

Board Meeting

Governance Meeting - October 7, 2025

Agenda

Governance Committee Agenda - October 7, 2025 2

Old Business

Board Self-Assessment Action Plan Checklist 4

Board Policy on Advocacy and Community Partnerships 6

Board Civility and Code of Conduct Policy 8

Officers and Committees of the Board of Directors 13

Ticketing and Distribution Policy 15

Appendix A - Ticketing and Distribution Policy 19

New Business

Meeting Minutes - September 17, 2025 20

Board Policy Approval 24



Mission

* Strong Stewardship * Ethical Oversight *
* Eternal Local Access *

Vision Statement

To be an energized, high performing advocate for the communities we serve, our patients and our staff. The board governs with an eye on the future of health care and its effects on the District and patient care. The Board is committed to continuous evaluation, dedication to our mission, and improvements as a board.

Values

* Integrity * Innovate Vision * Stewardship * Teamwork *

NOTICE

NORTHERN INYO HEALTHCARE DISTRICT Board of Directors' Governance Committee Meeting

October 7, 2025 at 9:30 am

The Governance Committee will meet in person at 2957 Birch Street, Bishop CA 93514. Members of the public will be allowed to attend in person or via Zoom. Public comments can be made in person or via Zoom.

TO CONNECT VIA ZOOM: (A link is also available on the NIHD Website)

<https://us06web.zoom.us/j/3257893484?pwd=VrgnzdFhLFICK7h6MlbfqehXlilrqm.1#success>

Meeting ID: 325 789 3484

Password: 623576

PHONE CONNECTION:

(669) 444-9171

(253) 215-8782

Meeting ID: 325 789 3484

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1. Call to Order at 9:30 am.
 2. Public Comment: At this time, members of the audience may speak only on items listed on this Notice. Each speaker is limited to a maximum of three (3) minutes, with a total of thirty (30) minutes for all public comments unless modified by the Chair. The Board is prohibited from discussing or taking action on items not listed on this Notice. Speaking time may not be transferred to another person, except when arrangements have been made in advance for a designated spokesperson to represent a large group. Comments must be brief, non-repetitive, and respectful.
 3. Old Business
 - a) Board Self-Assessment Action Plan Checklist – *Information Item*
 - b) Advocacy Policy – *Action Item*
 - c) Civility and Code of Conduct Policy – *Action Item*
 - d) Officers and Committees of the Board of Directors – *Action Item*
 - e) Ticketing Policy – *Action Item*

- f) Mission, Vision, and Values – *Action Item*
- 4. New Business
 - a) Meeting Minutes – September 17, 2025 – *Action Item*
 - b) Policy on policies – *Action Item*
- 5. Adjournment

In compliance with the Americans with Disabilities Act, if you require special accommodations to participate in a District Board Governance Committee meeting, please contact the administration at (760) 873-2838 at least 24 hours prior to the meeting.

Board Self-Assessment Action Plan

August 2025 – Early Starts (Already in Progress)

Board Communication & Engagement Foundations

- ☒ CEO begins weekly updates (emails), urgent calls, and voice memos for non-urgent issues.
- ☒ Board Clerk clarifies process for Board members to request agenda items (Governance Committee discussion).
- ☒ COO coordinates hospital tours or rounding opportunities for Board members.

Governance & Strategic Direction

- ☒ Share Board self-assessment presentation slides with the Board.
- ☐ Governance Committee reviews Mission, Vision, and Values alongside the Strategic Plan.
- ☐ Document shared expectations for incoming CEO to guide hiring/onboarding.
- ☒ Board remains actively involved in finalizing CEO hiring process.

