



AGENDA

KERN COUNTY HOSPITAL AUTHORITY BOARD OF GOVERNORS

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

**Regular Meeting
Wednesday, March 16, 2016**

11:30 A.M.

BOARD TO CONVENE

Board Members: Berjis, Bigler, Bynum, McGauley, McLaughlin, Nilon, Sistrunk
Roll Call:

STAFF RECOMMENDATION SHOWN IN CAPS

- 1) Administer Oath of Office –
ADMINISTER OATH
- 2) Introductions of Board members and staff –
INTRODUCE BOARD MEMBERS AND STAFF
- 3) Election of Board Chair –
ELECT BOARD CHAIR
- 4) Election of Board Vice Chair and Secretary/Treasurer –
ELECT BOARD VICE CHAIR AND SECRETARY/TREASURER

- 5) Hospital Authority Overview/Background –
HEAR PRESENTATION; RECEIVE AND FILE
- 6) Proposed Kern County Hospital Authority Bylaws for Governance –
IMPLEMENT BYLAWS
- 7) Proposed Resolution establishing the regular meeting dates of the Kern County Hospital Authority Board of Governors for calendar year 2016 –
APPROVE; ADOPT RESOLUTION
- 8) Proposed presentation regarding the Brown Act –
HEAR PRESENTATION; RECEIVE AND FILE
- 9) Proposed change of ownership plan –
APPROVE; AUTHORIZE CHAIRMAN TO SIGN LETTERS; AUTHORIZE RUSSELL V. JUDD TO SIGN ALL CHANGE OF OWNERSHIP DOCUMENTS
- 10) Proposed Resolution recognizing employee organizations –
APPROVE; ADOPT RESOLUTION

ADJOURN TO CLOSED SESSION

CLOSED SESSION

- 11) PUBLIC EMPLOYEE APPOINTMENT/RECRUITMENT - Title: Kern Medical Center Chief Executive Officer (Government Code Section 54957) –
- 12) PUBLIC EMPLOYEE APPOINTMENT/RECRUITMENT - Title: Kern Medical Center Chief Financial Officer (Government Code Section 54957) –
- 13) PUBLIC EMPLOYEE PERFORMANCE EVALUATION - Title: Kern Medical Center Chief Executive Officer (Government Code Section 54957) –

RECONVENE FROM CLOSED SESSION

REPORT ON ACTIONS TAKEN IN CLOSED SESSION

PUBLIC PRESENTATIONS

- 14) 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!**

BOARD MEMBER ANNOUNCEMENTS OR REPORTS

- 15) 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))

ADJOURN TO WEDNESDAY, MARCH 30, 2016 AT 11:30 A.M.

SUPPORTING DOCUMENTATION FOR AGENDA ITEMS

All agenda item supporting documentation is available for public review at Kern Medical Center in the Administration Department, 1700 Mount Vernon Avenue, Bakersfield, 93306 during regular business hours, 8:00 a.m. – 5:00 p.m., Monday through Friday, following the posting of the agenda. Any supporting documentation that relates to an agenda item for an open session of any regular meeting that is distributed after the agenda is posted and prior to the meeting will also be available for review at the same location.

AMERICANS WITH DISABILITIES ACT (Government Code Section 54953.2)

The Kern Medical Center Conference Room is accessible to persons with disabilities. Disabled individuals who need special assistance to attend or participate in a meeting of the Kern County Hospital Authority Board of Governors may request assistance at Kern Medical Center in the Administration Department, 1700 Mount Vernon Avenue, Bakersfield, California or by calling (661) 326-2102. Every effort will be made to reasonably accommodate individuals with disabilities by making meeting material available in alternative formats. Requests for assistance should be made five (5) working days in advance of a meeting whenever possible.



**BOARD OF GOVERNORS
KERN COUNTY HOSPITAL AUTHORITY REGULAR MEETING**

March 16, 2016

SUBJECT: Official Appointment to Board of Governors

Required Action: Administer oath of office.

Kathleen Krause, the Clerk of the Board of Supervisors, will be present at the meeting to administer the official oath of office, which will duly appoint each Member (Community Members At Large, Medical Staff Member, and Ex-officio Member) of the Board of Governors to the Kern County Hospital Authority. The oath must be administered before you can participate as a Member of the Board of Governors.



**BOARD OF GOVERNORS
KERN COUNTY HOSPITAL AUTHORITY REGULAR MEETING**

March 16, 2016

SUBJECT: Introductions of Board Members

Recommended Action: Introduce Board Members.

Russell Bigler –

- Retired CEO of “Self-Insured Schools of California” (SISC)
- Kern County Superintendent of Schools

Gregory Bynum –

- CEO of Bynum and Associates, Inc.
 - Real estate development, management, brokerage and consulting
- Kern County Assessor’s Office with the Real Estate Appraisal Division

Colleen McGauley –

- Executive Director, Court Appointed Special Advocates of Kern County (CASA)

Philip McLaughlin –

- Executive Vice President, Valley Republic Bank

Christina Sistrunk –

- CEO of Aera Energy



**BOARD OF GOVERNORS
KERN COUNTY HOSPITAL AUTHORITY REGULAR MEETING**

March 16, 2016

SUBJECT: Introductions of Kern Medical Staff

Recommended Action: Introduce Kern Medical Staff.

Russell Judd – Chief Executive Officer

Karen S. Barnes – Chief Deputy County Counsel
Counsel for Kern County Hospital Authority

Andrew Cantu – Chief Finance Officer

- Presentation May 18, 2016

Jacey Cooper – Vice President of Administrative Services

Erica Easton – Executive Director, KMC Foundation

- Presentation March 30, 2016

Glenn Goldis, M.D. – Chief Medical Officer

- Presentation April 20, 2016

Lisa Hockersmith – Vice President, Human Resources

- Presentation June 22, 2016

Jared Leavitt – Chief Operations Officer

- Presentation May 18, 2016

Scott Thygerson – Chief Strategy Officer

- Presentation May 18, 2016

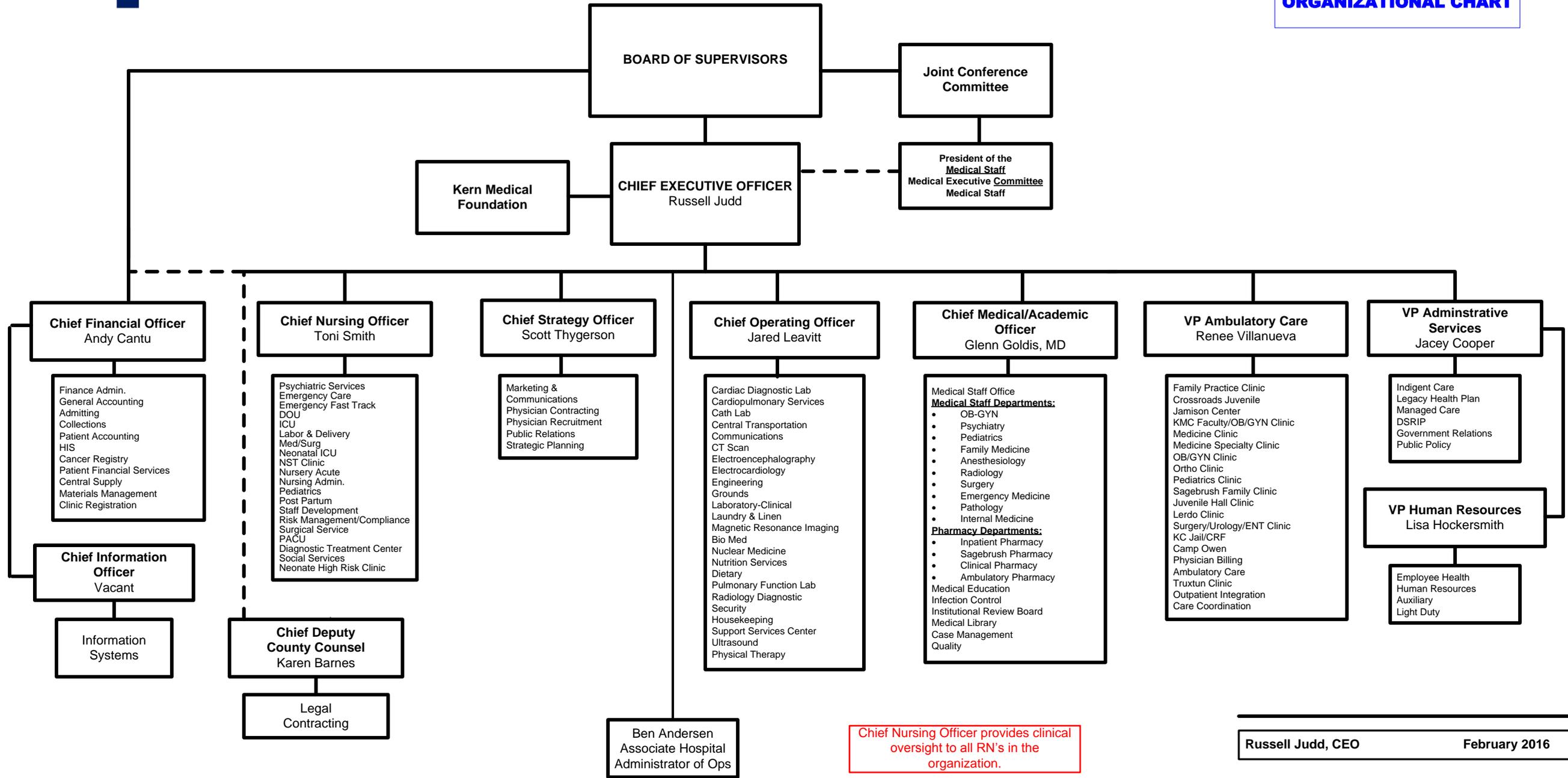
Toni Smith – Chief Nursing Officer

- Presentation May 4, 2016

Renee Villanueva – Vice President of Ambulatory Care

- Presentation May 4, 2016

ORGANIZATIONAL CHART



Chief Nursing Officer provides clinical oversight to all RN's in the organization.



**BOARD OF GOVERNORS
KERN COUNTY HOSPITAL AUTHORITY REGULAR MEETING**

March 16, 2016

SUBJECT: Election of Board Chair

Recommended Action: Elect Board Chair.

Applicable Authority:

1. Kern County Hospital Authority Act

Pursuant to the Kern County Hospital Authority Act (Health & Saf. Code, § 101852 et seq.), the California Legislature authorized the County of Kern to establish the Kern County Hospital Authority ("Hospital Authority") and to transfer the ownership, control, management, and operation of Kern Medical Center to the Hospital Authority. Health and Safety Code section 101854(a) provides that the *"authority...shall be governed by a board of governors...."*

2. Hospital Authority Bylaws for Governance

List of Officers: Section 4.01 of the Hospital Authority Bylaws for Governance ("Bylaws") provides for Board of Governors officers, which includes a Chair. The term "Chair" as used in the Bylaws has the same meaning as the term "President" as used in the Enabling Ordinance.

Appointment; Terms of Office: Officers, except for ex-officio officers, are elected by the Board of Governors at the first meeting of each fiscal year from among its own Members. Officers, except for ex-officio officers, are elected for a period of one (1) year and shall serve until a successor has been duly elected. A Member of the Board of Governors may hold an office for any number of terms, whether or not consecutive. A Member shall not simultaneously hold more than one Board of Governors office.

Duties of the Chair: The Chair shall: (1) preside at all meetings of the Board of Governors; (2) be an ex-officio, non-voting member of all committees; (3) execute contracts, correspondence, conveyances, and other written instruments as properly authorized by the Board of Governors; (4) perform such other duties as authorized by the Board of Governors.



