

**BOARD OF DIRECTORS  
Meeting Minutes  
February 6, 2023**

*Recording of this meeting can be found linked [here](#). These meeting minutes show the time of specific agenda items. Fast forward the recording to the item of interest to hear detailed discussion.*

The Board of Directors of Grossmont Healthcare District held a regular meeting on Monday, February 6, 2023, at 7:30 a.m. via teleconference and in person. Members of the public were able to participate by telephone, Zoom, or in-person at the Sharp Brier Patch Campus, located at 9000 Wakarusa Street, Building F, Classroom 13, La Mesa, California 91942. For purposes of these minutes, the listed items are reflected in the order set forth on the posted Agenda. In some cases, discussion of items may have taken place out of sequence during the meeting. Any mis-labeled items on the agenda have been corrected in these minutes.

Directors Present: Gloria A. Chadwick, RN, Board President  
Robert “Bob” Ayres, Board Vice President (via Zoom)  
Virginia Hall, RN, Board Secretary  
Michael Emerson, RDO, Board Treasurer  
Randy Lenac, Board Member

Staff Present: Christian Wallis, Chief Executive Officer  
Tom Scaglione, Chief Administrative Officer  
Amy Abrams, Chief Community Health Officer  
Jeffrey Scott, General Counsel

Guests: Jason Broad, Sharp Grossmont Hospital (via Zoom)  
Ryan Purdy, Sharp Grossmont Hospital (via Zoom)  
Matthew Smiley, ASW, La Mesa Police Department  
Captain Matt Nicholass, La Mesa Police Department  
Baron T. Willis

**A. Call to Order**

The meeting was called to order at 7:30 a.m. by President Chadwick.

**B. Pledge of Allegiance**

Director Virginia Hall, RN, led the pledge.

C. Approval of Agenda **(00:02:40)**

With the minor change of conducting agenda item F(b) below first (La Mesa Police Department H.O.M.E. Program Presentation), **motion was made by Director Emerson, seconded by Director Lenac, and unanimously carried (5-0) to adopt the agenda, as written.**

D. Public Comment **(00:03:25)**

Baron T. Willis spoke before the Board for the allotted three minutes requesting nomination support regarding the San Diego Local Agency Formation Commission's (LAFCO) San Diego County Consolidated Redevelopment Oversight Board appointment. Mr. Willis has never missed one meeting or one vote during his tenure. He is from San Diego (Allied Gardens area), has two daughters, and will be giving the Board his cellphone number for any potential future needs.

E. Consent Action Items **(00:07:15)**

1. Consideration of Resolution No. 04-23 Re-Ratifying the State of Emergency and Re-Authorizing Teleconference Meetings

**Motion was made by Director Lenac, seconded by Director Emerson, and unanimously carried (5-0) to adopt Resolution No. 04-23 Re-Ratifying the State of Emergency and Re-Authorizing Teleconference Meetings.**

F. Reports/Presentations/Discussion/Possible Action Items

1. Reports

- a) Presentation: Sharp Grossmont Hospital – Quarterly Report (Jason Broad, Vice President of Performance) *(20 minutes with 10 minutes Q&A)* **(00:35:00)**

Mr. Broad presented the quarterly report of Sharp Grossmont Hospital, which included updates to: 1) CDPH Antimicrobial Stewardship Honor Roll, 2) Women and Newborns Recognized by US News, 3) Postpartum Heart Clinic, 4) 36<sup>th</sup> Annual Gala, 5) CORE and HRO Award Winners, 6) Community Engagement Updates, and 8) Hospital Performance (for first quarter of fiscal year, which included new goals (i.e., 7 day readmissions added). Mr. Broad answered all questions the Board had, including topics such as the OBGYN Department and the new Sharp Parking Lot opening on February 14, 2023.

- b) Presentation: La Mesa Police Department – H.O.M.E. Program (Matthew Smiley, ASW, Clinical Outreach Specialist and Captain Matt Nicholass) *(20 minutes with 10 minutes Q&A)* **(00:07:40)**

Captain Nicholass and Mr. Smiley presented the Board with an overview of their H.O.M.E. Program, which is a partnership between the Eugene Policy

Department and White Bird Clinic that utilizes an outreach worker and a mental health clinician to respond to non-emergency calls relative to those experiencing homelessness. The program was implemented to decrease police and fire department responses for homelessness services. Benefits of the program, partnerships, funding, statistics, and success stories were also shared. Captain Nicholass and Mr. Smiley answered all questions the Board had.

2. Finance Committee – Director Lenac (01:20:40)

- a) Recommendation: Accept Fiscal Year 2021/22 Audit Report, Signed Governance Communication, and Signed Internal Control Communication (Bob Callanan, Principal with CliftonLarsonAllen LLP)

Mr. Callanan briefly commented regarding the GASB 87 lease pronouncement.

**Motion was made by Director Lenac, seconded by Director Emerson, and unanimously carried (5-0), to accept the Fiscal Year 2021/22 Audit Report, Signed Governance Communication, and Signed Internal Control Communication.**

3. Policies & Procedures Committee – Director Ayres (1/25/23) (01:25:40)

- a) Discussion and Possible Action to Approve Board Policy Manual

Director Ayres thanked everyone who participated in the revising of the Policy Manual. Per Attorney Scott, no additional comments and/or suggested revisions were received by him since the last Board and Committee meeting.

