

REGULAR MEETING OF THE
SAN GORGONIO MEMORIAL HOSPITAL
BOARD OF DIRECTORS

May 5, 2020

The regular meeting of the San Gorgonio Memorial Hospital Board of Directors was held on Tuesday, May 5, 2020. In an effort to prevent the spread of COVID-19 (coronavirus), and in accordance with the Governor’s Executive Order N-29-20, there was no public location for attending this board meeting in person. Board members and members of the public participated via WebEx.

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

Absent: None

Required Staff: Steve Barron (CEO), Holly Yonemoto (CBDO), Karan Singh, MD, Steven Hildebrand, MD (Chief of Staff), 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 4:40 pm.	
Public Comment	Members of the public who wished to comment on any item on the agenda were encouraged to submit comments by emailing publiccomment@sgmh.org prior to this meeting. No public comment emails were received.	
EDUCATION		
COVID-19 Presentation	Karan Singh, MD gave a PowerPoint presentation regarding COVID-19. A copy of the presentation was included on board tablets.	
NEW BUSINESS		
Proposed action – Discussion/ Approval of anesthesia agreement	Dennis Diaz, legal counsel with DWT joined the meeting via telephone. Steve Barron noted that this agreement took a long time to negotiate and is designed to cover the actual costs of the anesthesia department. He noted that Beaver Medical Group will be doing their own billing as they have better access to contracts.	M.S.C., (Rader/ Cooley), the SGMH Board of Directors approved the anesthesia

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	<p>Steve reminded Board members that they approved the closure of the anesthesia department (limiting anesthesia privileges to contracted physicians only) at the February 4, 2020 board meeting. He also noted that the Medical Executive Committee (MEC) discussed this and also recommended the closure of the anesthesia department.</p> <p>Dennis Diaz and Steve both responded to a number of questions.</p> <p>Steve reported that a Fair Market Value (FMV) is being performed and the consultant was engaged through our legal counsel DWT. Dennis Diaz reported that they are close to being finished and will be writing a FMV opinion to confirm.</p> <p>Steve noted that the approval of this agreement is contingent upon the FMV coming in as expected. The agreement will not be executed until that occurs.</p> <p>BOARD MEMBER ROLL CALL:</p> <table border="1" data-bbox="467 1079 1269 1310"> <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>Swerdlow</td> <td>Yes</td> <td>Tankersley</td> <td>Yes</td> </tr> </tbody> </table> <p>Motion carried.</p>	Baldi	Yes	Capobianco	Yes	Cooley	Yes	DiBiasi	Yes	Gardner	Yes	Hershey	Yes	Lewis	Yes	Ngo	Yes	Rader	Yes	Rutledge	Yes	Swerdlow	Yes	Tankersley	Yes	<p>agreement as presented contingent upon the Fair Market Value (FMV) as expected.</p>
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OLD BUSINESS																										
<p>Proposed Action - Approve Minutes</p> <p>April 7, 2020 regular meeting</p>	<p>Chair DiBiasi asked for any changes or corrections to the minutes of the April 7, 2020 regular meeting as included on the board tablets.</p> <p>There were none.</p>	<p>The minutes of the April 7, 2020 regular meeting will stand correct as presented.</p>																								

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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.	
COVID-19 Alternate Board Processes	Chair DiBiasi reviewed the COVID-19 Alternate Board Processes as included on the board tablets. She discussed how important it is for all board members to abide by these processes.	
Hospital Board Chair report	Chair DiBiasi noted that her written monthly report was included on the board tablets.	
Calendars	Calendars for May, June, and July were included on the board tablets.	
CEO Monthly report	<p>Steve Barron reported that during the Finance report, he will discuss our reduced revenues which impacts cash flows and plans for our future and staffing issues.</p> <p>He noted that, in general, the last 13 days of March slowed down and the month of April was very slow. This was mostly due to not being able to perform elective surgeries. He noted that we are slowly starting to open elective surgeries back up, but expect the month of May to continue to be slow.</p> <p>He stated that we have received preliminary CMS hospital compare numbers and have improved significantly in several areas. These scores won’t be reported out by CMS until July.</p>	
Proposed Action – Approve Resolution #2020-03	Steve Barron stated that Resolution #2020-03 named the Designation of Applicant’s Agent for Non-State Agencies for Emergency Services.	M.S.C., (Baldi/Hershey), the SGMH Board of Directors approved Resolution #2020-03 as submitted.

