

PAJARO VALLEY HEALTH CARE DISTRICT HOSPITAL CORPORATION

BOARD OF DIRECTORS

SPECIAL MEETING MINUTES

AUGUST 11, 2022

4:00 p.m.

Meeting was held via teleconference

INTRODUCTORY ITEMS

1. CALL TO ORDER

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

ABSENT: NONE

2. CONSIDERATION OF LATE ADDITIONS TO THE AGENDA – None

3. PUBLIC COMMENT – None

4. ACTION ON THE CONSENT AGENDA (ITEMS 8-9)

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

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

NOES: Directors: NONE

ABSENT: Directors: NONE

REGULAR AGENDA

5. SECOND AGREEMENT (ACTION ITEM)

Recommended Action(s):

Ratify the Second Agreement between the Pajaro Valley Healthcare District Project (“Project”), Watsonville Community Hospital (“WCH”), and the Pajaro Valley Health Care District Hospital Corporation (“PVHCDHC”).

An oral report was given by County of Santa Cruz Health Services Agency Director Morales.

The Board discussed the following:

- Funding for staff that would be working for the Board

Public Input – None

MOTION: Director Pimentel motion to ratify the agreement listed under Item 5. Seconded by Director Nájera and carried by the following vote:

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

6. TRANSITION UPDATE (EDUCATIONAL ONLY)

Recommended Action(s):

Consider presentation on the transition of the Watsonville Hospital Corporation to new ownership.

A presentation was given by Founderwerk Healthcare Division Managing Director Cecilia Montalvo.

The Board discussed the following:

- Timeline of distribution of employee offer letters
- Availability of information for Watsonville Community Hospital (WCH) staff
- Reasons for grouping contracts together for Board review
- Qualifying amounts for vendor contracts
- Use of terminology related to possible risk areas for WCH and its staff
- Status of contract for WCH's catheterization lab

Public Input – None

The meeting was recessed into Closed Session at 4:41 p.m.

CLOSED SESSION

7. 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 BOARD

A. PUBLIC EMPLOYMENT (Government Code Section 54957(b)(1))

Title: Chief Executive Officer

B. CONFERENCE WITH LABOR NEGOTIATOR (Government Code Section 54957.6)

Agency Negotiator: Monica Morales

Employees: Chief Executive Officer and California Nurses Association

Report of PVHCDHC Counsel could be given at the conclusion of the Closed Session on any reportable action(s) taken in the Closed Session.

ADJOURNMENT

The meeting adjourned at 5:29 p.m.

CONSENT AGENDA

8. Approve Agreements with ADP LLC to continue payroll and tax reporting services and authorize the Pajaro Valley Health Care District Hospital Corporation Treasurer to sign the Agreements.

Recommended Action(s):

- a) Approve Client Account Agreements and Reporting Agent Authorizations with ADP LLC, to continue payroll and tax reporting services to Watsonville Community Hospital upon transfer of the Hospital to public ownership; and
- b) Authorize PVHCDHC Treasurer Marcus Pimentel to sign the Client Account Agreements and Reporting Agent Authorizations required for the seamless transition of payroll and tax reporting services.

9. SSI Group Agreements

Recommended Action(s):


- a) Approve Master Agreement, Business Associate Agreement, and Order Form for software services between SSI Group, LLC, a Florida limited liability company, and Pajaro Valley Health Care District Hospital Corporation (“PVHCDHC”); and
- b) Authorize Interim Administrative Staff Member Monica Morales to execute the Master Agreement, Business Associate Agreement, and Order Form

Approved: _____

DocuSigned by:

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Attest: _____

DocuSigned by:

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John Friel, Chair
8/23/2022

Irwin Ortiz, City Clerk