

**THE HEFFERNAN MEMORIAL HEALTHCARE DISTRICT MET IN REGULAR SESSION ON THE 15<sup>th</sup> OF NOVEMBER 2017 AT THE 601 HEBER AVE. CALEXICO, CA. THE DATE, HOUR AND PLACE DULY ESTABLISHED OR THE HOLDING OF SAID MEETING.**

**TO CALL ORDER:**

The meeting was called to order at 5:30p.m. by Sylvia Bernal and Mr. Ortega led those present in the pledge of allegiance.

**ROLL CALL-DETERMINATION OF QUARUM:**

Chairperson	Sylvia Bernal
Vice Chairperson	Gloria G. Romo
Chief Financial	Hector Martinez
Secretary	Rodolfo Valdez
Trustee	Norma M. Apodaca

**GUESTS:**

Eduardo Rivera- Attorney  
Brenda Ryan-Board Clerk

**APPROVAL OF AGENDA:**

Motion was made by Board Member Romo and second by Board Member Martinez to add the Fire Department on trade secrets. Motion was passed by the following vote wit:

AYES: Bernal, Romo, Martínez, Apodaca, Valdez

NOES: None

Motion was made by Board Member Martinez and second by Board Member Romo to approve the agenda for November 15, 2017 Motion passed by the following vote wit:

AYES: Bernal, Romo, Martínez, Apodaca, Valdez

NOES: None

**PUBLIC COMMENT TIME:**

None

**CONSENT CALENDAR:**

Motion was made by Board Member Romo and seconded by Board Member Valdez to approve the minutes for October 4, 2017 and October 18, 2017. Motion passed by the following wit:

AYES: Bernal, Romo, Martinez, Apodaca, Valdez

NOES: None

**REPORTS ON MEETING AND EVENTS ATTENDED BY DIRECTORS AND AUTHORIZATION FOR DIRECTOR ATTENDANCE AT UPCOMING MEETINGS AND EVENTS/DIRECTORS COMMENTS**

Board Member Apodaca attended the Town House meeting and it was a great presentation because she was informed of all the services that we have in the county. The only bad part is that not many people are attending those meetings. Also Mrs. Romo and she attended the presentation by Centro Civico del Valle Organization and she really liked it but the other part is she has been hearing this part since she has come to the United States and this has been 35 years and hopefully we will have a solution soon.

Board Member Romo also attended the same event Centro Civico Del Valle and this is very important because of the asthma and her opinion is that Heffernan should be part of this congress next year because it is very important for health.

Board Member Martinez reported that they met with Yuma Regional Medical Center today in the morning and showed them the 400 Mary Ave building to see if we can collaborate and maybe they can bring their services here to Calexico. They did like the layout of the building but they did mention that they will need more parking. This item will be discussed more in closed session.

Board Member Bernal reported that she attended the City Council Meeting last week on the reorganization meeting that they had. The new Mayor is Mrs. Walker and this her 5<sup>th</sup> time being Mayor.

**COMMENTS BY TONY PIMENTEL**

Mr. Pimentel reported that he needs to know who will be participating for the Christmas Parade and if there are any ideas to let him know so they can start the planning.

**COMMENTS BY GENERAL COUNSEL:**

None

**INFORMATION ITEMS:**

1. PMH Transportation Report.

Board Member Bernal asked Brenda to contact them because we have not heard from them or received a report. We were supposed to have a joint meeting with them awhile back but that was canceled and has not rescheduled that meeting. Mr. Rivera will contact Mr. Foote to see if we can meet soon before the end of the year.

This item will be table because they did not contact Brenda.

Motion was made by Board Member Apodaca and second by Board Member Romo to approve contacting PMH to request a joint meeting. Motion passed by the following wit:

AYES: Bernal, Romo, Martinez, Apodaca, Valdez

NOES: None

2. Wellness for Kids Program Report.

Patty and D. Tristan gave a brief report and presented a video for the board to see what the program contains and to view what the parent's comments.

