

# THE IMPERIAL VALLEY HEALTHCARE DISTRICT

President

Katherine Burnworth

Vice-President

Laura Goodsell

Treasurer

Donald W. Medart Jr.

Secretary

Arturo Proctor

Trustee

Enola Berker

Trustee

Rodolfo Valdez

Trustee

Ocotillo or Seeley

Support for the IVHD

(AB918)

Tomas Virgen

**NOTICE OF SPECIAL MEETING  
1275 MAIN STREET  
EL CENTRO, CALIFORNIA 92243**

**Thursday, February 22, 2024**

THE BOARD OF DIRECTORS OF IMPERIAL VALLEY HEALTHCARE DISTRICT  
WILL CONDUCT A SPECIAL MEETING

THE CLOSED SESSION PORTION OF THIS SPECIAL MEETING WILL BEGIN AT 5:30 P.M.

AT

EL CENTRO CITY COUNCIL CHAMBER  
1275 MAIN STREET  
EL CENTRO, CA. 92243

THE OPEN SESSION PORTION OF THIS SPECIAL MEETING TO BEGIN AT 6:00 P.M.

AT

EL CENTRO CITY COUNCIL CHAMBER  
1275 MAIN STREET  
EL CENTRO, CA. 92243

ZOOM LINK:

<https://zoom.us/j/92462454463?pwd=bG5UbjdYU0VDV2hYamRaTTIGS1F0UT09>

Meeting ID# 924 6245 4463 Passcode: 289820

Dial In: 1 (669) 900-9128

AGENDA

1. CALL TO ORDER
2. ROLL CALL-DETERMINATION OF QUORUM
3. PLEDGE OF ALLEGIANCE
4. Administration of the Oath of Office to new Board of Director of the Imperial Valley Healthcare District (Seeley/Ocotillo appointee)

**5. CLOSED SESSION - Public Employee Appointment (Gov. Code 54957(b)(1))**  
**Title: Legal Counsel**

Report out of Closed session

*~ RESUME OPEN SESSION PORTION OF MEETING AT 6:00 P.M. ~*

**6. CONSIDER APPROVAL OF AGENDA:**

In the case of an emergency, items may be added to the agenda by a majority vote of the Board of Directors. An emergency is defined as a work stoppage, a crippling disaster, or other activity that severely imperils public health, safety, or both. Items on the agenda may be taken out of sequential order as their priority is determined by the Board of Directors. The Board may take action on any item appearing on the agenda.

**7. PUBLIC COMMENT TIME:**

At this time the Board will hear comments on any agenda item and on any item not on this agenda. If any person wishes to be heard, he or she shall stand; address the president, identify self, and state the subject for comment. Time limit for each speaker is 3 minutes. A total of 15 minutes shall be allocated for each item. The Board may find it necessary to limit total time allowable for all public comment on items not appearing on the agenda at any one meeting to one hour. Persons desiring longer public comment time and/or action on specific items shall contact the Secretary and request that the item be placed on the agenda for the next regular meeting.

**8. CONSENT CALENDAR:**

Any member of the Board, staff or public may request that items for the Consent Calendar be removed for discussion. Items so removed shall be acted upon separately immediately following approval of items remaining on the Consent Calendar.

- Approval of the minutes for February 22, 2024.

**9. BOARD COMMENTS: REPORTS ON MEETING AND EVENTS ATTENDED BY DIRECTORS, AND AUTHORIZATION FOR DIRECTOR ATTENDANCE AT UPCOMING MEETINGS AND EVENTS/DIRECTORS COMMENTS:**

- a. Brief reports by Directors on meetings and events attended. Schedule of upcoming Board meetings and events

**10. DISCUSSION AND/OR ACTION ITEMS:**

- a. Discussion and/or Action: The Kaufman-Hall Study and the Imperial County LAFCO BAE Study.
- b. Discussion and/or Action: Association of California Healthcare District's Membership Application and Cost.
- c. Discussion and/or Action: Directors and Officers Liability Insurance Update/Review for Quote Requests and Costs for IVHD D&O Insurance Coverage.

d. Discussion and/or Action: Discussion of General Counsel legal services. Authorize Request for Proposals for Legal Services.

e. Discussion and/or Action: Request for Proposals for Chief Financial Officer for IVHD.

