

AGENDA

KERN COUNTY HOSPITAL AUTHORITY COMMUNITY HEALTH CENTER BOARD OF DIRECTORS

Community Health Center Administrative Office 900 Truxtun Avenue, Suite 250 Bakersfield, California 93301

> Regular Meeting Thursday, January 16, 2025

<u>11:30 A.M.</u>

BOARD TO CONVENE

Board Members: Behill, Kemp, Lopez, Martinez, Nichols, Sandoval, Smith, Valdez, Williams Roll Call:

STAFF RECOMMENDATION SHOWN IN CAPS

- 1) Administer Oath of Office ADMINISTER OATH
- Proposed Resolution Establishing the Kern County Hospital Authority Community Health Center Board of Directors and Appointing Initial Members – RATIFY RESOLUTION
- 3) Election of Board Chairman ELECT BOARD CHAIRMAN
- 4) Election of Board Vice Chairman and Secretary/Treasurer ELECT BOARD VICE CHAIRMAN AND SECRETARY/TREASURER
- 5) Proposed Community Health Center Executive Director Position Description APPROVE
- 6) Introductions of Kern County Hospital Authority key staff INTRODUCE STAFF

- 7) Presentation regarding Community Health Center Overview HEAR PRESENTATION; RECEIVE AND FILE
- Proposed Resolution establishing the regular meeting dates of the Kern County Hospital Authority Community Health Center Board of Directors for calendar year 2025 – APPROVE; ADOPT RESOLUTION
- 9) Proposed Co-Applicant Agreement between Kern County Hospital Authority and Kern County Hospital Authority Community Health Center Board of Directors, effective January 15, 2025, and remaining in effect during the Health Center Program project of any and all periods of Federally Qualified Health Center Look-Alike certification with the Community Health Center Board of Directors as its co-applicant – APPROVE; AUTHORIZE CHAIRMAN TO SIGN
- 10) Presentation regarding Community Health Center finance reporting requirements HEAR PRESENTATION; RECEIVE AND FILE
- 11) Presentation regarding Community Health Center quality reporting requirements HEAR PRESENTATION; RECEIVE AND FILE
- 12) Presentation regarding the Ralph M. Brown Act HEAR PRESENTATION; RECEIVE AND FILE

ADJOURN TO CLOSED SESSION

13) PUBLIC EMPLOYEE APPOINTMENT/RECRUITMENT - Title: Executive Director (Government Code Section 54957) –

RECONVENE FROM CLOSED SESSION

REPORT ON ACTIONS TAKEN IN CLOSED SESSION

PUBLIC PRESENTATIONS

14) This portion of the meeting is reserved for persons to address the Board on any matter not on this agenda but under the jurisdiction of the Board. Board members may respond briefly to statements made or questions posed. They may ask a question for clarification, make a referral to staff for factual information or request staff to report back to the Board at a later meeting. In addition, the Board may take action to direct the staff to place a matter of business on a future agenda. SPEAKERS ARE LIMITED TO TWO MINUTES. PLEASE STATE AND SPELL YOUR NAME BEFORE MAKING YOUR PRESENTATION. THANK YOU!

BOARD MEMBER ANNOUNCEMENTS OR REPORTS

15) On their own initiative, Board members may make an announcement or a report on their own activities. They may ask a question for clarification, make a referral to staff or take action to have staff place a matter of business on a future agenda (Government Code section 54954.2(a)(2)) –

ADJOURN TO WEDNESDAY, FEBRUARY 26, 2025 AT 11:30 A.M.

SUPPORTING DOCUMENTATION FOR AGENDA ITEMS

All agenda item supporting documentation is available for public review at Kern Medical Center in the Administration Department, 1700 Mount Vernon Avenue, Bakersfield, 93306 during regular business hours, 8:00 a.m. – 5:00 p.m., Monday through Friday, following the posting of the agenda. Any supporting documentation that relates to an agenda item for an open session of any regular meeting that is distributed after the agenda is posted and prior to the meeting will also be available for review at the same location.

AMERICANS WITH DISABILITIES ACT (Government Code Section 54953.2)

The Kern Medical Center Conference Room is accessible to persons with disabilities. Disabled individuals who need special assistance to attend or participate in a meeting of the Kern County Hospital Authority Community Health Center Board of Directors may request assistance at Kern Medical Center in the Administration Department, 1700 Mount Vernon Avenue, Bakersfield, California, or by calling (661) 326-2102. Every effort will be made to reasonably accommodate individuals with disabilities by making meeting material available in alternative formats. Requests for assistance should be made five (5) working days in advance of a meeting whenever possible.



BOARD OF DIRECTORS COMMUNITY HEALTH CENTER REGULAR MEETING

January 16, 2025

Subject: Official Appointment to Community Health Center Board of Directors

Recommended Action: Administer Oath of Office

Summary:

Kathleen Krause, the Clerk of the Board of Supervisors, will be present at the meeting to administer the official oath of office, which will duly appoint each Member to the Community Health Center Board of Directors. The oath must be administered before you can participate as a Member of the Board of Directors.



BOARD OF DIRECTORS COMMUNITY HEALTH CENTER REGULAR MEETING

January 16, 2025

Subject: Proposed Resolution Establishing the Kern County Hospital Authority Community Health Center Board of Directors and Appointing Initial Members

Recommended Action: Ratify Resolution

Summary:

On November 20, 2024, the Kern County Hospital Authority Board of Governors approved the Hospital Authority's request to pursue Federally Qualified Health Center Look-Alike (FQHC) certification for its outpatient primary care health centers. The Health Resources and Services Administration (HRSA) Health Center Program Compliance Manual ("Program") outlines the requirements of the program. A distinguishing requirement of the program requires the health center to establish a governing board and that governing board must meet certain requirements of composition. The Kern County Hospital Authority is a political subdivision of the State of California, its composition is defined in its enabling statute and by itself is unable to satisfy the requirements of the Program. The Program allows for public entities to apply for FQHC certification with a Co-Applicant board, which satisfies the composition and oversight requirements of the Program.

On January 15, 2025, in order to address the needs of the community, the Kern County Hospital Authority Board of Governors adopted the attached resolution to establish the Kern County Hospital Authority Community Health Center Board in order to comply with the requirements of the Program. To affirm the creation of the Community Health Center Board and the appointment of the initial directors, it is recommended that your Board ratify the resolution.

By ratifying the resolution, your Board will ratify the creation of the Kern County Hospital Authority Community Health Center Board of Directors (CHC Board), a community board comprised of nine (9) members, to fulfill Program requirements. The CHC Board is not be a separate entity, does not employ any staff and does not own any assets. The CHC Board has been given certain authorities to ensure that the health center operates in compliance with applicable federal, state and local laws and regulations, approve and evaluate the performance of the health center Executive Director, establish and adopt policies for the health center, review the annual budget and audit for the health center, and develop a plan and priorities for the health center. The relationship and shared duties of each board is outlined in the Co-Applicant Agreement your Board is being asked to approve as a separate item on the agenda.

Kern County Hospital Authority posted the CHC Board member application to its website and received completed applications from nine individuals and recommends that the following individuals be appointed as members to the CHC Board. HRSA requires that the CHC Board appoint a majority of its members and therefore will become self-sustaining after this initial appointment, as reflected in the resolution.

Elsa Martinez – Ms. Martinez currently works as the Chief Financial Officer for the County of Kern and has more than 20 years of local government experience. Ms. Martinez has experience with social services, healthcare delivery systems, healthcare policies, has performed work advocating for safety net populations, and has extensive knowledge and understanding of Kern Medical and its opportunities through her work with Kern County.

Dayna Nichols – Ms. Nichols has been in the community for more than 30 years. She was the owner and operator of Castle Print & Publication for 25 years, has served on the Bakersfield Chamber of Commerce Board and numerous chamber committees, has served for more than 15 years on the Bakersfield City School District Foundation Board, the Bakersfield Women's Conference Executive Committee and on the Women's & Girls' Fund Vision Committee. Ms. Nichols understands the needs of the community related to healthcare.

Cynthia Behill – Ms. Behill is the owner of a successful real estate business with experience in strategic decision making to impact an organization's direction, financial health and position in the market. Ms. Behill is skilled in navigating complex compliance issues and adept at evaluating legal risks and ensuring compliance with industry standards.

Vernon Kemp – Mr. Kemp is the Bishop of Greater Harvest Christian Center since 2001. Through the work with his congregation, he has become an advocate for those needing a voice of support and has a unique perspective into the needs of the community. He has experience working with his community non-profit organization and is a philanthropist helping to create positive change in the community.

Linda Lopez – Ms. Lopez is a wife and mother with first-hand experience navigating health care system for her family. She understands the pain-points found within health care delivery and offers a unique perspective to some of those challenges. Ms. Lopez has participated in Kern Medical marketing campaigns and is an advocate for patients.

Ruth Sandoval – Ms. Sandoval has been involved in community events and outreach for a number of years. She has served with her local community church to address socioeconomic needs of the community and understands some of the healthcare needs of the community.

