

**DESERT HEALTHCARE DISTRICT
BOARD OF DIRECTORS
MEETING MINUTES
November 28, 2017**

A Meeting of the Board of Directors of the Desert Healthcare District was held in the Jerry Stergios Building – 2nd Floor, Palm Springs, CA.

Attendance

Members

Carole Rogers, RN – President
Mark Matthews – Treasurer
Jennifer Wortham, Dr.PH – Director – *Telephonic*
Les Zendle, MD – Director

Absent

Kay Hazen – Vice-President/Secretary

Staff

Herb K. Schultz, CEO
Chris Christensen, CFO
Donna Craig, Senior Program Officer
Alejandro Espinoza, Program Officer and Outreach Director
Mary Pannoni, Accounting/Admin. Support
Andrea S. Hayles, Clerk to the Board

Legal Counsel

Jeffrey G. Scott

Guests

Linda Barrack, CEO, Martha's Village and Kitchen
Rob Bernheimer, President, Desert Cancer Foundation
Sarah Bryant, Executive Director, Desert Cancer Fund
Darla Burkett, Executive Director, Coachella Valley Rescue Mission
Ken Cohen, CEO, Association of Healthcare Districts
Sherry Finke, Development, Coachella Valley Rescue Mission
Maureen Foreman, CEO, Jewish Family Service of the Desert
Rich Ramhoff, Director of Marketing, Desert Regional Medical Center
Chantel Schuering, Community Relations Director, FIND Food Bank

CALL TO ORDER

The meeting was called to order at 2:01 p.m. by President Rogers.

President Rogers asked for all in attendance introduce themselves.

APPROVAL OF AGENDA

President Rogers asked for a motion to approve the agenda.

#18-03 MOTION WAS MADE by Director Zendle and seconded by Director Matthews to approve the agenda.

Motion passed unanimously.

Roll Call Vote:

AYES **4** **Director Zendle; Director Matthews; Director Wortham;
President Rogers**

NOES: **0**

ABSTAIN:

ABSENT: **1** **Vice-President Hazen**

Motion Passed 4-0

PUBLIC COMMENTS

Rob Bernheimer, President, Desert Cancer Foundation, introduced Sarah Bryant, the new Executive Director. Ms. Bryant explained the partnership between the District/Foundation and Desert Cancer Foundation and provided the number of services provided each year in hopes of submitting a Letter of Intent for 2018.

CONSENT AGENDA

Submitted for approval:

1. BOARD MINUTES

- a. Meeting of October 24, 2017
- b. Special Study Session of October 31, 2017
- c. Special Study Session of November 16, 2017

2. a. Consideration for Approval of District October 2017 Financial Statements

#18-04 MOTION WAS MADE by Director Zendle and seconded by Director Matthews

AYES **4** **Director Zendle; Director Wortham; Director Matthews;
President Rogers**

NOES: **0**

ABSTAIN:

ABSENT: **1** **Vice-President Hazen**

Motion Passed 4-0

DESERT HEALTHCARE DISTRICT CEO REPORT

Herb K. Schultz, CEO, Desert Healthcare District, introduced, thanked, and described the work of Ken Cohen, CEO, Association of California Healthcare Districts (ACHD). Mr. Cohen thanked Mr. Schultz for the invitation and commended the District for its work in Coachella Valley and Riverside County. Mr. Cohen also thanked the District for their membership with ACHD and explained the Healthcare District Law Subcommittee's work on accountability and transparency, and detailed the Advocacy Committee Workgroup's endeavors. Mr. Schultz explained that the new Chief Operating Officer (COO), Lisa Houston, currently CEO of FIND Food Bank, will commence her role on January 3, 2018. The final stages of the Communications and Marketing Director reference checks are underway for the potential new hire. Mr. Schultz also explained an upcoming environmental initiative that the Program Officer and Outreach Director will spearhead under the direction of the

incoming COO. The Facility Condition Assessment by CB Richard Ellis (CBRE) was detailed and discussed in Committee Reports – Hospital Governance and Oversight.

DESERT REGIONAL MEDICAL CENTER CEO REPORT

Michelle Finney, CEO, Desert Regional Medical Center (DRMC), detailed her CEO Report and the most recent updates and facility upgrades at DRMC. Ms. Finney also explained that the Chief Operating Officer of DRMC has resigned effective December 12. A temporary staff member from Modesto will support the position until filled.

Stephanie Salters, District Resident, inquired with Ms. Finney on the physician from North Dakota as reported in the previous meeting. Ms. Finney explained that she was unable to locate any records and all physicians are credentialed properly. Ms. Salters asked about the monitor technician request from the previous Board meeting. Ms. Finney explained that the critical care unit does not require a monitor technician, there is adequate staffing without any deficiencies, and DRMC is following the standard of care.

