



SUMMARY OF PROCEEDINGS

KERN COUNTY HOSPITAL AUTHORITY BOARD OF GOVERNORS

**Kern Medical Center
1700 Mount Vernon Avenue
Conference Room 1058
Bakersfield, California 93306**

Regular Meeting
Wednesday, February 20, 2019

11:30 A.M.

BOARD RECONVENED

Directors Present: Alsop, Berjis, Bigler, Brar, McLaughlin, Pelz, Sistrunk
Directors Absent: None

NOTE: The vote is displayed in bold below each item. For example, Sistrunk-McLaughlin denotes Director Sistrunk made the motion and Vice Chair McLaughlin seconded the motion.

CONSENT AGENDA/OPPORTUNITY FOR PUBLIC COMMENT: ALL ITEMS LISTED WITH A "CA" WERE CONSIDERED TO BE ROUTINE AND APPROVED BY ONE MOTION.

BOARD ACTION SHOWN IN CAPS

PUBLIC PRESENTATIONS

- 1) This portion of the meeting is reserved for persons to address the Board on any matter not on this agenda but under the jurisdiction of the Board. Board members may respond briefly to statements made or questions posed. They may ask a question for clarification, make a referral to staff for factual information or request staff to report back to the Board at a later meeting. Also, the Board may take action to direct the staff to place a matter of business on a future agenda. **SPEAKERS ARE LIMITED TO TWO MINUTES. PLEASE STATE AND SPELL YOUR NAME BEFORE MAKING YOUR PRESENTATION. THANK YOU!**
NO ONE HEARD

BOARD MEMBER ANNOUNCEMENTS OR REPORTS

- 2) On their own initiative, Board members may make an announcement or a report on their own activities. They may ask a question for clarification, make a referral to staff or take action to have staff place a matter of business on a future agenda (Government Code section 54954.2(a)(2))

CHAIRMAN BIGLER REMARKED ON AN ARTICLE IN THE SUNDAY, FEBRUARY 17, 2019, EDITION OF THE BAKERSFIELD CALIFORNIAN REGARDING THE JOINT VENTURE BETWEEN KERN MEDICAL CENTER AND KERN HEALTH SYSTEMS TO CARE FOR INDIGENT PATIENTS

BY A UNANIMOUS VOTE (MOTION BY DIRECTOR MCLAUGHLIN, SECOND BY DIRECTOR BERJIS) TO BOARD REOPENED PUBLIC PRESENTATIONS, DUE TO THE LATE ARRIVAL OF REPRESENTATIVES OF THE COMMITTEE OF INTERNS AND RESIDENTS/SERVICE EMPLOYEES' INTERNATIONAL UNION, LOCAL 1957 (CIR/SEIU) WHO WISHED TO ADDRESS THE BOARD

SAMANTHA MADZIARSKI, M.D., CHILD & ADOLESCENT PSYCHIATRY FELLOW, MATTHEW BRYAN, D.O., PSYCHIATRY RESIDENT, AND DWANE DEVOE, REPRESENTING CIR/SEIU, HEARD, REGARDING RESIDENT AND FELLOW SALARY NEGOTIATIONS

RECOGNITION

- 3) Presentation by the Chief Executive Officer recognizing Griselda Rivas, Clinical Lab Assistant II and Laura Fuller, Clinical Lab Assistant II for extraordinary service – MADE PRESENTATION

ITEMS FOR CONSIDERATION

CA

- 4) Minutes for Kern County Hospital Authority Board of Governors regular meeting on January 20, 2019 – APPROVED
Sistrunk-Brar: All Ayes

CA

- 5) Minutes for Kern County Hospital Authority Board of Governors special meeting on February 11, 2019 – APPROVED
Sistrunk-Brar: All Ayes

CA

- 6) Proposed Agreement with SCP 35, LLC, an independent contractor, containing nonstandard terms and conditions, for purchase of solar power for Sagebrush Medical Plaza, in an amount not to exceed \$4,800,000 over 25 years – APPROVED; AUTHORIZED CHAIRMAN TO SIGN AGREEMENT 006-2019
Sistrunk-Brar: All Ayes

CA

- 7) Proposed Sales Order 1-6LCV8QM with Cerner Corporation, an independent contractor, for purchase of Workstations on Wheels for the Cerner Millennium Project from February 20, 2019 through February 19, 2023, in an amount not to exceed \$1,099,098 – APPROVED; AUTHORIZED CHAIRMAN TO SIGN AGREEMENT 007-2019

Sistrunk-Brar: All Ayes

CA

- 8) Proposed Sales Order 1-6LC01PM with Cerner Corporation, an independent contractor, for purchase of additional equipment for the Cerner Millennium Project from February 20, 2019 through February 19, 2023, in an amount not to exceed \$287,324 – APPROVED; AUTHORIZED CHAIRMAN TO SIGN AGREEMENT 008-2019