Denise Smith – Ms. Smith has 36 years of experience with local government and has worked as a public health nurse managing more than 18 separate programs with more than \$8 million budget throughout the community. Through her work as a public health nurse, Ms. Smith has an acute awareness of the health care needs of the community at both the individual and population level. Ms. Smith understands healthcare policy and regulatory issues, hospital services and advocating for the safety net.

Anthony Valdez – Mr. Valdez is an Assistant City Manager for the City of Bakersfield with oversight of the Economic and Community Development Department. Through this work, Mr. Valdez collaborates closely with community organizations to find creative solutions to address the needs of homeless individuals within the community. Mr. Valdez has seen the importance of health care delivery to these populations and understands some of the opportunities in improving access to care.

Gary Williams, OD – Dr. Williams is a retired Optometrist with decades of healthcare experience. He understands the healthcare needs of the population and understands the important role that primary care plays in the overall health care of individuals. Dr. Williams understands the regulatory landscape of healthcare and has experience with healthcare operations.

Page 3 of 3

Based upon a review of the applications, these applicants bring the requisite skillset and background to provide quality governance to the Community Health Center. These proposed CHC Board members also satisfy the requirements, as outlined by HRSA, for board composition by being representative of the community and satisfy requirements for patient representation.

Therefore, it is recommended that your Board ratify the Resolution that establishes the Kern County Hospital Authority Community Health Center Board of Directors and ratify the appointments of Elsa Martinez, Dayna Nichols, Cynthia Behill, Vernon Kemp, Linda Lopez, Ruth Sandoval, Denise Smith, Anthony Valdez and Gary Williams, OD, as the initial members of the Kern County Hospital Authority Community Health Center Board.

APPLICATION

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Are you an employee of Kern Medical, or spouse, child, parent, brother or sister by blood, adoption or marriage of such an employee?

🖬 Yes 🖾 No

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Is more than 10% of your annual income derived from the health care industry? (The health care industry is defined as a licensed independent provider delivering direct care to a patient in a clinical setting.)

🗆 Yes 🖾 No

Are you a current patient of Kern Medical?



CONSENT to PHOTOGRAPH

Should I be appointed, I authorize Kern County Hospital Authority to videotape, take a digital image or other image of me, and I agree that the negatives, digital images, video, or photographs may be kept, stored, and used in health center promotion and publications.

☑ Yes □ No

What skills and knowledge would you bring to our board? Please list your experience in any of the following areas: Community affairs, local government, finance and banking, legal affairs, and other commercial and industrial concerns, or social service agencies within the community.

BOARD QUALIFICATION CATEGORIES

I meet the following board-specific qualification categories (mark all that apply):

- Knowledge of healthcare delivery systems
- Knowledge of healthcare policy and regulatory issues as well as current and projected healthcare trends
- Experience with managing hospital services and understanding of the healthcare needs of the patient population
 Experience in advocating for safety net populations including, but not limited to, the pursuit of public funding for the delivery of healthcare services

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I have been a patient at Kern Medical within the last 24 months

APPLICANT RESPONSIBILITIES

I understand that by submitting this application:

- 1. I am a full-time resident of the County of Kern and at least 18 years of age;
- 2. I agree to participate as a Member of the Community Health Center Board;
- 3. I am willing to provide authorization to the Kern County Hospital Authority to conduct necessary background checks;
- 4. I have submitted with this Application a current resume or curriculum vitae; and
- 5 I agree to comply with the laws of the state of California as they pertain to conflicts of interest.

Applicant Signature

Date

- 1. I will share the vision, mission, and work of the health center to the community, represent the organization, and act as a spokesperson.
- 2. I will attend no fewer than 75% of board meetings, committee meetings, and special events.
- 3. I will actively participate in fundraising activities to ensure the stability of the health center.
- 4. I will act in the best interests of the organization and excuse myself from discussions and votes where I have a conflict of interest.
- 5. I will stay informed about what is going on in the organization. I will ask questions and request information. I will participate in and take responsibility for making decisions on issues, policies and other board matters.
- 6. I will work in good faith with staff and other board members as partners toward achieving our goals.
- 7. I will contribute time each month to supporting the health center.
- 8. I will receive, and carefully review, all board meeting materials sent to me prior to each board meeting. I will be fully prepared for these meetings, with relevant questions and suggestions.
- 9. If I do not understand anything in these reports, I will schedule an opportunity to learn.
- 10. If selected, I understand and am willing to accept the responsibilities of a board member.
- 11. In addition, by my signature below, I understand a health center board member may not be an employee of Kern Medical, or spouse, child, parent, brother or sister by blood, adoption or marriage of such an employee.

Date: 11/25/24 Accepted: Elsa T Martinez Name and Signature

APPLICATION	A	PPI	IC	AT	ю	N
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I No

Is more than 10% of your annual income derived from the health care industry? (The health care industry is defined as a licensed independent provider delivering direct care to a patient in a clinical setting.)

□ Yes ₽ No

Are you a current patient of Kern Medical?

CONSENT to PHOTOGRAPH

Should I be appointed, I authorize Kern County Hospital Authority to videotape, take a digital image or other image of me, and I agree that the negatives, digital images, video, or photographs may be kept, stored, and used in health center promotion and publications.



What skills and knowledge would you bring to our board? Please list your experience in any of the following areas: Community affairs, local government, finance and banking, legal affairs, and other commercial and industrial concerns, or social service agencies within the community.

BOARD QUALIFICATION CATEGORIES

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 - Knowledge of healthcare policy and regulatory issues as well as current and projected healthcare trends
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- I have submitted with this Application a current resume or curriculum vitae; and 4. 5. I agree to comply with the laws of the state of California as they pertain to conflicts of interest.

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Applicant Signature

Nov. 26, 2024

Date

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APPLICATION DEADLINE: Open			
Applications must be received at the ad	dress listed below on the	application.	
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Please fill out all information on this form. If) Mail or deliver your completed application Kern County Hospital Authority		se call (661) 326-2102.	
ATTN: Chief Executive Officer 700 Mount Vernon Avenue, Room 1232 Bakersfield, CA 93308			· ·
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🖬 Yes 🗹 No

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🗆 Yes 🛛 🖾 No

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Date: 12/2/24 Accepted: Cunthia Behil Name and Signature

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Mail or deliver your completed app Kern County Hospital Authority	orm, Il you have questions, please call (66) (ication to:	326-2162.
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CONSENT to PHOTOGRAPH

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Should the appointed, Lauthorize Kern County Hospital Authority to videotape take a digital image or other image at me, and tagree that the negatives, digital images, video, or photographs may be kept, stored, and used in health center promotion and publications.

6 Yes 🗇 No What skills and knowledge would you bring to our board? Please list your experience in any of the following areas: Community affairs, local government, france and banking legat affairs, and other commercial and tertristical concerns, or social service agencies within the community



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APPLICANT RESPONSIBILITIES

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Applicant Signature

Nov 26 2024 Date

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Accepted:

Anne and Signature

APPLICATION

APPLICATION DEADLINE: Open Applications must be received at t	he address listed below on t	ne application.		
Please fill out all information on this for Mail or deliver your completed applia Kern County Hospital Authority ATTN: Chief Executive Officer 1700 Mount Vernon Avenue, Room 12 Bakersfield, CA 93306	m. If you have questions, ple cation to:] 	
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Please select your race/ethnicity:		Please select y	our gender:	

Are you an employee of Kern Medical, or spouse, child, parent, brother or sister by blood, adoption or marriage of such an employee?

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🗆 Yes

6 NO

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🗖 No

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- 5/ lagree to comply with the laws of the state of California as they pertain to conflicts of interest.

11.22.24

Applicant Signature

Date

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datas Accepted:

1.21.24 Date:

Name and Signature

	APPLICATION	
APPLICATION DEADLINE: Open Applications must be received o	I the address isted below on the applicat	
Please fil out al information on this t Mail or deliver your completed app Kern County Hospital Authority ATTN: Chief Executive Officer 1700 Mount Vernon Avenue Foom	orm. If you have questions, please call (66 lication to:	
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What skills and knowledge would you bring to our board? Please list your experience in any of the following areas: Community affairs, local government, finance and banking, legal affairs, and other commercial and industrial concerns, or social service garancies within the community.

BOARD QUALIFICATION CATEGORIES

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- Knowledge of healthcare delivery systems
- Knowledge of healthcare policy and regulatory issues as well as current and projected healthcare trends
- Experience with managing hospital services and understanding of the heathcare needs of the patient population
 Experience in advocating for rate was non-induced included, but not induce the two would be oblic in patient to the consult of a blic induce to the second secon
 - Experience in advocating for safety net populations including, but not limited to, the pursuit of public funding for the delivery of bealthcare services.

APPLICANT RESPONSIBILITIES

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- 4. Thave submitted with this Application a current resume or curriculum vitae; and
- 5. Lagree to comply with the laws of the state of California as they pertain to conflicts of interest.

Applicant Signature

11-23-2024

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- I will share the vision, mission, and work of the health center to the community, represent the organization, and act as a spokesperson.
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Accepted: Ku Name and Siana

_____ Date: 11-23-2024

APPLICATION

APPLICATION DEADLINE: Open

Applications must be received at the address listed below on the application.