**BOARD OF GOVERNORS
KERN COUNTY HOSPITAL AUTHORITY REGULAR MEETING**

March 16, 2016

SUBJECT: Election of Board Vice Chair and Secretary/Treasurer

Recommended Action: Elect Board Vice Chair and Secretary/Treasurer.

Applicable Authority:

1. Kern County Hospital Authority Act

Pursuant to the Kern County Hospital Authority Act (Health & Saf. Code, § 101852 et seq.), the California Legislature authorized the County of Kern to establish the Kern County Hospital Authority (“Hospital Authority”) and to transfer the ownership, control, management, and operation of Kern Medical Center to the Hospital Authority. Health and Safety Code section 101854(a) provides that the *“authority...shall be governed by a board of governors....”*

2. Hospital Authority Bylaws for Governance

List of Officers: Section 4.01 of the Hospital Authority Bylaws for Governance (“Bylaws”) provides for Board of Governors officers, which includes, in addition to a Chair, a Vice-Chair and a Secretary/Treasurer.

Appointment; Terms of Office: Officers, except for ex-officio officers, are elected by the Board of Governors at the first meeting of each fiscal year from among its own Members. Officers, except for ex-officio officers, are elected for a period of one (1) year and shall serve until a successor has been duly elected. A Member of the Board of Governors may hold an office for any number of terms, whether or not consecutive. A Member shall not simultaneously hold more than one Board of Governors office.

Duties of the Vice-Chair: The Vice-Chair shall: (1) in the absence of the Chair assume the duties of the Chair; (2) perform such reasonable duties as may be required by the Members of the Board of Governors, or by the Chair of the Board of Governors acting within the scope of his or her authority.

Duties of the Secretary/Treasurer: The Secretary/Treasurer shall: (1) keep, or cause to be kept, accurate and complete minutes of all meetings, call meetings on order of the Chair, attend to all correspondence of the Board of Governors, and perform such other duties as ordinarily pertain to his/her office; (2) perform all duties related to record keeping as assigned by the Board of Governors; (3) present the proposed annual budget to the Board of Governors and any other committee designated by the Board of Governors.



**BOARD OF GOVERNORS
KERN COUNTY HOSPITAL AUTHORITY REGULAR MEETING**

March 16, 2016

SUBJECT: Hospital Authority Overview/Background

Recommended Action: Hear Presentation; Receive and File.

Russell Judd will provide the Board with a brief overview and background of the Hospital Authority.



**BOARD OF GOVERNORS
KERN COUNTY HOSPITAL AUTHORITY REGULAR MEETING**

March 16, 2016

SUBJECT: Kern County Hospital Authority Bylaws for Governance

Requested Action: Implement the Kern County Hospital Authority Bylaws for Governance.

Applicable Authority:

1. Kern County Hospital Authority Act

Pursuant to the Kern County Hospital Authority Act (Health & Saf. Code, § 101852 et seq.), the California Legislature authorized the County of Kern to establish the Kern County Hospital Authority (“Hospital Authority”) and to transfer the ownership, control, management, and operation of Kern Medical Center to the Hospital Authority. Health and Safety Code section 101855(a)(6) provides that the *“board of supervisors shall adopt bylaws for the authority that, among other things, shall specify the officers of the board of governors, the time, place, and conduct of meetings, and other matters that the board of supervisors deems necessary or appropriate to conduct the authority’s activities. The bylaws shall be operative upon approval by a majority vote of the board of supervisors, but may be amended, from time to time, by a majority vote of the board of supervisors.”*

2. County Ordinance

- A. Background: On October 6, 2015, the Kern County Board of Supervisors enacted Ordinance No. A-356 that adds Chapter 2.170 to Title 2 of the Ordinance Code of the County of Kern (“Ordinance”) concerning the creation of the Hospital Authority. The Ordinance was effective on November 6, 2015.
- B. Section 2.170.101: Section 2.170.101 of the Ordinance titled *Bylaws* provides that *“the Board of Supervisors shall adopt the initial governing Bylaws for the Hospital Authority, which it may amend from time to time. The Bylaws shall become operative upon approval by a majority vote of the Board of Supervisors. Any changes or amendments to the Bylaws shall be by majority vote of the Board of Supervisors. **The Board of Governors shall implement the Bylaws adopted by the Board of Supervisors.**”* (Emphasis added.)

Discussion: On February 9, 2016, the Kern County Board of Supervisors by unanimous vote approved the proposed Bylaws. Consistent with the Ordinance, the Bylaws provide, in detail, for the operation of the Hospital Authority and contain articles pertaining to, at a minimum, the following: mission and purposes of the Hospital Authority; qualifications for membership on the Board of Governors; composition and term of office; manner of appointment; vacancies and removal; compensation; conflict of interest; duties and responsibilities of the Board of Governors; meetings; committees; officers; indemnification; adoption and amendment of the Bylaws; administration; and medical staff.

**KERN COUNTY HOSPITAL AUTHORITY
BYLAWS FOR GOVERNANCE**

Article I. Mission and Purpose

Section 1.01 Mission Statement

The Kern County Hospital Authority ("Hospital Authority") was created by the Board of Supervisors of the county of Kern to provide access to affordable, high-quality health care services and to preserve and strengthen the viability of the health care safety net in the county in order to maintain and improve the health status of the people of the county of Kern through an organizational and operational structure that facilitates and improves the Kern Medical Center's ability to function with flexibility, responsiveness, and innovation.

Section 1.02 Purpose

The purpose of the Hospital Authority is to provide maintenance, operation, management, and control of the Kern Medical Center and related health care resources, in a manner consistent with the county's obligations under Section 17000 of the Welfare and Institutions Code, and to achieve these objectives in a manner that continues the viability of the Kern Medical Center and constitutes an ongoing material benefit to the county and its residents. In order to achieve these goals, the Kern Medical Center shall:

- (a) continue its status as a designated public hospital, and/or such other designation or status under which it would be eligible to participate in special funding programs as a safety net provider, with a mission of maintaining and improving the health of county residents;
- (b) provide comprehensive, high quality medical treatment, health promotion and health maintenance through an integrated system of hospital, clinic, and other health services staffed by individuals who are responsive to the diverse cultural needs of the community;
- (c) continue to function as a training institution committed to maintaining an environment that is supportive of a wide range of educational programs and activities; and
- (d) be managed, administered, and controlled by the Hospital Authority in a manner that assures accessible, cost effective, quality medical care to the residents of the county of Kern.

Article II. Governing Body

Section 2.01 Relationship to Enabling Ordinance

Ordinance No. A-356, which added Chapter 2.170 to Title 2 of the Ordinance Code of the county of Kern (sometimes referred to in these Bylaws as "the Enabling Ordinance"), prescribes certain matters concerning the governing body of the Hospital Authority, which are set forth below in

Sections 2.02 through 2.08. Any conflict or inconsistency between the provisions of these Bylaws and the Enabling Ordinance shall be resolved by applying the provisions of the Enabling Ordinance.

Section 2.02 Definition

The governing body of the Hospital Authority shall be known as the Kern County Hospital Authority Board of Governors ("Board of Governors").

Section 2.03 Qualifications

(a) Desired Qualifications:

The Board of Governors shall be composed, to the extent feasible, of individuals with the expertise necessary to enable the Kern Medical Center to achieve the highest quality of care and appropriate scope of services in a manner which is both fiscally responsible and sensitive to the needs of the community. Desirable skills include, but are not limited to, business management, strategic planning, finance, public health policy, health care administration, personnel management, medical services, and consensus building.

(b) Specific Qualifications:

Members of the Board of Governors ("Members") must be full-time residents of the county of Kern, at least 18 years of age, and should, to the extent feasible, collectively have the following types of knowledge, skills, and experience:

- (1) Knowledge of health care delivery systems;
- (2) Knowledge of health care policy and regulatory issues and with current and projected health care trends;
- (3) Knowledge of human resources in large organizations;
- (4) An understanding of budgeting process, revenue cycle, financial reports, and basic accounting principles;
- (5) Experience with managing hospital services and understanding of the health care needs of the Hospital Authority's patient populations; and
- (6) Experience in advocating for safety net institutions including, but not limited to, the pursuit of public funding for the delivery of health care services.

(c) Disqualified Persons

The following types of persons may not serve as Members:

- (1) Persons who are or may be, in the view of the Board of Supervisors, in competition with, or otherwise have a conflict of interest with, the Hospital Authority.
- (2) Any person who has been excluded from participation in a federal or state medical care benefits program, or is currently suspended from participation in any such program.
- (3) Any person who has been convicted of a felony, or has been convicted or subject to discipline for any crime involving moral turpitude.
- (4) Any person who holds an incompatible office, other than employment or affiliation with the county of Kern.
- (5) Any person whose service as a Member would constitute having an interest in a contract as provided by Article 4 (commencing with Section 1090) of Chapter 1 of Division 4 of Title 1 of the Government code, except as otherwise provided by Health and Safety Code Section 101854(d).

Section 2.04 Composition

- (a) The Board of Governors shall consist of seven (7) voting Members, as follows:
 - (1) The County Administrative Officer (ex-officio);
 - (2) A member of the Kern Medical Center Medical Staff appointed by the Board of Supervisors; and
 - (3) Five members of the community at large appointed by the Board of Supervisors, none of whom shall be a physician.

Section 2.05 Reappointment and End of Term of the Board of Governors

- (a) A Member whose term is expiring and who is eligible for reappointment shall not be required to submit a new application for reappointment if such Member notifies the Chair of the Board of Governors in writing of his or her intent to seek reappointment.
- (b) The Board of Governors shall notify the Board of Supervisors of the Member's intent to continue to serve on the Board of Governors.
- (c) The Board of Supervisors may reappoint the Member or may deny the reappointment and create a vacancy.

Section 2.06 Manner of Appointment for Vacancies on the Board of Governors

- (a) Recruitment

Announcement of Community Member at Large (CML) and the Kern Medical Center Medical Staff (Medical Staff) vacancies on the Board of Governors shall be posted on County and Hospital Authority websites, at the Kern Medical Center, and via press release. The announcement shall include the minimum qualifications, submission deadline, and the Board of Governors interview date.

(b) Applications

- (1) All applicants must complete the application process by submitting by the submission deadline (1) a complete Kern County Hospital Authority Board of Governors Application for Appointment (Application) that has been approved by the county of Kern and (2) a security clearance consent form. The Application and the security consent form may be modified by the Board of Governors from time to time.
- (2) The Kern Medical Center Chief Executive Officer shall post the required notice under Section 2.06(a) that applications are being accepted.
- (3) Applications shall be accepted from all eligible persons, including (without limitation) members of the Board of Supervisors, Hospital Authority personnel, county of Kern personnel, and the general public.
- (4) Applications to serve on the Board of Governors may be made by submitting a completed Application to: Kern Medical Center Chief Executive Officer; 1700 Mount Vernon Avenue; Bakersfield, CA 93306, or to the Chief Executive Officer of the Hospital Authority at the same address.
- (5) The completed applications of all qualified applicants for the Board of Governors for CML and Medical Staff positions shall be submitted to the Board of Supervisors at least 30 days prior to the scheduled meeting of the Board of Supervisors to consider appointment of an individual to fill any vacancy of the Hospital Authority Board of Governors.