Community Engagement

- ☒ Marketing and Board Clerk draft public-facing calendar of community events.
 - ☒ Board and CEO (with Marketing/Clerk) maintain and promote the community event calendar.
-

September 2025 – Foundations, Compliance & Meeting Conduct

Compliance & Meeting Rules

- ☒ Confirm Directors and Officers (D&O) liability coverage for executive staff.
- ☐ Provide Institute for Healthcare Improvement (IHI) governance materials to the Board.
- ☐ Legal Counsel conducts Brown Act training.
- ☒ Chair implements Robert's Rules of Order sequencing consistently at meetings.
- ☐ CEO informs staff that non-presenters attend Board meetings as members of the public only.
- ☐ Board sustains collaborative tone and incorporates individual member strengths into decision-making.

Governance Tools & Communication Protocols

- ☐ Governance Committee reviews and updates the Board's Code of Conduct.
- ☐ CEO and Executive Team develop vetting process for staff-generated agenda items.
- ☐ Board and CEO define the Board's role at community events.

Financial Oversight & Engagement

- ☐ Finance Committee continues monitoring financial turnaround progress (standing).
 - ☐ Board participates in staff appreciation efforts (employees, providers, volunteers).
-

October 2025 – Strategic Direction & Partnerships

Governance & Culture

- ☐ Board begins discussion on documenting/formalizing how Board diversity and member strengths support governance.

Strategic Planning

- ☐ Governance Committee meets to discuss long-term vision and service line strategy. Includes physician recruitment as part of service line strategy.
 - ☐ Board explores partnership opportunities (Mammoth, Toiyabe, Southern Inyo, Valley Health).
 - ☐ Board and CEO discuss Northern Inyo Healthcare District's (NIHD) role in restoring access in Northern Mono County (Bridgeport Clinic).
-

November 2025 – Engagement & Oversight

Community & Staff Engagement

- ☐ Foundation and Auxiliary begin presenting regular updates at Board meetings.
- ☐ Board and Foundation host a provider/community recognition event.

Workforce Development

- ☐ Executive Team updates Board on physician recruitment and workforce development initiatives.

Oversight & Infrastructure

- ☐ CEO and IT Team review IT infrastructure and report findings.
 - ☐ Finance Committee reviews billing issues and reports to the Board.
-

December 2025 – CEO Evaluation & Closing the Loop

CEO Evaluation Process

- ☐ Board refines CEO evaluation process (format, frequency, 360-degree feedback).

Board Development

- ☐ Full Board revisits Board self-assessment themes to close the feedback loop.



NORTHERN INYO HEALTHCARE DISTRICT NON-CLINICAL POLICY

Title: Board Policy on Advocacy and Community Partnerships		
Owner: Chief Executive Officer	Department: Administration	
Scope:		
Date Last Modified: 10/03/2025	Last Review Date: Not Set	Version: 1
Final Approval by: NIHD Board of Directors	Original Approval Date:	

PURPOSE: To establish a process for how the Chief Executive Officer (CEO) may act on behalf of the Board of Directors on time-sensitive advocacy matters and community partnership requests. This policy ensures that the District can respond promptly to legislative, regulatory, or community issues while maintaining accountability and transparency to the Board.

POLICY:

1. The CEO is authorized to represent the District in advocacy and community partnership activities consistent with the District's mission, values, and the annual Advocacy Platform adopted by the Board.
2. The CEO must consult with the Governance Committee Chair (or Board Chair if the Governance Chair is unavailable) before taking action on advocacy or partnership requests not clearly addressed in the annual Advocacy Platform.
3. The Board retains authority over significant advocacy positions or partnerships that may create material financial, operational, or reputational impact.