Please fill out all information on this form. If yo Mail or deliver your completed application t Kern County Hospital Authority ATTN: Chief Executive Officer 1700 Mount Vernon Avenue, Room 1232 Bakersfield, CA 93306	ou have questions, ple i o:	ease cali (661) 326-2102.	
Smith	Denise		L
Last Name	First Name		Middle Initial
Home Address	City	State	Zip Code
Home Phone	Cell Phone		
Email Address (Required)		unnessen generalen i sind sin son sin sin senset sin	Date of Birth
Employer	Title		Work Phone
Employer Address	City	State	Zip Code
Please select your race/ethnicity:		Please select ve	our gender:

Are you an employee of Kern Medical, or spouse, child, parent, brother or sister by blood, adoption or marriage of such an employee?

🛛 Yes 🛛 🖾 No

Is more than 10% of your annual income derived from the health care industry? (The health care industry is defined as a licensed independent provider delivering direct care to a patient in a clinical setting.)

□ Yes 🔍 No

Are you a current patient of Kern Medical?

CONSENT to PHOTOGRAPH

Should I be appointed, I authorize Kern County Hospital Authority to videotape, take a digital image or other image of me, and I agree that the negatives, digital images, video, or photographs may be kept, stored, and used in health center promotion and publications.

頃 Yes

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 - Experience with managing hospital services and understanding of the healthcare needs of the patient population

Experience in advocating for safety net populations including, but not limited to, the pursuit of public funding for the delivery of healthcare services

APPLICANT RESPONSIBILITIES

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Applicant Signature

Date

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Accepted:

Date: 11/20/24

APPLICATION

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Please fill out all information on this form, 1 Mail or deliver your completed applicatio Kern County Hospital Authority ATTN: Chlef Executive Officer 1700 Mount Vernon Avenue, Room 1232 Bakersfield, CA 93306	f you have questions, plea n to :	se call (661) 326-2102.	
Valdez	Anthony		E
Last Name	First Name		Middle Initial
Home Address	City	State	Zip Code
Home Phone	Cell Phone		
Email Address (Kequired)			Date of Birth
City of Bakersfield	Assistant City	y Manager	
Employer	Title		Work Phone
Employer Address	City	State	Zip Code
Please select your race/ethnicity:		Please select yo	our gender:

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🖵 Yes 🗹 No

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Applicant Signature

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Anthony Valdez Digitally signed by Anthony Valdez Date: 2024.12.02 15:32:18 -08'00'

12/2/24

Date

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Accepted: Anthony Valdez

Date: 12/2/24

Name and Signature

APPLICATIO

APPLICATION DEADLINE: Open Applications must be received at the address listed below on the application. Please fill out all information on this form. If you have questions, please call (661) 326-2102. Mail or deliver your completed application to: Kern County Hospital Authority ATTN: Chief Executive Officer 1700 Mount Vernon Avenue, Room 1232 Bakersfield, CA 93306 Last Name **First Name** Middle Initial Williams Gary L Home Address City State **Zip Code** Home Phone **Cell Phone** Email Address (Required) Date of Birth Employer Title Work Phone **Employer** Address City State Zip Code Please select your race/ethnicity: Please select your gender:

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gary Williams

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P. Allevia

Applicant Signature

2024

Date

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Accepted:

Date: 12/2/2024

BEFORE THE BOARD OF GOVERNORS OF THE KERN COUNTY HOSPITAL AUTHORITY

In the matter of:

Resolution No. 2025-

ESTABLISHING THE KERN COUNTY HOSPITAL AUTHORITY COMMUNITY HEALTH CENTER BOARD AND APPOINTING INITIAL MEMBERS

I, MONA A. ALLEN, Authority Board Coordinator for the Kern County Hospital Authority, hereby certify that the following Resolution, on motion of Director ______, seconded by Director ______, was duly and regularly adopted by the Board of Governors of the Kern County Hospital Authority at an official meeting thereof on the 15th day of January, 2025, by the following vote, and that a copy of the Resolution has been delivered to the Chairman of the Board of Governors.

AYES:

NOES:

ABSENT:

MONA A. ALLEN

Authority Board Coordinator Kern County Hospital Authority

Mona A. Allen

RESOLUTION

Section 1. WHEREAS:

(a) The Kern County Hospital Authority Act (the "Act") provides the Authority is a public agency that is local unit of government and subdivision of the state of California organized under the laws of the state of California (Health & Safe. Code, § 101852 et seq.); and

(b) The Act states in relevant part that the Authority may explore innovative health care delivery models to help ensure its viability and its ability to provide an ongoing material benefit to Kern County residents (Health & Safe. Code, § 101853(b)(1); see also Kern County, California, Code of Ordinances, Title 2, Chapter 2.170, section 2.170.040); and

(c) The Authority is authorized to provide comprehensive, high quality medical treatment, health promotion and health maintenance through an integrated system of hospital, *clinic*, and other health services staffed by individuals who are responsive to the diverse cultural needs of the community (emphasis added) (Kern County, California, Code of Ordinances, Title 2, Chapter 2.170, section 2.170.040); and

(d) Section 330 of the Public Health Service Act ("Section 330") (42 U.S.C. § 254b) authorized the creation of the federal Health Center Program, a program administered by the Health Resources and Services Administration ("HRSA") within the Department of Health and Human Services; and

(e) Federally funded health centers play a vital role in ensuring access to comprehensive primary care services for medically underserved communities; and

(f) A Federally Qualified Health Center 'Look-Alike' ("FQHC") is an organization such as the Authority that meets all of the eligibility requirements of an organization that receives a Section 330 grant, but does not receive grant funding.

(g) The Authority is pursuing FQHC status for its outpatient clinics through HRSA for designation as an FQHC look-alike (a/k/a co-applicant model for public entities); and

(h) HRSA guidance requires that an FQHC look-alike must meet the core tenets of the FQHC designation and abide by the Health Center Program Requirements, which include, *inter alia*, the establishment of a Community Health Center Board to provide oversight of the FQHC; and

(i) The HRSA requirements for a health center governing board are as follows: (1) the board must have at least nine (9), but no more than twenty-five (25) members; (2) fifty-one percent (51%) of the board must currently receive their primary care from the organization and, as a group, the board members must represent the individuals served by the organization in terms of race, ethnicity, and gender; (3) non-patient members must be representative of the community in which the center's service area is located and are selected for their expertise; (4) no more the one half of the non-patient members may derive more than ten percent (10%) of their annual income from the health care industry; (5) board members may not be an employee of the health center or relative of such employee (see 42 C.F.R. §§ 51c.304(a), 51c.304(b)(1), (2), 51c.304(b)(3), 51c.304(b)(4); and

(j) The Kern County Hospital Authority Board of Governors desires to establish the Kern County Hospital Authority Community Health Center Board and appoint the initial members to the Community Health Center Board in compliance with the HRSA requirements for a health center governing board as set forth herein.

Section 2. NOW, THEREFORE, IT IS HEREBY RESOLVED by the Board of Governors of the Kern County Hospital Authority, as follows:

1. This Board finds the facts recited herein are true, and further finds that this Board has jurisdiction to consider, approve, and adopt the subject of this Resolution.

2. This Board hereby establishes the Kern County Hospital Authority Community Health Center Board.

3. This Board hereby appoints the following individuals as initial members of the Kern County Hospital Authority Community Health Center Board:

Community Health Center Board Appointees (total of five [5] majority appointments):

Gary Williams	Term – 1 Year ¹
Denise Smith	$Term - 2 Years^2$
Cynthia Behill	$Term - 3 Years^3$
Elsa Martinez	Term – 3 Years
Dayna Nichols	Term – 3 Years

Board of Governors Appointees (total of four [4] minority appointments):

Anthony Valdez	Term – 1 Year
Vernon Kemp	Term – 1 Year
Linda Lopez	Term – 2 Years
Ruth Sandoval	Term – 2 Years

4. This Board hereby retains authority to appoint the minority of new members to the Kern County Hospital Authority Community Health Center Board when vacancies arise, consistent with HRSA requirements for a health center governing board, and to remove any minority member who it appoints.

5. The Authority Board Coordinator shall provide copies of this Resolution to the following:

Members, Board of Governors Members, Community Health Center Board Kern Medical Center Legal Services Department County Administrative Office Clerk of the Board of Supervisors

¹ Initial one-year term to expire June 30, 2026.

² Initial two-year term to expire June 30, 2027.

³ Initial three-year term to expire June 30, 2028.



January 16, 2025

Subject: Election of Board Chair

Recommended Action: Elect Board Chair

Summary:

The Chair of the Kern County Hospital Authority Community Health Center Board (CHC Board) will preside at all meetings of the CHC Board, be an ex-officio, non-voting member of all committees, execute correspondence, contracts, conveyances and other written instruments as properly authorized by the CHC Board of Directors and any other duties authorized by the CHC Board of Directors. The Chair is elected from the membership of the CHC Board.

Therefore, it is recommended that your Board elect its Board Chair.



