III, Steve Cooley, Susan DiBiasi (Chair), Andrew Gardner, Olivia Hershey, Estelle Lewis, Ehren Ngo, Ron Rader, Steve Rutledge, Georgia Sobiech, Lanny Swerdlow, Dennis Tankersley

Absent: None

Required Staff: Steve Barron (CEO), Pat Brown (CNO), Annah Karam (CHRO), Dave Recupero (CFO), Holly Yonemoto (CBDO), Steven Hildebrand, MD (Chief of Staff), Dan Mares (Director, Plant Operations), Bobbi Duffy (Executive Assistant)

AGENDA ITEM		ACTION / FOLLOW-UP
Call To Order	Chair Susan DiBiasi called the meeting to order at 5:01 pm.	
Public Comment	Kathy Conway, of Carol's Kitchen spoke to thank the Board for the Hospital staff assisting at their Christmas meal. Hospital staff helped with serving and anywhere they were needed. They also put together goodies bags for the adults, while the children saw Santa and received toys.	
OLD BUSINESS		
Proposed Action - Approve Minutes December 3, 2019 regular meeting	Chair DiBiasi asked for any changes or corrections to the minutes of the December 3, 2019 regular meeting as included on the board tablets. There were none.	The minutes of the December 3, 2019 regular meeting will stand correct as presented.
NEW BUSINESS		

AGENDA ITEM		ACTION / FOLLOW-UP
Healthcare District Board report - informational	Healthcare District Board Chair Dennis Tankersley, reported that a copy of the Healthcare District’s meeting agenda and enclosures were included on the board tablets. He reviewed the actions taken at that meeting.	
Hospital Board Chair report	Chair DiBiasi noted that her written monthly report was included on the board tablets.	
CEO Monthly report	<p>Steve Barron reported that the Hospital is doing well and has made money every month so far this year. He reported that YTD EBIDA is up \$1.8 million compared to the previous year. He stated that the Emergency Department remained busy in December and that we are coming into the Hospital’s busy season.</p> <p>Steve reported that we are still working on renewing the line of credit. He added that we anticipate receiving approximately \$2 million from tax revenues from Riverside County.</p> <p>Steve reported that cash flow remains tight this time of year, mostly due to increased patient load which means higher salary and supply costs.</p> <p>Steve reminded all Board members of the Saturday, February 22nd Strategic Planning session.</p>	
Calendars	Calendars for January, February, and March were included on the board tablets and “take home” copies were at each board member’s seat.	
Patient Care Services bi-monthly report	Pat Brown, CNO, reviewed her written report that was placed at each board member and staff’s seats.	
All Hospital Board members annual execution of Confidentiality and Nondisclosure Agreement	Chair DiBiasi noted that the Confidentiality and Nondisclosure Agreement is presented annually for each board member’s signature. These were placed at each board member’s seat. Board members should sign and turn it in to Bobbi Duffy prior to leaving tonight’s meetings.	
Proposed Action	Chair DiBiasi noted that the bylaws require that the Board	M.S.C.,

