

**PAJARO VALLEY HEALTH CARE DISTRICT
BOARD OF DIRECTORS
REGULAR MEETING MINUTES
85 NIELSON STREET, KATHLEEN KING ROOM,
WATSONVILLE CA 95076
APRIL 7, 2022**

Meeting was held in a hybrid format

INTRODUCTORY ITEMS

1. CALL TO ORDER

PRESENT: Directors: Cox, Friel, Nájera, Nuñez, and Pimentel

2. CONSIDERATION OF LATE ADDITIONS TO THE AGENDA

3. PUBLIC COMMENT

Joe Gallagher requested an update on his offer to assist with fundraising efforts.

4. ACTION ON THE CONSENT AGENDA (Items 11-12)

Director Pimentel requested minor changes to the minutes.

MOTION: Director Nuñez motioned to approve the Consent Agenda. Seconded by Director Nájera and carried by the following vote:

AYES:	Directors: Gabriel-Cox, Nájera, Nuñez, Pimentel, and Friel
NOES:	NONE
ABSENT:	NONE

REGULAR AGENDA

5. MEMORANDUM OF UNDERSTANDING BETWEEN THE PAJARO VALLEY HEALTH CARE DISTRICT AND THE PAJARO VALLEY HEALTH CARE DISTRICT PROJECT REGARDING IN-KIND CONSULTANT SERVICES (ACTION ITEM)

Louise Pearse, Watsonville Community Hospital (WCH) Nurse, spoke in support of the District taking over Hospital operations. She stated her concerns with the current state of the Hospital.

MOTION: Director Gabriel-Cox made motioned to approve the Memorandum of Understanding. Seconded by Director Pimentel and carried by the following vote:

AYES: Directors: Gabriel-Cox, Nájera, Nuñez, Pimentel, and Friel
NOES: NONE
ABSENT: NONE

6. ORIENTATION ON DIFFERENT TRANSACTION STRUCTURES (INFORMATIONAL ITEM)

Item heard after Item 8

An oral report was given by Founderwerk, Inc. Healthcare Division Managing Director, Cecilia Montalvo

The Board discussed the following:

- Timeline to approve an entity to operate the Hospital and obtain necessary licenses
- Differences between a nonprofit Board of Directors and a district Board of Directors
- Board's scope of authority for decision-making
- Success of El Camino Hospital's operational model
- Impact of potential future Congress decisions regarding Medicare and Medicaid
- Potential challenges with forming a nonprofit

Public Input:

Fred Castillo spoke about the need to address fundraising of the remaining amount needed to purchase WCH.

Carlos Palacios, Santa Cruz County Administrative Officer, stated he was part of the Pajaro Valley Health Care District Project and thanked the Board of Directors for their willingness to serve their community.

7. FORMATION OF ADVISORY COMMITTEES (ACTION ITEM)

An oral report was given by District Counsel Heath.

Director Nuñez volunteered to be part of the Fundraising Committee.

Director Pimentel stated he was willing to serve on any of the committees, but volunteered for the Transition Committee.

Director Nájera volunteered to serve on the Immediate Clinical Business Needs Committee.

Director Friel volunteered to serve on the Transition Committee.

Director Gabriel-Cox volunteered to serve on the Immediate Clinical Business Needs Committee and stated she would be willing to serve on the other committees as well.

Public Input:

Katherine Rockard volunteered to assist with fundraising efforts.

Gloria Anaya, WCH Registered Nurse, requested additional information on the Immediate Clinical Business Needs Committee.

Fred Castillo requested information regarding the makeup of the various committees. He expressed concerns regarding obtaining public input on the immediate needs of the Hospital.

Joe Gallagher requested the Board include Hospital staff in the decision-making process and spoke about the benefits of doing so.

MOTION: Director Pimentel motioned to approve the formation of three advisory committees consisting of no more than two board members. Seconded by Director Nuñez and carried by the following vote:

AYES:	Directors: Gabriel-Cox, Nájera, Nuñez, Pimentel, and Friel
NOES:	NONE
ABSENT:	NONE

MOTION: Director Nuñez motioned to appoint Directors to the advisory committees as listed below. Seconded by Director Nájera and carried by the following vote:

AYES:	Directors: Gabriel-Cox, Nájera, Nuñez, Pimentel, and Friel
NOES:	NONE
ABSENT:	NONE

Transition Committee: Chair Friel and Director Pimentel

Immediate Clinical Needs Committee: Directors Gabriel-Cox and Nájera

Fundraising Committee: Directors Nuñez and Nájera

8. BOARD MEMBER AND STAFF ANNOUNCEMENTS AND REQUESTS TO PLACE ITEMS ON THE AGENDA

Director Pimentel requested an information item regarding Pajaro Valley Health Care District Project's purpose and its members.

Director Nájera requested an item on a future agenda regarding Community Health Trust of Pajaro Valley's relationship with Watsonville Community Hospital.

Director Gabriel-Cox requested an item to draft and approve a letter from the District that would inform Watsonville Community Hospital staff of their purpose and timeline to address issues and needs of the Hospital.

MOTION: Director Nájera motion to approve requests to place items on the agenda. Seconded by Director Gabriel-Cox and carried by the following vote:

AYES:	Directors: Gabriel-Cox, Nájera, Nuñez, Pimentel, and Friel
NOES:	NONE
ABSENT:	NONE

9. CLOSED SESSION

SCHEDULE A CLOSED PERSONNEL AND LITIGATION SESSION TO BE HELD AT THE CONCLUSION OF THE BOARD'S CONSENT OR REGULAR AGENDA, OR AT ANY OTHER TIME DURING THE COURSE OF THE MEETING ANNOUNCED BY THE CHAIRPERSON OF THE BOARDREPORT INVOLVING TRADE SECRET (Health and Safety Code Section 32106)

a) Discussion concerned new proposed new business planning pertaining to services, program, or facility.

No reportable action was taken in Closed Session

10. ADJOURNED at 6:01 p.m.

Board of Directors Minutes – April 7, 2022

Approved: _____

John Friel, Chair

Attest: _____

Irwin Ortiz, City Clerk

Date: _____

NOTE: This set of Board of Directors Minutes is scheduled for approval by the Board on April 21, 2022.