January 16, 2025

Subject: Election of Board Vice Chair and Secretary/Treasurer

Recommended Action: Elect Board Vice-Chair; Elect Board Secretary/Treasurer

Summary:

The Vice-Chair of the Kern County Hospital Authority Community Health Center Board (CHC Board) will assume the duties of the Chair in the absence of the Chair and any other duties as required by the CHC Board acting within the scope of his or her authority.

The Secretary/Treasurer will ensure that accurate and complete minutes are kept for all meetings, call meetings on order of the Chair, attend to all correspondence of the CHC Board, other record keeping duties as assigned by the CHC Board and present the annual budget to the CHC Board and any other committees designated by the CHC Board

Therefore, it is recommended that your Board elect its Vice-Chair and Secretary/Treasurer.



January 16, 2025

Subject: Proposed Community Health Center Executive Director Position Description

Recommended Action: Approve

Summary:

Employees of the Kern County Hospital Authority Community Health Center ("Health Center") are employees of the Kern County Hospital Authority; however, the Health Resources and Services Administration (HRSA) Health Center Program Compliance Manual ("Program") requires that a co-applicant board maintain authority for the approval, evaluation and termination of the Executive Director of the Health Center.

The Executive Director Position Description outlines the roles and responsibilities of the Executive Director. This position reports directly to the Kern County Hospital Authority Community Health Center Board of Directors ("CHC Board") who will evaluate the performance of the Executive Director no less than annually. The Executive Director is the key management position within the Health Center and responsible for its day-to-day operations.

Therefore, it is recommended that your Board approve the Proposed Community Health Center Executive Director Position Description.



Community Health Center Executive Director

Position Description

Definition:

The Community Health Center Executive Director is the key person specified in the Health Center Program Compliance Manual and is responsible for overseeing the strategic direction, administration, and operations of the Community Health Center (CHC). The Executive Director reports to the CHC Board of Directors. The Executive Director works closely with the Board of Directors, staff, healthcare providers, and community stakeholders to ensure the delivery of high-quality, accessible, and patient-centered care to underserved populations. At the direction of the CHC Board, the Executive Director will manage financial and operational performance, ensure regulatory compliance, and foster community relationships.

Distinguishing Characteristics:

This key position requires extensive experience in working with and managing physicians and advanced practice providers, along with a deep understanding of health care delivery systems and their operations.

Essential Functions:

- Operational Leadership:
 - Develops and implements strategic plans in alignment with the CHC's mission and vision.
 - Provides strategic direction and operational oversight for the health center and outreach services, including off-site locations.
 - Ensures that the Infection Prevention and Employee Health programs are in alignment with the CHC mission and vision and in compliance with regulatory agencies.
- Physician and Provider Management:
 - Collaborates with physicians and advanced practice providers to ensure efficient and effective delivery of care, fostering a culture of collaboration, teamwork, and excellence.
- <u>Regulatory Compliance and Quality Care Assurance</u>:
 - Develops and implements policies, procedures, and protocols to ensure the delivery of high-quality care and patient safety standards across all health center and outreach services.
 - Ensures the health center complies with all appliable federal, state, and local laws and regulations, including those specific to the health center.
 - Oversees quality improvement initiatives, ensuring high standards of care and patient satisfaction.
 - Ensures the health center meets or exceeds all performance metrics related to patient outcomes, operational efficiency, and community health goals.



- Fiscal Responsibility:
 - Develops and manages the annual budget in alignment with the CHC Board and oversees financial operations to ensure sustainability and growth.
 - Monitors and manages the financial performance of the health center and outreach services, implementing cost-effective strategies while maintaining quality outcomes.
 - Ensures compliance with all financial reporting requirements, including those specific to health center funding and grants, if any.
- <u>Performance Improvement</u>:
 - Leads performance improvement initiatives, identifying opportunities for enhancing operational efficiency, patient satisfaction, and clinical outcomes.
- Stakeholder Engagement Community Relations:
 - Serves as the key primary liaison between the health center and the Board of Directors, government agencies, funding agencies, and community partners.
 - Builds and maintains relationships with healthcare providers, community organizations, and government representatives.
 - Advocates for the needs of the underserved populations served by the health center, and identifies new opportunities for partnerships, funding, and outreach.
 - Represents the health center at community events, public meetings, and professional associations.
- Data Analysis and Reporting:
 - Utilizes data analytics to monitor key performance indicators, identifies trends, and generates actionable insights for improving operational efficiency and patient outcomes.
- Fundraising and Grant Management:
 - Identifies and pursues funding opportunities, including grants, private donations, and corporate sponsorships.
 - Manages relationships with funding organizations, ensuring adherence to the terms and conditions of grants, if any, and contracts.
 - Reports on program outcomes and financial results to funders and stakeholders.
- Professional Development:
 - Stays abreast of industry trends, best practices, and emerging technologies in ambulatory care and outreach services, fostering a culture of continuous learning and professional growth.

Employment Standards:

- Minimum of 10 years of progressive leadership experience in a healthcare organization, with a focus on safety net populations, community health care and outreach services.
- Master's degree in healthcare administration, business administration, or a related field is strongly preferred.
- Strong knowledge of healthcare operations, including physician practice management, advanced practice provider integration, and outpatient care delivery models.
- Demonstrated experience in managing a diverse team of physicians and advanced practice providers, promoting collaboration and fostering a culture of excellence.
- In-depth understanding of quality improvement methodologies, patient safety practices, and regulatory compliance in a community health care setting.



- Proven track record in financial management, budgeting, and resource allocation in a healthcare environment.
- Excellent communication and interpersonal skills, with the ability to build relationships and engage stakeholders at all levels.
- Analytical mindset with the ability to leverage data and metrics to drive operational improvements and decision-making.
- Ability to work collaboratively with diverse stakeholders, including government agencies, healthcare providers, and community organizations.
- A passion for serving underserved populations and a commitment to improving healthcare access and quality.

Knowledge of:

- Healthcare policies, regulations, and emerging trends impacting safety net healthcare providers
- Healthcare operations, including physician practice management, advanced practice provider integration, and outpatient care delivery models

Ability to:

• Think analytically; manage staff at all levels; communicate in a professional manner, both in writing and verbal; engage staff

Supplemental:

Dependent upon assignment, applicants may be required to pass an extensive background investigation, and be fingerprinted. Disqualification for felony, misdemeanor, and traffic offenses will be assessed on a case-by-case basis.

All Kern County Hospital Authority employees are designated "Disaster Service Workers" through state and local laws (CA Government Code Sec. 3100-3109 and Ordinance Code Title 2 - Administration, Ch. 2.66 Emergency Services.) As Disaster Service Workers, all county employees are expected to remain at work, or to report for work as soon as practicable following a significant emergency or disaster.

If position responsibilities require driving a personal vehicle, then possession of a current valid California Driver's License and adherence to the Kern County Hospital Authority Vehicle Use and Driving Standard Policy (ENG-EC-119) is required.

If position responsibilities require driving a vehicle owned, leased or rented by Kern Medical, then possession of a current valid California Driver's license, a signed authorization for Release of Drivers Record Information and adherence to the Kern County Hospital Authority Vehicle Use and Driving Standard Policy (ENG-EC-119) is required.



January 16, 2025

Subject: Introductions of Kern County Hospital Authority Key Staff

Recommended Action: Introduce Staff

Summary:

Renee Villanueva, Chief Ambulatory and Outreach Officer, will introduce Kern County Hospital Authority key staff.

Scott Thygerson – Chief Executive Officer

Andrew Cantu – Chief Financial Officer

Tyler Whitezell – Chief Operating Officer

Glenn Goldis, M.D. – Chief Medical Officer

Sandra Bakich - Co Chief Information Officer

Ezzat Khalil - Co Chief Information Officer

Roby Hunt – Chief Transformation Officer

Karen S. Barnes – Vice President & General Counsel

Natalee Garrett – Vice President of Strategic Development

Lisa Hockersmith – Vice President of Human Resources

Mona Allen – Executive Assistant to CEO and Clerk of the Community Health Center Board



January 16, 2025

Subject: Presentation regarding Community Health Center Overview (Board Education)

Recommended Action: Receive and File

Summary:

Renee Villanueva will provide your Board with a brief overview and background of the Kern County Hospital Authority Community Health Center.



Community Health Center

Updated January 10, 2025



Community Health Center (CHC)

What defines a CHC?

