

REGULAR MEETING OF THE
SAN GORGONIO MEMORIAL HEALTHCARE DISTRICT
BOARD OF DIRECTORS

January 3, 2023

The regular meeting of the San Gorgonio Memorial Hospital Board of Directors was held on Tuesday, January 3, 2023, in Modular C meeting room, 600 N. Highland Springs Avenue, Banning, California.

Members Present: Randal Stevens, Lanny Swerdlow, Dennis Tankersley (Chair)

Members Absent: Shannon McDougall, Darrell Petersen

Required Hospital: Steve Barron (CEO), Pat Brown (CNO/COO), Annah Karam (CHRO), Margaret Kammer (Controller), Ariel Whitley (Executive Assistant)

AGENDA ITEM	DISCUSSION	ACTION / FOLLOW-UP												
Call To Order	Chair, Dennis Tankersley called the meeting to order at 6:06 pm.													
Public Comment	No public comment.													
OLD BUSINESS														
Proposed Action - Approve Minutes December 6, 2022, regular meeting.	Chair, Dennis Tankersley asked for any changes or corrections to the minutes of the December 6, 2022, regular meeting. There were none.	The minutes of the December 6, 2022, regular meeting will stand correct as presented.												
NEW BUSINESS														
Proposed Action – Approve the November 2022 Financial Report	Margaret Kammer reviewed the November 2022 Finance Report. This was included as a handout. BOARD MEMBER ROLL CALL: <table border="1" style="margin-left: 20px;"> <tr> <td>McDougall</td> <td>Yes</td> <td>Petersen</td> <td>Absent</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>	McDougall	Yes	Petersen	Absent	Stevens	Absent	Swerdlow	Yes	Tankersley	Yes	Motion carried.		M.S.C., (Tankersley/Swerdlow), the SGMHD Board of Directors approved the November 2022 Financial report as presented.
McDougall	Yes	Petersen	Absent											
Stevens	Absent	Swerdlow	Yes											
Tankersley	Yes	Motion carried.												
• Informational - Measure A expenditures – November 2022	Chair Tankersley noted that a copy of the Measure A funds and expenditures – November 2022 was given as a handout.													

AGENDA ITEM	DISCUSSION	ACTION / FOLLOW-UP												
Reminder – All Healthcare District Board Members Annual Execution of Confidentiality and Nondisclosure Agreement	Chair Tankersley noted that the Confidentiality and Nondisclosure Agreement is presented annually for each board member’s signature. These were given to each Board Member to return to Ariel Whitley.													
Proposed Action – Annual Approval of District Bylaws	Chair Tankersley noted that the bylaws require that the Board review and approve their bylaws annually. He asked if there were any suggested changes to the current District Board Bylaws. It was noted that staff had no recommended changes. No changes were recommended. BOARD MEMBER ROLL CALL: <table border="1" data-bbox="407 835 1214 953"> <tr> <td>McDougall</td> <td>Yes</td> <td>Petersen</td> <td>Absent</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>	McDougall	Yes	Petersen	Absent	Stevens	Absent	Swerdlow	Yes	Tankersley	Yes	Motion carried.		M.S.C., (Tankersley/Swerdlow) the SGMHD Board of Directors approved their bylaws as presented.
McDougall	Yes	Petersen	Absent											
Stevens	Absent	Swerdlow	Yes											
Tankersley	Yes	Motion carried.												
2023 Slate of Officers	Chair Tankersley noted that a copy of the 2022 Slate of Officers was included on the board tablet.													
Proposed Action – Nominate/Approve 2023 District Board Chair	Lanny Swerdlow nominated Dennis Tankersley as the Healthcare District Board Chair. BOARD MEMBER ROLL CALL: <table border="1" data-bbox="407 1276 1214 1394"> <tr> <td>McDougall</td> <td>Yes</td> <td>Petersen</td> <td>Absent</td> </tr> <tr> <td>Stevens</td> <td>Absent</td> <td>Swerdlow</td> <td>Yes</td> </tr> <tr> <td>Tankersley</td> <td>Abstain</td> <td colspan="2">Motion carried.</td> </tr> </table>	McDougall	Yes	Petersen	Absent	Stevens	Absent	Swerdlow	Yes	Tankersley	Abstain	Motion carried.		M.S.C., (Swerdlow/McDougall), the SGMHD Board of Directors approved Dennis Tankersley as the 2023 District Board Chair.
McDougall	Yes	Petersen	Absent											
Stevens	Absent	Swerdlow	Yes											
Tankersley	Abstain	Motion carried.												
Proposed Action – Nominate/Approve 2023 District Board Vice Chair	Dennis Tankersley nominated Lanny Swerdlow as the Healthcare District Board Vice Chair. BOARD MEMBER ROLL CALL: <table border="1" data-bbox="407 1604 1214 1722"> <tr> <td>McDougall</td> <td>Yes</td> <td>Petersen</td> <td>Absent</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>	McDougall	Yes	Petersen	Absent	Stevens	Absent	Swerdlow	Yes	Tankersley	Yes	Motion carried.		M.S.C., (Dennis/McDougall), the SGMHD Board of Directors approved Lanny Swerdlow as the 2023 District Board Vice Chair.
McDougall	Yes	Petersen	Absent											
Stevens	Absent	Swerdlow	Yes											
Tankersley	Yes	Motion carried.												

