

**MEETING OF THE BOARD OF DIRECTORS
OF OAK VALLEY HOSPITAL DISTRICT
OPEN SESSION
October 7, 2021, 5:30p.m.
1425 West H Street, Oakdale, CA 95361
Royal Oak Conference Room**

Board

Dan Cummins, Chair Person
Louise Sanders, Vice Chair Person
Edward Chock, M.D., Director
Jim Teter, Director
Chet Mahida, M.D., Director

Staff

John McCormick, President & C.E.O.
Ann Croskrey, CFO
Andrea Stark, M.D., Chief of Staff

Via Teleconference

David Rodrigues, V.P., Administrative Services
Jo Saporito, R.N., V.P., Nursing Services
Dave Hiatt, V.P., Oakdale Nursing & Rehab. Ctr.

Excused:

Deborah Dunaj, V.P., Quality & Risk Mgmt.

CALLED TO ORDER

The District Board of Directors Meeting was called to order by Chair Person Cummins at 5:30p.m.

PUBLIC COMMENT

No Public Comment read. No public in attendance.

CONSENT CALENDAR

The following items, 1-4, will be acted on by one action, with discussion, unless a Director or other person requests that an item be considered separately. In the event of such a request, the item will be addressed, considered and acted upon separately.

1. Patient Care Services Report

Joann Saporito, R.N., Vice President, Nursing Services

2. Oakdale Nursing and Rehabilitation Center Report

David Hiatt, V.P., Oakdale Nursing and Rehabilitation Center

3. Approval of Administrative Policies - None

4. Approval of Minutes

- September 2, 2021 – General Meeting
- September 28, 2021 – Special Meeting

Louise Sanders made the motion to approve all Consent Calendar items. Edward Chock, M.D. made the second. No public input.

Cummins – Aye

Sanders – Aye

Teter – Aye

Chock – Aye

Mahida – Aye

MOTION CARRIED

MEDICAL STAFF REPORT – Andrea Stark, M.D., Chief of Staff

The Medical Executive Committee requests the District Board’s approval of the following items forwarded from the September 22, 2021 meetings.

Forms/Policies

The following forms and policies have been revised to meet current required The Joint Commission and CMS standards. They have been thoroughly reviewed by the Policy, Procedures and Forms (PPF) Committee and appropriate Medical Staff Committees.

A. OPPE- Deborah Dunaj, Quality, Patient Safety & Risk Management

- i. OPPE Review Sheets
 - Community Physician
 - ONRC Physician

B. Other Business - Deborah Dunaj, VP Quality, Patient Safety and Risk Management

- A. Infection Prevention and Control Officer Annual Recommendation
 - i. Tammy Colbert Infection Preventionist

Chet Mahida, M.D. made the motion to approve September 22, 2021 Medical Staff Report. Louise Sanders made the second. No public input.

Cummins – Aye
Sanders – Aye
Teter – Aye
Chock – Aye
Mahida – Aye

MOTION CARRIED

Financial Report for August 2021

Ann Croskrey, CFO presented the August 2021 Financial Report. During the month of August, our acute care area was very busy with high admits and high patient days. Our outpatient visits, including emergency room and Clinic visits were also robust. The District posted a profit on operations before new hospital expenses of \$1.2 million. For August, the earnings before interest and depreciation our EBIDA was at 20.1%. Accounts receivable gross days were at the low ratio of 49 and our days of cash on hand remain strong at 124 days.

Jim Teter made the motion to approve the Financial Report for August 2021. Edward Chock, M.D. made the second. No public input.

Cummins – Aye
Sanders – Aye
Teter – Aye
Chock – Aye
Mahida – Aye

MOTION CARRIED

CHAIR PERSON REPORT – Dan Cummins, Chairperson

Chair Person Comments

No Report.

PRESIDENT AND CEO REPORT - John McCormick, President and Chief Executive

**Resolution District Board of Directors of Oak Valley Hospital Changing the January 6, 2022
2021-05 Regular Meeting and Finance Committee Meetings of the Board**

Recommendation for Board approval of Resolution 2021-05 to move the January 6, 2022 Board of Directors meeting to January 13, 2022.

Jim Teter made the motion to change the January 6, 2022 Board meetings to January 13, 2022. Edward Chock, M.D. made the second. No public input.

Roll Call by Jill Andersen, Clerk of the Board

Cummins – Aye
Sanders – Aye
Chock – Aye
Teter – Aye
Mahida - Aye

MOTION CARRIED

Bond Refinancing Analysis

Report presented on analysis of Bond Refinancing.

**Resolution RESOLUTION APPROVING THE FORM AND AUTHORIZING THE EXECUTION AND
2021-06 DELIVERY OF A FIFTH SUPPLEMENTAL INDENTURE OF TRUST AND A BOND
PURCHASE AGREEMENT IN CONNECTION WITH THE ISSUANCE, SALE AND DELIVERY OF
THE OAK VALLEY HOSPITAL DISTRICT HEALTH FACILITY REFUNDING REVENUE BONDS,
SERIES 2021, AND APPROVING CERTAIN OTHER ACTIONS**

Recommendation for approval of Resolution 2021-06 to refinance the 2015 Revenue Bonds and the cost of Issuance Fees. The Bond rate would be at a reduced fixed rate of 2.85%. In September, we received a Standard & Poor’s rating with an affirmation of our rating of BB Stable. We are one of the few entities that kept their bond rating the same as last year’s despite the pandemic.

Jim Teter made the motion to approve Resolution 2021-06 to Refinance the 2015 Bonds to include approval of Cost of Issuance Fees. Edward Chock, M.D. made the second. No public input.