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<p>Bi-monthly Patient Care Services report</p>	<p>Steve Barron noted that the bi-monthly Patient Care Services report was included on the board tablets.</p>																									
<p>Proposed Action – Approve Community Health Improvement Plan</p>	<p>Holly Yonemoto briefly reviewed the Community Health Improvement Plan as was included on the board tablets. She noted that this is the implementation plan that was developed from the Community Health Needs Assessment that was performed a few months ago.</p> <p>Once this plan has been approved it will be posted on the Hospital’s website.</p> <p>BOARD MEMBER ROLL CALL:</p> <table border="1" data-bbox="467 1236 1268 1463"> <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>Swerdlow</td> <td>Yes</td> <td>Tankersley</td> <td>Yes</td> </tr> </table> <p>Motion carried.</p>	Baldi	Yes	Capobianco	Yes	Cooley	Yes	DiBiasi	Yes	Gardner	Yes	Hershey	Yes	Lewis	Yes	Ngo	Yes	Rader	Yes	Rutledge	Yes	Swerdlow	Yes	Tankersley	Yes	<p>M.S.C., (Baldi/Rutledge), the SGMH Board of Directors approved the Community Health Improvement Plan as presented.</p>
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<p>Foundation monthly report</p>	<p>Steve Barron noted that the written Foundation monthly report was included on the board tablets. Steve spoke regarding the COVID19 RESPONSE FUND and keeping track of extra expenses from this pandemic so that we can be reimbursed by FEMA. He stated that FEMA will reimburse approximately 75% of our expenses, so we need to raise money from the response fund to cover the balance.</p>																									

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COMMITTEE REPORTS:																										
<p>Finance Committee</p> <p>Proposed Action – Approve March 2020 Financial Statement</p>	<p>It was noted that due to the quarantine meeting restrictions in place, and technical difficulties, there was no April Finance Committee meeting held. The March Finance statement is being brought directly to the full board for approval.</p> <p>Steve Barron reviewed the Executive Summary as included on the board tablets. He noted that in regard to cash flow projections, we were budgeted to collect almost \$18 million in patient revenue, but we believe will only collect approximately \$13 million with today’s projections. This is the impact on our volumes from the COVID-19 shut down. He stated that several grants that we expect to receive will reduce this deficit by approximately \$1.5 million.</p> <p>Steve discussed that our biggest problem is the loss of revenue and that we are currently freezing all of our unnecessary expenses, including not replacing vacated positions, etc. We are looking at everything that we can to reduce expenses as much as possible throughout the summer.</p> <p>BOARD MEMBER ROLL CALL:</p> <table border="1" data-bbox="467 1157 1268 1381"> <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>Swerdlow</td> <td>Yes</td> <td>Tankersley</td> <td>Yes</td> </tr> </tbody> </table> <p>Motion carried.</p>	Baldi	Yes	Capobianco	Yes	Cooley	Yes	DiBiasi	Yes	Gardner	Yes	Hershey	Yes	Lewis	Yes	Ngo	Yes	Rader	Yes	Rutledge	Yes	Swerdlow	Yes	Tankersley	Yes	<p>M.S.C., (Hershey/Rader), the SGMH Board of Directors approved the March 2020 Financial report as presented.</p>
Baldi	Yes	Capobianco	Yes																							
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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> <ul style="list-style-type: none"> • COVID-19 ICU and Non-ICU Order Set • Implementing a Closed-Staff System for the SGMH Anesthesiology Service • 2020 Medical Staff Bylaws 	<p>M.S.C., (Swerdlow/Lewis), 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 one hundred twenty-four (124) 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 1016 1268 1243"> <tr> <td>Baldi</td> <td>Yes</td> <td>Capobianco</td> <td>No</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>Swerdlow</td> <td>Yes</td> <td>Tankersley</td> <td>Yes</td> </tr> </table> <p>Motion carried.</p>	Baldi	Yes	Capobianco	No	Cooley	Yes	DiBiasi	Yes	Gardner	Yes	Hershey	Yes	Lewis	Yes	Ngo	Yes	Rader	Yes	Rutledge	Yes	Swerdlow	Yes	Tankersley	Yes	<p>M.S.C., (Rader/Hershey), the SGMH Board of Directors approved the policies and procedures as submitted.</p>
Baldi	Yes	Capobianco	No																							
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<p>Community Benefit events/Announcements and newspaper articles</p>	<p>Miscellaneous information was included on the board tablets.</p>																									
<p>Adjourn to Closed Session</p>	<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 Performance Improvement Committee report ➤ Receive Quarterly Environment of Care/Life 																									

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	<p>Safety/Utility Management report</p> <ul style="list-style-type: none"> ➤ Receive Quarterly Security/Safety and Emergency Preparedness report ➤ Receive Quarterly Corporate Compliance Committee report <p>The meeting adjourned to Closed Session at 6:53 pm.</p>	
Reconvene to Open Session	<p>The meeting reconvened to Open Session at 7:04 pm.</p> <p>At the request of Chair DiBiasi, Bobbi Duffy reported on the actions taken/information received during the Closed Session as follows:</p> <ul style="list-style-type: none"> ➤ Approved Medical Staff Credentialing ➤ Received Quarterly Performance Improvement Committee report ➤ Received Quarterly environment of Care/Life Safety/Utility Management report ➤ Received Quarterly Security/Safety and Emergency Preparedness report ➤ Received Quarterly Corporate Compliance Committee report 	
Future Agenda Items	None at this time.	
Adjourn	The meeting was adjourned at 7:05 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