(c) Selection

- (1) Selection of Vacant Board of Governors Positions:
 - a. The Board of Governors shall forward to the Board of Supervisors all applications received by all qualified applicants to fill any vacancy. The Board of Governors may make recommendations to the Board of Supervisors from the pool of qualified applicants. The Board of Supervisors may consider any such application to fill a vacancy created by the expiration of the term of a CML Member or Medical Staff Member.
 - b. A qualified applicant shall remain in the pool of qualified applicants to serve on the Board of Governors of the Hospital

Authority for a period of three years, and may be considered by the Board of Supervisors for appointment to any vacancy occurring during that time period for which he or she is qualified. A qualified applicant may withdraw his or her name from consideration to serve on the Board of Governors at any time.

- c. The Board of Supervisors shall consider qualified applicants for appointment, but shall not be bound to appoint any such individual. The Board of Supervisors may only appoint qualified individuals who have formally applied for membership on the Board of Governors and have passed security clearance. The Board of Supervisors shall act either by making an appointment from the pool of qualified applicants, or requesting the submission of additional candidates to fill the vacancy, within 30 days of receiving the list of qualified applicants. This process shall be consistent with Section 2.170.060(G) of the Enabling Ordinance.

(2) Selection of Members for Midterm Vacancies

- a. In the event of a vacancy occurring before the expiration of a Member's term, the Board of Governors shall forward all applications from qualified applicants to the Board of Supervisors. The list of qualified candidates and copies of their applications shall be submitted to the Board of Supervisors within 60 days after the vacancy occurs.
- b. Within 30 days of receiving the names of qualified candidates to fill a midterm vacancy, or at its next regularly scheduled meeting, if such meeting occurs later than 30 days after receiving candidates' names, the Board of Supervisors shall act to either: (a) appoint an individual to serve the remaining term of a Member; or (b) ask for additional qualified applicants from the Board of Governors.

Section 2.07 Term of Office

- (a) The Term of Office for appointed Members shall conform to the following:

- (1) Each Member, other than a Member holding office ex-officio, shall hold office for a term of three years, except the Members initially appointed shall have staggered terms of one, two, and three years. The Board of Supervisors shall determine which Members shall be appointed to terms of one, two, or three years by drawing lots. The lots shall be drawn on behalf of the Board of Supervisors by the Clerk of the Board of Supervisors.
- (2) The first term for the initial appointed Members of the Board of Governors shall commence on the date of the initial Board of Governors meeting, and shall end at midnight on June 30 of the year in which the Member has

served his or her initial term of office of one, two, or three years, as the case may be.

- (3) Terms for Members other than the initial Members shall commence on July 1, or the date of the first scheduled Board of Governors meeting subsequent to his or her appointment if the Member is appointed to fill a vacancy.
- (4) An individual who is appointed to fill a vacancy mid-term shall have the balance of that term as his or her initial term.

(b) Reappointment

- (1) Members may serve an unlimited number of terms if reappointed by the Board of Supervisors.
- (2) Each Member, whether serving an initial term or reappointed to a subsequent term, shall serve continuously until the expiration of his or her then-current term, or until a replacement is appointed, whichever occurs last.

Section 2.08 Vacancies; Removal

(a) Attendance

- (1) A Member shall automatically be removed from office, and said office shall become vacant, if within a one year period of time, he or she fails to attend any combination of three (3) properly noticed regular and/or special meetings of the Board of Governors without having secured, either in advance of or promptly after the missed meeting, approval from majority of the other Members of the Board of Governors, or from the President of the Board of Governors, to miss the meeting.
- (2) The Board of Governors shall advise in writing both the Member and the Board of Supervisors of the pending removal of the Member under this section and shall recite facts forming the basis for such removal. The removal shall become effective 45 days after the Board of Supervisors has been notified, without further action, unless the Board of Supervisors acts to reinstate the Member for the balance of his or her term within the 45 day period.

(b) Removal

A Member may be removed by the Board of Supervisors during his or her term with or without cause, on its own initiative, in accordance with the Enabling Ordinance.

(c) Resignation

A Member may resign by submitting a letter of resignation to the President of the Board of Governors, with a copy to the Board of Supervisors, or to the Board of Supervisors, with a copy to the President of the Board of Governors.

(d) Vacancies

Vacancies shall be filled by appointment by the Board of Supervisors, per Section 2.06(c).

Section 2.09 Actions by the Board of Supervisors

All actions by the Board of Supervisors in connection with the Board of Governors of the Hospital Authority shall be conducted pursuant to procedures adopted by the Board of Supervisors, which are currently contained in Section 2.170.060(G) of the Enabling Ordinance, as it may be modified from time to time.

Section 2.10 Reimbursement and Compensation

Members may be reimbursed for actual and reasonable expenses incurred in the performance of official business of the Hospital Authority as assigned by the Board of Governors. Members shall not receive any other compensation for their service on the Board of Governors or committees.

Section 2.11 Conflict of Interest

(a) Conflict of Interest Code

The Board of Governors shall adopt, and from time to time may amend, a Conflict of Interest Code of the Hospital Authority pursuant to the provisions of the Political Reform Act of 1974 (commencing with Section 81000 of the Government Code). The Conflict of Interest Code shall be submitted to the Board of Supervisors, the code reviewing body for Kern County agencies, within six months of the date the Hospital Authority came into existence, which date is November 6, 2015. The Conflict of Interest Code shall identify all persons required to file an annual Statement of Economic Interests, which shall include, without limitation, all Members. The Board of Supervisors, or successor code reviewing body, shall approve the adoption and any subsequent amendments to the Conflict of Interest Code.

(b) Code of Conduct and Business Ethics

- (1) The Board of Governors shall develop and adopt a Kern County Hospital Authority Code of Conduct and Business Ethics.
- (2) Members and officers of the Hospital Authority shall conduct their activities in conformity with the applicable laws and regulations related to impartiality in the conduct of its business.

- (3) Members and officers of the Hospital Authority shall disclose any actual or potential conflict of interest and refrain from voting on approval, participating in discussion, taking any action, or attempting to influence decisions on any matters having a material effect on his/her personal or private interest. Neither Members nor officers of the Hospital Authority may act in a manner that creates the appearance of a conflict with the objective exercise of his or her official duties.

Section 2.12 Confidentiality: Public Statements

In the course of carrying out his or her duties or responsibilities, each Member shall receive or have access to confidential information, including, without limitation, patient information, confidential financial, operational, business and planning information, trade secrets, personal information about employees or staff, information and data related to or derived from Medical Staff credentialing, discipline, governance and appeals processes or quality assessment and performance improvement processes (collectively, "Proprietary Information"). Subject to the Brown Act, the Public Records Act, or other applicable laws regarding disclosure, each Member is required (a) to keep and maintain such Proprietary Information solely for the purpose of carrying out his or her responsibilities as a Member, (b) to use and disclose such Proprietary Information solely for the purpose of carrying out his or her responsibilities as a Member, and (c) not to directly or indirectly disclose such Proprietary Information to any third person without the prior written approval of the Board of Governors, following a vote of the Board of Governors approving such disclosure. No Member shall make a public statement on behalf of the Board of Governors, or in a manner that appears to be on behalf of the Board of Governors, unless a majority of the Board of Governors has given prior authorization for the public statement by a motion duly adopted.

Section 2.13 Role of the Board of Supervisors

The Board of Supervisors has all powers relative to the Hospital Authority to help ensure that the transfer of the Kern Medical Center constitutes an ongoing material benefit to the county of Kern and its residents as set forth in Chapter 5.5 (commencing with Section 101852) of Part 4 of Division 101 of the Health and Safety Code, and the Enabling Ordinance adopted by the Board of Supervisors, including, without limitation:

- (1) The Board of Supervisors shall approve the Hospital Authority's annual budget after the budget is approved by the Hospital Authority's Board of Governors. The Board of Supervisors shall either approve or reject the Hospital Authority's annual budget in its entirety; the Board of Supervisors shall not approve or reject individual line items in the budget. The Hospital Authority shall provide its budget to the Board of Supervisors in accordance with the processes set forth in a formal written agreement between the Hospital Authority and the county of Kern. If the Hospital Authority does not provide its budget in accordance with such processes, the Board of Supervisors shall adopt an annual budget for the Hospital Authority.

- (2) The Hospital Authority shall conduct and fund an independent annual audit by an audit firm approved by the Board of Supervisors and shall provide copies of all final audits of the Hospital Authority or the Kern Medical Center to the Board of Supervisors. The Hospital Authority shall provide the Board of Supervisors upon request with a plan to address audit findings requiring corrective action, and a report of corrective action taken.
- (3) The Board of Supervisors shall approve the initial and any successive chief executive officer of the Hospital Authority prior to his or her appointment by the Hospital Authority. The Board of Supervisors may participate in the evaluation of the chief executive officer of the Hospital Authority and shall have the authority to remove the chief executive officer.
- (4) The Hospital Authority shall obtain the approval of the Board of Supervisors prior to entering into or incurring any debt other than the following: (1) debt which has a repayment term of less than one year, and (2) debt secured only by personal property.
- (5) The Hospital Authority may request that the Board of Supervisors levy a tax on behalf of the Hospital Authority. If the Board of Supervisors approves the proposal to levy the tax, it shall call the election to seek voter approval and place the appropriate measure on the ballot for that election.
- (6) As provided by Section 101855 of the Health and Safety Code, the Board of Supervisors may contract with the Hospital Authority to provide services and/or personnel upon mutually agreeable terms, and/or the Board of Supervisors may contract for services or purchase items on behalf of the Hospital Authority.
- (7) The Board of Supervisors may, at the request and on behalf of the Hospital Authority, contract for services or purchase items as it deems necessary, appropriate, or convenient for the conduct of the Hospital Authority's activities consistent with its purposes.
- (8) As provided in a legal services agreement between the county of Kern and the Hospital Authority and until such time as the Enabling Ordinance is amended by the Board of Supervisors to provide otherwise, the Office of County Counsel shall provide or arrange for legal services to the Hospital Authority, and shall bill the Hospital Authority accordingly.
- (9) The county of Kern shall continue to retain the ultimate responsibility for indigent medical care pursuant to Section 17000 of the Welfare and Institutions Code.
- (10) The Hospital Authority shall not offer its employees, whether new or legacy, who are members of Kern County Employees' Retirement

Association retirement benefits that are greater than those available to the Kern Medical Center employees at the time of the transfer of the Kern Medical Center to the Hospital Authority and that increase the unfunded pension obligations of the county of Kern without the express prior approval of the Board of Supervisors.

- (11) The Board of Supervisors shall have the right to approve certain actions by the Hospital Authority, which shall include (without limiting any other rights of the Board of Supervisors set forth in the Enabling Ordinance or any agreement between the county of Kern and the Hospital Authority):
- a. the use of any name or names by the Hospital Authority for “doing business as” in addition to the name “Kern Medical Center” with respect to the licensed acute care hospital;
 - b. transfer of substantially all of the assets, operations, or control of the Kern Medical Center from the Hospital Authority to any other person or entity;
 - c. relocation or replacement of the acute care hospital;
 - d. establishment or acquisition of any new acute care hospital;
 - e. establishment or acquisition of new health care programs or facilities that have an annual operating budget that exceeds 8% of the Hospital Authority’s total annual operating budget;
 - f. any joint venture or joint powers agreement that creates new health programs or facilities that have an annual operating budget that exceeds 8% of the Hospital Authority’s total annual operating budget;
 - g. complete elimination of graduate medical education, trauma services, obstetrical services, or inpatient psychiatric services;
 - h. establishment or operation of a health plan as defined by the Knox-Keene Act of 1975; and
 - i. operation or ownership of any facility or clinic located outside of the county of Kern.