Ezra Kaufman, District Resident, asked about the declining Leapfrog survey grades. President Rogers requested that Mr. Kaufman place his request in writing.

DESERT REGIONAL MEDICAL CENTER GOVERNING BOARD OF DIRECTORS REPORT

Director Zendle stated that the Governing Board's compliance training was completed at the most recent meeting. Governing Board members were reminded that all DRMC employees have an obligation to report any compliance matters. Credentialing was also discussed related to limitations and boundaries.

INFORMATIONAL ITEMS

December 19, 2017 Upcoming Board Meeting

COMMITTEE REPORTS

1. FINANCE, ADMINISTRATION, REAL ESTATE, AND LEGAL COMMITTEE - Director Matthews
 - a. Draft Minutes of November 14, 2017
 - b. CFO Report & Las Palmas Leasing Update

Director Matthews discussed the draft Minutes of November 14, the CFO Report, and the Las Palmas Leasing update.

- d. Investment Report – Robert Adams - Highmark Capital Management – District & RPP

Robert Adams, Vice President Senior Portfolio Manager, Highmark Capital Management, introduced himself and thanked the District for their business over the past 20-years. Mr. Adams explained the details of the Desert Hospital Retirement Plan and Desert Healthcare District for the period ending September 30, 2017.

- e. Consideration to approve LPMP Lease Renewal (3 Year) – Suite 2W 107 – Dr. Ramy Awad

#18-05 MOTION WAS MADE by Director Matthews and seconded by Director Zendle to approve the LPMP Lease Renewal (3 Year) – Suite 2W 107 – Dr. Ramy Awad.

Motion passed unanimously.

Roll Call Vote:

**AYES 4 Director Zendle; Director Wortham; Director Matthews;
President Rogers**

NOES: 0

ABSTAIN:

ABSENT: 1 Vice-President Hazen

Motion Passed 4-0

f. Consideration to approve LPMP New Lease (3 Year) – Suite 1W 104 – Oasis Advanced Gastroenterology, Inc.

#18-06 MOTION WAS MADE by Director Matthews and seconded by Director Zendle to approve the LPMP New Lease (3 Year) – Suite 1W 104 – Oasis Advanced Gastroenterology, Inc.

Motion passed unanimously.

Roll Call Vote:

**AYES 4 Director Zendle; Director Wortham; Director Matthews;
President Rogers**

NOES: 0

ABSTAIN:

ABSENT: 1 Vice-President Hazen

Motion Passed 4-0

g. Consideration to approve the COO and CFO employment terms

Herb K. Schultz, CEO, explained the Staff recommendation for the new Chief Operating Officer position and the current Chief Financial Officer position. The three weeks' vacation will correspond for both senior deputies in the transformation, which includes the Chief Financial Officer.

Director Wortham stated that she recognizes and agrees with the CEO's four weeks' vacation, but with the small number of staff, the work staff is accomplishing, including the long hours, the vacation hours should be consistent for all Staff – 3 weeks. President Rogers requested the financial impact of the additional week vacation for 7 Staff members. Herb K. Schultz, CEO, stated that Staff would evaluate the entire benefits package that includes sick time.

#18-07 MOTION WAS MADE by Director Zendle and seconded by Director Matthews to approve the employment terms for the COO and CFO and directed Staff to evaluate the benefits package for eligible Staff and bring forward to the Finance & Administration Committee.

Motion passed unanimously.

Roll Call Vote:

**AYES 4 Director Zendle; Director Wortham; Director Matthews;
President Rogers**

NOES: 0

ABSTAIN:

ABSENT: 1 Vice-President Hazen

Motion Passed 4-0

h. DRMC Capital Investment Review – Section 14.9 Lease – Information

Chris Christensen, CFO, detailed the DRMC Capital Investment Review.

Ezra Kaufman, District Resident, referenced the \$17M three-year capital obligation outlined in the January 31, 2000 letter, requesting that the District explain the obligated amount. Mr. Kaufman will put his request in writing.

2. HOSPITAL GOVERNANCE AND OVERSIGHT COMMITTEE

- a. No November Meeting
- b. October 23, 2017 Meeting Minutes
- c. CBRE Conflict of Interest Waiver – Facility Condition Assessment

Director Zendle provided details of the Committee’s role with Desert Regional Medical Center’s hospital inspection, reports, and ratings.

Herb K. Schultz, described the CB Richard Ellis (CBRE) Conflict of Interest Waiver for the Facility Condition Assessment and the property management relationship between Tenet and CBRE that does not involve the condition of Desert Regional Medical Center. Director Wortham prefers to develop an RFP for other organizations not in conflict with Tenet.

