

# PAJARO VALLEY HEALTH CARE DISTRICT HOSPITAL CORPORATION

## BOARD OF DIRECTORS

### SPECIAL MEETING AGENDA

Virtual/Teleconference Only

(Immediately following the Pajaro Valley  
Health Care District Board Meeting)

4:00 p.m.

ZOOM LINK <https://zoom.us/j/93443061917>

TELEPHONE +1 669 900 9128 WEBINAR ID: 934 4306 1917

**August 25, 2022**

**Agenda documents** are available for review in person at the office of the Clerk of the Board, Government Center, 5<sup>th</sup> Floor, 701 Ocean Street, Room 520; and electronically on the Pajaro Valley Healthcare District's website, at: PVHCD.org and at PVHCDHospital.org

To view online, visit the Board's website at: PVHCD.org. or PVHCDHospital.org Select the meeting date to view the agenda and supporting documents.

Written comments must be received before 4:00 p.m. the day of the meeting to be included with agenda materials. Comments received after 4:00 p.m. on meeting day will be included in the minutes record. For additional information, call the Clerk of the Board's office at 831-454-2323 (TTY/TDD call 711).

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#### **CONSENT AGENDA**

Consent items include routine business that does not call for discussion. One roll call vote is taken for all items. Only a Board Member may pull items from Consent to Regular agenda. Members of the public must request that a Board Member pull an item from the Consent Agenda prior to the start of the meeting.

Staff is available to address public concerns Monday through Friday, 8:00 a.m. to 5:00 p.m.

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#### **TRANSLATION SERVICES/SERVICIOS DE TRADUCCION**

*Spanish language translation is available on an as needed basis. Please make advance arrangements at Clerk of the Board, Room 520, 701 Ocean St., Santa Cruz; or by telephone at (831) 454-2323.*

*Las sesiones de la Mesa Directiva pueden ser traducidas del inglés al español y del español al inglés. Por favor haga arreglos anticipadamente con la Secretaria de la Mesa Directiva de los Supervisores en el cuarto número 520, 701 Ocean St., Santa Cruz; o por teléfono al número (831) 454-2323.*

#### **ACCOMMODATIONS FOR PERSONS WITH DISABILITIES**

*The Pajaro Valley Health Care District Hospital does not discriminate on the basis of disability, and no person shall, by reason of a disability, be denied the benefits of its services, programs, or activities. If you are a person with a disability and wish to participate in the meeting and require special assistance in order to participate, please contact the Clerk of the Board at (831) 454-2323 [TDD: call 711] at least 72 hours in advance of the meeting to make arrangements.*

*Persons with disabilities may request a copy of the agenda in an alternative format.*

**Pajaro Valley Health Care District Hospital Corporation– Board of Directors  
Public Participation Guidelines**

**PUBLIC COMMENT**

**Participating by Phone:**

To address the Board, dial the telephone number provided and you will be prompted to enter the meeting ID number. After that, you will be able to listen to the meeting and speak during public comment as announced by the Chair. The Clerk will call on people by the last four digits of their phone number.

The following commands can be entered via DTMF tones using your phone's dial pad while in a Zoom meeting:

- \*6 - Toggle mute/unmute
- \*9 - Raise hand

**Participating online via Zoom:**

You may download the Zoom client or connect to the meeting in-browser. If using your browser, make sure you are using a current, up-to-date browser: Chrome 30+, Firefox 27+, Microsoft Edge 12+, Safari 7+. Certain functionality may be disabled in older browsers including Internet Explorer.

You will be asked to enter an email address and name. **Please identify yourself by any name you choose (you are not required to state your real name to participate)** as this appears online and is how we notify you when it is your turn to speak.

When the Board Chair calls for the item on which you wish to speak, click on "raise hand." The Clerk will activate and unmute speakers in turn. Speakers will be notified shortly before they are called to speak.

When called, please limit your remarks to the time allotted.

**RELATED CORRESPONDENCE -**

Written comments on agenda items may also be submitted to the Board by email or US Mail

**Email:** [info@pvhcdhospital.org](mailto:info@pvhcdhospital.org) or [info@pvhcd.org](mailto:info@pvhcd.org)

- Emailed documents may take up to 24 hours to be posted
- Please include the agenda item number

**U.S. Mail:**

PVHCD Hospital Board of Directors  
c/o Clerk of the Board  
701 Ocean Street, Room 520  
Santa Cruz, CA 95060

Comments received after 4 p.m. the day of the meeting and before the end of the meeting will be included with the minutes record. General comments not related to topics on the agenda will be included with the next Written Correspondence Listing.

