

REGULAR MEETING OF THE
SAN GORGONIO MEMORIAL HOSPITAL
BOARD OF DIRECTORS

February 4, 2020

The regular meeting of the San Gorgonio Memorial Hospital Board of Directors was held on Tuesday, February 4, 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/Corporate Compliance), Dave Recupero (CFO), Holly Yonemoto (CBDO), Steven Hildebrand, MD (Chief of Staff), Joey Hunter (Director, Security/Emergency Preparedness), Bobbi Duffy (Executive Assistant), Ariel Whitley (Administrative Assistant)

AGENDA ITEM		ACTION / FOLLOW-UP
Call To Order	Chair Susan DiBiasi called the meeting to order at 5:01 pm.	
Public Comment	None	
OLD BUSINESS		
Proposed Action - Approve Minutes January 7, 2020 regular meeting	Chair DiBiasi asked for any changes or corrections to the minutes of the January 7, 2020 regular meeting as included on the board tablets. There were none.	The minutes of the January 7, 2020 regular meeting will stand correct as presented.
NEW BUSINESS		
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.	

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Hospital Board Chair report	Chair DiBiasi noted that her written monthly report was included on the board tablets.																													
CEO Monthly report	<p>Steve Barron noted that there will be several action items later in the agenda that he will discuss.</p> <p>He reported that we are still setting records for ER visits and that we continue to grow the outpatient side of business. He stated that the flu season will end mid-February, but this season hasn't been unusually heavy.</p>																													
Proposed Action – Close Anesthesia Department (limiting anesthesia privileges to contracted physicians only)	<p>Steve Barron reported that in order to finalize any anesthesia contract with an outside group, we will need to close our anesthesia department to contracted physicians only.</p> <p>In response to a question, Steve replied that this should have no negative effect to us and that the Board can vote to change this in the future or cancel any contract.</p> <p>BOARD MEMBER ROLL CALL:</p> <table border="1" data-bbox="467 1150 1271 1419"> <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., (Rader/Sobiech), the SGMH Board of Directors approved Closing the Anesthesia Department to contracted physicians only.
Baldi	Yes	Capobianco	Yes																											
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Tankersley	Yes	Motion carried.																												
Proposed Action – Approve Beaver Medical Group anesthesia agreement	Steve Barron stated that this item is not ready for Board approval at this time. It will be tabled to a future meeting.																													
Calendars	Calendars for February, March, and April were included on the board tablets and “take home” copies were at each board member’s seat.																													
Bi-monthly Business	Holly Yonemoto, CBDO, reviewed her written report that was included on the board tablets.																													

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Development/Information Technology report																														
Foundation monthly report	Valerie Hunter reviewed her written report that was included on the board tablets.																													
Annual completion of FPPC Statement of Economic Interest (Form 700) for 2019	Bobbi Duffy noted that the 2019 FPPC Form 700s were at each board member's seat. These completed forms are due back to her not later than March 13 th .																													
Proposed Action – Approve: <ul style="list-style-type: none"> • 2020 Performance/Process Improvement Prioritization Grid • 2020 Performance Improvement Plan • 2020 Patient Safety Plan 	<p>In Pat Ziegler's absence, Pat Brown briefly reviewed:</p> <ul style="list-style-type: none"> • 2020 Performance/Process Improvement Prioritization Grid • 2020 Performance Improvement Plan • 2020 Patient Safety Plan <p>BOARD MEMBER ROLL CALL:</p> <table border="1" data-bbox="467 1310 1271 1577"> <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.		<p>M.S.C., (Baldi/Lewis), the SGMH Board of Directors approved the 2020 Performance/Process Improvement Prioritization Grid, the 2020 Performance Improvement Plan, and the 2020 Patient Safety Plan as presented.</p>
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Tankersley	Yes	Motion carried.																												
COMMITTEE REPORTS:																														
Executive Committee	Chair DiBiasi reported that a copy of the minutes of the January 24, 2020 special Executive Committee meeting were included on the board tablet. At that meeting they set the agenda for the upcoming February 22 nd Strategic Planning session.																													