PROCEDURE:

1. **Delegated Authority**
 - a. The CEO may take timely action on advocacy matters or partnership requests that align with the Board-approved Advocacy Platform.
 - b. The CEO may sign letters of support, provide testimony, join coalitions, or otherwise represent the District's position within these approved parameters.
2. **Consultation Requirement**
 - a. For advocacy or partnership requests outside the adopted Advocacy Platform, the CEO shall consult with the Governance Committee Chair.
 - b. If the Governance Chair is unavailable, consultation shall occur with the Board Chair.
3. **Reporting and Transparency**
 - a. The CEO shall report all advocacy and partnership actions taken under this policy by:
 - a. Providing a formal update at the next regular Board meeting for entry into the minutes.
4. **Significant Issues**
 - a. If a matter involves a formal coalition agreement, or financial commitments beyond routine operational expenses, the CEO shall seek prior Board approval in open session, unless a special meeting cannot reasonably be convened.
 - b. To take action on a ballot measure, the CEO may act only if the Board has taken a position. The Board may take a position, including by adoption of a resolution, if done at a public meeting where the meeting affords an opportunity for others to express alternative viewpoints.

5. Annual Advocacy Platform

- a. The Governance Committee shall recommend, and the Board shall adopt, an annual Advocacy Platform at the beginning of each fiscal year.
- b. The Advocacy Platform shall set forth NIHD's priorities and positions on key legislation and regulations pertaining to the District.
- c. The CEO is empowered to act on any matter consistent with the adopted platform.

Limitations

1. Except for the expression of a Board position, as noted below, the CEO and Board shall not engage in partisan political activities, endorse/oppose candidates for elective office, or otherwise engage in campaign services of any nature in their official capacities or during working hours.
 - a. "Work hours" for Board Members include Board and other public meetings, District-funded or sponsored event, any time spent at District offices or facilities or traveling while acting in a governing/administrative/work capacity and not in a personal capacity.
2. Advocacy actions pursuant to this policy must comply with all applicable permissions, prohibitions, and regulations of state law, including California Government Code sections 8314 and 54964, the California Political Reform Act (Government Code section 81000 *et. seq.*), open meeting requirements (the Brown Act), and relevant court decisions and regulations by the Fair Political Practices Commission ("FPPC").
3. With respect to State propositions or other local measures, the Board, as a governing body, may state on the record (including by adoption of a resolution), the District Board's position regarding the proposition/measure, provided it is at a public meeting where the meeting affords an opportunity for others to express alternative viewpoints. A Brown Act open meeting will satisfy this standard. The Board should do so one time at one meeting. Repeated expressions of support for or opposition to a proposition/measure at public meetings should be avoided as that may be deemed prohibited publicly funded advocacy.
4. State law prohibits the use of "public resources" for campaign-related purposes.
 - a. "Public resources" are broadly defined to include any property or asset owned by the public agency including, but not limited to, land, buildings, facilities, funds, equipment, supplies, telephones, computers, vehicles, travel, and agency-compensated time.

REFERENCE: Advocacy Platform

Supersedes: Not Set



NORTHERN INYO HEALTHCARE DISTRICT NON-CLINICAL POLICY

Title: Board Civility and Code of Conduct Policy		
Owner: Chief Executive Officer	Department: Administration	
Scope:		
Date Last Modified: 10/03/2025	Last Review Date: Not Set	Version: 1
Final Approval by: NIHD Board of Directors	Original Approval Date:	

PURPOSE: The Board of Directors is committed to creating a meeting environment where every voice is heard with respect, discussions are conducted with fairness, and decisions reflect the District's mission of serving our community.

This policy is designed to support productive, well-organized meetings that encourage open dialogue, foster collaboration, and build public trust. It provides clear guidance on how the Board and all participants will work together with civility, professionalism, and integrity.

Meetings will follow Robert's Rules of Order to ensure consistency and fairness. In the event of a conflict between this policy, Robert's Rules, and the Brown Act, the Brown Act and applicable law will control.

This policy applies to all members of the Board of Directors as well as participants in Board and standing committee meetings, including staff, consultants, advisory members, and members of the public.

STANDARDS OF CIVILITY AND CODE OF CONDUCT

Respectful Communication

- Members are expected to listen respectfully and speak courteously.
- Communication should foster constructive dialogue and avoid interruptions, raised voices, sarcasm, ridicule, dismissive gestures, profanity, or personal attacks.