AGENDA ITEM		ACTION / FOLLOW-UP																												
<p>– Annual Approval of Hospital Bylaws</p>	<p>review and approve their bylaws annually. She asked if there were any suggested changes to the current Healthcare District bylaws. It was noted that staff had no recommended changes.</p> <p>BOARD MEMBER ROLL CALL:</p> <table border="1" data-bbox="467 642 1268 905"> <tr> <td>Baldi</td> <td>Yes</td> <td>Capobianco</td> <td>Yes</td> </tr> <tr> <td>Cooley</td> <td>Yes</td> <td>DiBiasi</td> <td>Yes</td> </tr> <tr> <td>Gardner</td> <td>Yes</td> <td>Hershey</td> <td>Yes</td> </tr> <tr> <td>Lewis</td> <td>Yes</td> <td>Ngo</td> <td>Yes</td> </tr> <tr> <td>Rader</td> <td>Yes</td> <td>Rutledge</td> <td>Yes</td> </tr> <tr> <td>Sobiech</td> <td>Yes</td> <td>Swerdlow</td> <td>Yes</td> </tr> <tr> <td>Tankersley</td> <td>Yes</td> <td colspan="2">Motion carried.</td> </tr> </table>	Baldi	Yes	Capobianco	Yes	Cooley	Yes	DiBiasi	Yes	Gardner	Yes	Hershey	Yes	Lewis	Yes	Ngo	Yes	Rader	Yes	Rutledge	Yes	Sobiech	Yes	Swerdlow	Yes	Tankersley	Yes	Motion carried.		<p>(Sobiech/Rader), the SGMH Board of Directors approved their bylaws as presented.</p>
Baldi	Yes	Capobianco	Yes																											
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<p>Proposed Action – Approve 2020 Environment of Care Plans</p>	<p>Dan Mares briefly reviewed the 2020 Environment of Care Plans as included on the board tablets. These plans included:</p> <ul style="list-style-type: none"> • 2020 Hazardous Materials and Waste Management Plan • 2020 Life Safety (Fire Safety) Plan • 2020 Utilities Management Plan • 2020 Medical Equipment Management Plan • 2020 Environmental Safety and Security Management Plan • 2020 Emergency Management Plan <p>BOARD MEMBER ROLL CALL:</p> <table border="1" data-bbox="467 1440 1268 1703"> <tr> <td>Baldi</td> <td>Yes</td> <td>Capobianco</td> <td>Yes</td> </tr> <tr> <td>Cooley</td> <td>Yes</td> <td>DiBiasi</td> <td>Yes</td> </tr> <tr> <td>Gardner</td> <td>Yes</td> <td>Hershey</td> <td>Yes</td> </tr> <tr> <td>Lewis</td> <td>Yes</td> <td>Ngo</td> <td>Yes</td> </tr> <tr> <td>Rader</td> <td>Yes</td> <td>Rutledge</td> <td>Yes</td> </tr> <tr> <td>Sobiech</td> <td>Yes</td> <td>Swerdlow</td> <td>Yes</td> </tr> <tr> <td>Tankersley</td> <td>Yes</td> <td colspan="2">Motion carried.</td> </tr> </table>	Baldi	Yes	Capobianco	Yes	Cooley	Yes	DiBiasi	Yes	Gardner	Yes	Hershey	Yes	Lewis	Yes	Ngo	Yes	Rader	Yes	Rutledge	Yes	Sobiech	Yes	Swerdlow	Yes	Tankersley	Yes	Motion carried.		<p>M.S.C., (Rader/Rutledge), the SGMH Board of Directors approved the 2020 Environment of Care Plans as presented.</p>
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<p>COMMITTEE REPORTS:</p>																														
<p>Ad Hoc Audit Selection</p>	<p>Chair DiBiasi reported RFP requests for a new audit firm went out in December with a January 20th deadline to have</p>																													