- Federally funded health centers that serve medically underserved areas and populations
- Administered through the federal Health Resources and Services Administration (HRSA)
- Must meet HRSA regulatory requirements
- Prospective Payment System Rates based on cost
- Eligible for additional grants



CHCs in Kern County and at California's Designated Public Safety Net Hospitals

- Clinica Sierra Vista (multiple locations)
- Omni Family Health (multiple locations)
- Community Health Centers of America (McFarland)
- Family Healthcare Network (Delano)
- Bartz-Altadonna Community Health (California City, Boron)
- Designated Public Safety Net Hospitals
 - UC Irvine
 - Alameda County
 - Contra Costa Health Services
 - Riverside University Health System
 - Zuckerburg San Francisco General Hospital
 - Monterey County
 - San Bernardino County
 - San Joaquin General Hospital
 - San Mateo Medical Center
 - Santa Clara Valley Medical Center Hospital and Clinics
 - Ventura County Health Care Agency

KernMedical Outpatient Health

Kern Medical's CHC

- Remains part of KCHA the CHC is not a separate entity
- Continues to follow Brown Act, Public Records Act, Meyers-Milias-Brown Act
- No change to employees' status keep same employer, compensation, and benefits
- SEIU Local 521 continues to represent members



Kern Medical Clinic Patients' Service Area Data

- Zip Codes 93301, 93304, 93305, 93306, 93307, 93308, 93309, 93311, 93312, 93313, 93241
- Total Population: 565,002
- Low-income population: 245,954 (43.53% of population)
 - California 28.5%
- Total Health Center Program (HCP) Patients: 117,596
- HCP Penetration of low-income population: 47.81%
- Low-income not served by health centers: 128,358
- Uninsured not served by health centers: 35,806

Source: GeoCareNavigator.hrsa.gov

KernMedical Outpatient Health

Planned Service Locations

- Columbus Clinics 1111 Columbus Street
 - Suite 1000 Pediatrics, OBGYN
 - Suite 2000 Lab, X Ray, Internal Medicine
 - Suite 3000 Family Practice
- Kern Medical Reach and Grow 820 34th Street
- Kern Medical Geriatrics 820 34th Street
- Q Street Imaging Services 3551 Q Street
- 9300 Stockdale Physician Offices
 - Suite 100 OBGYN
- 9330 Stockdale Physician Offices
 - Suite 300 Lab Draw Station
 - Suite 400 Family Medicine, Internal Medicine
 - Suite 500 Pediatrics

Chapter 62: Clinic accessibility, locations, and hours



CHC Governance

- HRSA requires a governing board that has specific responsibility for the oversight of the CHC
- Responsibilities must be delegated to CHC board by KCHA Board of Governors
 - KCHA Board of Governors retains authority over:
 - Financial management
 - Accounting systems
 - Personnel



CHC Board Authority Includes

- Adopting and updating policies for the CHC, including the sliding fee discount schedule and quality of care audit procedures
- Determining scope and availability of services
- Developing CHC financial budget in close coordination with KCHA Board
- Developing overall plan and strategic direction of the CHC
- Monitoring service utilization patterns, productivity, and patient satisfaction
- Ensuring there is a process for hearing and resolving patient grievances



CHC Board Composition

- Must be representative of the individuals served
- 51% of the board must receive primary care from the organization (at least 1 visit every 24 months)
- May not be an employee or relative of employee of the health center or Hospital Authority
- No more than half may derive more than 10% of their income from the health care industry
- The Kern Medical Health Center Board will have 9 members with initial members appointed by the Kern County Hospital Authority Board of Governors



Co-Applicant Agreement with Kern County Hospital Authority

- Delegates required authorities and functions to the CHC Board
- Delineates roles and responsibilities of each board
- Defines CHC board selection process
- Required to include Co-Applicant Agreement with CHC application
- Affirms final approvals of CHC board within their delegated authorities



Types of Health Centers

- Community Health Centers
 - Receive federal grant dollars plus additional federal program benefits
- Community Health Center Look-Alikes
 - Do NOT receive federal grant dollars but DO receive certain similar federal program benefits



Federal Support for CHC and CHC Look-Alike Designation	СНС	Look-Alike
Receive Health Center Program federal grant funding under the Section 330 Public Health Service Act	Yes	No
Eligible for malpractice coverage under the Federal Tort Claims Act	Yes	No
Eligible for federal loan guarantees for capital improvements	Yes	No
Receive 340B Federal Drug Pricing Program discounts for pharmaceutical medications	Yes	Yes
Eligible for enhanced Medicaid/Medicare reimbursement	Yes	Yes
Automatic designation as a Health Progressional Shortage Area which provides eligibility to apply and receive National Health Services Corps personnel and eligibility to be a site where a J-1 Visa (foreign) physician can serve	Yes	Yes



Timeline of Major Activities

- November 20, 2024 Hospital Authority Board Approved Pursuing CHC Certification
- January 15, 2025 Hospital Authority Board Meeting
 - Select and appoint CHC Board Members
 - Co-Applicant Agreement
- January 16, 2025 CHC Board Meeting
 - Inaugural Board Meeting
 - Approval of FQHC P&Ps
- December 2024 March 2025
 - Internal and External Communication
 - HRSA Site Visit Preparation and Compliance
- March 2025 (projected) Application Submission
- August 2025 (projected) On-site HRSA Visit
- Fall 2025 (projected) Launch CHC Operations

KernMedical Outpatient Health

REFERENCES:

Health Center Program Compliance Manual / Health Center Site Visit Proposal

• ¹ All references to the "board" refer to the health center/FQ community board.

• ² All items listed reflect compliance elements from the <u>Health</u> <u>Center Program Compliance Manual</u> (August 2018) and <u>Health</u> <u>Center Program Site Visit Protocol</u> (April 13, 2023).

• ³ Patient satisfaction contains compliance elements from multiple Chapters (6, 19, 20) of the Compliance Manual², reflecting a highpriority area for the board¹ and health center leadership to monitor for ongoing compliance.





January 16, 2025

Subject: Establish Regular Meeting Dates of the Kern County Hospital Authority Community Health Center Board of Directors for Calendar Year 2025

Recommended Action: Approve; Adopt Resolution

Summary:

The conduct of your Board is subject to the provisions of the Ralph M. Brown Act ("Brown Act"; Gov. Code, § 54950 et seq.). Specifically, section 54954, subd. (a) of the Brown Act requires that your Board shall provide, by ordinance, resolution, bylaws, or by whatever other rule is required for the conduct of business by that body, the time and place for holding regular meetings.

Therefore, it is recommended that your Board establish its schedule of regular meetings for calendar year 2025 in compliance with the Brown Act by adopting the attached Resolution.

BEFORE THE BOARD OF DIRECTORS OF THE KERN COUNTY HOSPITAL AUTHORITY COMMUNITY HEALTH CENTER

In the matter of:

Resolution No. 2025-

ESTABLISHING THE REGULAR MEETING DATES OF KERN COUNTY HOSPITAL AUTHORITY COMMUNITY HEALTH CENTER BOARD OF DIRECTORS FOR CALENDAR YEAR 2025

I, MONA A. ALLEN, Clerk of the Board of Directors for the Kern County Hospital Authority Community Health Center, hereby certify that the following Resolution, on motion of Director ______, seconded by Director ______, was duly and regularly adopted by the Board of Directors of the Kern County Hospital Authority Community Health Center at an official meeting thereof on the 16th day of January, 2025, by the following vote, and that a copy of the Resolution has been delivered to the Chairman of the Board of Directors.

AYES:

NOES:

ABSENT:

MONA A. ALLEN

Clerk of the Board of Directors Kern County Hospital Authority Community Health Center

Mona A. Allen

RESOLUTION

Section 1. WHEREAS:

(a) The conduct of Kern County Hospital Authority Community Health Center Board of Directors is subject to the provisions of the Ralph M. Brown Act ("Brown Act"; Gov. Code, § 54950 et seq.). (b) Section 54954, subd. (a) of the Brown Act requires that the legislative body of a local agency shall provide, by ordinance, resolution, bylaws, or by whatever other rule is required for the conduct of business by that body, the time and place for holding regular meetings; and

(c) The Board of Directors desires to establish its schedule of regular meetings for calendar year 2025 in compliance with the Brown Act.

Section 2. NOW, THEREFORE, IT IS HEREBY RESOLVED by the Board of Directors of the Kern County Hospital Authority Community Health Center, as follows:

1. This Board finds the facts recited herein are true, and further finds that this Board has jurisdiction to consider, approve, and adopt the subject of this Resolution.

2. Except as provided in paragraph 4 of this Resolution, the calendar year 2025 regular meetings of the Board of Directors shall be held as follows:

Thursday, January 16, 2025	Regular Meeting
Wednesday, February 26, 2025	Regular Meeting
Wednesday, March 26, 2025	Regular Meeting
Wednesday, April 23, 2025	Regular Meeting
Wednesday, May 28, 2025	Regular Meeting
Wednesday, June 25, 2025	Regular Meeting
Wednesday, July 23, 2025	Regular Meeting
Wednesday, August 27, 2025	Regular Meeting
Wednesday, September 24, 2025	Regular Meeting
Wednesday, October 22, 2025	Regular Meeting
Thursday, November 20, 2025	Regular Meeting
Thursday, December 18, 2025	Regular Meeting

3. All meetings shall be held at Kern Medical Center, which is located at 900 Truxtun Avenue, Suite 250, Bakersfield, California 93301. All meetings shall commence at the hour of 11:30 a.m., unless a different time is posted by the Clerk of the Board of Directors. Meetings so commenced may be continued from time to time until the disposition of all business before the Board of Directors.

4. Regular meetings shall be canceled or rescheduled whenever the Board of Directors unanimously finds good cause otherwise exists for cancellation, rescheduling, or scheduling of a regular meeting.

