

**TRI-CITY HEALTHCARE DISTRICT
 AGENDA FOR A REGULAR MEETING
 OF THE BOARD OF DIRECTORS
 September 25, 2014 - 1:30 o'clock p.m.
 Classroom 6 - Eugene L. Geil Pavilion
 Open Session – Assembly Rooms 1, 2, 3
 4002 Vista Way, Oceanside, CA 92056**

REVISED

The Board may take action on any of the items listed below, unless the item is specifically labeled "Informational Only"

| | Agenda Item | Time Allotted | Requestor |
|---|--|----------------------|------------------|
| 1 | Call to Order | 3 min. | Standard |
| 2 | Approval of agenda | | |
| 3 | Public Comments – Announcement Members of the public may address the Board regarding any item listed on the Closed Session portion of the Agenda. Per Board Policy 14-018, members of the public may have three minutes, individually, to address the Board of Directors. | 3 min. | Standard |
| 4 | Oral Announcement of Items to be Discussed During Closed Session (Government Code Section 54957.7) | | |
| 5 | Motion to go into Closed Session | | |
| 6 | Closed Session | 2 Hours | |
| | a. Conference with Legal Counsel – Potential Litigation Gov. Code Section 54956.9(d) (2 Matters) | | |
| | b. Conference with Legal Counsel – Existing Litigation Gov. Code Section 54956.9(d)1, (d)4 (1) Medical Acquisitions Company vs. TCHD Case No: 2014-00009108 (2) TCHD vs. Medical Acquisitions Company Case No. 2014-00022523 (3) Hammes Co. Healthcare, LLC and HC Tri-City I, LLC vs. TCHD, et al U.S. District Court, Southern District of California Case No. 3:09-cv-02324-JLS-CAB | | |
| | c. Hearings on Reports of the Hospital Medical Audit or Quality Assurance Committees (Authority: Health & Safety Code, Section 32155) | | |
| | d. Approval of prior Closed Session Minutes | | |
| | e. Reports Involving Trade Secrets (Authority: Health and Safety Code, Section 32106) Discussion Will Concern: Proposed new service or program Date of Disclosure: January, 2015 | | |

Note: Any writings or documents provided to a majority of the members of Tri-City Healthcare District regarding any item on this Agenda will be made available for public inspection in the Administration Department located at 4002 Vista Way, Oceanside, CA 92056 during normal business hours.

Note: If you have a disability, please notify us at 760-940-3347 at least 48 hours prior to the meeting so that we may provide reasonable accommodations.

| | Agenda Item | Time Allotted | Requestor |
|----|--|---------------|-----------------------------------|
| | f. Reports Involving Trade Secrets (Authority: Health and Safety Code, Section 32106) Discussion Will Concern: Proposed new service or program Date of Disclosure: January, 2015 | | |
| 7 | Motion to go into Open Session | | |
| 8 | Open Session | | |
| | Open Session – Assembly Room 3 – Eugene L. Geil Pavilion (Lower Level) and Facilities Conference Room – 3:30 p.m. | | |
| 9 | Report from Chairperson on any action taken in Closed Session (Authority: Government Code, Section 54957.1) | | |
| 10 | Roll Call / Pledge of Allegiance | 3 min. | Standard |
| 11 | Public Comments – Announcement Members of the public may address the Board regarding any item listed on the Board Agenda at the time the item is being considered by the Board of Directors. Per Board Policy 14-018, members of the public may have three minutes, individually, to address the Board of Directors. NOTE: Members of the public may speak on any item not listed on the Board Agenda, which falls within the jurisdiction of the Board of Directors, immediately prior to Board Communications. | 2 min. | Standard |
| 12 | Special Presentation – Efficiency and Effectiveness Initiative – Presentation by Daniel Martinez VP of IT, Greg Felix, (Airstrip), Kevin Harris (CureMatrix), David Lucas (Vivify), Dr. Scott Worman, Chief of Staff | 45 min. | Chair/FOP Comm. |
| 13 | Report from TCHD Foundation – Glen Newhart, Executive Director | 5 min. | Standard |
| 14 | Report from Chief Executive Officer | 10 min. | Standard |
| 15 | Report from Chief Financial Officer | 10 min. | Standard |
| 16 | New Business | | |
| | a. Consideration to approve the FY2014 Financial Audit – presentation by Devon Wiens, Moss Adams | 15 min. | Chair/Audit, Comp. & Ethics Comm. |
| | b. Consideration to approve renewal of the 2015 Employee Benefits – presentation by Denise Hujing and Kandace McCrae, BB&T | 15 min. | Chair/HRC Comm. |
| | c. Approval to appoint Ms. Xiomara Arroyo to a two-year term on the Community Healthcare & Alliance Committee – Multicultural Seat | 3 min. | CHAC Comm. |
| | d. Approval to appoint Ms. Linda Ledesma to a two-year term on the Community Healthcare & Alliance Committee – Carlsbad Resident Seat | 3 min. | CHAC Comm. |
| | e. Approval to reappoint Ms. Marilou dela Rosa Hruby to a second two year term on the Community Healthcare & Alliance Committee | 3 min. | CHAC Comm. |
| | f. Consideration to cast ballot for Jo MacKenzie as a Regular Special District member and Ed Sprague, Special District Alternate Member on LAFCO's Board of Directors | 3 min. | Chair |

