

REGULAR MEETING OF THE  
SAN GORGONIO MEMORIAL HOSPITAL  
BOARD OF DIRECTORS

July 11, 2023

The regular meeting of the San Gorgonio Memorial Hospital Board of Directors was held on Tuesday, July 11, 2023, in Modular C meeting room, 600 N. Highland Springs Avenue, Banning, California.

Members Present: Susan DiBiasi (Chair), Perry Goldstein, Shannon McDougall, Ron Rader, Steve Rutledge, Lanny Swerdlow, Dennis Tankersley

Members Absent: Darrell Petersen, Randal Stevens

Required Staff: Steve Barron (CEO), Daniel Heckathorne (CFO), Raffi Sahagian, MD (Chief of Staff), Annah Karam (CHRO), Ariel Whitley (Executive Assistant), Angie Brady (CNE), John Peleuses (VP Ancillary and Support Services), Karan P. Singh, MD (CMO), Sal Sanchez (Plant Operations), Valerie Hunter (Foundation Director)

AGENDA ITEM		ACTION / FOLLOW-UP
<b>Call To Order</b>	Chair, Susan DiBiasi, called the meeting to order at 4:03 pm.	
<b>Public Comment</b>	No public comment.	
<b>OLD BUSINESS</b>		
<b>Proposed Action - Approve Minutes June 6, 2023, regular meeting.</b>	Chair, Susan DiBiasi, asked for any changes or corrections to the minutes of the June 6, 2023, regular meeting.  There we none.	<b>The minutes of the June 6, 2023, regular meeting will stand correct as presented.</b>
<b>NEW BUSINESS</b>		
<b>Hospital Board Chair Monthly Report</b>	Chair DiBiasi announced that the meeting will be lengthy and that she did not have a formal report to give this month.	
<b>CEO Monthly Report</b>	Steve Barron, CEO, did not give a formal report this month.	
<b>Bi-Monthly Patient Care Services Report</b>	Angela Brady, CNE, gave the Bi-Monthly Patient Care Services Report as included on the board tablets.	
<b>Quarterly Foundation Report</b>	Foundation Director, Valerie Hunter, gave the Quarterly Foundation Report as included on the board tablets.	
<b>July, August, &amp; September Board/Committee meeting calendars</b>	Calendars for July, August, & September were included on the board tablets.	