3. Update on 400 Mary Ave.

Board Member Valdez reported that he still only has 2 proposals. Aguirre's Roofing was still a no show and has made several appointments with him and does not show up. Manuel Flores Concrete Repair he was there when Mr. Rivera and he were at the building and he promised Mr. Valdez that he was going to have a quote for him and he still doesn't have one. He only has 2 proposals, one for roofing and one for concrete.

Mr. Rivera thinks that this should go out to bid because this is a prevailing wage job and for us to go into a contract with just a single proposal, we have to let them know that this a prevailing wage government job. We were hoping that we were going to be able to get 3 proposals and they would be aware that they would be made aware that has to be prevailing wages. We can't hire them unless they pay workers prevailing wage. But since we have had so much trouble trying to get proposals maybe a short announcement in one of the papers will give it a quick turn around and maybe we can give it 20 days. Mr. Rivera will work on getting the ad in the newspaper. Mr. Rivera has contacted NuFlow and Mr. Piazza has been very sympatric but is having problems with the boss and he has not been able to talk to the boss. Mr. Rivera will try to have more information on this at our December meeting.

Motion was made by Board Member Valdez and second by Board Member Apodaca to approve going out to bid for the concrete and roof repair. Motion was passed by the following wit:

AYES: Bernal, Romo, Martinez, Valdez, Apodaca

NOES: None

4. Nursing Facility Presentation by Arturo Rioseco

Rioseco gave a brief presentation on the Nursing Facility and is requesting a letter of support from the board.

Board Member Apodaca is to see the project, the non-profit and everything exactly that Mr. Rioseco is saying before we can provide him that letter.

Mr. Rivera explained to Mr. Rioseco that for the board to act on the letter of support subject to reviewing an example and the information requested by the board so we can prepare it and Mr. Rioseco can look at and see if it's okay with him.

Board Member Valdez informed Mr. Rivera that Mr. Rioseco did present him a sample letter from Clinicas de Salud and apologized for not bringing it to the meeting.

Board Member Bernal informed Mr. Rioseco that once we get the letter and we know what it is and we can put it down as an action item to say if we want to go ahead and support t this.

Board Member Bernal will have to up stain to this because Mr. Rioseco wife and daughter are related and should not be getting involved. Mr. Rivera informed everyone that if the president wishes to not participate she self-disqualify herself but he does not hear any economic reason for a disqualification but if she feels uncomfortable then she can disqualify herself and the Vice President takes care of this item right now. Board Member Bernal will disqualify herself from this item.

Mr. Rivera recommends to direct having a letter be prepared based upon the letter submitted and we will circulate it to you all so you can take a look at it and you can make a decision.

Motion was made by Board Member Romo and second by Board Member Martinez to approve having Mr. Rioseco submits the letter and places this item on the agenda for the next meeting. Motion passed by the following wit:

AYES: Romo, Martinez, Apodaca, Valdez

UPSTAIN: Bernal

Mr. Rioseco was directed to give all the information to Mr. Rivera

5. Update on Media Advertisement

Mr. Pimentel went over the prices and proposals with the board.

Board Member Romo trust Mr. Pimentel and would like for him to give the board a recommendation. Mr. Pimentel does not want to recommend anyone because he wants s the board to look over and analyze and wants to the board to make that decision.

Board Member Valdez reminded the board that they had already discussed and tabled the item and we do not have advertisement right now.

No action will be taken at this time until the new coming year.

**DISCUSSION/ACTION ITEMS:**

1. Discussion and/or action on Imperial Valley Cancer Support Group.

Item tabled.

2. Discussion and/or action on the use of 400 Mary Ave facility for Neighborhood House.

Mr. Ortega is requesting to use the 400 Mary Ave facility for the 3<sup>rd</sup> year to storage the Christmas gifts for the neighborhood House Toy Drive that is provided for the low income families.