Equal Participation

- Each member will have an equal opportunity to contribute to discussion.
- The Chair may set reasonable time limits on remarks, generally not exceeding five (5) minutes per round, to help ensure balanced participation.

Preparedness

- Members are expected to come prepared, having reviewed agenda packets and materials in advance.
- Meetings are most effective when discussion builds on the background information already provided, rather than revisiting it.

Respect for Public Comment

- Public comment is a valued opportunity for community input. Board members listen respectfully, and responses—when appropriate—are provided through staff or during the agendaized discussion.
- The Chair may adjust speaking time limits for all speakers equally, consistent with the Brown Act (Gov. Code §54954.3).

Cell Phones & Technology

- During public comment, members are encouraged to give their full attention to speakers without using devices.
- Limited use is appropriate only for emergencies, agenda materials, or urgent District business.

Confidentiality & Closed Session

- Members must respect the confidentiality of closed session discussions as required by the Brown Act (Gov. Code §54963).
- Civility standards apply equally in closed session.

Board–Staff Interaction

- Requests for information should be directed through the Chief Executive Officer to ensure clarity and respect staff’s reporting structure.

Board Member Communications Outside of Meetings

- Board members should avoid email, text, or phone chains to engage in “serial meetings” or reach a consensus outside of publicly noticed meetings, in compliance with the Brown Act (Gov. Code §54952.2).
- Board communications should be respectful and focused on logistics or information, with discussion of District business reserved for public meetings.
- Written communications between members should remain professional and respectful, recognizing they may become part of the public record.

Out-of-Meeting Conduct

- Civility standards apply outside the boardroom, including in emails, public events, and on social media.
- Board members model professionalism by speaking respectfully about the District, staff, and fellow directors in public settings.
- Concerns about civility violations outside of meetings may be reported in writing to the Board Chair and Governance Committee for review.

Code of Conduct Commitments

I will:

1. represent the best interests of NIHD and be a positive example to others within NIHD and within the community in both my attitude and actions, acting at all times with honesty, integrity, diligence, competence, and in good faith;
2. become and stay knowledgeable about the Board’s bylaws, policies, and procedures;
3. become well-informed about each matter coming before the Board for decision;
4. bring matters to the Board’s attention that I believe may have a significant effect on the well-being of NIHD, its services, employees, or mission;

5. participate actively in Board and committee discussions;
6. listen carefully to other members and consider their opinions respectfully, particularly if they differ from mine;
7. respect and support the majority decisions of the Board, even if I disagree with that result;
8. acknowledge conflicts that arise between my personal interests and the Board's activities, identifying them early and withdrawing from related discussions and votes;
9. maintain, in accordance with law, the confidentiality of information provided to me in my role as a Board Member;
10. refer Board member complaints promptly and directly to the Board Chair and to the Chief Executive Officer (CEO), as appropriate;
11. surrender all information related to NIHD matters to my successor, but continue to maintain related duties of confidentiality;
12. comply with all NIHD policies and procedures to support and model a work environment that discourages any form of inappropriate conduct, harassment, discrimination, or retaliation;
13. recognize and respect the differentiation between Board and staff responsibilities.

I will not:

1. share opinions elsewhere that I am unwilling to discuss before the Board or its committees;
 2. decide how to vote before hearing discussion and becoming fully informed;
 3. interfere with duties and activities of other Board members;
 4. speak publicly on behalf of the Board unless specifically authorized to do so by the Board Chair or CEO, consistent with the NIHD Media Policy.
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Meeting Procedures: Order of Discussion for Each Agenda Item

1. **Chair Introduces the Item**
2. **Presentation of Item**
3. **Public Comment** – 3 minutes per speaker; 30 minutes total unless extended by the Chair
4. **Board Discussion**
 - **Step 1 – Round-Robin Discussion:** Each Board member is called on in turn; Board members may speak or “pass.” No interruptions.
 - **Step 2 – Clarification and Responses:** Staff or other Board members may clarify, directed through the Chair.
 - **Step 3 – Open Floor Discussion:** Board members may request recognition; repetition should be avoided.
 - **Step 4 – Summarizing Key Points:** Chair summarizes the discussion.
 - **Step 5 – Final Comments:** Chair invites final remarks.
 - **Step 6 – Transition to Action:** Chair calls for a motion.
5. **Motion and Vote** – Motion made and seconded, restated by the Chair, then voted on. Roll call required if remote participation.