AGENDA ITEM		ACTION / FOLLOW-UP																				
<b>COMMITTEE REPORTS:</b>																						
<p><b>Finance Committee</b></p> <p><b>Proposed Action – Recommend approval to the Healthcare District Board to adopt Resolution No. 2023-04.</b></p>	<p>Resolution No. 2023-04 is a resolution of the San Gorgonio Memorial Healthcare District Board of Directors approving the form and authorizing the execution and delivery of an equipment lease agreement in connection with the acquisition of equipment and approving certain related actions.</p> <p>It is noted that approval is recommended to the Healthcare District Board.</p> <p><b>BOARD MEMBER ROLL CALL:</b></p> <table border="1" data-bbox="383 674 1255 852"> <tr> <td>DiBiasi</td> <td>Yes</td> <td>Goldstein</td> <td>Yes</td> </tr> <tr> <td>McDougall</td> <td>Yes</td> <td>Petersen</td> <td>Absent</td> </tr> <tr> <td>Rader</td> <td>Yes</td> <td>Rutledge</td> <td>Yes</td> </tr> <tr> <td>Stevens</td> <td>Absent</td> <td>Swerdlow</td> <td>Yes</td> </tr> <tr> <td>Tankersley</td> <td>Yes</td> <td colspan="2">Motion carried.</td> </tr> </table>	DiBiasi	Yes	Goldstein	Yes	McDougall	Yes	Petersen	Absent	Rader	Yes	Rutledge	Yes	Stevens	Absent	Swerdlow	Yes	Tankersley	Yes	Motion carried.		<p><b>M.S.C., (Rutledge/Rader), the SGMH Board of Directors voted to recommend approval to the Healthcare District Board of the adoption of Resolution No. 2023-04 as presented.</b></p>
DiBiasi	Yes	Goldstein	Yes																			
McDougall	Yes	Petersen	Absent																			
Rader	Yes	Rutledge	Yes																			
Stevens	Absent	Swerdlow	Yes																			
Tankersley	Yes	Motion carried.																				
<p><b>Proposed Action – Recommend approval to the Healthcare District Board of the Data Center Upgrade not to exceed \$300K upon District Board approval.</b></p>	<p>The Hospital Board voted to recommend the approval of the Data Center not to exceed \$300K upon District Board approval. The Switches Upgrade ask will be put on hold at this time.</p> <p>It is noted that approval is recommended to the Healthcare District Board.</p> <p><b>BOARD MEMBER ROLL CALL:</b></p> <table border="1" data-bbox="383 1150 1255 1329"> <tr> <td>DiBiasi</td> <td>Yes</td> <td>Goldstein</td> <td>Yes</td> </tr> <tr> <td>McDougall</td> <td>Yes</td> <td>Petersen</td> <td>Absent</td> </tr> <tr> <td>Rader</td> <td>Yes</td> <td>Rutledge</td> <td>Yes</td> </tr> <tr> <td>Stevens</td> <td>Absent</td> <td>Swerdlow</td> <td>Yes</td> </tr> <tr> <td>Tankersley</td> <td>Yes</td> <td colspan="2">Motion carried.</td> </tr> </table>	DiBiasi	Yes	Goldstein	Yes	McDougall	Yes	Petersen	Absent	Rader	Yes	Rutledge	Yes	Stevens	Absent	Swerdlow	Yes	Tankersley	Yes	Motion carried.		<p><b>M.S.C., (Rutledge/Swerdlow), the SGMH Board of Directors voted to recommend approval to the Healthcare District Board of the Data Center Upgrade not to exceed \$300K upon District Board approval as presented.</b></p>
DiBiasi	Yes	Goldstein	Yes																			
McDougall	Yes	Petersen	Absent																			
Rader	Yes	Rutledge	Yes																			
Stevens	Absent	Swerdlow	Yes																			
Tankersley	Yes	Motion carried.																				
<p><b>Proposed Action – Recommend Approval of the May 2023 Financial Statement (Unaudited).</b></p>	<p>Dan Heckathorne, CFO, reviewed the Executive Summary of the May 2023 Financial report which was included on the board tablet. A copy of the Finance Committee’s June 27, 2023, meeting minutes were also included on the board tablet. It was noted that the Finance Committee recommends approval of the May 2023 Financial report as presented.</p> <p><b>BOARD MEMBER ROLL CALL:</b></p> <table border="1" data-bbox="383 1701 1255 1879"> <tr> <td>DiBiasi</td> <td>Yes</td> <td>Goldstein</td> <td>Yes</td> </tr> <tr> <td>McDougall</td> <td>Yes</td> <td>Petersen</td> <td>Absent</td> </tr> <tr> <td>Rader</td> <td>Yes</td> <td>Rutledge</td> <td>Yes</td> </tr> <tr> <td>Stevens</td> <td>Absent</td> <td>Swerdlow</td> <td>Yes</td> </tr> <tr> <td>Tankersley</td> <td>Yes</td> <td colspan="2">Motion carried.</td> </tr> </table>	DiBiasi	Yes	Goldstein	Yes	McDougall	Yes	Petersen	Absent	Rader	Yes	Rutledge	Yes	Stevens	Absent	Swerdlow	Yes	Tankersley	Yes	Motion carried.		<p><b>M.S.C., (Rader/McDougall), the SGMH Board of Directors approved the May 2023 Financial Statement as presented.</b></p>
DiBiasi	Yes	Goldstein	Yes																			
McDougall	Yes	Petersen	Absent																			
Rader	Yes	Rutledge	Yes																			
Stevens	Absent	Swerdlow	Yes																			
Tankersley	Yes	Motion carried.																				

