

**BLOSS MEMORIAL HEALTHCARE DISTRICT (BMHD)
BOARD OF DIRECTORS MEETING
BOARD ROOM
Thursday, January 4, 2024
2:00 pm**

CALL TO ORDER

Kathy Flaherty, Vice Chair, called the meeting to order at 2:00 pm.

ROLL CALL

Board Members Present: Vacant, Zone 1; Vacant, Zone 2; Kathy Flaherty, Vice Chair, Zone 3; Al Peterson, Treasurer, Zone 4 and Bob Boesch, Secretary, Zone 5

Others Present: Kory Billings, CEO; Fily Cale, Executive Assistant; Dawnita Castle, CFO; Tom Ebersol, Legal Counsel; Edward Lujano, CFHC CEO; Peter Mojarras, CFHC COO and Sabrina Cooksey, CFHC HRO

Absent: None

APPROVAL OF AGENDA

A motion was made / seconded, (Bob Boesch / Alfonse Peterson) to approve the January 4, 2024 as presented. Motion carries.

PUBLIC COMMENTS

Edward Lujano thanked BMHD for 17 years of service to the board of directors. It officially ends December 31, 2023 and it was a privilege working with the board of directors. He recognized Alfonse Peterson who was on the board when he started along with Buck Jones, Lloyd Weaver, Dorothy Bizzini and Kathy Hill.

When he joined the board 17 years ago, he didn't know anything about a District Hospital, and he was taught some of the dynamics, frameworks and about the open public comments. He was allowed to take on the Parlier dental surgical center project; to expand into Stockton with that dental surgical center and becoming the CEO of CFHC when they separated from BMHD as it would be the best thing for both organizations. And finding David Thompson to be a partner to buy the dental surgical centers.

He knows that after 17 years, he is leaving BMHD in a better financial position that it was even when he started. It was in a good position when he started as monies were coming in from Larry Church DDS and the dental surgicenter. He takes great pride that he leaving BMHD in that position and that there is now new leadership with new direction. He wishes the board of directors all the best in their new home at the Bloss facility as it is where they started.

APPROVAL OF MINUTES

A. Approval of November 30, 2023 Board of Directors Meeting Minutes, Exhibit 1

A motion was made / seconded, (Bob Boesch / Alfonse Peterson) to accept and approve the November 30, 2023 Board of Directors meeting minutes as presented, Exhibit 1. Motion carries.

FINANCIAL REPORT

A. Approval of November 30, 2023 Finance Committee Meeting Minutes, Exhibit 2

A motion was made / seconded, (Alfonse Peterson / Bob Boesch) to approve and accept the November 20, 2023 Finance Committee Meeting Minutes, Exhibit 2. Motion carries.

B. November District Financials, Exhibit 3

Dawnita Castle provided an update that BMHD had gains not losses, she had used a template from the prior month and had not updated it.

The investments in total increased by \$233,000 which helped with the bottom line. Rental income had a decrease of almost \$13,000 for the tenants at the Castle Site. There was also more expenses to set up at the Bloss site.

BMHD had a net gain before depreciation of \$229,553 and after depreciation a net gain of \$163,176. Expenses include Sierra Kings at \$9,743 with one month left. November's operating cash balance was at \$3,381,577 and Days Cash on Hand decreased due to rental income and is at 679 days.

B. November Payroll, Electronic Payments & Check Register, Exhibit 4

A motion was made / seconded, (Alfonse Peterson / Bob Boesch) to accept the September total payroll of \$9,168.86; total accounts payable of \$219,450.50 for a grand total disbursement of \$228,619.36, Exhibit 3. Motion carries.

CHIEF EXECUTIVE OFFICER REPORT

A. Staffing

Fily Cale has accepted the position as full-time executive assistant for Bloss Memorial Healthcare District effective January 2, 2024.

B. Employee Handbook

A labor attorney has reviewed the employee handbook, it has come back with minor corrections. He is reviewing it and it will be sent to the committee for full review and hopefully be added to the next board agenda for approval.

C. Bloss Site Update

Furniture is being delivered today.

Hoffman has installed an alarm system on just the wing BMHD is occupying, it is alarmed separately from the rest of the facility. Two cameras are also being replaced in this area.

BMHD has come full circle with administration returning to where it once was.

D. Heating and AC Update

There is a need to continue looking at upgrading the heating and AC system at the Castle Site. He along with Edward Lujano met with Carrier and last week Carrier brought another representative out to look at another opportunity to deal specifically with the dental surgery center (Blue Cloud). He is waiting for their proposal.

At this point Carrier has been the only responsive company. He has spoken to maintenance about the potential of reaching out directly to Trane and other manufacturers. Local heat and air conditioning companies had all said that its not a job they can take on as they don't build equipment themselves.

E. Board Candidate Interviews

Board candidate interview was conducted this week and Kathy Flaherty will report on that at next month's meeting and make some recommendations to the board of directors.

F. Affiliation Agreement

He has reviewed the affiliation agreement multiple times and has sent it to the attorney. The affiliation agreement will take out Edward Lujano's piece as he is no longer the CEO. There is still a standing affiliation agreement with BMHD and CFHC that is a legal binding document that continues on with BMHD receiving reports from CFHC on the status of health care in our community and that is important.