Section 2.14 Powers and Duties of the Board of Governors

Subject to the provisions in Chapter 5.5 (commencing with section 101852) of Part 4 of Division 101 of the Health and Safety Code, the Enabling Ordinance, and the provisions of these Bylaws requiring certain actions to be approved by the Board of Supervisors, the activities and affairs of this Hospital Authority shall be managed, and all of its legal powers shall be exercised by or under the direction of the Board of Governors of the Hospital Authority, and shall include

authority and responsibility, without limitation, for the maintenance, operation, management, and control of the Kern Medical Center and related health care resources transferred to its ownership and control by the county of Kern.

Section 2.15 Regular Meetings

- (a) The Board of Governors shall, by resolution adopted on the first day it meets, and annually thereafter on the last day of each calendar year in which it meets, establish a schedule to conduct regular meetings. The schedule of regular meetings may be modified by resolution duly adopted by the Board of Governors from time to time. Regular meetings shall be held not less frequently than quarterly, in the administrative offices of the Hospital Authority located at 1700 Mount Vernon Avenue, Bakersfield, California 93306, or at such other location within the county of Kern designated by the Board of Governors.
- (b) At least 72 hours prior to a regular meeting, the Board of Governors shall post an agenda containing a brief description of each item of business to be transacted or discussed at the meeting, including items (if any) to be discussed in closed session. A description of an agenda item shall generally not exceed 20 words. The agenda shall specify the time and place of the meeting, and shall be posted in a location that is freely accessible to members of the public, and on the Hospital Authority's website. If requested, the agenda shall be made available in appropriate alternative formats to persons with a disability. The agenda shall include information on how, to whom, and when a request for disability-related modification or accommodation may be made by a person with a disability who requires a modification or accommodation in order to participate in the public meeting.
- (c) The Board of Governors may take actions on items of business not appearing on the posted agenda only under the following conditions: (1) upon a determination by a majority vote that an emergency exists; (2) upon a determination by a two-thirds vote (or, if less than two-thirds of the Members are present at the meeting, by a unanimous vote of those present), that there is a need to take immediate action and that the need for action came to the attention of the Board of Governors subsequent to the agenda being posted; or (3) the agenda item was posted for a prior meeting occurring not more than five (5) calendar days prior to the date action is taken on the item, and at the prior meeting the item was continued to the meeting at which action is being taken.

Section 2.16 Special Meetings

- (a) Special meetings may be called at any time by the Chair, or by a majority of Members of the Board of Governors, by delivering written notice to each Member of the Board of Governors and to each local newspaper of general circulation and radio or television station requesting notice in writing and posting a notice on the Hospital Authority's website. The notice shall be delivered personally, or by any other means, and shall be received at least 24 hours before the time of the

meeting. The notice shall specify the time and place of the meeting, and the business to be transacted or discussed. No other business shall be considered at special meetings. The written notice may be dispensed with as to any Member who, at or prior to the time the meeting convenes, files with the officer functioning as the Chair or Secretary of the meeting of the Hospital Authority a written waiver of notice. The written notice may also be dispensed with as to any Member who is actually present at the time the meeting convenes. The call and notice shall be posted at least 24 hours prior to the special meeting in a location that is freely accessible to members of the public.

- (b) A special meeting may not be called regarding the salaries, salary schedules, or compensation paid in the form of fringe benefits of an executive of the Hospital Authority. A special meeting may be called to discuss the budget of the Hospital Authority.
- (c) Every notice of a special meeting shall provide an opportunity for members of the public to address the Board of Governors directly concerning any item that has been described in the notice for the meeting, before or during the consideration of that agenda item.

Section 2.17 Emergency Meetings

- (a) An emergency meeting may be conducted when a majority of Members determines that an emergency situation exists. An "emergency situation" is defined as a crippling activity, work stoppage or other activity that severely impairs public health or safety, or both. A "dire emergency" is defined as a crippling disaster, mass destruction, terrorist act, or threatened terrorist activity that poses peril so immediate and significant that requiring one-hour notice before holding an emergency meeting may endanger the public health, safety, or both, as determined by a majority of the Members. Absent a dire emergency, telephonic notice must be provided at least one hour prior to the meeting to all media outlets that have requested receipt of notice of any special meetings. In the case of a dire emergency, notice need only be provided at or near the time that notice is provided to Members.
- (b) Telephonic notice requirements may be waived in the event that telephone services are not working, but a report must be given to media outlets as soon as possible after the meeting. Except for the 24-hour notice requirements, the provisions relating to special meetings apply to the conduct of emergency meetings. At the conclusion of the meeting, the minutes of the meeting, a list of persons who the Board of Governors notified or attempted to notify, a copy of the roll call vote, and any actions taken at the meeting shall be posted for a minimum of ten (10) days in a public place as soon after the meeting as possible.
- (c) An emergency meeting may not be held in closed session, except as follows: the Board of Governors may meet in closed session for purposes of consulting with

law enforcement or security officials if agreed to by a two-thirds vote of the authorized number of Members.

Section 2.18 Closed Meetings Notice and Procedure

At least 72 hours prior to a closed session of any meeting, each item to be transacted or discussed in closed session must be briefly described on an agenda for the meeting. Prior to convening in closed session, the Chair of the meeting shall orally announce the items to be discussed in closed session. Upon completion of the closed session, the Board of Governors shall convene in open session. If any action was taken in closed session, the Chair of the meeting or his or her designee shall make a report of the action taken and the vote thereon, or that no reportable action was taken.

Section 2.19 Adjournments and Continuances

- (a) Regular and special meetings may be adjourned to a future date. If the subsequent meeting is conducted within five (5) days of the original meeting, matters properly placed on the agenda for the original meeting may be considered at the subsequent meeting.
- (b) When a meeting is adjourned to a subsequent date, notice of the adjournment must be conspicuously posted on or near the door of the place where the meeting was held within 24 hours after the time of adjournment. If no Members appear at a noticed meeting, the Chief Executive Officer of the Hospital Authority may adjourn the meeting to a future date and provide notice to Members and to the media in accordance with the special meetings provisions.

Section 2.20 Location

All regular meetings shall be conducted in Bakersfield at the administrative offices of the Hospital Authority, or at such other location within the county of Kern designated by the Board of Governors, as provided in Section 2.15(a). The Board of Governors shall conduct all of its special meetings in Bakersfield, California, or at such other location within the county of Kern designated by the Board of Governors as permitted under the Brown Act.

Section 2.21 Hearing Procedures

The meetings of the Board of Governors shall be conducted in a manner consistent with applicable laws. All meetings duly called at which an action may be taken or is otherwise subject to the Brown Act shall have legal counsel to the Hospital Authority present. All meetings shall be open to the public except closed sessions determined by the Board of Governors and permitted by law. No Member may vote on or participate in any matter that materially affects his or her personal financial interest within the meaning of the Political Reform Act.

Section 2.22 Closed Session Meetings

The Board of Governors may order that a meeting be held in closed session solely for the purpose of discussion or taking action on Hospital Authority trade secrets, as defined in subdivision (d) of Section 3426.1 of the Civil Code, or to consider and take action on matters pertaining to contracts and contract negotiations concerning all matters related to rates of payment for health care services arranged or provided by the Hospital Authority, or for any other purpose under which a closed meeting may be held under the Brown Act or under Section 101855 of the Health and Safety Code, or any other provision of law, as determined by legal counsel for the Hospital Authority.

Section 2.23 Quorum

For regular, closed session, special and emergency meetings of the Board of Governors, a quorum shall be a majority of the authorized number of Members. In the event a quorum is present and a meeting commences, but due to the subsequent absence of one or more Members, a quorum is no longer present at the meeting, the meeting may be continued as long as at least two (2) Members are present. A motion to take an action may not be considered unless a quorum is present. Members may not participate in meetings of the Board of Governors via telephone or other electronic means, and shall not be counted toward establishing a quorum unless physically present. A meeting duly noticed at which a quorum is present may be adjourned to a later date and time within five (5) days without additional notice.

For each committee set forth in Article III herein, a quorum shall be a majority of the duly appointed members of the committee, and shall include at least one Member present who is a member of the committee.

Section 2.24 Official Action

Actions of the Board of Governors shall be by an affirmative vote of at least a majority of its seven authorized Members, who must be present when a roll-call vote is taken. Once the roll call has been taken and all of the Members given an opportunity to vote, the voting shall be closed and the votes tallied. A motion upon which an action has been taken may be reconsidered during the same meeting upon a motion duly adopted by a majority of all authorized Members.

Section 2.25 Minutes

A written record of proceedings of all meetings of the Board of Governors and of committees of the Board of Governors shall be kept on file.

Section 2.26 Agenda

Each meeting shall have an agenda, structured and posted as required by law.

Article III. Committees

Section 3.01 Standing and Ad Hoc Committees

(a) Standing Committees

- (1) The Board of Governors may create standing committees, with such membership, and for such purpose(s), as specified in a resolution adopted by a majority vote of the Board of Governors.
- (2) All standing committees shall act in an advisory capacity only, and shall have no authority to act on behalf of the Hospital Authority. All items requiring action shall be referred by the standing committees to the Board of Governors. Meetings of standing committees shall be subject to the Brown Act.

(b) Ad Hoc Committees

Ad hoc committees may be created as deemed necessary by a resolution adopted by a majority vote of the Board of Governors. Ad hoc committees shall have a limited, specific purpose, shall have a duration of no more than one year, shall have no authority to act on behalf of the Hospital Authority, and shall not be subject to the Brown Act unless their membership includes a majority of Members of the Board of Governors, or as determined otherwise by the Board of Governors, or as otherwise required by law.

Article IV. Kern Hospital Authority Board of Governors Officers

Section 4.01 List of Officers

- (a) Chair
- (b) Vice-Chair
- (c) Secretary/Treasurer
- (d) Chief Executive Officer (ex-officio)
- (e) Chief Financial Officer (ex-officio)
- (f) Other officers deemed necessary by the Board of Governors.

The term "Chair" as used in these Bylaws shall have the same meaning as the term "President" as used in the Enabling Ordinance.

Section 4.02 Appointment; Terms of Office

- (a) Officers, except for ex-officio officers, are elected by the Board of Governors at the first meeting of each fiscal year from among its own Members. Ex-officio officers shall serve during their term of employment in the office they hold.
- (b) Officers, except for ex-officio officers, are elected for a period of one (1) year and shall serve until a successor has been duly elected. A Member of the Board of Governors may hold an office for any number of terms, whether or not consecutive.
- (c) A Member shall not simultaneously hold more than one Board of Governors office.

Section 4.03 Duties of the Officers

- (a) The Chair shall:
 - (1) Preside at all meetings of the Board of Governors;
 - (2) Be an ex-officio, non-voting member of all committees;
 - (3) Execute contracts, correspondence, conveyances, and other written instruments as properly authorized by the Board of Governors;
 - (4) Perform such other duties as authorized by the Board of Governors.
- (b) The Vice-Chair shall:
 - (1) In the absence of the Chair assume the duties of the Chair;
 - (2) Perform such reasonable duties as may be required by the Members of the Board of Governors, or by the Chair of the Board of Governors acting within the scope of his or her authority.
- (c) The Secretary/Treasurer shall:
 - (1) Keep, or cause to be kept, accurate and complete minutes of all meetings, call meetings on order of the Chair, attend to all correspondence of the Board of Governors, and perform such other duties as ordinarily pertain to his/her office.
 - (2) Perform all duties related to record keeping as assigned by the Board of Governors.
 - (3) Present the proposed annual budget to the Board of Governors and any other committee designated by the Board of Governors.