Roll Call by Jill Andersen, Clerk of the Board

Cummins – Aye
Sanders – Aye
Chock – Aye
Teter – Aye
Mahida – Aye

MOTION CARRIED

Approval of Cost of Issuance on Bond Refinancing

Approval of Cost of Issuance fees included in Board approval of Resolution 2021-06.

Appointment of Assistant Board Secretary for the Sole Purpose of Witnessing the Signing of Bond Refinancing Documents in the event the Board Secretary is not available for witnessing the Signing of said Documents

Jim Teter was nominated for appointment as Assistant Board Secretary for the sole purpose of witnessing the of signing of Bond documents if necessary.

Edward Chock, M.D. made the motion to approve appointment of Director Jim Teter as Assistant Board Secretary for the Sole Purpose of Witnessing the Signing of Bond Refinancing Documents if necessary. Chet Mahida, M.D. made the second. No public input.

Cummins – Aye
Sanders – Aye
Chock – Aye
Mahida – Aye
Teter – Abstained

MOTION CARRIED

Strategic Drivers/Operating Budget for FY 2022

John McCormick presented the Operating Budget FY 2022 Parameters ending June 30, 2022. The Operating Budget meets our required Bond Covenants. Board members were informed that policies will be presented for approval to ensure the hospital can never enter into any type of debt without Board of Directors approval. Strategic map was reviewed. A more aggressive strategic map will be presented at next month's meeting.

Jim Teter made the motion to approve the Operating Budget for FY 2022. Edward Chock, M.D. made the second. No public input.

Cummins – Aye
Sanders – Aye
Teter – Aye
Chock – Aye
Mahida – Aye

MOTION CARRIED

Possible New Maintenance Contract for Endoscopy Scopes.

Recommendation for approval of a 2-year maintenance contract for Endoscopy Scopes at a cost of \$26,000.

Jim Teter made the motion to approve purchasing a 2-year Maintenance Contract for Endoscopy Scopes at a cost of \$26,000. Edward Chock, M.D. made the second. No public input.

Cummins – Aye
Sanders – Aye
Teter – Aye
Chock – Aye
Mahida – Aye

MOTION CARRIED

Flu Shot Update

Flu shots will be available for employees and their families as well as Board members and their spouses on October 19th & October 21st from 4:00pm – 7:00pm. Thanks to David Rodrigues, V.P., Administrative Services along with a team of employees for coordinating this event.

Update on Telemedicine

Pulmonology telemedicine is in place. Pursuing cardiology telemedicine services.

COVID-19 Update (updated at meeting)

Over 700,000 Americans have died from COVID-19 and 200,000 have died since vaccines have been available. Employee vaccinations were due by September 29th and 91% of all employees have received the vaccination. Approximately 8% have filed exemptions and continue to be tested. As reported in the Modesto Bee, the County of Stanislaus had the fourth worst vaccination rate of the 58 counties in California. We still see patients admitted with COVID but it has slowed significantly. We still require all public members entering the facility to wear a mask, joining the requirement placed on all employees, volunteers and physicians in March 2020. Various sites have been selected within the County to administer booster shots for the COVID vaccination provided by Pfizer. Early results for an experimental oral antiviral drug called molnupiravir has shown a reduced hospitalization rate up to half. If FDA approved this drug could be the first antiviral treatment available orally to fight the disease. Ambulance employees were not mandated to be vaccinated if not employed by a covered entity.

Personnel Update

Dan Christopher, R.N. is the new Emergency Room Manager.

Jo Saporito, V.P., Nursing Services will be leaving Oak Valley Hospital District on October 29th. We want to thank Jo for all of her hard work for the District. An interim V.P. of Nursing has been selected from off-site. John will be announcing the selection for this position in the near future.

Legislative Update (distributed at meeting)

Assembly Bill Four would extend eligibility for the entire Medi-Cal benefit to anyone regardless of age, which means it expands to individuals under 25 years or 65 years of age or older.

Assembly Bill 311 would mandate that hospitals allow medical marijuana to be used by patients.

Senate Bill 637 would require a hospital to report specific staffing information to the State, which would then be required to be posted by the State on a weekly basis.

Senate Bill 380, the bill to eliminate the sunset date of the End of Life Option Act. It has been modified to now include an end (sunset) date of January 1, 2031.

ADJOURNMENT

Louise Sanders made the motion to adjourn to closed session. Jim Teter made the second. No public input.

Cummins – Aye
Sanders – Aye
Teter – Aye
Chock – Aye
Mahida – Aye

MOTION CARRIED

The Oak Valley Hospital District meeting was adjourned to closed session at 6:20p.m.

ANNOUNCEMENT OF CLOSED SESSION

Board meeting minutes - Approved

- September 2, 2021 (Regular Meeting)
- September 28, 2021 (Special Meeting)

Medical Staff Credentials Report - Approved

President and C.E.O. Report – Quality Update Presented

President and C.E.O. Report - Personnel – Legal Issue Presented

Conferences with Real Property Negotiators – Update presented

Liability Claim of Kathy O’Daniel was discussed – Claim was rejected

Public Employment Position: President & Chief Executive Officer; Annual Review of Employment Agreement for John J. McCormick

Board recommendations as follows:

2.25% raise - retroactive to January 21, 2021

Make contract whole at 4 years

Jim Teter made the motion to approve a 2.25% raise retroactive to January 21, 2021 and making contract whole to 4 years. Louise Sanders made the second. No public input.

AYES: Cummins, Sanders, Chock, Teter, Mahida

NOES:

ABSTAINED:

ABSENT:

MOTION CARRIED

ADJOURNMENT

Louise Sanders made the motion to adjourn the Board of Directors meeting. Jim Teter made the second. No public input.

The Board of Directors meeting was adjourned at 7:15p.m.

Recorder: Jill Andersen, Clerk of the Board.

APPROVED: _____
Edward Chock, M.D., Board Secretary

DATE: _____