The Chair may adjust this process for routine or time-sensitive items, while ensuring all Board members have an opportunity to contribute.

Agenda Management

- **Adding Items** – Individual Board members may request items for a future agenda by submitting the request to the Chief Executive Officer and Board Chair in advance.
 - **Two-Member Request** – If two Board members wish to place an item on a future agenda, they may do so by notifying the **Board Clerk**. The Clerk will confirm whether a second Board member supports the request, without Board members contacting each other directly, to avoid Brown Act violations. Items supported by two Board members will be placed on a future agenda, generally within two regular meetings, unless additional preparation is required.
 - **Review** – For single-member requests, the Board Chair and CEO review the item to determine placement, timing, and whether additional background information is required.
 - **Final Authority** – The Board, acting as a body, may add items during a meeting only as allowed under the Brown Act (Gov. Code §54954.2(b)).
 - **No Off-the-Cuff Additions** – Items should not be added or acted upon during meetings unless they meet the legal urgency exception and are approved by a two-thirds vote.
 - **Applicability to Committees** – These procedures apply to all meetings of the Board of Directors and standing committees, unless otherwise modified by committee charter.
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Public Disruptions

- Members of the public are expected to maintain civility and respect during meetings.
 - If a disruption occurs, the Chair may first issue a verbal warning and request that order be restored.
 - If the disruption continues, the Chair may call a brief recess to address the matter privately with the individual.
 - If disruption persists after these steps, the Chair may call the individual to order.
 - If necessary, the Chair may direct the removal of the individual in accordance with Government Code §54957.9.
 - In extreme cases, if willful interruptions make it unfeasible to continue the meeting, the Board may clear the meeting room and proceed in compliance with the Brown Act, while allowing members of the press and non-disruptive attendees to remain (Brown Act requirement).
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Enforcement & Consequences

General

This policy applies equally to all Board members, including the Chair. When concerns arise, they will be addressed promptly, consistently, and respectfully to maintain order and trust in the Board's work.

If a Board Member Violates Civility or Meeting Procedure

The Chair may take the following steps, escalating only as necessary:

1. **Reminder/Redirection** – The Chair provides a reminder or may call a brief recess to redirect discussion privately.
2. **Call to Order** – If needed, the Chair formally calls the Board member to order.
3. **Referral** – Repeated or disruptive violations are documented and referred to the Governance Committee, which may recommend corrective action or training and report findings to the full Board.
4. **Board Action** – If necessary, the full Board may take corrective action, such as:

- Issuing a private or public warning.
- Requiring additional training (such as governance, civility, or Brown Act training offered by CSDA or another recognized provider).

If the Chair Violates this Policy

If the Chair fails to follow these rules or does not apply them fairly, the Board may take the following actions:

1. **Point of Order** – Any Board member may raise a Point of Order. The Chair must allow it to be heard.
2. **Discussion** – The Board may briefly discuss whether the Chair’s action violated this policy.
3. **Board Vote** – By majority vote, the Board may:
 - Overrule the Chair’s ruling.
 - Direct the Chair to comply with the policy.
 - Appoint a temporary presiding officer.
4. **Documentation** – Any such action is recorded in the minutes.

Removal from Office

The Board does not have the authority to remove an elected director from office. Removal, if necessary, is governed by the District bylaws and California law, including voter recall and judicial declaration of vacancy.

