



BOARD OF DIRECTORS
BOARD MEETING MINUTES

AGENDA ITEM	DISCUSSIONS/CONCLUSIONS	ACTIONS/FOLLOW-UP/ RESPONSIBLE PARTY
PRESENT AT MEETING:	<p>Board Members: Ken Cutler, M.D., President; Roger Kahn, Vice President; Larry Long, Secretary; John Mohun, Treasurer; Karen Sessler, M.D., Board Member</p> <p>Staff: Bob Schapper, CEO; Virginia Razo, PharmD, Chief Operating Officer; Crystal Betts, Chief Financial Officer; Midian Downing, Interim Quality Director; Jeanne McAuliffe, Executive Assistant</p> <p>Others: Gaylan Larson</p>	
1. Call to Order	Dr. Cutler called the meeting to order at 9 a.m.	
2. Roll Call	It was noted that three Board Members were present; Mr. Mohun and Mr. Kahn are expected to arrive at any moment.	
3. Clear the Agenda/Items Not On the Posted Agenda	The agenda was cleared. There were no changes to the agenda as posted.	
4. Input – Audience	Audience input was sought, but none was offered. Mr. Mohun and Mr. Kahn arrived.	
5. Education Session: California Hospital Association Web Seminar <i>Transforming for Tomorrow</i>	<ul style="list-style-type: none"> • The web seminar was presented, a copy of the presentation is in the packet; • After the presentation, Dr. Cutler asked if anyone had any comments about the presentation; • Dr. Cutler stated: <ul style="list-style-type: none"> ✓ He thought it would be helpful to educate the physicians, as well as the public about what was presented, none of this information was new to the Board and hospital leadership; ✓ This has been the topic of discussion for the last three years; ✓ The focus on wellness, health education, investing in infrastructure, IT, increasing our days cash on hand, building cash reserves, etc. 	



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	<ul style="list-style-type: none"> • Mr. Kahn stated: <ul style="list-style-type: none"> ✓ The Foundation is asking that the District to be more open about what's going on with the Affordable Care Act and what the future is, ✓ Why the District has taken some of the actions they've taken; ✓ Why they're holding on to the reserve's we are; • Mr. Schapper stated: <ul style="list-style-type: none"> ✓ The District has asked the Foundation to assist us to help educate the community; ✓ We would like their assistance to respond to some of the information in the newspaper but we believe there needs to be context provided; ✓ The hospital is an economic driver in the community, not just the fact that it is the largest employer; • Mr. Kahn stated that the response to the articles in the newspaper is part of it, but it is also the steps we have taken to prepare ourselves for the Affordable Care Act over the last few years; • Mr. Schapper stated: <ul style="list-style-type: none"> ✓ This is why after the leadership team saw this presentation last week, he felt it was relevant to invite the Board to view this information; ✓ He asked if the Board would be interested in viewing sessions 3 and 4; • The Board was all in favor; • Mr. Long stated that he thought it would be interesting to list the endeavors the District is already embarking on that were suggested in the presentation; 	



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	<ul style="list-style-type: none"> • Mr. Schapper: <ul style="list-style-type: none"> ✓ Cautioned the Board not to be reactionary to the information being presented here; ✓ It would be easy to become fearful; ✓ He believes, that because of the strategies we have put in place over the years, we are in a much better place than many other CAHs; • Discussion was held regarding insurance reimbursement; • Mr. Kahn thanked Mr. Schapper and the leadership team for positioning the health system the way they are for the future. • Mr. Larson: <ul style="list-style-type: none"> ✓ Thanked everyone for allowing him to sit in on the session this morning; ✓ He would like to know when the next two sessions are as he would like to attend; ✓ He cautioned the Board not to tell the public why what you're doing is okay, but tell them what you're doing about it; ✓ A lot of the presentation was focused on value and competition; ✓ What are the District's plans to increase the value? <p>Mr. Larson excused himself from the meeting.</p>	
6. Closed Session:	The meeting proceeded into closed session at 11:05 a.m.	
A. Approval of closed session minutes of 8/28/12	A copy of the attachment is in the closed session packet.	<p><u>It was moved by Mr. Kahn and seconded by Dr. Sessler to approve the closed session minutes of 08/28/12 as presented. Motion carried unanimously.</u></p>



DATED: 9/25/12

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B. Health & Safety Code Section 32155: Quality/Risk/Patient Safety Report	Ms. Razo reported. Ms. Downing gave a power point presentation, then excused herself from the meeting.	
C. Government Code Section 54957: Chief Executive Officer Monthly Performance Evaluation	Nothing to report this month	
D. Government Code Section 54957: Chief Executive Officer Annual Performance Evaluation	The Board reviewed and discussed input from the medical staff and Board members regarding the performance of the Chief Executive Officer over the last fiscal year.	
7. Open Session	The meeting reconvened into open session at 1:38 p.m.	
8. Adjournment	The meeting adjourned at 1:40 p.m.	

jlm