5. The Clerk of the Board of Directors shall provide copies of this Resolution to the following:

Members, Board of Directors, Community Health Center

Members, Board of Governors, Kern County Hospital Authority Community Health Center Kern Medical Center Legal Services Department County Administrative Office Clerk of the Board of Supervisors

2025



Kern County Hospital Authority Community Health Center Board of Directors Meeting Calendar 11:30am – 1:30pm

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January 16, 2025

Subject: Proposed Co-Applicant Agreement between Kern County Hospital Authority and Kern County Hospital Authority Community Health Center Board of Directors, effective January 15, 2025, and remaining in effect during the Health Center Program project of any and all periods of Federally Qualified Health Center Look-Alike certification with the Community Health Center Board of Directors as its co-applicant

Recommended Action: Approve; Authorize Chairman to sign

Summary:

On November 20, 2024, the Kern County Hospital Authority Board of Governors approved staff's request to pursue Federally Qualified Health Center Look-Alike (FQHC) certification for Kern Medical's community health center primary care clinics (CHC). The Health Resources and Services Administration (HRSA) requires that FQHC Certified Community Health Centers are governed by a board that is representative of the community served by the health center, and allows a public entity such as the Authority to apply for FQHC certification with a co-applicant board in order to comply with HRSA program requirements.

HRSA requires that public entities applying for FQHC certification with a co-applicant define the relationship between the two boards in a co-applicant agreement. The proposed agreement outlines the role of each governing body in relation to the CHC.

The agreement specifies that the Authority maintains control over Authority operations including human resources, finance, contracting, conflicts of interest and provider licensing and credentialing. As the employer, there will be no changes to employees' job descriptions, compensation or benefits.

The CHC Board will have oversight responsibilities for reviewing the health center budget and annual audit, strategic planning for the health center, evaluating health center progress on annual and long-term goals, recommending services to be provided by the CHC, approving the hours of service of the CHC, approving policies of the CHC, reviewing HRSA program requirements for compliance, providing annual performance evaluation of the CHC Executive Director, and participating in the selection, retention and dismissal of the CHC Executive Director.

Therefore, it is recommended that your Board approve the Co-Applicant Agreement with the Kern County Hospital Authority and Authorize the Chairman to sign.

CO-APPLICANT AGREEMENT

This Co-Applicant Agreement ("Agreement") is made and entered into this _____ day of _____, 2025 ("Effective Date"), by and between Kern County Hospital Authority, a public agency that is a local unit of government ("Authority"), and Kern County Hospital Authority Community Health Center Board of Directors ("CHC Board"). Authority and CHC Board are sometimes referred to herein individually, as a "Party" and collectively, as the "Parties."

I. RECITALS

A) Authority owns and operates a Community Health Center ("CHC"), designated as a Federally Qualified Health Center 'Look-Alike' ("FQHC"), pursuant to a program administered by the Health Services and Resources Administration ("HRSA") within the United States Department of Health and Human Services ("DHHS") (the "Health Center Program"); and

B) The CHC Board has been established to provide oversight of the CHC and to approve policies to ensure the CHC's provision of preventive, primary and supplemental health care services (including health education and enabling services) to the residents of Kern County and surrounding counties, regardless of an individual's or family's ability to pay; and

C) To promote continuity of care in the service area currently served by Authority and the CHC and to ensure compliance with Section 330-related requirements, the Parties have agreed that Authority shall serve as the Section 330 public agency and the CHC Board will operate as the "co-applicant" governing board consistent with the requirements of Section 330, the federal law implementing regulations and the requirements and policies of HRSA; and

D) Authority and the CHC Board wish to define with specificity their respective authority with respect to the governance and operation of the CHC consistent with Section 330 rules and regulations, as well as the terms and conditions set forth in the HRSA Health Center Program Compliance Manual regarding co-applicants;

NOW, THEREFORE, in consideration of the mutual covenants and conditions hereinafter set forth and incorporating by this reference the foregoing recitals, the Parties hereto agree as follows:

II. TERMS AND CONDITIONS

1. **CHC Board Role**. The CHC Board shall provide input and feedback to the Authority Chief Executive Officer and the Authority Board of Governors through the CHC Executive Director, including providing an annual report to the Board of Governors regarding the activities of the CHC Board. In addition, the CHC Board shall have the following required authorities and responsibilities:

1.1 Holding monthly meetings where a quorum is present to ensure the CHC Board has the ability to exercise its required authorities and functions;

1.2 Approving the selection, evaluation and, if necessary, the termination or dismissal, of the CHC's Executive Director;

1.3 Approving the annual Health Center Program project budget and applications (if any);

1.4 Approving the CHC services and the location and hours of operation of CHC sites;

1.5 Evaluating the performance of the CHC based on quality assurance/quality improvement assessments and other information received from CHC management, and ensuring appropriate followup actions are taken regarding achievement of project objectives, service utilization patterns, quality of care, efficiency and effectiveness of the CHC, and patient satisfaction, including addressing any patient grievances;

1.6 Establishing and/or approving policies that govern the operations of the CHC, including evaluating and approving updates to policies at least once every three (3) years in the following areas: sliding fee discount program, quality improvement and assessment, and billing and collections;

1.7 Assuring that the CHC operates in compliance with applicable federal, state, and local laws and regulations;

1.8 Monitoring the financial status of the CHC, including reviewing the results of the annual audit, and ensuring appropriate follow-up actions are taken; and

1.9 Conducting long-range/strategic planning at least once every three years, which at a minimum addresses financial management and capital expenditure needs.

2. <u>Authority Role</u>.

2.1 <u>Retained Authority</u>. The Authority Board of Governors shall maintain complete authority over operations of the Authority including human resources, finance, contracts, conflict of interest and provider licensing and credentialing. The CHC Board may not take any action that is inconsistent with any provision of any Kern County ordinance, any Authority policy, or any action of the Board of Governors.

2.2 Indemnification. To the extent permitted by applicable state law, the Authority shall indemnify and hold harmless the CHC Board, each member thereof, and any delegate of the CHC Board who is an employee of the Authority against any and all expenses, liabilities, and claims, including legal fees, to defend against such liabilities and claims arising out of their discharge in good faith of responsibilities under or incident to the CHC, other than expenses and liabilities arising out of conduct or misconduct found to intentional, willful, grossly negligent, or criminal. The foregoing shall not preclude any further indemnification that may be available under

insurance purchased by the Authority or provided by the Authority under any bylaw, agreement or otherwise, as such indemnities are permitted under state law.

2.3 <u>Reimbursement of Costs</u>. Grant funds, grant-related income and program income that may be collected, including fees, premiums, third-party reimbursements and state and local funding, may be utilized to reimburse the Parties for costs incurred in carrying out each Party's obligations pursuant to this Agreement and consistent with the CHC budget.

3. <u>Mutual Obligations of the Parties</u>.

3.1 <u>Coordination by Parties</u>. The Chairman of the CHC Board or their duly authorized designee (on behalf of the CHC Board) and the Authority Chief Executive Officer or their duly authorized designee (on behalf of Authority) shall coordinate the Parties' efforts to meet their respective obligations under this Agreement and shall cooperate with each other to communicate and resolve any issues between the Parties. Each of the aforementioned individuals shall be reasonably accessible and available for consultations regarding their respective responsibilities related to the CHC.

3.2 <u>Record Keeping and Reporting</u>. Each Party shall maintain records so as to enable the Parties to meet all program reporting requirements. Authority shall submit all appropriate reports required by Section 330 to HRSA pertaining to the operation of the CHC, provided that the CHC Board shall be entitled to receive copies of all such reports.

3.3 <u>Effect of Termination</u>. Upon expiration or termination of this Agreement, the CHC Board shall turn over to Authority all of its documents, papers, or other records related to and pertinent to this Agreement. Authority shall maintain such records and all of Authority's documents, papers and other records related and pertinent to this Agreement for a period of four (4) years from the date this Agreement expires or is terminated. If an audit, litigation, or other action involving the records is started before the end of the four (4) year period, Authority shall maintain such records until the end of the four (4) year period or until the audit, litigation or other action is completed, whichever is later. The Parties shall make available to each other, DHHS and the Comptroller General of the United States, or any of their duly authorized representatives, upon appropriate notice, such financial systems, records, reports, books, documents and papers as may be necessary for audit, examination, excerpt, transcription and copy purposes, for as long as such systems, records, reports, books, documents and papers are retained.

3.4 <u>Ownership of Medical Records</u>. Authority shall retain ownership of all medical records established and maintained relating to diagnosis and treatment of patients served in the CHC.

3.5 <u>Ownership of Property Acquired with Program Funds</u>. The provisions of 45 C.F.R., section 92.30 et seq. shall apply to tangible property acquired under this Agreement. The Parties agree that Authority shall be the title holder to all real and tangible personal property purchased with program funds. Authority shall ensure that all contracts executed by Authority and the CHC Board for the CHC are consistent with procurement standards contained in 45 C.F.R., Part 92.