AGENDA ITEM	DISCUSSION	ACTION / FOLLOW-UP												
<p>Proposed Action – Nominate/Approve 2023 District Board Secretary/Treasurer</p>	<p>Lanny Swerdlow nominated Shannon McDougall as the Healthcare District Board Secretary/Treasurer.</p> <p>BOARD MEMBER ROLL CALL:</p> <table border="1" data-bbox="407 457 1214 573"> <tr> <td>McDougall</td> <td>Yes</td> <td>Petersen</td> <td>Absent</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>	McDougall	Yes	Petersen	Absent	Stevens	Absent	Swerdlow	Yes	Tankersley	Yes	Motion carried.		<p>M.S.C., (Swerdlow/Tankersley), the SGMHD Board of Directors approved Shannon McDougall as the 2023 District Board Secretary/Treasurer.</p>
McDougall	Yes	Petersen	Absent											
Stevens	Absent	Swerdlow	Yes											
Tankersley	Yes	Motion carried.												
<p>Proposed Action – Recommend Approval to the Healthcare District Board of Resolution No. 2023-01, a resolution approving the form and authorizing the execution and delivery of a first amendment to line of credit with First Foundation Public Finance, a Delaware Statutory Trust and a wholly-owned subsidiary of First Foundation Bank and approving certain other actions.</p>	<p>Danial Heckathorne reviewed and explained Resolution No. 2023-01, a resolution approving the form and authorizing the execution and delivery of a first amendment to line of credit with First Foundation Public Finance, a Delaware Statutory Trust and a wholly owned subsidiary of First Foundation Bank and approving certain other actions.</p> <p>BOARD MEMBER ROLL CALL:</p> <table border="1" data-bbox="407 978 1214 1094"> <tr> <td>McDougall</td> <td>Yes</td> <td>Petersen</td> <td>Absent</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>	McDougall	Yes	Petersen	Absent	Stevens	Absent	Swerdlow	Yes	Tankersley	Yes	Motion carried.		<p>M.S.C. (Tankersley/McDougall), the SGMHD Board of Directors voted to approve Resolution No. 2023-01, a resolution approving the form and authorizing the execution and delivery of a first amendment to line of credit with First Foundation Public Finance, a Delaware Statutory Trust and a wholly owned subsidiary of First Foundation Bank and approving certain other actions.</p>
McDougall	Yes	Petersen	Absent											
Stevens	Absent	Swerdlow	Yes											
Tankersley	Yes	Motion carried.												
<p>Proposed Action – Recommend Approval to the Healthcare District Board of the replacement of SGMH’s Acudose ADCs with Omnicell ADCs at the current price of \$562,831.60 plus taxes and shipping.</p>	<p>The Hospital Board is recommending that SGMH replaces the Acudose ADCs with Omnicell ADCs at the current price of \$562,831.60 plus taxes and shipping.</p> <p>A Purchase Order to secure this price is required to be generated before December 30, 2022 and will include the language “Subject to final Board approval”.</p> <p>BOARD MEMBER ROLL CALL:</p> <table border="1" data-bbox="407 1818 1214 1934"> <tr> <td>McDougall</td> <td>Yes</td> <td>Petersen</td> <td>Absent</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>	McDougall	Yes	Petersen	Absent	Stevens	Absent	Swerdlow	Yes	Tankersley	Yes	Motion carried.		<p>M.S.C. (Tankersley/Swerdlow), the SGMHD Board of Directors voted to approve the replacement of SGMH’s Acudose ADCs with Omnicell ADCs at the current price of \$562,831.60 plus taxes and shipping.</p>
McDougall	Yes	Petersen	Absent											
Stevens	Absent	Swerdlow	Yes											
Tankersley	Yes	Motion carried.												

AGENDA ITEM	DISCUSSION	ACTION / FOLLOW-UP												
<p>Proposed Action – Recommend Approval to the Healthcare District Board of the renewal of the 3M Software Coding Agreement.</p>	<p>SGMH has been using 3M coding software for many years. This software facilitates the coding needed for each medical chart. The coding is then used for billing purposes and reporting purposes. The current agreement expires on January 6, 2023.</p> <p>BOARD MEMBER ROLL CALL:</p> <table border="1" data-bbox="407 569 1214 684"> <tr> <td>McDougall</td> <td>Yes</td> <td>Petersen</td> <td>Absent</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>	McDougall	Yes	Petersen	Absent	Stevens	Absent	Swerdlow	Yes	Tankersley	Yes	Motion carried.		<p>M.S.C. (Tankersley/Swerdlow), the SGMHD Board of Directors voted to approve the renewal of the 3M Software Coding Agreement.</p>
McDougall	Yes	Petersen	Absent											
Stevens	Absent	Swerdlow	Yes											
Tankersley	Yes	Motion carried.												
<p>General Information</p>	<p>None.</p>													
<p>Adjourn to Closed Session</p>	<p>Chair, Tankersley 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. <p>The meeting adjourned to Closed Session at 6:37 pm.</p>													
<p>Reconvene to Open Session</p>	<p>The meeting reconvened to Open Session at 6:40 pm.</p> <p>At the request of Chair, Tankersley, Ariel Whitley reported on the actions taken/ information received during closed session as follows:</p> <ul style="list-style-type: none"> ➤ Approved Medical Staff Credentialing 													
<p>Future Agenda Items</p>	<p>None.</p>													
<p>Adjournment</p>	<p>The meeting was adjourned at 6:40 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 Healthcare District 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.

Minutes respectfully submitted by Ariel Whitley, Executive Assistant