| | Agenda Item | Time Allotted | Requestor |
|----|--|---------------|---|
| 17 | Old Business - None | 5 min. | Chair |
| 18 | Chief of Staff a. Consideration of September 2014 Credentialing Actions Involving the Medical Staff – New Appointments Only | 5 min. | Standard |
| 19 | <p>Consideration of Consent Calendar</p> <p>(1) Medical Staff Credentials for September, 2014</p> <p>(2) Medical Staff Recommendations</p> <p>a. Department/Divisions Rules & Regulations:</p> <p>1. Division of General & Vascular Surgery Rules & Regulations</p> <p>2. Division of Subspecialty Surgery Rules & Regulations</p> <p>b. Medical Staff Policies:</p> <p>1. Cultural Diversity & Linguistics Competency – 8710-601</p> <p>2. Joint Providership/Co-Providership – 8710-602</p> <p>3. Continuing Medical Education Mission Statement</p> <p>4. Regularly Scheduled Series (RSS) Monitoring – 8710-606</p> <p>c. Pharmacy & Therapeutics Recommendations:</p> <p>1. Formulary Addition: Indomethacin (Indocin)</p> <p>(3) Medical Executive Committee Summary Report</p> <p>(4) Board Committees</p> <p>(1) All Committee Chairs will make an oral report to the Board regarding items being recommended if listed as New Business or pulled from Consent Calendar.</p> <p>(2) All items listed were recommended by the Committee.</p> <p>(3) Requested items to be pulled <u>require a second.</u></p> <p>A. Human Resources Committee Director Kellett, Committee Chair Open Community Seats – 0 (Committee minutes included in Board Agenda packets for informational purposes)</p> <p>1. Approval of Administrative Policy & Procedure #8610-408 – Absences and Tardiness</p> <p>2. Approval of Administrative Policy & Procedure #8610-432 – Employee Transfers</p> <p>3. Approval of Administrative Policy & Procedure #8610-479 – Social Media</p> <p>B. Employee Fiduciary Retirement Subcommittee Director Kellett, Subcommittee Chair Open Community Seats - 0 <i>No meeting held in September, 2014</i></p> <p>C. Community Healthcare Alliance Committee Director Nygaard, Committee Chair Open Community Seats - 2 (Committee minutes included in Board Agenda packets for informational purposes)</p> | 5 min. | <p>Standard</p> <p>Standard</p> <p>Standard</p> <p>HR Comm.</p> <p>Emp. Fid. Subcomm.</p> <p>CHAC Comm.</p> |

| | Agenda Item | Time Allotted | Requestor |
|--|--|---------------|------------|
| | <p>D. Finance, Operations & Planning Committee Director Dagostino, Committee Chair Open Community Seats - 1 (Committee minutes included in Board Agenda packets for informational purposes.)</p> <ol style="list-style-type: none"> 1. Approval of an agreement with AirStrip for a term of 60 months, beginning October 1, 2014 through September 30, 2019 for an annual cost not to exceed \$464,631 and a total cost for the term of \$1,821,513. 2. Approval of an agreement with Vivify Health for a term of 33 months beginning October 1, 2014 through June 30, 2014 for a total expense for the term of \$178,780. 3. Approval of an agreement with CureMetrix, Inc. for Center for Clinical Excellence for a Phase One cost of \$315,549 and a Scope Expansion cost of \$231,323, and a total cost for the project of \$546,872. 4. Approval of an ED On Call Coverage Agreement with Dr. Henry Hudson, Ophthalmologist, for a term of 21 months beginning 10/1/14 and ending 6/30/16, not to exceed a daily rate of \$150 for an annual cost of \$54,900 and a total cost for the term of \$95,850. 5. Approval of an ED On-Call Coverage Agreement with Drs. Bilal Choudry and Chunyang Wang, Neurologists for a term of 21 months beginning 10/1/14 through 6/30/16, not to exceed a daily rate of \$500 for an annual cost of \$183,000 and a total cost for the term of \$319,500. 6. Approval of an ED On-Call Coverage Agreement with Drs. Abhay Gupta and Gregory Park, Plastic Surgeons, for a term of 21 months beginning 10/1/14 through 6/30/16, not to exceed a daily rate of \$500 for an annual cost of \$183,000 and a total cost for the term of \$319,500. 7. Approval of an ED On-Call Coverage Agreement with Dr. Jason Phillips, Urologist, for a term of 21 months beginning 10/1/14 through 6/30/16, not to exceed a daily rate of \$350 for an annual cost of \$128,100 and a total cost for the term of \$223,650. 8. Approval of an ED On-Call Coverage Agreement with Dr. Karim El-Sherief, Cardiologist for a term of 21 months beginning 10/1/14 through 6/30/16, not to exceed a daily rate of \$200 for Cardiology-General and \$600 for Cardiology-Interventional for an annual cost of \$73,200 for Cardiology-General and \$219,600 for Cardiology-Interventional, and a total cost for the term of \$127,800 for Cardiology-General and \$383,400 for Cardiology-Interventional. | | FO&P Comm. |