3

4. **Dispute Resolution.** The Parties shall resolve any dispute or impasse in decision- making arising under this Agreement by informal discussions between the Chairperson of the CHC Board or their duly authorized designee and the Authority Chief Executive Officer; provided, however, that upon request by either Party, a neutral mediator, acceptable to both Parties, shall be engaged to assist in dispute resolution, with costs shared equally between the Parties.

5. **Term.** This Agreement shall remain in effect during the Health Center Program project of any and all periods of FQHC Look-Alike certification with the CHC Board as its co-applicant, unless terminated at an earlier date in accordance with the terms of Section 5. Subject to any federal and/or state regulatory approval which might be required to terminate the operation of the CHC, nothing in this Agreement is intended to require, nor should be construed to require, that the CHC remain in operation, or that Authority apply for any FQHC Look-Alike certification, or grant funding, including Section 330 grant funding, for the CHC.

6. <u>Termination</u>.

6.1 <u>Immediate Termination</u>. This Agreement shall terminate immediately upon the effective date of nonrenewal or termination of the FQHC Look-Alike certification, or upon the loss of any license, permit or other authorization required by law or regulation for operation of the CHC.

6.2 <u>Termination for Convenience</u>. This Agreement may be terminated by Authority at any time upon written notice to the CHC Board.

7. **Proprietary Information and Confidentiality.**

7.1 <u>Use and Disclosure Restrictions</u>. Neither Party shall, without the written consent of the other, communicate confidential information of the other, designated in writing or identified in this Agreement as such, to any third party and shall protect such information from inadvertent disclosure to any third party in the same manner that the receiving party would protect its own confidential information. The foregoing obligations shall not restrict either Party from disclosing confidential information of the other Party: (i) pursuant to applicable law; (ii) pursuant to the order or requirement of a court, administrative agency, or other governmental body, on condition that the party required to make such a disclosure gives reasonable written notice to the other party to contest such order or requirement; and (iii) on a confidential basis to its legal or financial advisors.

7.2 <u>Trade Secrets</u>. The Parties acknowledge that each Party, in connection with its business, has developed certain operating manuals, symbols, trademarks, trade names, service marks, designs, patient lists, procedures, processes, and other copyrighted, patented, trademarked, or legally protectable information which is confidential and proprietary to the Party that constitute its trade secrets. The Parties shall not use any name, symbol, mark, or other proprietary information of the other Party except as expressly permitted.

7.3 <u>Medical Records</u>. The parties agree to maintain the confidentiality of all medical records pertaining to the provision of services under this Agreement in accordance with applicable federal and state laws and regulations including, but not limited to, the California Confidentiality of Medical Records Information Act, codified at section 56.1 of the California Civil Code, California Evidence Code sections 1156 and 1157, and the Health Insurance Portability and Accountability Act of 1996 and its implementing regulations.

7.4 <u>Ownership of Records</u>. All documents, papers, notes, memoranda, computer files and other written or electronic records of any kind ("Documents"), in whatever form or format, assembled, prepared or utilized by the CHC during and in connection with this Agreement shall remain the property of Authority at all times. Upon the expiration or termination of this Agreement, the CHC shall promptly deliver to Authority all such Documents, which have not already been provided to Authority in such form or format, as Authority deems appropriate. Such Documents shall be and will remain the property of Authority without restriction or limitation. The CHC may retain copies of the above-described Documents but agrees not to disclose or discuss any information gathered, discovered, or generated in any way through this Agreement without the express written permission of Authority.

8. <u>Notices</u>. Notices to be given by one Party to the other under this Agreement shall be given in writing by personal delivery, by certified mail, return receipt requested, or express delivery service at the addresses specified below. Notices delivered personally shall be deemed received upon receipt; mailed or expressed notices shall be deemed received four (4) days after deposit. A Party may change the address to which notice is to be given by giving notice as provided above.

Notice to CHC:	Notice to Authority:
Community Health Center	Kern Medical Center
1700 Mount Vernon Avenue	1700 Mount Vernon Avenue
Bakersfield, California 93306	Bakersfield, California 93306
Attn.: Its Chairman	Attn.: Chief Executive Officer

9. **Assignment.** The CHC Board shall not assign, delegate, sublet, or transfer any interest in or duty under this Agreement without the prior written consent of Authority.

10. **Non-Severability.** The provisions of this Agreement are not severable. In the event that any provision of this Agreement is deemed invalid, void, or unenforceable, or should any part of this Agreement, as determined by DHHS or any other governmental authority, cause the CHC Board and Authority (as co-applicants) not to comply with Section 330, the Authority may amend this Agreement as shall be reasonably necessary to achieve compliance.

11. <u>Modifications of Agreement</u>. This Agreement may be modified in writing only, signed by the Parties in interest at the time of the modification.

12. <u>Headings</u>. The descriptive headings in this Agreement are for convenience only, and shall be of no force or effect in construing or interpreting any of the provisions of this Agreement.

13. **Non-Waiver.** No provision of this Agreement shall be waived by any act, omission or knowledge of a Party or its agents or employees except by an instrument in writing expressly waiving such provision and signed by a duly authorized officer of the waiving Party.

14. <u>Authority to Incur Financial Obligation</u>. It is understood that the CHC Board, including any officer, agent, employee, servant or subcontractor of the CHC Board, in the performance of any and all duties under this Agreement, shall not have the right, power or authority to bind Authority to any agreements or undertakings.

15. **Agency.** Neither Party is, nor shall be deemed to be, an employee, agent or legal representative of the other Party for any purpose.

16. <u>Third-Party Beneficiaries</u>. It is expressly understood and agreed that the enforcement of this Agreement and all rights of action relating to such enforcement, shall be strictly reserved to Authority and the CHC Board. Nothing contained in this Agreement shall give or allow any claim or right of action whatsoever by any other third person. It is the express intention of Authority and the CHC Board that any such person or entity, other than Authority or the CHC Board, receiving services or benefits under this Agreement shall be deemed an incidental beneficiary only.

17. **Survival.** The provisions of section 3, paragraphs 3.3 and 3.4, and section 7 shall survive the termination or expiration of this Agreement.

18. **Entire Agreement.** This Agreement constitutes the entire agreement of the Parties with respect to the Parties' joint operation of the CHC as a community health center receiving funds pursuant to Section 330, and supersedes all prior written, oral and unsigned agreements.

[SIGNATURE FOLLOW ON NEXT PAGE]

IN WITNESS WHEREOF, the Parties have caused this Agreement to be executed by their duly authorized representatives.

KERN COUNTY HOSPITAL AUTHORITY COMMUNITY HEALTH CENTER BOARD

Ву_____

Chairman Board of Directors

KERN COUNTY HOSPITAL AUTHORITY

Ву_____

Chairman Board of Governors

APPROVED AS TO FORM:

Ву_____

Vice President & General Counsel Kern County Hospital Authority



BOARD OF DIRECTORS COMMUNITY HEALTH CENTER REGULAR MEETING

January 16, 2025

Subject: Presentation regarding Community Health Center Board Finance Reporting Requirements (Board Education)

Recommended Action: Receive and File

Summary:

The Health Resources Services and Administration (HRSA) Health Center Program Compliance Manual ("Program") generally requires that the governing board of health center has authority for adopting policies for financial management practices and a system for accountability for center resources. HRSA has recognized that certain public entities legally are unable to have a board that meets Program requirements and has established a public entity model for these entities. Systems that otherwise are not able to comply with Program requirements may enter into a Co-Applicant agreement whereby all Program requirements are met between the two parties. The public entity model allows the Kern County Hospital Authority, the public entity, to retain control over the health center's financial management and accounting systems. The Community Health Center Board, the - co-applicant board, must coordinate closely with the Kern County Hospital Authority in development and approval of the health center budget; however, as required by law, final budgetary approval resides with the Kern County Hospital Authority.

Kern County Hospital Authority Chief Financial will provide monthly financial reports. The health center's budget for the month of January – June Fiscal Year 2025 will be presented for approval at the February 2025 Board meeting. Actual financials with key indicators will be presented monthly going forward.



BOARD OF DIRECTORS COMMUNITY HEALTH CENTER REGULAR MEETING

January 16, 2025

Subject: Presentation regarding Kern County Hospital Authority Community Health Center Quality Reporting Requirements (Board Education)

Recommended Action: Receive and File

Summary:

The Health Resources and Services Administration (HRSA) Health Center Program Compliance Manual (Program) outlines certain roles and responsibilities that must reside with the Community Health Center Board (CHC Board). The CHC Board will evaluate the health center's performance based on quality assurance and quality improvement initiatives.

Renee Villanueva will provide your Board with an overview of the Kern County Hospital Authority Community Health Center's roles and responsibilities for oversight of quality information of the health center.



