

Board of Directors Minutes – May 11, 2022

PAJARO VALLEY HEALTH CARE DISTRICT HOSPITAL
BOARD OF DIRECTORS
REGULAR MEETING MINUTES
VIRTUAL/TELECONFERENCE
MAY 11, 2022

Meeting was held in a virtual format

INTRODUCTORY ITEMS

1. CALL TO ORDER: 5:00 PM

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

2. WELCOME AND INTRODUCTIONS

COUNTY OF SANTA CRUZ STAFF ASSISTING WITH THE HOSPITAL BOARD INTRODUCED THEMSELVES.

COUNTY OF SANTA CRUZ

Mónica Morales, Director of Health Services Agency

3. SELECTION OF ORGANIZATION OFFICERS FOR 2022 (ACTION ITEM)

The Board discussed the following:

- Selection process for filling positions (by title versus function)

MOTION: Director Pimentel motioned to appoint Director Friel as Chairperson. 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 Pimentel motioned to appoint Director Nájera as Vice Chairperson. Seconded by Director Nuñez and carried by the following vote:

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

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MOTION: Director Pimentel motioned to appoint Director Nuñez as Secretary. 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 Pimentel motioned to appoint Director Pimentel as Treasurer. Seconded by Director Nuñez and carried by the following vote:

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

4. CONSIDERATION OF LATE ADDITIONS TO THE AGENDA

5. PUBLIC COMMENT – None

REGULAR AGENDA

6. APPOINTMENT OF LEGAL COUNSEL (ACTION ITEM)

The Board discussed the following:

- Selection process for legal services
- Potential conflicts and how they will be resolved

MOTION: Director Nájera motioned to appoint the Santa Cruz County Counsel to act as legal counsel for the District on an interim basis, accept additional legal services from the law firms of Best Best & Krieger and Pillsbury Winthrop Shaw Pittman, and authorize the Chair of the Board to sign any documents related to the retainer of these firms. Seconded by Director Nuñez and carried by the following vote:

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

7. SELECTION OF RULES OF PARLIAMENTARY PROCEDURE (ACTION ITEM)

MOTION: Director Pimentel motioned to adopt Rosenberg’s Rules of Order as the rules of parliamentary procedure for conducting meeting business. Seconded by Director Gabriel-Cox and carried by the following vote:

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

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8. APPROVAL OF AGENDA FORMAT (ACTION ITEM)

MOTION: Director Gabriel-cox motioned to approve the agenda format. Seconded by Director Nájera and carried by the following vote:

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

9. SCHEDULING PVHCDH REGULAR MEETING DATES FOR 2022 (ACTION ITEM)

The Board discussed:

- Alternate scheduling processes for similar governance structures
- Appearance of listed start time on the agenda

MOTION: Director Nuñez motioned to schedule the first and third Thursdays of the month at 5:00 p.m. as the date and time for the Board’s regularly scheduled meetings for 2022. Seconded by Director Pimentel and carried by the following vote:

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

10. ASSEMBLY BILL 361 RESOLUTION AUTHORIZATION (ACTION ITEM)

The Board discussed:

- Impact of AB361 expiration date

MOTION: Director Nuñez motioned to adopt a resolution authorizing teleconference meetings under Assembly Bill 361. Seconded by Director Nájera and carried by the following vote:

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

Direct interim administrative staff to return within 30 days with a new resolution addressing the need to continue holding teleconference meetings consistent with the requirements of Assembly Bill 361.

11. APPROVAL OF BYLAWS FOR THE PAJARO VALLEY HEALTH CARE DISTRICT HOSPITAL (ACTION ITEM)

MOTION: Director Pimentel motioned to approve the Bylaws for the Pajaro Valley Health Care District Hospital. Seconded by Director Gabriel-Cox and carried by the following vote:

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

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12. SUBMISSION OF HOSPITAL LICENSING AND CHANGE OF OWNERSHIP APPLICATIONS (ACTION ITEM)

The Board discussed:

- Licensing deadlines

MOTION: Director Pimentel motioned to authorize interim administrative staff to submit applications to government agencies to transfer operating licenses and ownership for the Watsonville Community Hospital to the Pajaro Valley Health Care District Hospital and authorize the Board Chair & Vice Chair to sign any documents associated with the application process. Seconded by Director Gabriel-Cox and carried by the following vote:

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

MEETING ADJOURNED AT 5:33 P.M.

Approved: _____

DocuSigned by:

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John Friel, Chair

Attest: _____

DocuSigned by:

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Juliette Burke, Deputy Clerk of the Board