(d) Chief Financial Officer

The Chief Financial Officer shall be appointed by the Chief Executive Officer, and employed, contracted with, or otherwise engaged by the Hospital Authority, and shall not be a Member of the Board of Governors. Prior to appointing the Chief Financial Officer, the Chief Executive Officer shall consult with and receive direction from the Board of Governors. The Chief Financial Officer shall keep and maintain or cause to be kept and maintained adequate and correct accounts of the properties and business transactions of the Hospital Authority, including (without limitation) accounts of its assets, liabilities, receipts, disbursements, gains, and losses. The books of account shall at all times be open to inspection by any Member of the Board of Governors or any member of the Board of Supervisors or their designees. The Chief Financial Officer shall have such other powers and perform such other duties as may be prescribed by the Board of Governors from time to time.

Section 4.04 Vacancies and Removal of Officers

- (a) A vacancy in any office (other than an ex-officio office) shall be filled by nomination and election by the Board of Governors as soon as is reasonably possible. The Chief Executive Officer shall be appointed as provided by Article V.
- (b) Officers, except for ex-officio officers, may resign at any time by providing written notice to the Chair with a copy to the Chief Executive Officer of the Hospital Authority, or be removed by a majority vote of Board of Governors at a scheduled meeting where a quorum is present. Ex-officio officers may resign or be removed according to the terms of their employment.

Article V. Chief Executive Officer of the Hospital Authority

Section 5.01 Selection; Authority to Act; Relationship to Board of Governors and Board of Supervisors

- (a) The Board of Governors shall appoint a competent and experienced Chief Executive Officer, subject to the prior approval by the Board of Supervisors, to have responsibility for the general management of the Hospital Authority. As provided in the Enabling Ordinance, the Board of Supervisors shall have the authority to terminate the Chief Executive Officer. Subject to the rights of the Board of Supervisors, the Chief Executive Officer shall be employed, contracted with, or otherwise engaged by the Hospital Authority.
- (b) The Chief Executive Officer shall be given necessary authority to operate the Hospital Authority in all its activities and departments and shall be held responsible for the administration of the Hospital Authority, subject to these Bylaws, and to the direction, policies, or orders of the Board of Governors or by any of the committees to which the Board of Governors has lawfully delegated authority for such action. The Chief Executive Officer of the Hospital Authority

shall be the Chief Executive Officer of the Kern Medical Center and all other facilities and operations of the Hospital Authority.

- (c) Subject to the control of the Board of Governors and the scope of his or her lawful authority, as it may be defined from time to time by the Board of Governors, the Chief Executive Officer shall act as the duly authorized representative of the Hospital Authority in all matters in which the Board of Governors has not formally designated some other person to so act.
- (d) Subject to the approval of the Board of Governors, the Chief Executive Officer shall designate a member of the Kern Medical Center executive staff to serve as an interim Chief Executive Officer during periods of absence of more than three (3) working days where the Chief Executive Officer is unable to substantially perform his or her duties. In the event of the absence of both the Chief Executive Officer and the interim Chief Executive Officer, the duties of the Chief Executive Officer shall be assumed by a standby Chief Executive Officer designated by the Chief Executive Officer, subject to approval by the Board of Governors.

Section 5.02 Powers and Duties

The Chief Executive Officer shall be the general manager of the Hospital Authority, and shall have the authority to exercise executive supervision over the general business and affairs of the Hospital Authority in accordance with the statement of duties and responsibilities adopted by the Board of Governors, including, but not limited, to the following:

- (a) Organize, appoint, discipline, and terminate employees;
- (b) Establish and implement rules, regulations, policies and procedures necessary to carry out the objectives and goals of the Hospital Authority;
- (c) Plan for hospital inpatient and outpatient services and facilities, and other ambulatory medical services and facilities, to promote population health in the county of Kern;
- (d) Prepare and recommend budgets;
- (e) Coordinate with County departments in promoting community health efforts;
- (f) Ensure compliance with all laws, policies and requirements of governmental and legal bodies relevant to the operation of the Kern Medical Center;
- (g) Establish rates and charges for services provided by the Hospital Authority;
- (h) Perform such duties assigned by the Board of Governors and required by these Bylaws or applicable law.

Section 5.03 Performance Monitoring

The Board of Governors shall conduct a formal performance evaluation of the Chief Executive Officer at least annually. The Board of Supervisors may, upon 30 days' prior notice to the Board of Governors, assign two members of the Board of Supervisors to participate in such performance evaluation.

Article VI. Medical Staff

Section 6.01 Organization of Medical Staff

(a) Organization

The Board of Governors shall cause the organization of the physicians, dentists, podiatrists, and other health professionals expressly granted clinical privileges in the Kern Medical Center into a Medical Staff under the Medical Staff Bylaws approved by the Board of Governors. The Medical Staff shall be self-governing with respect to the professional work performed in the hospital, shall conduct periodic meetings to review clinical performance of members of the Medical Staff based upon medical records, and shall facilitate the hospital's obligation to prepare and maintain a complete and accurate medical record for each patient. The Medical Staff shall have the initial responsibility to formulate and recommend to the Board of Governors for its approval, such approval not to be unreasonably withheld, a set of Medical Staff Bylaws, revisions, and amendments to those Medical Staff Bylaws, together with appended rules and regulations, as well as Medical Staff policies, such documents to be consistent with applicable law, policies and procedures of this Hospital Authority, the Enabling Ordinance, these Bylaws and, to the extent practicable, with accreditation standards.

(b) Purpose and Function

The Medical Staff Bylaws and rules and regulations shall state the purposes, functions, and organization assigned to the Medical Staff by the Board of Governors and other items required by law. The Medical Staff Bylaws and rules and regulations, as well as the Medical Staff policies, shall be reviewed by the Medical Executive Committee not less than every two (2) years and revised as appropriate, and as otherwise necessary to comply with applicable law and/or accreditation standards. The Medical Staff Bylaws shall include, but not be limited to, the following contents:

- (1) Procedures for appointment, the granting of clinical privileges, and reappointment to the Medical Staff for all Medical Staff members (see Section 6.05 of this Article VI);
- (2) Provisions specifying qualifications for Medical Staff membership;
- (3) Provisions specifying categories for Medical Staff members;

- (4) Procedures for reviewing the quality of care by members of the Medical Staff (see Section 6.04 of this Article VI);
- (5) Procedures for disciplinary action when appropriate;
- (6) Procedures for a hearing, together with an appeal to the Board of Governors, in those instances specified in the Medical Staff Bylaws (see Section 6.05 of this Article VI);
- (7) Procedures regarding the organization into departments and services;
- (8) Procedures specifying the manner of selection of officers, including provisions relating to the removal of elected officers. Such provisions may provide for the selection of officers by election from the Medical Staff.

Section 6.02 Medical Staff Committees

The Medical Staff shall be organized into such committees as are specified in the Medical Staff Bylaws, under the leadership of the Medical Executive Committee. The selection of physicians on the Medical Executive Committee and on other committees of the Medical Staff shall be specified or referenced in the Medical Staff Bylaws; provided that the Chief Executive Officer or his or her designee shall at all times be permitted to attend all committee meetings of the Medical Staff, including departmental meetings, as an ex-officio member without vote, in order to assure continued communication between the Medical Staff, administration, and the Board of Governors. The Chair of the Board of Governors shall appoint Members of the Board of Governors to serve on Medical Staff committees as appropriate.

Section 6.03 Rules and Regulations

Under procedures specified in the Medical Staff Bylaws, the Medical Staff shall recommend to the Board of Governors rules, regulations, and policies relating to the care of patients in the Kern Medical Center. Amendments to those rules, regulations, and policies shall be according to procedures specified in the Medical Staff Bylaws. Such rules, regulations, and policies, and all amendments thereto, shall be deemed effective when approved by the Board of Governors.

Section 6.04 Quality of Care

The Board of Governors, in the exercise of its overall responsibility and authority, shall delegate to the Medical Staff initial responsibility for assuring appropriate professional care by members of the Medical Staff to the Kern Medical Center's patients, subject to the Board of Governors' ultimate authority. The Medical Staff shall discharge this responsibility through procedures designed to ensure an ongoing review of the quality of care provided to patients by members of the Medical Staff, and an appropriate response to findings related to the audit or review of the quality of care. Such procedures may include regular and special audits of members of the Medical Staff by the appropriate committees and departments. The Medical Staff's quality assurance review shall include mechanisms designed to achieve the objective of all patients with the same health problem receiving the same level of care. A summary of the quality assurance

activities of the Medical Staff shall be reported to the Board of Governors at least two (2) times per year or more frequently as required by any applicable law, regulation, or accreditation requirement. These quality assurance review activities and reports shall be subject to the confidentiality protections and closed session provisions set forth in Section 101855(j) of the Health and Safety Code and all other applicable laws.

Section 6.05 Appointments to the Medical Staff

- (a) Ultimate responsibility and authority regarding the appointment, reappointment, and the granting of clinical privileges to members of the Medical Staff reside with the Board of Governors. In exercising this authority, the Board of Governors shall delegate to the Medical Staff the primary responsibility to evaluate applications for appointment or reappointment for Medical Staff membership and clinical privileges. The procedures for making such recommendations shall be specified in the Medical Staff Bylaws; provided that in the extraordinary instances in which the Medical Staff fails to act upon an application or reapplication within the time limits specified in the Medical Staff Bylaws, the Board of Governors may, on its own motion, grant or deny an application for appointment or reappointment for Medical Staff membership or clinical privileges. In the event such action results in a denial that would trigger a hearing under the Medical Staff Bylaws, the Board of Governors shall provide for such a hearing under rules of procedure adopted by the Board of Governors. A formal report shall be made by the Medical Executive Committee to the Board of Governors at least as often as required by applicable law or regulation.
- (b) Whenever the Board of Governors acts to review an application for appointment or reappointment to the Medical Staff, or a medical disciplinary matter, or conducts any other peer review activity, it shall be acting as a peer review body, and its deliberations and records shall be afforded the maximum degree of confidentiality permitted by law.
- (c) The Medical Staff shall make recommendations to the Board of Governors concerning appointments, reappointments, and other changes in Medical Staff status, granting of clinical privileges, disciplinary actions, all matters relating to professional competency, and specific matters as may be referred to the Medical Executive Committee as specified in the Medical Staff Bylaws.
- (d) No person applying for Medical Staff membership or clinical privileges shall be discriminated against on the basis of sex, race, color, religion, ancestry, or national origin, on the basis of whether the person holds an M.D., D.O., or D.P.M. degree, or on the basis of any criterion unrelated to good patient care at the hospital.
- (e) For reasons related to its concern and responsibilities for quality patient care and efficient operations, the Board of Governors may place limitations on the number of employed or contracted physicians, including those in traditional hospital-based practices, such as, but not limited to, pathology, radiology, and

anesthesiology, who are granted Medical Staff membership and/or clinical privileges at the Kern Medical Center. The Board of Governors may consider, without limitation, such factors as the Kern Medical Center's need to provide regular continuous professional coverage, the availability of adequate facilities or support services for patients and members of the Medical Staff and any person applying for Medical Staff membership and/or clinical privileges, any limitations on patient load that could adversely impact the proficiency of those employed or contracted physicians exercising clinical privileges, and the conditions of any hospital agreement for the provision of professional services. Applications for Medical Staff membership and/or clinical privileges in such practice areas shall be processed according to procedures adopted by the Board of Governors.

- (f) The Medical Staff Bylaws shall provide that at least the following actions, if based upon a medical disciplinary cause or reason, shall grant to the affected practitioner the right to a hearing which shall be consistent with the fair procedure laws of this State: an action failing to appoint or reappoint to the Medical Staff; failure to grant requested clinical privileges; or an action to reduce clinical privileges based on a medical disciplinary cause or reason. Such hearing process shall provide for an appeal before the Board of Governors or a designated committee thereof.