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Committee	proposals in. She thanked Andrew Gardner for his efforts in getting good information on who to speak with at the various organizations. She reported that the Committee hopes to bring a recommendation for a new audit firm to the March Board meeting for the Board’s approval.																													
Executive Committee	Chair DiBiasi reported that a copy of the minutes of the December 17, 2019 were included on the board tablet. At that meeting they approved the Community Health Needs Assessment which is now posted on the Hospital’s website as required by laws.																													
Finance Committee Proposed Action – Approve November 2019 Financial Statement	<p>At the request of Committee Chair Olivia Hershey, Dave Recupero, Chief Financial Officer, briefly reviewed a handout Executive Summary along with the November 2019 Financial report which was included on the board tablet. A copy of the Finance Committee’s December 19, 2019 meeting minutes were also included on the board tablet. It was noted that the Finance Committee recommends approval of the November 2019 Financial report as presented.</p> <p>BOARD MEMBER ROLL CALL:</p> <table border="1" data-bbox="467 1119 1271 1392"> <tbody> <tr> <td>Baldi</td> <td>Yes</td> <td>Capobianco</td> <td>Yes</td> </tr> <tr> <td>Cooley</td> <td>Yes</td> <td>DiBiasi</td> <td>Yes</td> </tr> <tr> <td>Gardner</td> <td>Yes</td> <td>Hershey</td> <td>Yes</td> </tr> <tr> <td>Lewis</td> <td>Yes</td> <td>Ngo</td> <td>Yes</td> </tr> <tr> <td>Rader</td> <td>Yes</td> <td>Rutledge</td> <td>Yes</td> </tr> <tr> <td>Sobiech</td> <td>Yes</td> <td>Swerdlow</td> <td>Yes</td> </tr> <tr> <td>Tankersley</td> <td>Yes</td> <td colspan="2">Motion carried.</td> </tr> </tbody> </table>	Baldi	Yes	Capobianco	Yes	Cooley	Yes	DiBiasi	Yes	Gardner	Yes	Hershey	Yes	Lewis	Yes	Ngo	Yes	Rader	Yes	Rutledge	Yes	Sobiech	Yes	Swerdlow	Yes	Tankersley	Yes	Motion carried.		M.S.C., (Hershey/ Ngo), the SGMH Board of Directors approved the November 2019 Financial report as presented.
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Proposed Action – Approve Policies and Procedures	<p>There were four (4) policies and procedures included on the board tablets presented for approval by the Board.</p> <p>BOARD MEMBER ROLL CALL:</p> <table border="1" data-bbox="467 1644 1271 1858"> <tbody> <tr> <td>Baldi</td> <td>Yes</td> <td>Capobianco</td> <td>Yes</td> </tr> <tr> <td>Cooley</td> <td>Yes</td> <td>DiBiasi</td> <td>Yes</td> </tr> <tr> <td>Gardner</td> <td>Yes</td> <td>Hershey</td> <td>Yes</td> </tr> <tr> <td>Lewis</td> <td>Yes</td> <td>Ngo</td> <td>Yes</td> </tr> <tr> <td>Rader</td> <td>Yes</td> <td>Rutledge</td> <td>Yes</td> </tr> <tr> <td>Sobiech</td> <td>Yes</td> <td>Swerdlow</td> <td>Yes</td> </tr> </tbody> </table>	Baldi	Yes	Capobianco	Yes	Cooley	Yes	DiBiasi	Yes	Gardner	Yes	Hershey	Yes	Lewis	Yes	Ngo	Yes	Rader	Yes	Rutledge	Yes	Sobiech	Yes	Swerdlow	Yes	M.S.C., (Swerdlow/ Baldi), the SGMH Board of Directors approved the policies and procedures as submitted.				
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	Tankersley	Yes	Motion carried.	
Community Benefit events/Announcements/and newspaper articles	<p>Miscellaneous information was included on the board tablets and handouts were at seats.</p> <p>Chair DiBiasi thanked the Medical Staff for the invitation to attend their annual holiday party. A number of Board members attended and had a good time.</p> <p>Lynn Baldi reminded everyone that Steve Barron will be the featured speaker at the Beaumont Chamber's Good Morning Beaumont breakfast on Friday, January 10th at 7:30 am at Tukwet Canyon.</p> <p>Lynn Baldi also noted that the Beaumont Chamber's Annual Installation dinner will be held January 30th. At this event, they will install their new officers and honor Jim and Linda Anderson of Cherry Valley Nursery at their Citizens of the Year.</p>			
Adjourn to Closed Session	<p>Chair DiBiasi reported the items to be reviewed and discussed and/or acted upon during Closed Session will be:</p> <ul style="list-style-type: none"> ➤ Proposed Action - Approve Medical Staff Credentialing ➤ Receive Quarterly Environment of Care/Life Safety/Utility Management report ➤ Receive 2019 Annual Environment of Care evaluations ➤ Telephone conference with legal counsel regarding potential litigation (1 potential case) <p>The meeting adjourned to Closed Session at 5:56 pm.</p> <p>The public, and staff members Dave Recupero, Annah Karam, and Holly Yonemoto left the meeting prior to the closed session.</p>			
Reconvene to Open Session	<p>The meeting reconvened to Open Session at 6:49 pm.</p> <p>No public was waiting to return to the meeting</p> <p>At the request of Chair DiBiasi, Bobbi Duffy, Executive Assistant, reported on the actions taken/information received</p>			

AGENDA ITEM		ACTION / FOLLOW-UP
	during the Closed Session as follows: <ul style="list-style-type: none"> ➤ Approved Medical Staff Credentialing ➤ Received Quarterly Environment of Care/Life Safety/Utility Management report ➤ Received 2019 Annual Environment of Care evaluations ➤ Participated in a telephone conference with legal counsel regarding potential litigation (1 potential case) 	
Future Agenda Items	None	
Adjourn	The meeting was adjourned at 6:51 pm.	

In accordance with The Brown Act, *Section 54957.5*, all reports and handouts discussed during this Open Session meeting are public records and are available for public inspection. These reports and/or handouts are available for review at the Hospital Administration office located at 600 N. Highland Springs Avenue, Banning, CA 92220 during regular business hours, Monday through Friday, 8:00 am - 4:30 pm.

Respectfully submitted by Bobbi Duffy, Executive Assistant