| | Agenda Item | Time Allotted | Requestor |
|--|---|---------------|--|
| | <p>9. Approval of an agreement with Fidelis Partners for a term of 12 months, beginning 10/1/14 through 9/30/15 for an annual amount of \$84,000 and a total expense for the term of \$84,000.</p> <p>10. Approval of a Wellness MOB Timeshare Lease Agreement with Dr. Karen Hanna for a term of two months, beginning August 1, 2014 through September 30, 2014, with an option of an additional two months at the fair market rental rate as determined by the Arens Group in March 2014.</p> <p>11. Approval of an agreement with Cardinal Health Optifreight Program for reduced FEDEX freight fees for a term of 36 months beginning October 1, 2014 through September 30, 2017 for an annual amount of \$215,000 (including all TCHD FEDEX shipping expenses) and a total expense for the term of \$645,000.</p> <p>12. Approval to authorize executive management to negotiate terms and conditions associated with the Credit Agreement dated April 2, 2012 and amended on September 30, 2013, including execution of a replacement note for existing term debt of approximately \$51 million, and to execute any and all agreements and instruments, as approved by legal counsel, on behalf of the District to provide for such amendments and/or modifications.</p> <p>13. Consideration to approve agreement with CorVel for third-party workers' compensation claims administration for a term of 36 months beginning January 1, 2015 through December 31, 2017 for an annual cost of \$159,720 and a total cost for the term of \$479,160</p> <p>E. Professional Affairs Committee Director Reno, Committee Chair <i>(No meeting held in August,2014)</i></p> <p>F. Governance & Legislative Committee Director Schallock, Committee Chair Open Community Seats - 1 <i>(No meeting held in September,2014)</i></p> <p>G. Audit & Compliance Committee Director Finnila, Committee Chair Open Community Seats – 1 (Committee minutes included in Board Agenda packets for informational purposes.)</p> <p>1. Consideration to approve Committee Operating Principles</p> | | <p>PAC Comm.</p> <p>Gov. & Leg. Comm.</p> <p>Audit, Comp. & Ethics Comm.</p> |
| | <p>(5) Minutes – Approval of a) August 28, 2014 – Regular Board of Directors Meeting</p> | | <p>Standard</p> |

| | Agenda Item | Time Allotted | Requestor |
|----|---|-----------------------------|-----------|
| | (6) Meetings and Conferences | | Standard |
| | (7) Dues and Memberships - None | | Standard |
| 20 | Discussion of Items Pulled from Consent Agenda | 10 min. | Standard |
| 21 | Reports (Discussion by exception only) (a) Dashboard - Included (b) Construction Report – None (c) Lease Report – (August, 2014) (d) Reimbursement Disclosure Report - (August, 2014) (e) Seminar/Conference Reports 1. Governance Forum – Chairman Schallock | 0-5 min. | Standard |
| 22 | Legislative Update | 5 min. | Standard |
| 23 | Comments by Members of the Public NOTE: Per Board Policy 14-018, members of the public may have three (3) minutes, individually, to address the Board. | 5-10 minutes | Standard |
| 24 | Additional Comments by Chief Executive Officer | 5 min. | Standard |
| 25 | Board Communications (three minutes per Board member) | 18 min. | Standard |
| 26 | Report from Chairperson | 3 min. | Standard |
| | Total Time Budgeted for Open Session (Includes 10 minutes for recess to accommodate KOCT tape change) | 3 hours/ 13 min. | |
| 27 | Oral Announcement of Items to be Discussed During Closed Session (If Needed) | | |
| 28 | Motion to Return to Closed Session (If Needed) | | |
| 29 | Open Session | | |
| 30 | Report from Chairperson on any action taken in Closed Session (Authority: Government Code, Section 54957.1) – (If Needed) | | |
| 31 | Adjournment | | |