Motions was made by Board Member Apodaca and second by Board Member Martinez to approve lending Neighborhood House the facility 400 Mary Ave facility to storage the Christmas Gifts. Motion was followed by the following wit:

AYES: Bernal, Romo, Martinez, Apodaca, Valdez

NOES: None

3. Discussion and/or action on Calexico Neighborhood House toy Drive.

Board Member Bernal informed the board that the district donated to this event last year and donated \$500.00.

Motion was made by Board Member Martinez and second by Board Member Romo to approve donating \$1000.00 and if they need more to come back to get that approved for all the children. Motion was passed by the following wit:

AYES: Bernal, Romo, Martinez, Apodaca, Valdez  
NOES: None

4. Discussion and/or action on Wellness equipment.

Motion was made by Board Member Romo and second by Board Member Apodaca to approve tabling this item. Motion passed by the following wit:

AYES: Bernal, Romo, Martinez, Apodaca, Valdez  
NOES: None

5. Discussion and/or action on extemporaneous minute of retreat with all the 5 annexes.

Motion was made by Board Member Martinez and second by Board Member Apodaca to acknowledge receive and enter into the records of the district. Motion and passed by the following wit:

AYES: Bernal, Romo, Martinez, Apodaca, Valdez  
NOES: None

6. Discussion and/or action on protocols for the use of the HMHD debit cards.

Board Member Romo presented to the board a written recommendation with the following:

1. The card can't be loaned to any person for its use and the code of the same can't be revealed.
2. Only the President (No obligation) and the Treasurer can have and use a card.
3. It is forbidden to carry a Heffernan card outside the United States.
4. In purchases above \$ 200.00 dollars, the consent of the Board of Directors must be requested.
5. Only the Board of Directors may, through an Action taken at a Regular Meeting, activate or deactivate a Heffernan card.
6. Only in case the card has been lost or stolen, it must be canceled immediately.
7. Present to the Accounting Assistant a detailed description of each purchase made and submit the corresponding receipt of the transaction.
8. The accounting assistant must provide all the members of the board with a detailed report on the use of the cards.
9. Claims before a Banking Institution must carry the authorization of the Board of Directors.
10. For travel expenses of the members of the Board of Directors, hotel payments, event registrations, meals, transportation and rental of vehicles, these must be made by the Accounting Assistant.
11. Authorize a single card in the name of Heffernan that will be used exclusively by the accounting Assistant.

Board Member Martinez does not agree with #10&11.

Board Member Valdez thinks it's a good idea to have this protocol and policy for the use of the card and if there is anything that we need to change or reword that is why we are here.

Board Member Apodaca does agree in having a policy in place but needs more time to study this.

Motion was made by Board Member Apodaca and second by Board Member Martinez to table this item for the next meeting. Motion passed by the following wit:

AYES: Bernal, Romo, Martinez, Apodaca, Valdez

NOES: None

7. Discussion and/or action on unfinished projects.

Board Member Romo presented the list of unfinished projects that were discussed in the retreat and read as followed.

1. 400 Mary Ave.
2. Mega Park
3. Wellness Park
4. Wellness for Kids
5. Wellness Path

Mr. Rivera informed the board that Mega Park is not a project. It is a debt that is owed to the district by the owners and to characterize it as an unfinished project that is not the correct wording and all the other items need to be placed on the agenda as an individual item to discuss and take action on.

Board Member Valdez has not received a proposal from Mr. Rocha concerning the Wellness Path.

Board Member Martinez has gotten quotes for the equipment but he has not been able to visit all the parks and wants to visit every single park that way he can get total exact quotes and should have that for next meeting.

Board Member Bernal informed the board that once Mr. Valdez and Mr. Martinez get all the information need we can start to work on these.

8. Discussion and/or action on HMHD Board Work plan.

Board Member Romo informed the board that this item is the same as the one we just discussed and we will continue to work on.