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<p>Finance Committee</p> <p>Proposed Action – Approve December 2019 Financial Statement</p>	<p>At the request of Committee Chair Olivia Hershey, Dave Recupero, Chief Financial Officer, briefly reviewed a handout Executive Summary along with the December 2019 Financial report which was included on the board tablet. A copy of the Finance Committee’s January 28, 2020 meeting minutes were also included on the board tablet. It was noted that the Finance Committee recommends approval of the December 2019 Financial report as presented.</p> <p>BOARD MEMBER ROLL CALL:</p> <table border="1" data-bbox="467 678 1268 947"> <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.		<p>M.S.C., (Hershey/ Gardner), the SGMH Board of Directors approved the December 2019 Financial report as presented.</p>
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<p>Proposed Action – Approve Line of Credit Renewal</p>	<p>Dave Recupero distributed a handout titled “Loan Modification Agreement Renewal Terms (effective Feb 2020)”. He briefly reviewed the terms for the Line of Credit renewal as shown in the handout.</p> <p>Dave stressed the timing for the Board’s approval for this renewal even though we don’t yet have the final loan documents for review. The bank is still in their process and should have their approval either tonight or tomorrow morning.</p> <p>It was discussed that the Finance Committee recommended approval of the line of credit renewal to the Hospital Board contingent upon the terms remaining the same as discussed at their January 28, 2020 regular meeting. The Hospital Board could approve the line of credit renewal contingent upon the terms remaining the same as shown in the handout discussed above.</p>	<p>M.S.C., (Hershey/ Tankersley), the SGMH Board of Directors approved the renewal of the line of credit contingent upon the terms remaining the same as shown in the handout provided at this meeting.</p>																												

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<p>Proposed Action – Approve Recommendations of the Medical Executive Committee</p>	<p>Steven Hildebrand, MD, Chief of Staff briefly reviewed the Medical Executive Committee report as included on the Board tablets.</p> <p>Approval Items:</p> <p>Policies & Procedures:</p> <ul style="list-style-type: none"> • 2020 Patient Safety Program • 2020 Performance Improvement Plan • Discharge Planning Evaluation • Patient Choice of Post-Acute Skilled Services Providers <p>Annual Approve of the 2020 Prioritization Grid</p> <p>Informational Item: ACLS Certification</p> <p>BOARD MEMBER ROLL CALL:</p> <table border="1" data-bbox="467 1402 1273 1671"> <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., (Sobiech/ Rader), the SGMH Board of Directors approved the Medical Executive Committee recommended approval items as submitted.</p>
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<p>Proposed Action – Approve Policies and Procedures</p>	<p>There were ten (10) policies and procedures included on the board tablets presented for approval by the Board.</p>	<p>M.S.C., (Hershey/ Ngo), the SGMH Board of Directors</p>																												

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<p>Community Benefit events/Announcements/and newspaper articles</p>	<p>Miscellaneous information was included on the board tablets and handouts were at seats.</p>																													
<p>Adjourn to Closed Session</p>	<p>At the request of Chair DiBiasi, Bobbi Duffy, Executive Assistant, 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 Emergency Preparedness /Environment Safety report ➤ Receive Quarterly Corporate Compliance Committee ➤ None - Telephone conference with legal counsel regarding potential litigation (1 potential case) ➤ Ad Hoc Affiliation Committee update <p>The meeting adjourned to Closed Session at 6:17 pm.</p> <p>The public, and staff members Dave Recupero, Annah Karam, and Holly Yonemoto left the meeting prior to the closed session.</p>																													
<p>Reconvene to Open Session</p>	<p>The meeting reconvened to Open Session at 6:56 pm.</p> <p>No public was waiting to return to the meeting</p> <p>At the request of Chair DiBiasi, Bobbi Duffy reported on the actions taken/information received during the Closed Session as follows:</p>																													

AGENDA ITEM		ACTION / FOLLOW-UP
	<ul style="list-style-type: none"> ➤ Approved Medical Staff Credentialing ➤ Received Quarterly Emergency Preparedness /Environment Safety report ➤ Received Quarterly Corporate Compliance Committee report ➤ Received Ad Hoc Affiliation Committee update 	
<p>Future Agenda Items</p>	<p>Chair DiBiasi requested the following:</p> <ul style="list-style-type: none"> • Ad hoc Affiliation Committee status will be listed for discussion on the March agenda. • Would like to bring back departmental education sessions to the Board meetings. • Various department and staff awards should be sent to the Record Gazette by our Marketing department. <p>In response to a potential grant that the Board was informed of to help in underwriting the use of paper goods for our Dietary department, Lanny Swerdlow requested a follow up report/presentation at a future meeting.</p>	
<p>Adjourn</p>	<p>The meeting was adjourned at 7:02 pm.</p>	

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