Definitions

- **Point of Order** – A procedural motion raised by a Board member to call attention to a violation of the rules or this policy.
- **Recess** – A temporary pause in a meeting called by the Chair to restore order or allow a break, after which the meeting resumes.
- **Serial Meeting** – A series of communications, directly or through intermediaries, that results in a majority of the Board discussing, deliberating, or reaching consensus outside of a publicly noticed meeting, prohibited by the Brown Act (Gov. Code §54952.2).
- **Brown Act** – California’s open meeting law (Gov. Code §54950 et seq.), requiring transparency and public access to local government meetings.

Annual Acknowledgement

I, _____, acknowledge that I have received and reviewed the Northern Inyo Healthcare District Board Civility & Code of Conduct Policy and commit to uphold its standards. I will annually reaffirm this commitment in writing.

Signature

Date

Supersedes: Not Set



NORTHERN INYO HEALTHCARE DISTRICT NON-CLINICAL POLICY AND PROCEDURE

Title: Officers and Committees of the Board of Directors		
Owner: Chief Executive Officer		Department: Administration
Scope: Board of Directors		
Date Last Modified: 06/24/2024	Last Review Date: 06/24/2024	Version: 2
Final Approval by: NIHD Board of Directors		Original Approval Date: 05/16/2018

PURPOSE: Describe the District officers and Board Committees and their duties.

POLICY:

1. The officers of the Northern Inyo Healthcare District (NIHD) Board of Directors (BOD) shall be a Chair, Vice Chair, Secretary, Treasurer, and Member at Large.
2. The Board of Directors may sit as a Committee of the Whole or as Task Force Committees as deemed appropriate.
3. The Chair of the Board shall appoint such Ad Hoc committees as may be deemed necessary or advisable by the Chair or by the BOD. The duties of an Ad Hoc committee shall be outlined at the time of appointment, and the committee shall be deemed dissolved when its final report has been made.
4. As provided in the BOD By-Laws, no committee so appointed shall have any power or authority to commit the BOD or the District in any manner unless the BOD directs the committee to act for and on its behalf by special vote.

PROCEDURE:

1. The Board of Directors at the December meeting of every calendar year shall choose the officers of the Board every year. Each officer shall hold office for one year or until a successor shall be elected and qualified or until the officer is otherwise disqualified to serve.
2. Any officer of the BOD may resign or be removed as a Board officer by the majority vote of the other Directors then in office at any regular or special meeting of the BOD. In the event of resignation or removal of an officer the BOD shall elect a successor to serve for the balance of that officer's unexpired term.
3. The **Chair** leads the Board, facilitates effective meetings, serves as the primary link between the Board and CEO, and ensures strong governance and regulatory compliance in line with the organization's strategic direction. Key responsibilities include coordinating with the CEO to set meeting agendas, fostering board member engagement and participation, overseeing development and training of board members, and acting as a spokesperson for the organization. The Chair's duties are those of leadership and facilitation of the governance team of board members and as such do not include unilateral decisions of policy, governance, or operations which normally would be decided by the full Board.
4. The **Vice Chair** shall in the event of absence or inability of the Chair, exercise all the powers and perform all the duties given to the Chair by the By-Laws of the District, and this policy.
5. The **Secretary** shall act in this capacity for both the District and the BOD. In the absence or inability of the Chair and Vice Chair shall exercise all powers and perform all duties given to the Chair. Shall be responsible for seeing that all actions, proceedings and minutes of the meetings of the BOD are properly kept and are maintained at District Administrative offices. Shall perform such other duties as pertains to the office and as prescribed by the BOD and By-Laws of the BOD. The Secretary may delegate his/her duties to appropriate management personnel.