AGENDA ITEM		ACTION / FOLLOW-UP																				
<p><b>Proposed Action - Recommend approval to the Healthcare District Board of FYE 2024 Operating, Capital, and Cash Flow Budgets.</b></p>	<p>Dan Heckathorne, CFO, presented the FYE 2024 Operating, Capital, and Cashflow Budgets as it is an annual requirement.</p> <p>It was noted that approval is recommended to the Healthcare District Board.</p> <p><b>BOARD MEMBER ROLL CALL:</b></p> <table border="1" data-bbox="383 537 1255 709"> <tr> <td>DiBiasi</td> <td>Yes</td> <td>Goldstein</td> <td>Yes</td> </tr> <tr> <td>McDougall</td> <td>Yes</td> <td>Petersen</td> <td>Absent</td> </tr> <tr> <td>Rader</td> <td>Yes</td> <td>Rutledge</td> <td>Yes</td> </tr> <tr> <td>Stevens</td> <td>Absent</td> <td>Swerdlow</td> <td>Yes</td> </tr> <tr> <td>Tankersley</td> <td>Yes</td> <td colspan="2">Motion carried.</td> </tr> </table>	DiBiasi	Yes	Goldstein	Yes	McDougall	Yes	Petersen	Absent	Rader	Yes	Rutledge	Yes	Stevens	Absent	Swerdlow	Yes	Tankersley	Yes	Motion carried.		<p><b>M.S.C. (Rutledge/McDougall) recommend approval to the Healthcare District Board of the FYE 2024 Operating, Capital and Cash Flow Budgets as presented.</b></p>
DiBiasi	Yes	Goldstein	Yes																			
McDougall	Yes	Petersen	Absent																			
Rader	Yes	Rutledge	Yes																			
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Tankersley	Yes	Motion carried.																				
<p><b>Executive Committee</b></p>	<p>Executive Committee Chair, Susan DiBiasi noted that the minutes of the June 27, 2023, regular meeting were included on the board tablets.</p> <p>Susan DiBiasi briefly discussed the actions that were taken at that meeting.</p>																					
<p><b>Chief of Staff Report</b></p> <p><b>Proposed Action – Approve Recommendations of the Medical Executive Committee</b></p>	<p>The Chief of Staff briefly reviewed the Medical Executive Committee report as included on the board tablets.</p> <ul style="list-style-type: none"> <li>• Approval of the July 1, 2025 – June 30, 2027, Medical Staff Officers             <ul style="list-style-type: none"> <li>○ Chief of Staff-Elect: Sherif Khalil, MD</li> <li>○ Treasurer-Elect: Craig Seheult, MD</li> </ul> </li> <li>• Introduction of July 1, 2023 – June 30, 2025, Medical Staff Officers             <ul style="list-style-type: none"> <li>○ Chief of Staff-Elect: Raffi Sahagian, MD</li> <li>○ Treasurer-Elect: Sameh Mikhail, MD</li> </ul> </li> </ul>																					
<p><b>Proposed Action – Approve Policies and Procedures</b></p>	<p>There were eight (8) policies and procedures included on the board tablets presented for approval by the Board.</p> <p><b>BOARD MEMBER ROLL CALL:</b></p> <table border="1" data-bbox="383 1556 1255 1728"> <tr> <td>DiBiasi</td> <td>Yes</td> <td>Goldstein</td> <td>Yes</td> </tr> <tr> <td>McDougall</td> <td>Yes</td> <td>Petersen</td> <td>Absent</td> </tr> <tr> <td>Rader</td> <td>Yes</td> <td>Rutledge</td> <td>Yes</td> </tr> <tr> <td>Stevens</td> <td>Absent</td> <td>Swerdlow</td> <td>Yes</td> </tr> <tr> <td>Tankersley</td> <td>Yes</td> <td colspan="2">Motion carried.</td> </tr> </table>	DiBiasi	Yes	Goldstein	Yes	McDougall	Yes	Petersen	Absent	Rader	Yes	Rutledge	Yes	Stevens	Absent	Swerdlow	Yes	Tankersley	Yes	Motion carried.		<p><b>M.S.C., (Rader/Tankersley), the SGMH Board of Directors approved the policies and procedures as submitted.</b></p>
DiBiasi	Yes	Goldstein	Yes																			
McDougall	Yes	Petersen	Absent																			
Rader	Yes	Rutledge	Yes																			
Stevens	Absent	Swerdlow	Yes																			
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<p><b>Community Benefit events/Announcements/and newspaper articles</b></p>	<p>Miscellaneous information was included on the board tablets.</p>																					

AGENDA ITEM		ACTION / FOLLOW-UP
<b>Future Agenda Items</b>	<ul style="list-style-type: none"> <li>• None</li> </ul>	
<b>Adjourn to Closed Session</b>	<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"> <li>➤ Recommend approval to the Healthcare District Board – Medical Staff Credentialing</li> <li>➤ Receive Quarterly Environment of Care/Life Safety/Utility Management Report</li> <li>➤ Telephone conference with legal counsel – Pending litigation</li> </ul> <p>The meeting adjourned to Closed Session at 5:23 pm.</p>	
<b>Reconvene to Open Session</b>	<p>The meeting adjourned from closed session at 6:05 pm.</p> <p>At the request of Chair DiBiasi, Ariel Whitley reported on the actions taken/information received during the Closed Session as follows:</p> <ul style="list-style-type: none"> <li>➤ Recommended approval to the Healthcare District Board – Medical Staff Credentialing</li> <li>➤ Received Quarterly Environment of Care/Life Safety/Utility Management Report</li> <li>➤ Participated in a telephone conference with legal counsel – Pending litigation. No action was taken.</li> </ul>	
<b>Adjourn</b>	The meeting was adjourned at 6:06 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 Ariel Whitley, Executive Assistant