**11. ITEMS FOR FUTURE AGENDAS:**

This item is placed on the agenda to enable the Board to identify and schedule future items for discussion at upcoming Board meetings and/or identify press release opportunities.

**12. ADJOURNMENT:**

- a. Regular Board meetings will be held as determined by the IVHD Board.
- b. The next regular meeting of the Board will be held: To be Determined.
- c. The agenda package and material related to an agenda item submitted after the packets distribution to the Board is available for public review in the lobby of the office where the Board meeting will take place.

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**POSTING STATEMENT**

A copy of the agenda was posted February 20, 2024, at 601 Heber Avenue, Calexico, California 92231 at 9:00p.m. and other locations throughout the IVHD\_pursuant to CA Government code 54957.5. Disclosable public records and writings related to an agenda item distributed to all or a majority of the Board, including such records and written distributed less than 24 hours prior to this meeting are available for public inspection at the District Administrative Office where the IVHD meeting will take place.

**NOTICE** In compliance with the Americans with Disabilities Act, any individuals requesting special accommodations to attend and/or participate in District Board meetings may contact the district at (760)357-6522. Notifications 48 hours prior to the meeting will enable the district to make reasonable accommodations.

**THE IMPERIAL VALLEY HEALTHCARE DISTRICT MET IN SPECIAL SESSION ON THE 8<sup>th</sup> OF FEBRUARY 2024 AT 275 MAIN STREET EL CENTRO, CA. CITY OF EL CENTRO ON THE DATE, HOUR AND PLACE DULY ESTABLISHED OR THE HOLDING OF SAID MEETING.**

**TO CALL ORDER:**

The meeting was called to order at 6:01p.m. by Katherine Burnworth and led those present in the pledge of allegiance.

**ROLL CALL-DETERMINATION OF QUARUM:**

|                |                       |
|----------------|-----------------------|
| President      | Katherine Burnworth   |
| Vice-President | Laura Goodsell        |
| Secretary      | Arturo Proctor        |
| Treasurer      | Donald W. Medart, Jr. |
| Trustee        | Enola Berker          |
| Trustee        | Rodolfo Valdez        |

**GUESTS:**

Tomas Virgen-Support for IVHD (AB 918)  
Brenda Ryan- HMHD Board Clerk (Temporary)

**APPROVAL OF AGENDA:**

Motion was made by Board Member Goodsell and second by Board Member Medart to approve the agenda for February 8, 2024. Motion passed by the following vote wit:

AYES: Burnworth, Goodsell, Proctor, Medart, Berker, Valdez  
NOES: None

**PUBLIC COMMENT TIME:**

Justina Aguirre from the Imperial Valley Coalition for Sustainable Healthcare Facilities presented a letter to board wishing the board success in the implementation AB918. The letter requested LAFCO's and Kaufman Hall's financial feasibility studies and when will they be presented and made public. It also questioned if the board will be seeking other feasibility studies and urges to be open to seeking further studies as the board moves forward. The letter also urged for the board to seek an independent legal counsel and a CFO.

**CONSENT CALENDAR:**

- a. Approve minutes for meetings of February 8, 2024.

Motion was made by Board Member Berker and seconded by Board Member Proctor to approve the minutes for February 8, 2024. Motion passed by the following wit:

AYES: Burnworth, Goodsell, Medart, Proctor, Berker, Valdez  
NOES: None

**DISCUSSION AND/OR ACTION ITEMS:**

- a. Discussion and/or Action: Fiscal Analysis Reports from each IVHD Healthcare Entity Member. Presented by the CEO/CFO of El Centro Regional Medical Center, Pioneers Memorial Healthcare District and Heffernan Memorial Healthcare District.

Presentations of financial fiscal reports were given by:

El Centro Regional Medical Center, Pablo Velez Chief Executive Officer and David Momberg, Chief Financial Officer.

Pioneers Memorial Healthcare District, Christopher R. Bjornberg, Chief Executive Officer and Carly C. Loper, Chief Financial Officer.

Heffernan Memorial Healthcare District, Tomas Virgen, Executive Director

- b. Discussion and/or Action: Association of California Healthcare District's Orientation and/or Membership.