9. Discussion and/or action on independent contractors agreement (clerk of the board, bookkeeper, attorney and cleaning person)

Board Member Valdez added this item because he had not yet seen or read the contracts for the independent contractors. He questioned if Mr. Rivera did these contracts and if their responsibilities were noted. Mr. Rivera replied that the responsibilities are very general. Another question Board Member Valdez had was when they are not eligible for benefits what does that mean? Mr. Rivera replied that the major problem is that whenever you have an independent contract for an independent contractor you have to be very specific about what that person's compensation is. You don't want to shade over to that person being classified as an employee. So in other words if you were to give French benefits like social security, disability and all of those things that really are deductions in other words you end up tear up the motion of independent contractors and become employees. If they become employees we have to get workers comp

insurance for them, we would have to start paying them through a regular check system where they take all deductions and comply with the labor code. The purpose of the agreement is to separate them from being considered employees. Board Member Valdez questioned that is the compensation for hours worked, time present how is that paid? Mr. Rivera explained that it is a monthly stipend given to the bookkeeper, cleaning person and the secretary of the board. In other words whatever they get is what they get with no deductions and no additional of over time extra and the reason for that is if you then change that you turn them into employees and it became a much more expensive proposition for the district. Not only does the employees' wages have to be deducted all of the benefits we have to contribute. Board Member Valdez questioned if that compensation includes sick leave and vacation? Mr. Rivera informed him that no. You would have to establish that from an employee. Board Member Valdez questioned that as this agreement is written out they do not have sick leave or vacation time at all? Board Member Apodaca replied that no benefits at all. Board Member Valdez questioned that if they get vacation what happens do we pay them? Mr. Rivera replied that they ask permission from the board to leave. Board Member Valdez questioned that if they get vacation do they get paid the whole amount and Mr. Rivera replied that usually it has been the custom to pay them because in other words they work as many hours as necessary in order to get the work done to a maximum of the amount they get paid. Unlike his situation he bills the district for the amount of work that he does and they don't. They do not keep a time card so if they work 2 hours in a month they get paid for just working 2 hours but if they work 20 hours in a month they are going to get the same compensation. Board Member Valdez questioned if it is necessary to include if sick leave or vacation will be paid not just as a custom should it be worded? Mr. Rivera replied with no because you will jeopardize the independent contractor status. In other words you don't want to do that because you will get the labor commissioner involved and if we are not complying the with California labor code we will get into real serious problems. That is why we can tell people that we don't have employees and we have independent contractors. The board can change it the next coming year. Board Member Valdez questioned if it is up to the board to allow them to take vacation and for them to get compensated. Mr. Rivera replied that yes don't want to compensate for taking vacation you can chop off a certain amount for them taking a vacation with the majority vote of the board. This board has always in the past and even with the new board whenever you have been told that somebody is going to be off because they have to go to the doctor or have a planned vacation you have always agreed to it and allowed it but it is up to the board.

No action taken on this item.

10. Discussion and/or action on the Treasurer Report.

Motion was made by Board Member Apodaca and second by Board Member Valdez to approve the treasurer report. Motion passed by the following wit:

AYES: Bernal, Romo, Martinez, Apodaca, Valdez

NOES: None

**ITEMS FOR FUTURE AGENDAS:**

None

**CLOSED SESSION:**

The board will be going into closed session to discuss under trade secrets the City of Calexico Fire Department, El Centro Regional Medical Center and Yuma Regional Medical Center, Southern California Physician Services and we will going into potential litigation and will not be naming the potential party

because it will not be in the best interest of the district. If the board does take action after the executive session we will announce the actions taken on those items.

No action was taken in closed session

**ADJOURNMENT:**

With no future business to discuss Board Member Apodaca made motion to adjourn the meeting at 7:45 pm. Second by Board Member Martinez. All in favor.