Board Education Quality



Health Center Board Responsibilities

• Oversee clinical and QI/QA

- quarterly assessments to drive service improvements.
- Approve policies for quality, grievances, patient safety, and clinic accessibility, and monitors key areas



Quarterly Reporting - Quality

Quarterly QI/QA assessments for board review

Assessments will include:

- Patient satisfaction
- Patient grievances
- Patient safety



Board Approval – Future Meetings

Future Meeting Board Approval Policy Items:

- Quality and utilization program plan
- Patient satisfaction
- Patient grievance process
- Patient safety and adverse events



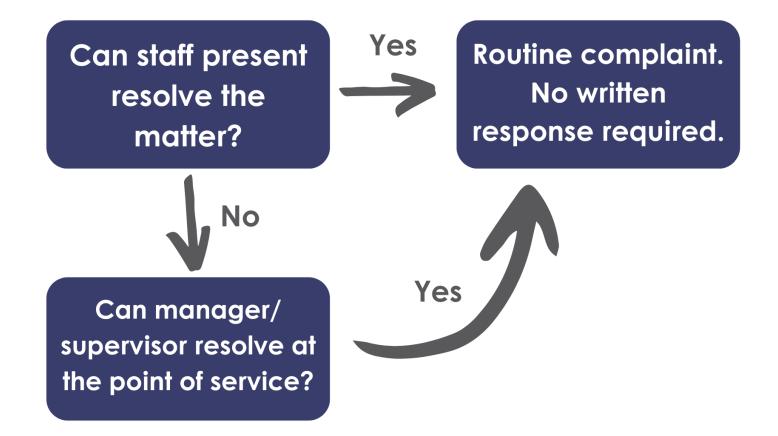
Patient Complaint/Grievance Process

Purpose:

To provide individuals with a means of communicating any concerns and to ensure that appropriate action is taken to address the stated concerns.

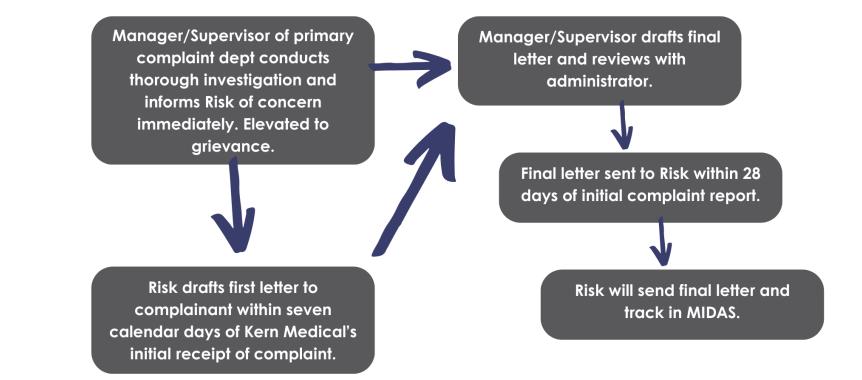


Patient Complaint - Routine





Patient Complaint - Grievance





Patient Complaint/Grievance Process: Quarterly Report Template

Complaint/Grievance Resolution Summary

Report for: FY ____ Qtr 1 (July-Sept) Qtr 2 (Oct-Dec) Qtr 3 (Jan-Mar) Qtr 4 (Apr-Jun)

Name of Investigator: _____

Privacy Officer: _____

COMPLAINTS:

Total complaints this quarter: _____ Total complaints resulting in a grievance: _____

-0

Type of Complaint	Location	Resolution

GRIEVANCES:

Total grievances this quarter:

Type of Grievance	Department	Resolution



Sian name:

REFERENCES:

Health Center Program Compliance Manual / Health Center Site Visit Proposal

• ¹ All references to the "board" refer to the health center/FQ community board.

• ² All items listed reflect compliance elements from the <u>Health</u> <u>Center Program Compliance Manual</u> (August 2018) and <u>Health</u> <u>Center Program Site Visit Protocol</u> (April 13, 2023).

• ³ Patient satisfaction contains compliance elements from multiple Chapters (6, 9, 19, 20) of the Compliance Manual², reflecting a highpriority area for the board¹ and health center leadership to monitor for ongoing compliance.





BOARD OF DIRECTORS COMMUNITY HEALTH CENTER REGULAR MEETING

January 16, 2025

Subject: Presentation regarding the Ralph M. Brown Act (Board Education)

Recommended Action: Hear Presentation; Receive and File

Applicable Authority:

- A. Health and Safety Code section 101855(b)(3) states the Kern County Hospital Authority (Authority) shall comply with the Ralph M. Brown Act (Gov. Code, § 54950 et seq., hereinafter "the Brown Act," or "the Act").
- B. The Authority enabling Ordinance states the provisions of Health and Safety Code section 101855 pertaining to the Brown Act shall apply to the Authority.
- C. The Authority, the public entity co-applicant for this Community Health Center, has determined that the meetings of the Community Health Center Board should be conducted in a manner consistent with all applicable laws, including the Brown Act. All meetings duly called at which an action may be taken or is otherwise subject to the Brown Act shall have legal counsel to the Community Health Center present. All meetings shall be open to the public except closed sessions determined by the Community Health Center Board or legal counsel and permitted by law. No Member may vote on or participate in any matter that materially affects his or her personal financial interest within the meaning of the Political Reform Act.

Overview:

The Brown Act governs meetings conducted by local legislative bodies, such as boards of supervisors, city councils and school boards. The Act represents the California Legislature's determination of how the balance should be struck between public access to meetings of multi-member public bodies on the one hand and the need for confidential candor, debate, and information gathering on the other. The Legislature has established a presumption in favor of public access. As the courts have stated, the purpose of the Brown Act is to facilitate public participation in local government decisions and to curb misuse of the democratic process by secret legislation by public bodies. (*Cohan v. City of Thousand Oaks* (1994) 30 Cal.App.4th 547, 555.) To these ends, the Brown Act imposes an "open meeting" requirement on local legislative bodies. (Gov. Code, § 54953(a); *Boyle v. City of Redondo Beach* (1999) 70 Cal.App.4th 1109, 1116.).

The Act also contains specific exceptions from the open meeting requirements where government has a demonstrated need for confidentiality. These exceptions have been construed narrowly; thus, if a specific statutory exception authorizing a closed session cannot be found, the matter must be conducted in public regardless of its sensitivity. (Gov. Code, § 54962; *Rowen* v. *Santa Clara Unified School District* (1981) 121 Cal.App.3d 231, 234; 68 Ops.Cal.Atty.Gen. 34, 41-42 (1985).)

Discussion:

Authority legal counsel will provide a brief overview of the Brown Act, which will highlight the purpose of the Act, its application (i.e., to whom it applies), what constitutes a meeting, where meetings can be held, and notice and agenda requirements.

Overview of The Ralph M. Brown Act

KERN COUNTY HOSPITAL AUTHORITY COMMUNITY HEALTH CENTER BOARD OF DIRECTORS

Purpose and Intent

- Balance the government's interest in confidential candor with the public's interest in free and open debate.
- Narrowly construe the exceptions to free and open debate.
- Discourage the concept that "sensitive" information may be kept private or that the public only needs to know the result.

Applicability

- "All meetings of the <u>legislative body</u> of a <u>local agency</u> shall be open and public" Government Code section 54953(a)
- Governing body of a local agency or any other local body created by state or federal statute. Sec. 54952(a).

Subsidiary bodies

Any commission, committee, board, or other body of a local agency, created by charter, ordinance, resolution, or formal action of a legislative body, (other than a committee of less than a quorum of the legislative body) is itself a legislative body. (Section 54952(b).) Regardless of whether that body is permanent or temporary, advisory or decision making.

What is a Meeting ?

A "meeting" is any congregation of a <u>majority</u> of the legislative body at the same time and place to hear, discuss, deliberate or take action on any item that is within the legislative body's subject matter jurisdiction.

No Serial Meetings

A series of private communications of any kind, <u>directly or through intermediaries</u> to discuss, deliberate, or take action on any item of business that is within the subject matter jurisdiction of the legislative body.

Serial Meetings

Series of Communications...

Can be "chain" (A to B to C)

or

"Hub" (A to B and A to C...)

- Each of which involves less than a quorum of the legislative body...
- But which taken as a whole involves a majority of the body's members

 Series of contacts to reach agreement on an action

- Includes use of technological devices
- Includes use of intermediaries

Notice & Agenda Requirements

REGULAR MEETINGS:

- Must occur at a time and location set by ordinance, resolution or bylaws.
- Agenda must be posted at least <u>72</u> hours prior to the meeting.
- Agenda must contain brief description of each item to be discussed, including items in closed session.

Special Sessions

- Notice must be received at least 24 hours prior to the meeting by all members of the body and media.
- No other business shall be considered.
- Notice needed even if the meeting is conducted in closed session and even if no action is taken.
- Notice must describe the public's right to comment on any item described in the agenda before or during consideration of that item.

Closed Sessions

General Principles

- Exceptions to the open meeting rule
 - Personnel matters
 - Pending litigation
 - Labor negotiations
 - Real estate negotiations
 - Other exceptions (permitted closed sessions)

QUESTIONS ?

KERN COUNTY HOSPITAL AUTHORITY COMMUNITY HEALTH CENTER BOARD OF DIRECTORS PUBLIC STATEMENT REGARDING CLOSED SESSION

The Board of Directors will hold a closed session on January 16, 2025, to consider:

<u>X</u> PUBLIC EMPLOYEE APPOINTMENT/RECRUITMENT - Title: Community Health Center Executive Director (Government Code Section 54957) –