Sistrunk-Brar: All Ayes

CA

- 9) Proposed Schedule 11 to Agreement 2016-036 with Cerner Corporation, an independent contractor, for purchase of Nuance-Dragon Medical One Cloud Edition for the Cerner Millennium Project from February 20, 2019 through February 19, 2024, in an amount not to exceed \$820,950 – APPROVED; AUTHORIZED CHAIRMAN TO SIGN AGREEMENT 009-2019

Sistrunk-Brar: All Ayes

CA

- 10) Proposed Agreement with Dell Financial Services LLC, an independent contractor, containing nonstandard terms and conditions, for lease of desktop computers for the Cerner Millennium Project from February 20, 2019 through February 19, 2023, in an amount not to exceed \$900,263 – APPROVED; AUTHORIZED CHAIRMAN TO SIGN AGREEMENT 010-2019

Sistrunk-Brar: All Ayes

CA

- 11) Proposed 2018 Comprehensive Annual Financial Report and 2018 Actuarial Valuation from Kern County Employees' Retirement Association – RECEIVED AND FILED

Sistrunk-Brar: All Ayes

CA

- 12) Proposed acceptance of donations from CSAC and Safety National risk funds for travel and related expenses to cover all costs for two Kern Medical Center employees to attend the California Hospital Association "Hospital Compliance Seminar" in Costa Mesa, California, on February 20, 2019 – APPROVED; ADOPTED RESOLUTION 2019-002

Sistrunk-Brar: All Ayes

CA

- 13) Proposed acceptance of donations from CSAC and Safety National risk funds for travel and related expenses to cover all costs for one Kern Medical Center employee to attend the American Society for Health Care Risk Management “2019 ASHRM Academy” in Phoenix, Arizona, from April 1-2, 2019 – APPROVED; ADOPTED RESOLUTION 2019-003
Sistrunk-Brar: All Ayes
- 14) Request to employ retired Kern County Hospital Authority employee Tina Anderson, as Extra Help Senior Paralegal, for the period ending June 30, 2019, or 960 hours, whichever occurs first, effective March 1, 2019 – APPROVED
Berjis-Pelz: All Ayes
- 15) Proposed Report of Independent Auditors from Moss-Adams LLP, an independent contractor, regarding the audit of Kern Medical Center financial statements for the year ending June 30, 2018 – STELIAN DAMU AND KIMBERLY SOKOLOFF, MOSS-ADAMS LLP, HEARD; RECEIVED AND FILED; REFERRED TO KERN COUNTY BOARD OF SUPERVISORS
Sistrunk-McLaughlin: All Ayes
- 16) Proposed establishment of a treasury outside the Kern County Treasury Pool, effective March 1, 2019; approval of a revolving line of credit with PNC Bank, National Association (PNC Bank) in a principal amount not to exceed \$20,000,000 from March 1, 2019 through June 30, 2019, \$50,000,000 from July 1, 2019 through October 31, 2019, and \$20,000,000 at any other time; approval of Credit Agreement, General Security and Pledge Agreement, and Deposit Account Control Agreement with PNC Bank; and delegating authority to certain officers – APPROVED; ADOPTED RESOLUTION 2019-004; AUTHORIZED AND DIRECTED ANY TWO OF THE FOLLOWING OFFICERS (EACH, AN “AUTHORIZED OFFICER”), FOR AND IN THE NAME OF AND ON BEHALF OF THE AUTHORITY, TO EXECUTE CREDIT AGREEMENT 011-2019, GENERAL SECURITY AND PLEDGE AGREEMENT 012-2019, AND DEPOSIT ACCOUNT CONTROL AGREEMENT 013-2019, SUBSTANTIALLY IN THE FORM PRESENTED TO THIS BOARD, WITH SUCH CHANGES AS THE AUTHORIZED OFFICERS EXECUTING THE SAME, TOGETHER WITH THE VICE PRESIDENT & GENERAL COUNSEL OF THE AUTHORITY, SHALL APPROVE: CHAIRMAN OF THIS BOARD, VICE-CHAIRMAN OF THIS BOARD, CHIEF EXECUTIVE OFFICER OF THE AUTHORITY, CHIEF STRATEGY OFFICER OF THE AUTHORITY OR CHIEF FINANCIAL OFFICER OF THE AUTHORITY; REFERRED TO KERN COUNTY BOARD OF SUPERVISORS WITH REQUEST TO AUTHORIZE THE KERN COUNTY HOSPITAL AUTHORITY TO ESTABLISH ITS OWN TREASURY, SEPARATE AND APART FROM THE KERN COUNTY TREASURY POOL, AND INCUR DEBT, EFFECTIVE MARCH 1, 2019
Pelz-Brar: 6 Ayes; 1 Abstention - Alsop
- 17) Kern County Hospital Authority Chief Financial Officer report – RECEIVED AND FILED
McLaughlin-Pelz: All Ayes