For the latest COVID-19 updates,  
please visit the County Health  
Services Agency website at:

<http://santacruzhealth.org>

\*Published in PDF, and available online at:  
PVHCD.org

**INTRODUCTORY ITEMS**

**1. CALL TO ORDER**

**2. CONSIDERATION OF LATE ADDITIONS TO THE AGENDA**

**3. PUBLIC COMMENT**

Any person may address the Board during its Public Comment period. Speakers must not exceed two (2) minutes in length, or the time limit established by the Chair, and individuals may speak only once during Public Comment. All Public Comments must be directed to an item listed on today's Consent Agenda, Closed Session Agenda, yet to be heard on Regular Agenda, or a topic not on the agenda that is within the jurisdiction of the Board. Board members will not take actions or respond immediately to any public communication presented regarding topics not on the agenda but may choose to follow up later, either individually, or on a subsequent Board of Director's Agenda. Public Comments will normally be received by the Board for a period not to exceed thirty (30) minutes. If, at the end of this period, additional persons wish to address the Board, the Public Comment period may be continued to the last item on the agenda.

**4. ACTION ON THE CONSENT AGENDA (ITEMS 9-14)**

**REGULAR AGENDA**

**5. APPROVAL OF HOSPITAL PURCHASE, HOSPITAL LEASE, AND CONVEYANCE OF HOSPITAL ASSETS (ACTION ITEM)**

Recommended Action(s):

- a. Adopt Resolution approving the Hospital purchase, the Hospital lease, and the conveyance of Hospital assets to the Pajaro Valley Health Care District;
- b. Authorize Board Treasurer Marcus Pimentel to sign all documents associated with the transfer of Watsonville Community Hospital to public ownership that requires a Nonprofit Corporation signatory; and
- c. Authorize Director Pimentel, upon the advice of Nonprofit administrative staff and legal counsel, to make miscellaneous changes to the documents to effectuate the will of the Board to close the transaction, as necessary.

**6. TRANSITION UPDATE (EDUCATIONAL ONLY)**

Recommended Action(s):

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

7. **BOARD MEMBER AND STAFF ANNOUNCEMENTS AND REQUESTS TO PLACE ITEMS ON A FUTURE AGENDA**

**CLOSED SESSION**

8. **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. CONFERENCE WITH LABOR NEGOTIATOR (Government Code Section 54957.6)  
Agency Negotiator: Monica Morales  
Employees: California Nurses Association  
United Healthcare Workers – West, SEIU, CTW, CLC

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

**CONSENT AGENDA**

9. **Authorize Interim Director to sign Merchant Processing Application for Cashier and Web for Credit Card Processing Services with Cliq, Inc.** Recommended Action(s):
  - a. Approve Merchant Applications for Cashier and Web with Cliq for credit card services and;
  - b. Authorize Interim Administrative Staff to sign the Merchant Application for the Pajaro Valley Health Care District Hospital Corporation (“PVHCDHC”), dba Watsonville Community Hospital.
  
10. **Approve Support Agreement between the District and Hospital**  
Recommended Action(s):  
Approve Support Agreement between the District and Nonprofit.
  
11. **Approve Existing Hospital Policies and Medical Staff Bylaws**  
Recommended Action(s):  
Approve existing hospital policies related to the operation of the hospital and approve medical staff bylaws.
  
12. **Approval and Adoption of New Retirement Plans**  
Recommended Action(s):
  - a) Adopt resolution approving the adoption, execution, and implementation of three new retirement plans for employees of the Pajaro Valley Health Care District Hospital Corporation, and appointing the Human Resource Director Allyson Hauck as the plan administrator of the plans; and
  
  - b) Ratify and approve the actions taken by Interim Administrative Staff, with the assistance of the Hospital’s legal counsel and retirement consultants, to design, document, and communicate the terms of three retirement plans, which fulfill the Hospital’s obligations under the APA and the MOUs being assumed – in a manner consistent with the Internal Revenue Code (IRC) and applicable California law.
  
13. **Authorize Renewal of Consulting Contracts**  
Recommended Action(s):
  - a. Authorize staff to transfer critical agreements currently held by the Pajaro Valley Healthcare District Project to the Pajaro Valley Health Care District Hospital to ensure continuity of services starting on September 1<sup>st</sup>, 2022; and
  - b. Direct staff to report back in September to provide a status update and scopes of service for each contract.

14. **Authorize Renegotiation of Executory Contracts**

Recommended Action(s):

Authorize staff to renegotiate executory contracts related to fifteen contracts, with cure amounts estimated at \$200,000.

- End of Consent Agenda -