Board Member Proctor asked if there was a cost for this membership, and Mr. Virgen replied that there was and they were going to have a phone conference with them because there is a way the fees are calculated. Usually it is cheaper for districts without a hospital then it is for a district with a hospital and it has to do with size and how much money you collect.

Mr. Virgen informed the board that he was given the green light to share the initiate package for ACHD and emailed the board that information. We should have all the information for the board within a week.

Board Member Proctor asked who would pay for this member and Mr. Virgen replied that under AB918 we would pay for that. In the past we did discuss in one of our meetings with the CEO's that we would share the cost but for now to start getting it out of the way Heffernan will observe that to move forward.

Board member Medart asked on the initial orientation is there a certificate that is associated with that so we have a way to show that we have completed that and Mr. Virgen replied that they do and they are very specific on some of them and eventually down the road you will have to get certificated for somethings as a board member.

Mr. Virgen will bring back a quote to the next meeting.

Motion was made by Board Member Valdez second by Board Member Berker to approve having Mr. Virgen bring back the ACHD quote. Motion passed by the following wit:

AYES: Burnworth, Goodsell, Proctor, Medart, Berker, Valdez

NOES: None

- c. Discussion and/or Action: Directors and Officers Liability Insurance Update/Authorization for Quote Requests or Requests for Proposals for IVHD D&O Insurance Coverage.

Mr. Virgen reported that he is working with PMHD on this and they put him in contact with BETA and the contact person was on vacation and got back in today and will contact him tomorrow morning with information. Once he has the information he will forward it to the board

Motion was made by Board Member Berker second by Board Member Proctor to approve to continue with this item. Motion passed by the following wit:

AYES: Burnworth, Goodsell, Proctor, Medart, Berker, Valdez

NOES: None

- d. Discussion and/or Action: Authorization to Prepare IVHD Bylaws/Request for Proposals/Letters of Interest/Quote Fee Requests for Preparation.

Mr. Virgen informed the board that on this item in the past we work with ACHD and with legal.

Motion was made by Board Member Berker second by Board Member Goodsell to approve waiting for ACHD. Motion passed by the following wit:

AYES: Burnworth, Goodsell, Proctor, Medart, Berker, Valdez

NOES: None

- e. Discussion and/or Action: Discussion of General Counsel Appointment and/or Authorize Request for Proposals for Legal Services or Letters of Interest.

Motion was made by Board Member Goodsell second by Board Member Medart to approve putting out a request for proposals. Motion passed by the following wit:

AYES: Burnworth, Goodsell, Proctor, Medart, Berker, Valdez

NOES: None

- f. Discussion and/or Action: Establish IVHD Committees and Appointment to IVHD Committees by the Board.

Board Member Burnworth questioned if the board wants to establish committees now or wait until we have the 7<sup>th</sup> board member.

Motion was made by Board Member Medart second by Board Member Goodsell to table the item until we have a 7<sup>th</sup> board member. Motion passed by the following wit:

AYES: Burnworth, Goodsell, Proctor, Medart, Berker, Valdez

NOES: None

- g. Discussion and/or Action: Establish Advisory Board to the IVHD Board of Directors Pursuant to the Requirements of AB 918.

Board Member Burnworth mentioned that she thinks that we could but did not have too. She recommends putting out an application for people to apply. She thinks that would be the best route to put out to the public and us as a board go through and see who meets a certain criteria and start from there.

Motion was made by Board Member Medart second by Board Member Berker to approve having the staff draft an application so we can obtain a pull of qualified applicants we can choose from at a later date with no specific time frame. Motion passed by the following wit:

AYES: Burnworth, Goodsell, Proctor, Medart, Berker, Valdez

NOES: None

- h. Discussion and/or Action: Adoption of Domain name for Imperial Valley Healthcare District.

Motion was made by Board Member Goodsell second by Board Member Berker to approve the domain name IV-HD.org. Motion passed by the following wit:

AYES: Burnworth, Goodsell, Proctor, Medart, Berker, Valdez

NOES: None

#### **ITEMS FOR FUTURE AGENDA:**

LAFCO

Kaufman Hall Study

CFO Solicitations

RFP for Legal Counsel

Swearing in of new members to IVHD

#### **ADJOURNMENT:**

With no future business to discuss Board Member Medart made motion to adjourn the meeting at 9:14 p.m. Second by Board Member Berker. All in favor.