

Memo

To: Board Members
From: Christian Wallis
Date: January 28, 2025
Subject: Policies & Procedures Committee Minutes – **January 28, 2025**

The Committee met on Tuesday, January 28, 2025, at 10:00 a.m. Members of the public were able to participate by telephone, Zoom, or in-person at the Grossmont Healthcare District Conference Center, located at 9001 Wakarusa Street, La Mesa, CA. For the purpose 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.

Attendees: Director Robert “Bob” Ayres, Chair
Director Gloria Chadwick, RN, Member
Christian Wallis, Chief Executive Officer
Tom Scaglione, Chief Administrative Officer
Jeffrey Scott, General Counsel

A. Call to Order: The meeting was called to order by Director Ayres at 10:00 a.m.

B. Approval Agenda: The agenda was approved as posted.

C. Public Comment: There were none.

D. Reports/Discussion/Possible Action Items

1. Policy and Bylaw Additions, Revisions and Exceptions

i) Delegation of Authority (New Policy)

In order to better establish clear policies, a “Delegation of Authority” for purchasing limits was drafted, as suggested by the Committee. This suggested policy is to be incorporated into the current Purchasing Policy (and any other relevant policies) with redline changes being brought back to the Policies & Procedures Committee for review, and a recommendation to the full Board by the Finance Committee. Changes include reducing the CEO’s purchasing authority

from \$25,000 to \$10,000, requiring General Counsel approval for contracts over \$5,000, and reducing the CEO's emergency spending authority to \$25,000.

ii) Consolidation of Standing Committees (Revisions to Bylaws and Policies)

The Committee reviewed the current standing committee list for potential consolidation, pursuant to a Director's request. Discussion ended with a consensus to maintain the existing nine committees. The primary reasons for this decision include the necessity of addressing specific matters that would not be adequately covered through consolidation and the observation that some committees have infrequent meetings, often only quarterly or when there are pertinent topics to address. This agenda topic will be placed on the upcoming Board agenda.

Staff suggested that the Joint Strategic Plan/Risk Management Committee meeting biannually, rather than quarterly, could be a productive approach.

iii) Request to Add New Workforce Development Committee

The Committee engaged in a discussion regarding the proposed establishment of a Workforce Development Committee in response to a Director's request. Recognizing the growing importance of workforce development, the members acknowledged the potential benefits of forming such a committee. However, they ultimately reached a consensus that the initiative might be more effectively addressed through an "ad hoc" committee structure. This would allow for a more flexible and focused approach to the specific needs and dynamics of workforce development, given its status as a current and evolving topic. Therefore, the next steps would involve outlining the scope and objectives of the proposed ad hoc committee to ensure its effectiveness and relevance. Director Ayres will call for the formation of the Ad Hoc Committee as Board President. Board action or consensus is not required for Ad Hoc Committee formation.

iv) Term Limits for Board Members (New Policy)

Implementing a 12-year term limit for Board Members, effective after the 2028 general election, to enhance governance and better serve constituents was discussed. Per Counsel Scott's comments, establishing this policy is legally permissible and does not hinder the District's ability to pass a resolution on this matter. This approach could promote fresh perspectives within the Board and prevent the entrenchment of long-term incumbents. This agenda topic will be placed on the upcoming Board agenda.

v) Cell Phone Usage During Board Meetings (New Policy)

In order to better serve the public, reduce distractions, and enhance the overall effectiveness of Board meetings, establishing a no cellphone usage policy during these meetings was discussed. This new policy can be incorporated into the current Board Meeting Conduct Policy (BOD-08). Redline changes will be made and brought back to this Committee for further review.

vi) Committee Meeting Business Hours (Revise Policy)

In order to better establish clear policies, the hours of committee meetings was discussed, as suggested by the Committee. After brief discussion, conducting committee meetings with a start time between 9:00 a.m. and 3:00 p.m. (minus special and emergency meetings), during regular business hours, was the consensus. This new policy can be incorporated into the current Responsibilities & Duties of Committees (BOD-02). It was suggested that clarification be added to the policy regarding special and emergency meetings, which can be called at any time or day, within District boundaries, while following legal protocol. Redline changes will be made and brought back to this Committee for further review.

vii) Table Sponsorship for ECCOC Awards (Policy Exception)

The District has been nominated for an award by the East County Chamber of Commerce for its East County Honors Awards Gala being held February 22, 2025. Due to timing and lack of funds, the Community Grants & Sponsorships Committee is unable to recommend the funding of this event as a sponsorship. However, tickets may be purchased through the general fund, pursuant to the District's Ticket Policy. The sponsorship of this event will be placed on the upcoming Board agenda under Consent Action Items.

viii) Director Request to Hold Only One Board Meeting Monthly

The Committee reviewed the potential to conduct one monthly Board meeting, rather than two, pursuant to a Director's request. Discussion ended with a consensus to maintain the two monthly Board meetings. The primary reason for this decision was the necessity of addressing a multitude of matters that would not be adequately covered through one monthly Board meeting. Additionally, per Counsel Scott, there is a legal need to limit the number of any special Board meetings conducted within a year. This agenda topic will be placed on the upcoming Board agenda.

ix) Director Request for a Six-month Trial to Hold Board Meetings at 6:00pm

The Committee considered the possibility of conducting a six-month trial for holding Board meetings at 6:00 p.m., following a request from a Director. After a brief discussion, it was agreed that this agenda item would be addressed during Board comments, allowing any Director to raise their perspective on the matter.

x) Review of Health Reimbursement Policy to Potentially Increase the Cap

Due to a 9.2% inflationary Consumer Price Index increase relative to medical care in San Diego, the potential to raise the District medical reimbursement rate from \$3,000 to \$3,277 was discussed. The review of this reimbursement policy was at the request of a Board member, as the medical reimbursement cap was last adjusted in 2021. After discussion, the Committee agreed that the current policy should stand (medical reimbursement cap of \$3,000), with this agenda topic being revisited next year.

2. Employee Handbook Revision Update

To ensure that the current Committee is adequately informed and able to make well-considered decisions, District staff will email the suggested redline changes to the Employee Handbook from the previous Committee members, as well as any relevant input from CalPERS. This agenda topic will be placed on the agenda for the next Committee meeting.

E. Next Meeting: The next meeting is on calendar for Tuesday, April 22, 2025, at 10:00 a.m.

F. Adjournment: There being no further business, the meeting adjourned at 11:10 a.m.