Section 6.06 Medicoadministrative Officer

Medicoadministrative Officer means either of the following:

- (a) A practitioner engaged by, or otherwise contracting with the Kern Medical Center, on a full- or part-time basis, whose duties include certain responsibilities which may be both administrative and clinical in nature. Clinical responsibilities are defined as those involving professional capability as a practitioner, such as those requiring the exercise of clinical judgment with respect to patient care, and include the supervision of professional activities of practitioners under his or her direction. His or her clinical privileges shall be delineated in accordance with the Medical Staff Bylaws. His or her Medical Staff membership and clinical privilege shall not be dependent on his or her continued occupation of that position, unless otherwise provided in an employment agreement, contract, or other arrangement.
- (b) A practitioner engaged by the Kern Medical Center in a purely administrative capacity with no clinical duties or privileges. He or she is subject to the regular personnel policies of the hospital and to the terms of his or her contract, or other conditions of engagement.

Section 6.07 Allied Health Professionals

The Board of Governors shall refer to the Medical Staff, subject to the Board of Governors' ultimate authority, the primary responsibility and authority to investigate and evaluate each application by an allied health professional for practice within the Kern Medical Center. Allied

health professionals shall consist of those categories of health professionals who are not members of the Medical Staff, but who have been designated by the Board of Governors as eligible to apply for practice privileges at the Kern Medical Center. The manner of their selection and the review of their performance shall be as specified in the Interdisciplinary Practice Manual, the Medical Staff Bylaws, or any policy statement reviewed by the Medical Staff, and approved by the Board of Governors. In general, such Interdisciplinary Practice Manual, Medical Staff Bylaws, or policy statement concerning allied health professionals shall provide that the application of such allied health professional shall be submitted and processed in a manner analogous to that applicable to members of the Medical Staff provided that decisions regarding approval, rejection, or corrective action shall not grant to the affected allied health professional fair hearing rights as specified in the Medical Staff Bylaws, except as otherwise may be expressly provided in the applicable Interdisciplinary Practice Manual, Medical Staff Bylaws, or policy statements.

Article VII. Quality Assessment and Performance Improvement

The Board of Governors shall ensure that the Kern Medical Center has an ongoing, hospital-wide, data-driven program for quality assessment and performance improvement (the "QAPI Program"), which reflects the complexity of the Kern Medical Center's organization and services as required by Centers for Medicare and Medicaid Services ("CMS"). The QAPI Program shall involve all the Kern Medical Center departments and services (including those services furnished under contract or arrangement) and focus on indicators related to improved health outcomes and the prevention and reduction of medical errors. The Board of Governors shall ensure that the QAPI Program is defined, implemented, and maintained and that the Kern Medical Center maintain and be able to demonstrate evidence of its QAPI Program for review by CMS. The Kern Medical Center shall use the data collected to (a) monitor the effectiveness and safety of services and quality of care and (b) identify opportunities for improvement and changes that will lead to improvement. The Board of Governors shall ensure that the QAPI Program operates in accordance with applicable law, regulation, and accreditation requirements.

Article VIII. Fiscal Year

The fiscal year of the Hospital Authority shall commence on July 1 and end on June 30.

Article IX. Indemnification and Insurance

As required by Section 101853(f) of the Health and Safety Code, any contract executed by and between the county of Kern and the Hospital Authority shall provide for the indemnification of the county by the Hospital Authority for liabilities as specifically set forth in the contract, except that the contract shall include a provision that the county shall remain liable for its own negligent acts.

The indemnification rights and obligations of the county of Kern and the Hospital Authority contemplated by this Article IX shall be set forth in an agreement providing for the transfer of the ownership and operation of the Kern Medical Center to the Hospital Authority.

Directors, officers, employees, and contractors of the Hospital Authority shall have such immunity from liability as provided by law for individuals serving in such capacity, and shall be

indemnified for any loss, cost, or expense related to any claim for liability in connection with the Hospital Authority including, without limitation, the cost of a legal defense, to the extent provided by law.

The Board of Governors shall cause the Hospital Authority to arrange for and maintain appropriate insurance coverage for the Hospital Authority, its officers, directors, agents, and employees. All officers, directors, agents, and employees shall be properly bonded.

Article X. Adoption of and Amendments to Bylaws

Section 10.01 Amendment of Bylaws

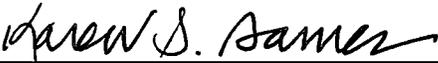
These Bylaws may be amended by majority vote of the Board of Supervisors.

APPROVED by the Kern County Board of Supervisors on this 9th day of February, 2016.

By 
Chairman
Board of Supervisors

Date FEB 09 2016

APPROVED AS TO FORM:
OFFICE OF COUNTY COUNSEL

By 
Karen S. Barnes
Chief Deputy

Date 02/03/16



**BOARD OF GOVERNORS
KERN COUNTY HOSPITAL AUTHORITY REGULAR MEETING**

March 16, 2016

SUBJECT: Establish Regular Meeting Dates of the Kern County Hospital Authority Board of Governors for Calendar Year 2016

Required Action: Approve; Adopt Resolution.

The Brown Act (Gov. Code, § 54954, subd. (a)) requires that the legislative body of a local agency shall provide, by ordinance, resolution, bylaws, or by whatever other rule is required for the conduct of business by that body, the time and place for holding regular meetings. Section 2.170.060 of the Ordinance Code of the County of Kern ("Ordinance") provides for a governing body, which shall be known as the Kern County Hospital Authority Board of Governors ("Board of Governors"). Section 2.170.030 of the Ordinance provides that the Brown Act shall apply to the Hospital Authority. Therefore the Board of Governors shall establish its schedule of regular meetings for calendar year 2016 in compliance with the Brown Act by adopting the attached Resolution.

**BEFORE THE BOARD OF GOVERNORS
OF THE KERN COUNTY HOSPITAL AUTHORITY**

In the matter of:

Resolution No. _____

**ESTABLISHING THE REGULAR
MEETING DATES OF THE KERN
COUNTY HOSPITAL AUTHORITY
BOARD OF GOVERNORS FOR
CALENDAR YEAR 2016**

I, RAQUEL FORE, Authority Board Coordinator for the Kern County Hospital Authority, hereby certify that the following Resolution, on motion of Director _____, seconded by Director _____, was duly and regularly adopted by the Board of Governors of the Kern County Hospital Authority at an official meeting thereof on the 16th day of March, 2016, by the following vote, and that a copy of the Resolution has been delivered to the Chairman of the Board of Governors.

AYES:

NOES:

ABSENT:

RAQUEL FORE
Authority Board Coordinator
Kern County Hospital Authority

Raquel Fore

RESOLUTION

Section 1. WHEREAS:

(a) The Brown Act (Gov. Code, § 54954, subd. (a)) requires that the legislative body of a local agency shall provide, by ordinance, resolution, bylaws, or by whatever other rule is required for the conduct of business by that body, the time and place for holding regular meetings; and

(b) Section 2.170.060 of the Ordinance Code of the County of Kern (“Ordinance”) provides for a governing body, which shall be known as the Kern County Hospital Authority Board of Governors (“Board of Governors”); and

(c) Section 2.170.030 of the Ordinance provides that the Brown Act shall apply to the Hospital Authority; and

(d) The Board of Governors desires to establish its schedule of regular meetings for calendar year 2016 in compliance with the Brown Act.

Section 2. NOW, THEREFORE, IT IS HEREBY RESOLVED by the Board of Governors of the Kern County Hospital Authority, as follows:

1. This Board finds the facts recited herein are true, and further finds that this Board has jurisdiction to consider, approve, and adopt the subject of this Resolution.

2. Except as provided in paragraph 4 of this Resolution, the calendar year 2016 regular meetings of the Board of Governors shall be held as follows:

Wednesday, March 16, 2016	Regular Meeting
Wednesday, March 30, 2016	Regular Meeting
Wednesday, April 20, 2016	Regular Meeting
Wednesday, May 4, 2016	Regular Meeting
Wednesday, May 18, 2016	Regular Meeting
Wednesday, June 22, 2016	Regular Meeting
Wednesday, July 20, 2016	Regular Meeting
Wednesday, August 17, 2016	Regular Meeting
Wednesday, September 21, 2016	Regular Meeting
Wednesday, October 19, 2016	Regular Meeting
Wednesday, November 16, 2016	Regular Meeting
Wednesday, December 14, 2016	Regular Meeting

3. All meetings shall be held at Kern Medical Center, which is located at 1700 Mount Vernon Avenue, Bakersfield, California 93306. All meetings shall commence at the hour of 11:30 a.m., unless a different time is posted by the Authority Board Coordinator. Meetings so commenced may be continued from time to time until the disposition of all business before the Board.

4. Regular meetings shall be canceled or rescheduled whenever the Board of Governors unanimously finds good cause otherwise exists for cancellation, rescheduling, or scheduling of a regular meeting.

5. The Authority Board Coordinator shall provide copies of this Resolution to the following:

Office of County Counsel
County Administrative Office
Kern Medical Center
Clerk of the Kern County Board of Supervisors



**BOARD OF GOVERNORS
KERN COUNTY HOSPITAL AUTHORITY REGULAR MEETING**

March 16, 2016

SUBJECT: The Brown Act

Recommended Action: Hear presentation; receive and file.

Applicable Authority:

- A. Health and Safety Code section 101855(b)(3) states the Hospital Authority shall comply with the Ralph M. Brown Act (Gov. Code, § 54950 et seq., hereinafter “the Brown Act,” or “the Act”).
- B. The Hospital Authority enabling Ordinance states the provisions of Health and Safety Code section 101855 pertaining to the Brown Act shall apply to the Hospital Authority and shall immediately take effect.
- C. Section 2.21 of the Hospital Authority Bylaws for Governance states “the meetings of the Board of Governors shall be conducted in a manner consistent with applicable laws. All meetings duly called at which an action may be taken or is otherwise subject to the Brown Act shall have legal counsel to the Hospital Authority present. All meetings shall be open to the public except closed sessions determined by the Board of Governors and permitted by law. No Member may vote on or participate in any matter that materially affects his or her personal financial interest within the meaning of the Political Reform Act.

Overview:

The Brown Act governs meetings conducted by local legislative bodies, such as boards of supervisors, city councils and school boards. The Act represents the California Legislature’s determination of how the balance should be struck between public access to meetings of multi-member public bodies on the one hand and the need for confidential candor, debate, and information gathering on the other. The Legislature has established a presumption in favor of public access. As the courts have stated, the purpose of the Brown Act is to facilitate public participation in local government decisions and to curb misuse of the democratic process by secret legislation by public bodies. (*Cohan v. City of Thousand Oaks* (1994) 30 Cal.App.4th 547, 555.) To these ends, the Brown Act imposes an “open meeting” requirement on local legislative bodies. (Gov. Code, § 54953(a); *Boyle v. City of Redondo Beach* (1999) 70 Cal.App.4th 1109, 1116.)

The Act also contains specific exceptions from the open meeting requirements where government has a demonstrated need for confidentiality. These exceptions have been

construed narrowly; thus if a specific statutory exception authorizing a closed session cannot be found, the matter must be conducted in public regardless of its sensitivity. (Gov. Code, § 54962; *Rowen v. Santa Clara Unified School District* (1981) 121 Cal.App.3d 231, 234; 68 Ops.Cal.Atty.Gen. 34, 41-42 (1985).)

Discussion:

County Counsel will provide a brief overview of the Brown Act, which will highlight the purpose of the Act, its application (i.e., to whom it applies), what constitutes a meeting, where meetings can be held, and notice and agenda requirements.