- 18) Kern County Hospital Authority Chief Executive Officer report – RECEIVED AND FILED
Berjis-Pelz: All Ayes

NOTE: CHAIRMAN BIGLER ANNOUNCED THAT, DUE TO HIS FAMILIAL RELATIONSHIP WITH AN EMPLOYEE OF MERIDIAN HEALTHCARE PARTNERS, INC., HE WOULD RECUSE HIMSELF FROM THE DISCUSSION AND VOTE ON ITEM 19, AND, AFTER PASSING THE GAVEL TO VICE CHAIRMAN MCLAUGHLIN, LEFT THE DAIS AND DID NOT RETURN UNTIL AFTER THE BOARD ADJOURNED TO CLOSED SESSION

NOTE: CHIEF EXECUTIVE OFFICER RUSSELL V. JUDD AND EMPLOYEES OF MERIDIAN HEALTHCARE PARTNERS, INC. LEFT THE ROOM PRIOR TO THE DISCUSSION AND VOTE ON AGENDA ITEM 19 AND DID NOT RETURN UNTIL AFTER THE BOARD ADJOURNED TO CLOSED SESSION

- 19) Proposed retroactive Agreement with Meridian Healthcare Partners, Inc., an independent contractor, for Chief Executive Officer and healthcare management services from December 16, 2018 through December 15, 2025, in an amount not to exceed \$10,236,252 for the period December 16, 2018 through December 15, 2020 – APPROVED; AUTHORIZED VICE CHAIRMAN TO SIGN AGREEMENT 014-2019
Berjis-Brar: 6 Ayes; 1 Abstention - Bigler

CA

- 20) Claims and Lawsuits Filed as of January 31, 2019 – RECEIVED AND FILED
Sistrunk-Brar: All Ayes

ADJOURNED TO CLOSED SESSION
Pelz-Sistrunk

CLOSED SESSION

- 21) Request for Closed Session regarding peer review of health practitioners (Health and Safety Code Section 101855(j)(2)) – SEE RESULTS BELOW
- 22) Request for Closed Session regarding peer review of health facilities (Health and Safety Code Section 101855(j)(2)) – SEE RESULTS BELOW
- 23) CONFERENCE WITH LABOR NEGOTIATORS - Agency designated representatives: Chief Executive Officer Russell V. Officer, and designated staff – Employee organizations: Committee of Interns and Residents/Service Employees International Union, Local 1957 (Government Code Section 54957.6) – SEE RESULTS BELOW
- 24) Request for Closed Session for the purpose of discussion or taking action on authority trade secrets (Health and Safety Code Section 101855(e)(1)) – SEE RESULTS BELOW

RECONVENED FROM CLOSED SESSION

Brar-Alsop

REPORT ON ACTIONS TAKEN IN CLOSED SESSION

Item No. 21 Request for Closed Session regarding peer review of health practitioners (Health and Safety Code Section 101855(j)(2)) – HEARD; BY A UNANIMOUS VOTE (MOTION BY DIRECTOR SISTRUNK, SECOND BY DIRECTOR MCLAUGHLIN;), THE BOARD APPROVED ALL PROVIDERS RECOMMENDED FOR INITIAL APPOINTMENT, REAPPOINTMENT, RELEASE OF PROCTORING, AND VOLUNTARY RESIGNATION OF PRIVILEGES; NO OTHER REPORTABLE ACTION TAKEN

Item No. 22 Request for Closed Session regarding peer review of health facilities (Health and Safety Code Section 101855(j)(2)) – HEARD; NO REPORTABLE ACTION TAKEN

Item No. 23 CONFERENCE WITH LABOR NEGOTIATORS - Agency designated representatives: Chief Executive Officer Russell V. Officer, and designated staff – Employee organizations: Committee of Interns and Residents/Service Employees International Union, Local 1957 (Government Code Section 54957.6) – HEARD; NO REPORTABLE ACTION TAKEN

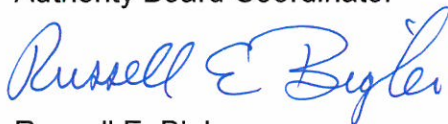
Item No. 24 Request for Closed Session for the purpose of discussion or taking action on authority trade secrets (Health and Safety Code Section 101855(e)(1)) – HEARD; NO REPORTABLE ACTION TAKEN

ADJOURNED TO WEDNESDAY, MARCH 20, 2019, AT 11:30 A.M.

Sistrunk



/s/ Mona A. Allen
Authority Board Coordinator



/s/ Russell E. Bigler
Chairman, Board of Governors
Kern County Hospital Authority