After lengthy discussion, **motion was made by Director Ayres, seconded by Director Hall, and carried (4-1), to approve the Policies & Procedures Manual change to add “The District CEO shall periodically provide a report to the District Board relating to the GHC Board meetings and hospital activities provided, the report does not conflict with proprietary or confidential information of GHC or the hospital,” as the new Item 12 in BOD-14. (Director Lenac was the “nay” vote.)** Per Director Ayres, if any Board Member would like to review monthly financial statements from Sharp to the District, they are available for review in CAO Scaglione’s office.

**Motion was made by Director Ayres, seconded by Director Hall, and unanimously carried (5-0), to approve the Policies & Procedures Manual change to add “District Designees to the GHC Board may share any information (including confidential information) related to GHC Board meetings with the GHD Board member who appointed the Designee to the GHC Board. A copy of this Section BOD-14 shall be provided to all Designees upon appointment to the GHC Board,” as the new Item 13 in BOD-14.**

After discussion, motion was made by Director Ayres, seconded by Director Hall, and unanimously carried (5-0), to approve the Policies & Procedures Manual change to add “approved and initialed prior to sending to the media,” within BOD-17. This change refers primarily to written press releases or statements (rather than verbal).

After discussion, motion was made by Director Ayres, seconded by Director Hall, and unanimously carried (5-0), to approve the Policies & Procedures Manual change to include “\$25,000” in the sentence “Enter into contracts and incur obligations not-to-exceed of \$25,000 as necessary to combat such emergency, protect the health and safety of persons and property, provide emergency assistance, and direct Finance staff to draw and to pay the necessary expenditures to respond to the emergency,” as paragraph (c) within BOD-19. Per Director Ayres, this amount increased from the previous amount of \$10,000, due to inflation.

*(Director Hall excused herself from the meeting due to an emergency at 01:45:35.)*

After discussion, motion was made (and later amended) by Director Ayres, seconded by Director Emerson, to approve the Policies & Procedures Manual change to keep the following verbiage, “In addition to its program of Community Relations Grants, the Board may choose to sponsor a separate program in support of charitable activities including fund raisers. The Board may establish a separate budget for such support or it may include specific sums for this purpose within the Community Relations Program budget. In recognition of the fact that the District has entered into a long-term lease of Grossmont Hospital that includes a provision for District representation on the Tenant’s board of Directors, it is especially important that the activities and mission of the District not be absorbed by the Tenant. Accordingly, any transfer of District funds to the Grossmont Hospital Foundation, Grossmont Hospital Corporation or Sharp HealthCare or its subsidiary organizations shall be limited to an amount not to exceed \$500,000 in total or incrementally in any fiscal year, unless such grant or transfer of funds is approved by a 4/5ths vote of the District Board members. No grant of District funds may be made to the Grossmont Hospital Foundation, Grossmont Hospital Corporation or Sharp HealthCare or its subsidiaries during any fiscal year in which payment by GHC to GHD are payable pursuant to Section 15.14 “Loss of Tax Revenues by District: Payment to District,” within the Policy and at the very end of OP-03. Amended, and carried (4-0), to approve the Policies & Procedures Manual change to keep the following verbiage, “In addition to its program of Community Relations Grants, the Board may choose

**to sponsor a separate program in support of charitable activities including fund raisers. The Board may establish a separate budget for such support or it may include specific sums for this purpose within the Community Relations Program budget. Any transfer of District funds to the Grossmont Hospital Foundation, Grossmont Hospital Corporation or Sharp HealthCare or its subsidiary organizations shall be limited to an amount not to exceed \$500,000 in total or incrementally in any fiscal year, unless such grant or transfer of funds is approved by a 4/5ths vote of the District Board members. No grant of District funds may be made to the Grossmont Hospital Foundation, Grossmont Hospital Corporation or Sharp HealthCare or its subsidiaries during any fiscal year in which payment by GHD to GHD are payable pursuant to Section 15.14 “Loss of Tax Revenues by District: Payment to District, in the 2014 Extended Lease Agreement” within the Policy and at the very end of OP-03. (Director Hall was the absent vote.)**

Per Attorney Scott, his office will now formally finalize the Manual and email it to the District office.

4. Community Grants & Sponsorships Committee – Director Emerson (2/1/23)  
**(01:52:15)**

Director Emerson reported that the February 1, 2023 Committee minutes will stand in lieu of a verbal report. Attendees and discussion are listed in the Committee minutes (which are linked from the Board agenda to the District website).

a) Recommendation: San Diego Regional East County Chamber of Commerce 111<sup>th</sup> East County Honors (\$1,500 Sponsorship)

After brief discussion surrounding where funds would derive from if amount funded was over the allotted budget (general ledger account), **motion was made by Director Emerson, seconded by Director Chadwick, and carried (4-0) to grant:**

- **\$1,500 to San Diego Regional East County Chamber of Commerce for the “111<sup>th</sup> East County Honors” Event (Director Hall was the absent vote.)**

5. Board and CEO Comments

G. Next Regularly Scheduled Meeting(s):

1. Friday, February 17, 2023, 7:30 a.m. (at the Sharp Brier Patch Campus)
2. Monday, March 6, 2023, 7:30 a.m.

H. Adjournment

There being no further business, **on motion duly made, seconded, and unanimously carried, the Board adjourned at 9:23 a.m.**

Respectfully submitted,

ATTEST:

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Virginia Hall, RN, Board Secretary

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Gloria A. Chadwick, RN, Board President