**BOARD OF GOVERNORS
KERN COUNTY HOSPITAL AUTHORITY REGULAR MEETING**

March 16, 2016

SUBJECT: Proposed change of ownership plan for submitting required applications and licenses to governmental agencies and related letters to the CMS fiscal intermediary for Medicare Part A and Part B.

Requested Action: Approve the Change of Ownership plan and two letters to the CMS fiscal intermediary, Noridian, and authorize the Chairman to sign the two letters attesting that the Hospital Authority will be legally and financially responsible for the hospital in the event that there is any outstanding debt owed to CMS; Authorize Russell V. Judd to sign all change of ownership documents.

This is to request your Board's approval of (1) the proposed Change of Ownership plan to submit required applications and licenses to governmental agencies; and, (2) approval and authorization for the Board chair to sign two letters to the Centers for Medicare & Medicaid Services' (CMS) Fiscal Intermediary, Noridian Healthcare Solutions, LLC (Noridian), for Medicare Part A and Part B enrollment.

By way of background, pursuant to the Kern County Hospital Authority Act (California Health & Safety Code § 101852 et seq.), the California Legislature authorized the County of Kern to establish the Hospital Authority (Hospital Authority) and to transfer the ownership, control, management, and operation of the Kern Medical Center to the Hospital Authority. On October 6, 2015, the Kern County Board of Supervisors adopted an ordinance which created the Hospital Authority. The Hospital Authority became a legal entity on November 6, 2015. The Hospital Authority is a public agency that is a local unit of government separate and apart from the County of Kern and any other public entity. It is anticipated that the ownership and operations of Kern Medical Center will be transferred from the County of Kern to the Hospital Authority on July 1, 2016.

The Hospital Authority must submit a significant number of applications and permits with various government agencies as part of the change of ownership. The plan to prepare, review, and submit the various filings involves a standing Change of Ownership (CHOW) Committee that began meeting over a year ago. The CHOW Committee is led by a hospital executive with staff membership from various medical center departments and legal counsel. A detailed tracking mechanism is used to monitor and manage 127 applications and accompanying permits that are required to be submitted to various government agencies as part of the

change of ownership. Certain hospital staff was assigned to complete the required forms and accompanying permits, which were then further reviewed for completeness and accuracy by the County of Kern's retained outside legal counsel for the ownership transfer, Foley & Lardner, LLP. Once the applications and accompanying permits are deemed final, the Hospital Authority's Chief Executive Officer will sign the documents as necessary. The applications and related permits will then be submitted according to prescribed times to the requesting governmental agencies for a change of ownership. A summary list of the applications and accompanying permits is attached for reference.

At this time, the Hospital Authority must submit two letters as part of the change of ownership for Medicare enrollment to the CMS Fiscal Intermediary, Noridian, attesting that the Hospital Authority will be legally and financially responsible for the hospital in the event that there is any outstanding debt owed to CMS. One letter is for Medicare Part A, which is for the hospital's enrollment, and the second letter is for Medicare Part B, which is for the outpatient departments. Both letters are attached.

Attachments



March 16, 2016

Noridian JE Part A
PO Box 6770
Fargo, ND 58108-6774

To Whom It May Concern:

The Kern County Hospital Authority (the "Hospital Authority") is submitting this letter as part of the Medicare Part A Enrollment for Kern Medical Center. Kern Medical Center is a general acute care hospital located in Bakersfield, California. Kern Medical Center is currently enrolled in Medicare. Kern Medical Center is currently owned and operated by the County of Kern, a California county. As of July 1, 2016, the ownership and operations of Kern Medical Center will be transferred from the County of Kern to the Hospital Authority. Kern Medical Center is submitting a change of ownership application to reflect this change of ownership.

By way of background, pursuant to the Kern County Hospital Authority Act (California Health & Safety Code § 101852 *et seq.*), the California Legislature authorized the County of Kern to establish the Hospital Authority and to transfer the ownership, control, management, and operation of the Kern Medical Center to the Hospital Authority. On October 6, 2015, the Kern County Board of Supervisors adopted an ordinance which created the Hospital Authority. The Hospital Authority became a legal entity on November 6, 2015. The Hospital Authority is a public agency that is a local unit of government separate and apart from the County of Kern and any other public entity.

This letter serves as an attestation that the Hospital Authority will be legally and financially responsible for Kern Medical Center in the event that there is any outstanding debt owed to the Centers for Medicare & Medicaid Services.

My signature legally and financially binds the Hospital Authority to the laws, regulations, and program instructions of the Medicare program.

Please let us know if you have any questions.

Sincerely,

Chairman, Board of Governors



March 16, 2016

Noridian JE Part B
PO Box 6770
Fargo, ND 58108-6774

To Whom It May Concern:

The Kern County Hospital Authority (the "Hospital Authority") is submitting this letter as part of the Medicare Part B Enrollment for Kern Medical Center. Kern Medical Center is a general acute care hospital located in Bakersfield, California. Kern Medical Center currently operates a number of hospital outpatient departments, for which it bills Medicare Part B. Kern Medical Center is currently owned and operated by the County of Kern, a California county. As of July 1, 2016, the ownership and operations of Kern Medical Center will be transferred from the County of Kern to the Hospital Authority. Kern Medical Center is submitting a change of ownership application to reflect this change of ownership.

By way of background, pursuant to the Kern County Hospital Authority Act (California Health & Safety Code § 101852 *et seq.*), the California Legislature authorized the County of Kern to establish the Hospital Authority and to transfer the ownership, control, management, and operation of the Kern Medical Center to the Hospital Authority. On October 6, 2015, the Kern County Board of Supervisors adopted an ordinance which created the Hospital Authority. The Hospital Authority became a legal entity on November 6, 2015. The Hospital Authority is a public agency that is a local unit of government separate and apart from the County of Kern and any other public entity.

This letter serves as an attestation that the Hospital Authority will be legally and financially responsible for Kern Medical Center, including its hospital outpatient departments, in the event that there is any outstanding debt owed to the Centers for Medicare & Medicaid Services.

My signature legally and financially binds the Hospital Authority to the laws, regulations, and program instructions of the Medicare program.

Please let us know if you have any questions.

Sincerely,

Chairman, Board of Governors

DRAFT Hospital Authority Change of Ownership Documents

Entity	Document
CMS - Medicare Enrollment	CMS 855A (Buyer and Seller)
	CMS 855B
CMS - Medicare Enrollment	CMS 855R
CMS - Medicare Enrollment	CMS 855I
CMS - Medicare Enrollment	Letter from Government Entity
CMS - Medicare Enrollment	Organizational Diagram
CMS - Medicare Enrollment	Final Adverse Legal Action History (if applicable)
CMS - Medicare Enrollment	Licenses, certifications and registrations required by Medicare or State law
CMS - Medicare Enrollment	Federal, State, and/or local (city/county) business licenses, certifications and/or registrations required to operate a health care facility
CMS - Medicare Enrollment	CP 575
CMS - Medicare Enrollment	CMS-588
CMS - Medicare Enrollment	Letter With Banking Information
CMS - Medicare Enrollment	Copy(s) of all bills of sale or sales agreements
CMS - Medicare Enrollment	Statement in writing from the bank (if applicable)
CMS - Medicare Enrollment	CMS 1561
CMS - Medicare Enrollment	OMB No. 0900-0243
CMS - Medicare Enrollment	Nondiscrimination policy

CMS - Medicare Enrollment	Description of methods to disseminate nondiscrimination policy/notice
CMS - Medicare Enrollment	Facility admissions policy
CMS - Medicare Enrollment	Description/Explanation of policies regarding age restrictions (if applicable)
CMS - Medicare Enrollment	Disability discrimination grievance procedures
CMS - Medicare Enrollment	Limited English proficiency procedures
CMS - Medicare Enrollment	Procedures used to communicate effectively with individuals who are deaf, hard of hearing, blind, have low vision or have other impaired sensory, manual or speaking skills
CMS - Medicare Enrollment	Notice of Program Accessibility and methods used to disseminate information to patients/clients about the existence and locations of services and facilities accessible to persons with disabilities
CMS - Medicare Enrollment	HHS 690
CDPH Licensing and Certification Division - General Acute Care Hospital License	HS 200
CDPH Licensing and Certification Division - General Acute Care Hospital License	List of facilities
CDPH Licensing and Certification Division - General Acute Care Hospital License	Revocation, suspension or other action information
CDPH Licensing and Certification Division - General Acute Care Hospital License	Interim Management Company Agreement
CDPH Licensing and Certification Division - General Acute Care Hospital License	Grant Deed, Bill of Sale, Lease, Sublease, or Rental Agreement (if applicable)
CDPH Licensing and Certification Division - General Acute Care Hospital License	Attachment E -1
CDPH Licensing and Certification Division - General Acute Care Hospital License	Consulting Arrangement
CDPH Licensing and Certification Division - General Acute Care Hospital License	HS 215A, Resume, and Facility Information Sheet for the Administrator
CDPH Licensing and Certification Division - General Acute Care Hospital License	HS 215A, Resume, and Facility Information Sheet for the Director of Nursing

CDPH Licensing and Certification Division - General Acute Care Hospital License	HS 215A, Resumes, and Facility Information Sheets
CDPH Licensing and Certification Division - General Acute Care Hospital License	HS 309
CDPH Licensing and Certification Division - General Acute Care Hospital License	Map of district or area to be served (if necessary)
CDPH Licensing and Certification Division - General Acute Care Hospital License	Resolution authorizing the application
CDPH Licensing and Certification Division - General Acute Care Hospital License	HS 400 (if applicable)
CDPH Licensing and Certification Division - General Acute Care Hospital License	HS 402 (if applicable)
CDPH Licensing and Certification Division - General Acute Care Hospital License	Bond (if applicable)
CDPH Licensing and Certification Division - General Acute Care Hospital License	CDPH 609
CDPH Licensing and Certification Division - General Acute Care Hospital License	CDPH 709 (if applicable)
CDPH Licensing and Certification Division - General Acute Care Hospital License	DHCS 1051
CDPH Licensing and Certification Division - General Acute Care Hospital License	Purchase Agreement or Operating Transfer Agreement
CDPH Licensing and Certification Division - General Acute Care Hospital License	Accountant Verification for Patient Monies (or related statement)
CDPH Licensing and Certification Division - General Acute Care Hospital License	Receipt for Patient Monies (if applicable)
CDPH Licensing and Certification Division - General Acute Care Hospital License	<u>Letter regarding Patient Medical Records[2]</u>
DHCS - Medi-Cal Enrollment	HS 328
DHCS - Medi-Cal Enrollment	DHCS 9098
California Board of Pharmacy - Hospital Pharmacy License	Temporary License Application Fee
California Board of Pharmacy - Hospital Pharmacy License	License Application Fee
California Board of Pharmacy - Hospital Pharmacy License	Pharmacy's Policies and Procedures for Sterile Compounding