#18-08 MOTION WAS MADE by Director Matthews and seconded by Director Zendle to approve CBRE Conflict of Interest Waiver – Facility Condition Assessment.

Motion passed.

Roll Call Vote:

AYES **3** **Director Zendle; Director Matthews; President Rogers**

NOES: **1** **Director Wortham**

ABSTAIN:

ABSENT: **1** **Vice-President Hazen**

Motion Passed 3-1

3. NEW PROVIDERS, FACILITIES, PROGRAMS & SERVICES

- a. Ad Hoc Committee
- b. Kaufman Hall Study Session
- c. Expansion, LAFCO Application, and Funding

Herb K. Schultz, CEO, explained the Ad Hoc Committee's most recent Study Session on New Providers, Facilities, Programs and Services, the October 31 expansion funding Study Session, and the Kaufman Hall Study Session. Mr. Schultz also explained that the LAFCO Application will move forward as is for approval.

Ezra Kaufman, District Resident, questioned why the Ad Hoc Committee is not a public standing meeting. Mr. Schultz explained that all information provided during the November 16, Study Session detailed the discussions of the Ad Hoc Committee.

4. RESOURCES AND PHILANTHROPY PROGRAM

- a. Consideration to approve elimination of the Program Committee – a standing committee of the Board.

Herb K. Schultz explained the role of the Program Committee and the community members that make up the Committee.

#18-09 MOTION WAS MADE by Director Wortham and seconded by Director Matthews to approve elimination of the Program Committee – a standing committee of the Board. Motion passed unanimously.

Roll Call Vote:

AYES **4** **Director Zendle; Director Wortham; Director Matthews; President Rogers**

NOES: **0**

ABSTAIN:

ABSENT: **1** **Vice-President Hazen**

Motion Passed 4-0

- b. Consideration to amend the by-laws to reflect the change of elimination.

Herb K. Schultz, CEO, described the assistance necessary to address the community health focus and funding areas in guiding the resources and philanthropy of the District/Foundation.

President Rogers requested that in addition to amending the by-laws to reflect the change of elimination of the Program Committee, the by-laws should include an area of language for the Task Forces.

**#18-10 MOTION WAS MADE by Director Wortham and seconded by Director Matthews to amend the by-laws to reflect the change of elimination.
Motion passed unanimously.**

Roll Call Vote:

**AYES 4 Director Zendle; Director Wortham; Director Matthews;
President Rogers**

NOES: 0

ABSTAIN:

ABSENT: 1 Vice-President Hazen

Motion Passed 4-0

- c. Consideration to approve the creation of four task forces.

Herb K. Schultz, CEO, described the four Community Health Focus areas – homelessness, access to primary care and behavioral health care, healthy eating, active living, safety, accountability, and transparency as they relate to the task forces to guide the Board and District/Foundation with the task force and recruitment.

**#18-11 MOTION WAS MADE by President Rogers and seconded by Director Wortham to Approve the creation of four task forces.
Motion passed unanimously.**

Roll Call Vote:

**AYES 4 Director Zendle; Director Wortham; Director Matthews;
President Rogers**

NOES: 0

ABSTAIN:

ABSENT: 1 Vice-President Hazen

Motion Passed 4-0

- d. Community Health Focus Area: HOMELESSNESS

1. West Valley Homelessness Initiative update and presentation

Donna Craig, Senior Program Officer, explained the homelessness Study Session with the City of La Quinta and the Study Session participants. Ms. Craig described the upcoming pending grant requests for Coachella Valley Rescue Mission, Martha's Kitchen and Village, and FIND Food Bank.

e. Pending grant requests for consideration

1. Grant #954 Coachella Valley Rescue Mission: *Emergency Food, Shelter with Wrap Around Services for West Coachella Valley Homeless – \$100,000.*

Darla Burkett, Executive Director, Coachella Valley Rescue Mission (CVRM) thanked the District and explained the abundance of homelessness that Coachella Valley Rescue Mission has sheltered since the closure of Roy's Desert Resource Center.

#18-12 MOTION WAS MADE by Director Zendle and seconded by Director Wortham to approve Grant #954 Coachella Valley Rescue Mission: *Emergency Food, Shelter with Wrap Around Services for West Coachella Valley Homeless – \$100,000.*

Motion passed unanimously.