Currently it will continue on with receiving assistance from finance and maintenance.

In order to completely get rid of the affiliation agreement it needs to come back to the BMHD and CFHC boards of directors to eliminate that.

Thomas Ebersole, Legal Counsel, added that if the board has questions or concerns and once to put it on the agenda and come to a collective concurrence about it, it can.

The affiliation has changed now and it would be appropriate to have a document reflect the actual relationship between the parties and he supports this position.

OLD BUSINESS / REPORTS

A. November Castle Family Health Centers, Inc Report, Exhibit 5

Peter Mojarras reported that ongoing recruitment for providers is ongoing.

They are excited about their new facility and encourage any board members to stop by. It is a fifteen-exam room facility, phlebotomy and x-ray services. X-ray services will start next week.

Sabrina Cooksey, HRO, is reviewing all new labor laws.

They are entering into a few agreements with Central California Alliance for additional quality of care measure that they will be monitoring and they are also doing this at the State level. Health care is moving toward quality, they will want to know what did your doctor do, what was the outcome.

Flu and COVID are on the rise and it is lingering.

The CFHC board is asking what is the status of the lease with Day Break and he's hoping that it will be scheduled soon for discussion.

He along with Edward Lujano, CFHC CEO are requesting a meeting with Kory Billings, BMHD CEO to discuss how to move forward with the affiliation agreement. CFHC staff is providing services to BMHD and how will this continue to operate.

CFHC board of directors would like to know, if the opportunity presents itself, is the purchase of the Castle facility and if there is a timeline or not. They need to know, so that strategically they can move forward from the organization. They need to know their sustainability moving forward.

B. Sports Physicals Grant Update

Peter Mojarras reported that 827 have been completed out of 855 in the initial grant presented. It has slowed down. They expect more students to come in for the spring sports.

NEW BUSINESS

A. CFHC Grant Request for Additional Support for School Sports Physicals, Exhibit 7

Peter Mojarras presented a grant request for additional support for schools' sports physicals. They will potentially see more students coming in and it is a huge undertaking for them. They are requesting \$9,000 to support 150 sports physicals. Physicals are not just for sports, sometimes it is also for band.

As it gets closer to springs sports, they will request for a larger amount.

Kathy Flaherty stated that she was a high school coach for many years and from personal knowledge, the spring sports have already started, so those children that were going to sign up for

spring sports have already received their physicals, perhaps we need to table this item to the March meeting and perhaps include the summer and fall programs.

Peter Mojarras stated that now its fall sports now and baseball will start in March. Kathy Flaherty added that swimming and tennis have also started. Kory Billings stated that he had a conversation with Atwater High School who they believe that the number we shared with them which was in the report, said that should be pretty much all of the kids. For baseball, while the season hasn't started yet, they were required to get their physicals already in order to even try out for the team. There may be a few trickling in but it should be very few.

A motion was made / seconded, (Alfonse Peterson / Bob Boesch) to fund the grant as presented, Exhibit 7. Kathy Flaherty Nay. Motion carried.

B. Nomination of 2024 Slate of Officers

Alfonse Peterson presented the nomination of officers for the 2024 Slate of Officers.

Kathy Flaherty, Chair; Bob Boesch, Vice Chair; Alfonse Peterson, Secretary / Treasurer.

A motion was made / seconded, (Alfonse Peterson / Bob Boesch) to approve the recommendation of the Nomination Committee for the 2024 Slate of Officers. Kathy Flaherty, Board Chair, Bob Boesch, Vice Chair; Alfonse Peterson, Secretary / Treasurer. Motion carries.

BOARD MEMBER REPORTS

Kathy Flaherty reported that she along with Kory Billings did start the interview process for new board members. One has been interviewed with a couple more to interview. A report will be forthcoming at the next board meeting.

APPOINTMENTS / CEREMONIAL MATTERS

Kory Billings presented Edward Lujano with an etched crystal tower in recognition of 17 years of service to Bloss Memorial Healthcare District.

AGENDA FOR CLOSED SESSION

CONFERENCE WITH REAL PROPERT NEGOTIATORS §54956

1251 Grove Avenue, Suite E – Day Break Adult Day Health Care Center
Atwater, CA 95301

NEXT MEETING DATE

The next Board of Directors meeting will be held on Thursday, January 25, 2024 at 2:00 pm in the Board Room.

ADJOURNMENT

The regular board meeting adjourned into closed session at 2:33 pm.

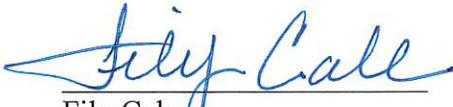
The meeting reconvened into public session at 2:39 pm. No action taken.

Kory Billings reported that Lloyd Weaver served on the Bloss Memorial Healthcare District Board of Directors for over 40 years and at one time was recognized as one of the longest running district board members throughout the entire State of California. He has passed away.

The meeting was adjourned in Memory of long time board member Lloyd “Bob” Weaver.

As there was no further business, the meeting adjourned at 2:42 pm.

Respectfully Submitted,



Fily Cale
Executive Assistant



Bob Boesch
Board Secretary