California Board of Pharmacy - Hospital Pharmacy License	Compounding Self-Assessment form (17M-39)
California Board of Pharmacy - Hospital Pharmacy License	Inspection Reports and Accrediting Agency Reports
California Board of Pharmacy - Hospital Pharmacy License	Community Pharmacy Application form (17A-4)
California Board of Pharmacy - Hospital Pharmacy License	<u>17A-19[3]</u>
California Board of Pharmacy - Hospital Pharmacy License	17A-2
California Board of Pharmacy - Hospital Pharmacy License	Approved wholesale credit application or wholesale agreement (if applicable)
California Board of Pharmacy - Hospital Pharmacy License	Copy of the lease agreement for the pharmacy premises (if applicable)
California Board of Pharmacy - Hospital Pharmacy License	Seller's Certification
California Board of Pharmacy - Hospital Pharmacy License	Purchase Agreement
California Board of Pharmacy - Hospital Pharmacy License	Acute Care License
California Board of Pharmacy - Hospital Pharmacy License	17A-11 for Administrator
California Board of Pharmacy - Hospital Pharmacy License	17A-11 for Pharmacist-in-Charge
California Board of Pharmacy - Hospital Pharmacy License	Letter regarding Government ownership
California Board of Pharmacy - Hospital Pharmacy License	Name of Director of Public Health
California Board of Pharmacy - Hospital Pharmacy License	Organizational Structure
CMS - CLIA Certificates	CMS 116
CMS - CLIA Certificates	Evidence of accreditation (if applicable)
CMS - CLIA Certificates	CMS 209
CDPH Laboratory Field Services Division - Clinical Facility Permit	CDPH Lab 193

California OSHPD	Letter to OSHPD
City of Bakersfield - Business Tax Certificate	Application for Business Tax Certificate
CDPH Radiologic Health Branch - Radiation Machine Registration	RH 2261N
CDPH Radiologic Health Branch - Radiation Machine Registration	FDA 2579
CDPH Radiologic Health Branch - Radiation Machine Registration	RH 2261W
CDPH Radiologic Health Branch - Radioactive Materials	Letter regarding transfer of license
CDPH Radiologic Health Branch - Radioactive Materials	Letter regarding transfer of license cont'd
CDPH Radiologic Health Branch - Radioactive Materials	CDPH LFS Lab 144A
CDPH Radiologic Health Branch - Radioactive Materials	CDPH 1513
CDPH Radiologic Health Branch - Radioactive Materials	CDPH 183
DEA - Distribution/Dispense Registration	Letter regarding change of ownership.
Kern County Environmental Health Services Department, Medical Waste Program - Hazardous Materials Registration	Kern County Medical Waste Generator Permit Application
Joint Commission - Notice of Changes in the Organization	Email or letter to Joint Commission account representative.
Office of Pharmacy Affairs - 340B Change information	340B Participant Change Form
Licenses	Permits to operate Air Pressure Tank, Steam Boilers and Liquefied Petroleum Gas
Licenses	FDA Mammography X-Ray Equipment and Facility Accreditation
Licenses	American College of Radiology Mammography Certification
Permit	Elevator Permit
Licenses	DHCS Mental Health Services - Legal Entity Number

Licenses	DHCS Mental Health Services - Mental Health Provider Number
Licenses	DHCS Mental Health Services - Information Technology Web Service Update
Licenses	California Children's Services Program MOU/ Computer Access to
Licenses	Women's, Infants, and Children Program
Licenses	Vaccines for Children Program
Licenses	Nitrogen Oxide and Oxygen Tanks - Praxair
Licenses	Family Pact/Every Woman Counts/Comprehensive Perinatal Services Program
Licenses	California State Board of Pharmacy Application
Licenses	Radiation Tube registration
Licenses	EPA ID (hazardous Waste)
Certificate	Large Quantity Medical Waste Generator Certificate
Permit	Medical Waste Common Storage Facility Permit
Permit	City Flammable And Hazardous Materials Permit
Permit	Industrial User Wastewater Discharge Permit
Licenses	Permit to Operate (Air Pollution)
Licenses	Air Quality Management District (Form 400-A)
Permit	Underground Storage Tank Operating Permit
Licenses	Application for Fuel Free Tax Account Number
Business Plan	Fire Department Emergency Business Plan

Licenses	Alarm Permit
Authorization	Radio Station Authorization - EMS Base Station
Permit	Heliport Permit
Permit	Permit to Operate Food Facility
Licenses	Weights and Measure Device Registration Certificate
Licenses	Registration - Radioactive Materials (Nuclear Med)
Licenses	Program Flexibility for Surgical Services Requirement
Agreement	Subpoena - Medical Records



**BOARD OF GOVERNORS
KERN COUNTY HOSPITAL AUTHORITY REGULAR MEETING**

March 16, 2016

SUBJECT: Recognition of Exclusive Employee Organizations

Required Action: Approve; Adopt Resolution.

Pursuant to 101853.1(d)(1) of the Kern County Hospital Authority Act and pursuant to the provisions of the Meyers-Milias-Brown Act, Government Code Sections 3500 et seq., for the twenty four (24) month period commencing with the Effective Date of the transfer to the Kern County Hospital Authority (Authority), the Authority hereby declares that it will recognize the following employee organizations:

1. Service Employees' International Union (SEIU), Local 521 as the exclusive employee organization for the classifications listed within the bargaining units: 1-Supervisory, 2-Professional, 3-Technical Services, 4-Clerical, 5-Administrative, and 6-Trades/Crafts/Labor.
2. SEIU, Local 521 as the exclusive employee organization for the classifications listed within the bargaining units: A-Extra Help Technical Services, B-Extra Help Clerical, E-Extra Help Administrative, and G-Extra Help Trades/Crafts/Labor.
3. Committee of Interns and Residents/Service Employees International Union Local 1957 ("CIR/SEIU") as the exclusive employee organization for all interns, residents and fellows.

**BEFORE THE BOARD OF GOVERNORS
OF THE KERN COUNTY HOSPITAL AUTHORITY**

In the matter of:

Resolution No. _____

**RECOGNITION OF SEIU AS EXCLUSIVE
EMPLOYEE ORGANIZATIONS**

I, RAQUEL FORE, Authority Board Coordinator for the Kern County Hospital Authority, hereby certify that the following Resolution, on motion of Director _____, seconded by Director _____, was duly and regularly adopted by the Board of Governors of the Kern County Hospital Authority at an official meeting thereof on the 16th day of March, 2016, by the following vote, and that a copy of the Resolution has been delivered to the Chairman of the Board of Governors.

AYES:

NOES:

ABSENT:

RAQUEL FORE
Authority Board Coordinator
Kern County Hospital Authority

Raquel Fore

RESOLUTION

Section 1. WHEREAS:

(a) The Kern County Hospital Authority Act (Health and Saf. Code, § 101852 et seq.) (the "Act"), authorizes the Board of Supervisors of the County of Kern (the "County") to establish by ordinance the Kern County Hospital Authority (the "Authority") which shall maintain, operate and manage the Kern Medical Center (the "Medical Center").

(b) Pursuant to its authority under the Act, on October 6, 2015, the Board of Supervisors enacted Ordinance No. A-356 (the “Ordinance”), which became effective on November 6, 2015, thereby creating and establishing the Hospital Authority.

(c) Pursuant to the Act and the Ordinance, and on a date to be determined, the County will transfer to the Authority the maintenance, operation, management, and personnel of the Medical Center (the “Effective Date”).

(d) Pursuant to Section 101853.1(d)(1) of the Act, on the Effective Date and for the period of 24 months following the Effective Date, the Authority shall recognize each exclusive employee representative of each bargaining unit at the Medical Center.

Section 2. NOW, THEREFORE, IT IS HEREBY RESOLVED by the Board of Governors of the Kern County Hospital Authority, as follows:

1. This Board finds the facts recited herein are true, and further finds that this Board has jurisdiction to consider, approve, and adopt the subject of this Resolution.

2. Pursuant to 101853.1(d)(1) of the Act and pursuant to the provisions of the Meyers-Milias-Brown Act (Gov. Code, § 3500 et seq.), for the 24-month period commencing with the Effective Date, the Authority hereby declares that it will recognize the Service Employees’ International Union, Local 521 (the “Union”) as the exclusive employee organization for the classifications listed within the bargaining units as specified by unit numbers 1-Supervisory, 2-Professional, 3-Technical Services, 4-Clerical, 5-Administrative, and 6-Trades/Crafts/Labor in the applicable County salary ordinance.

3. Pursuant to 101853.1(d)(1) of the Act and pursuant to the provisions of the Meyers-Milias-Brown Act (Gov. Code, § 3500 et seq.), for the 24-month period commencing with the Effective Date, the Authority hereby declares that it will recognize the Service Employees’ International Union, Local 521 as the exclusive employee organization for the “extra help” classifications listed within the bargaining units as specified by unit numbers A-Extra Help Technical Services, B-Extra Help Clerical, E-Extra Help Administrative, and G-Extra Help Trades/Crafts/Labor in the applicable County salary ordinance.

4. Pursuant to 101853.1(d)(1) of the Act and pursuant to the provisions of the Meyers-Milias-Brown Act (Gov. Code, § 3500 et seq.), for the 24-month period commencing with the Effective Date, the Authority hereby declares that it will recognize the Committee of Interns and Residents/Service Employees International Union, Local 1957 (“CIR/SEIU”) as the exclusive employee organization for all interns, residents and fellows covered by the Memorandum of Understanding between CIR/SEIU Local 1957 and the County of Kern entered into on June 25, 2013.

5. The Authority Board Coordinator shall provide copies of this Resolution to the following:

Office of County Counsel
County Administrative Office
Human Resources Division
Kern Medical Center
SEIU Local 521
SEIU Local 521-Extra Help
CIR/SEIU Local 1957

**KERN COUNTY HOSPITAL AUTHORITY
BOARD OF GOVERNORS
PUBLIC STATEMENT REGARDING CLOSED SESSION**

(Government Code Section 54957.7)

On the recommendation of the Chief Executive Officer, the Board of Governors will hold a closed session on March 16, 2016, to consider:

 X PUBLIC EMPLOYEE APPOINTMENT/RECRUITMENT - Title: Kern Medical Center Chief Executive Officer (Government Code Section 54957)

 PUBLIC EMPLOYEE PERFORMANCE EVALUATION - Title: _____
(Government Code Section 54957)

 PUBLIC EMPLOYEE DISCIPLINE/DISMISSAL/RELEASE -
(Government Code Section 54957)

 CONFERENCE WITH LABOR NEGOTIATORS - _____
(Government Code Section 54957.6)

**KERN COUNTY HOSPITAL AUTHORITY
BOARD OF GOVERNORS
PUBLIC STATEMENT REGARDING CLOSED SESSION**

(Government Code Section 54957.7)

On the recommendation of the Chief Executive Officer, the Board of Governors will hold a closed session on March 16, 2016, to consider:

 X PUBLIC EMPLOYEE APPOINTMENT/RECRUITMENT - Title: Kern Medical Center Chief Financial Officer (Government Code Section 54957)

 PUBLIC EMPLOYEE PERFORMANCE EVALUATION - Title: _____
(Government Code Section 54957)

 PUBLIC EMPLOYEE DISCIPLINE/DISMISSAL/RELEASE -
(Government Code Section 54957)

 CONFERENCE WITH LABOR NEGOTIATORS - _____
(Government Code Section 54957.6)

**KERN COUNTY HOSPITAL AUTHORITY
BOARD OF GOVERNORS
PUBLIC STATEMENT REGARDING CLOSED SESSION**

(Government Code Section 54957.7)

On the recommendation of the Chief Executive Officer, the Board of Governors will hold a closed session on March 16, 2016, to consider:

 PUBLIC EMPLOYEE APPOINTMENT/RECRUITMENT - Title: _____
(Government Code Section 54957)

 X PUBLIC EMPLOYEE PERFORMANCE EVALUATION - Title: Kern Medical Center Chief
Executive Officer (Government Code Section 54957)

 PUBLIC EMPLOYEE DISCIPLINE/DISMISSAL/RELEASE -
(Government Code Section 54957)

 CONFERENCE WITH LABOR NEGOTIATORS - _____
(Government Code Section 54957.6)