Roll Call Vote:

AYES 4 Director Zendle; Director Wortham; Director Matthews; President Rogers

NOES: 0

ABSTAIN:

ABSENT: 1 Vice-President Hazen

Motion Passed 4-0

2. Grant #955 Martha's Village & Kitchen: *Health in Housing: Emergency Housing with Wrap-Around Services - \$186,150.*

Linda Barrack, CEO, Martha's Village & Kitchen, explained that the current population Martha's is serving from the West Valley. Ms. Barrack thanked the Board for the connection of health and homelessness to assist those in need.

#18-13 MOTION WAS MADE by Director Wortham and seconded by Director Zendle to approve Grant #955 Martha's Village & Kitchen: *Health in Housing: Emergency Housing with Wrap-Around Services - \$186,150.*

Motion passed unanimously.

Roll Call Vote:

AYES 4 Director Zendle; Director Wortham; Director Matthews; President Rogers

NOES: 0
ABSTAIN:
ABSENT: 1 Vice-President Hazen
Motion Passed 4-0

f. Community Health Focus Area: HEALTHY EATING/ACTIVE LIVING

1. Grant #953 FIND Food Bank: *Project Produce – \$387,068.*

Donna Craig, Senior Program Officer, explained FIND Food Bank’s Project Produce delivering over 5,000 pounds of produce per year.

Chantel Schuering, Community Relations Director, FIND Food Bank, thanked the other grantees and explained how the grant monies have provided millions of pounds of produce per month. George Batavick, Vice-Chair, FIND Food Bank, described the transition of the CEO to the District and thanked everyone for continued funding.

Mr. Batavick also detailed the succession plan, Strategic Plan, talent management, and a strong Board to carry on the operations.

#18-14 MOTION WAS MADE by Director Zendle and seconded by Director Wortham to approve Grant #953 FIND Food Bank: *Project Produce – \$387,068.*

Motion passed unanimously.

Roll Call Vote:

**AYES 4 Director Zendle; Director Wortham; Director Matthews;
President Rogers**

NOES: 0
ABSTAIN:
ABSENT: 1 Vice-President Hazen
Motion Passed 4-0

OLD BUSINESS

1. Grant #891 Jewish Family Service of the Desert (JFSOD) – *Mental Health Outpatient Treatment Services 2016-2018.*
 - a. Consideration to approve JFSOD Year 3 and final budget.

Maureen Foreman, CEO, Jewish Family Service of the Desert, gave a presentation on Mental Health Outpatient Treatment Services for Low Income Coachella Valley Residents.

#18-15 MOTION WAS MADE by Director Zendle and seconded by Director Wortham to approve JFSOD Year 3 and final budget.

Motion passed unanimously.

Roll Call Vote:

AYES **4** **Director Zendle; Director Wortham; Director Matthews;
President Rogers**

NOES: **0**

ABSTAIN:

ABSENT: **1** **Vice-President Hazen**

Motion Passed 4-0

2. CVAG CV Link Quarterly Update Report

Herb K. Schultz, CEO, explained the CV Link Quarterly Update Report stating that Tom Kirk, CEO, CVAG, will provide a presentation at the January Board meeting.

NEW BUSINESS

LEGAL COUNSEL COMMENTS & REPORTS

Jeff Scott, Legal Counsel, briefly detailed that the newly created task force committee must be careful to ensure there is not a quorum of the Board when scheduling and holding meetings.

DIRECTORS' COMMENTS & REPORTS

Director Zendle explained the February 2018 California Special Districts Association Leadership Academy. President Rogers indicated that the Desert Hot Springs Police Department is requesting assistance with the homeless population with behavioral health issues. President Rogers explained that she and Donna Craig, Senior Program Officer, are exploring short-term objectives concerning the Community Response Emergency Support Team's (CREST) request for funding for emergency psychiatric treatment. President Rogers also explained her request for a resolution to adopt an events policy.

ADJOURNMENT TO DESERT HEALTHCARE FOUNDATION BOARD OF DIRECTORS MEETING

ADJOURNMENT TO EXECUTIVE SESSION OF THE DESERT HEALTHCARE DISTRICT BOARD OF DIRECTORS 4:21 p.m.

CONVENE TO CLOSED SESSION OF THE DESERT HEALTHCARE DISTRICT BOARD OF DIRECTORS

1. Threat to Public Services or Facilities Pursuant to Government Code 54957 – Consultation with District General Counsel.

RECONVENE TO OPEN SESSION OF THE DESERT HEALTHCARE DISTRICT BOARD

REPORT AFTER CLOSED SESSION

The Board reviewed public security issues in closed session and directed Staff to take the appropriate action.

ADJOURNMENT

The meeting adjourned at 5:17 p.m.

ATTEST: Carole Rogers
Carole Rogers, President
Desert Healthcare District Board of Directors

Minutes respectfully submitted by Andrea S. Hayles, Clerk to the Board