6. The **Treasurer** shall be responsible for the safekeeping and disbursement of the funds of the District in accordance with the provisions of the “Local Healthcare District Law: and in accordance with resolutions, procedures and directions as the BOD may adopt. Shall perform such other duties as pertain to the office and as prescribed by the BOD and By-Laws of the BOD. The Treasurer may delegate his/her duties to appropriate management personnel.
7. The **Member at Large** shall have all the powers and duties of the Secretary in the absence of the Secretary, and shall perform such other duties as may from time to time be prescribed by the BOD and By-Laws of the BOD.
8. The duties of the **committees** shall be to develop and make policy recommendations to the BOD and to perform such other functions as shall be stated in the BOD By-Laws or in the resolution or motion creating the committee. The Chair with the approval of the BOD may appoint special or Ad Hoc committees as special circumstances warrant. Composition of the committee may consist of only Board members or they may include individuals not on the Board as non-voting members.

REFERENCES:

1. Northern Inyo Healthcare District Board of Directors By-Laws

RECORD RETENTION AND DESTRUCTION:

CROSS REFERENCED POLICIES AND PROCEDURES:

Supersedes: v.1 Officers and Committees of the Board of Directors



NORTHERN INYO HEALTHCARE DISTRICT NON-CLINICAL POLICY

Title: Ticketing Distribution Policy		
Owner: Board Clerk	Department: Board of Directors	
Scope:		
Date Last Modified: 09/11/2025	Last Review Date: Not Set	Version: 1
Final Approval by: NIHD Board of Directors	Original Approval Date:	

Purpose

The purpose of this Ticketing Distribution Policy (the “Policy”) is to establish a fair, transparent, and legally compliant process for the distribution and use of tickets or passes to entertainment, sporting, charitable, or community events received by Northern Inyo Healthcare District (“NIHD”). This Policy is adopted in accordance with California Fair Political Practices Commission (“FPPC”) regulations (Title 2, California Code of Regulations, Section 18110 et seq.) and the Political Reform Act of 1974 (Government Code section 81000 et seq.) (the “Political Reform Act” or “PRA”).

Applicability

This Policy applies to all tickets and passes distributed by NIHD to a Public Official or at the behest of a Public Official, regardless of the source, including those received:

- As donations from third parties;
- As part of a sponsorship or marketing package purchased by the District;
- Purchased directly by NIHD for promotional, community relations, or other public purposes.

Definitions

Unless otherwise expressly provided herein, words and terms used in this Policy shall have the same meaning as that ascribed to such words and terms in the PRA and the FPPC Regulations, as the same may from time to time be amended.

1. “Immediate family” means the Public Official’s spouse, registered domestic partner, or dependent children.
2. “NIHD” means the Northern Inyo Healthcare District.
3. “Policy” means this Policy for the Distribution of Tickets or Passes.
4. “Public Official” means every member, officer, employee, or consultant of NIHD, as defined by Government Code section 82048 and Regulation 18700.3. Such term shall include, without limitation, any Board member, or other appointed official, or employee or consultant required to file an annual Statement of Economic Interests (Form 700).
5. “Regulation” means any provision of Title 2 of the California Code of Regulations, including applicable amendments or successor provisions, as referenced in this Policy.

6. “Ticket” shall mean and refer to a “ticket” or “pass” as those terms are defined in Regulation 18946 and referenced in Regulation 18944.1, both Regulations as amended from time to time, but which currently define “ticket” or “pass” as anything that provides access, entry, or admission to a specific future event or function and for which similar tickets are sold to the public to view, listen to, or otherwise take advantage of the attraction or activity for which the ticket is sold and includes any benefits that the ticket provides or a ticket that provides repeated access, entry, or admission to a facility or series of events and for which similar passes are sold to the public.

General Principles

1. Tickets and passes are considered **public resources**. Their distribution and use must serve a **public purpose** benefiting NIHD and the community it serves. The use of tickets is a privilege extended by NIHD and not the right of any person to which the privilege may from time to time be extended.
2. Tickets distributed to a Public Official pursuant to this Policy shall not be transferred to any other person, except to members of such Public Official’s immediate family or to no more than one (1) guest solely for their attendance at the event.
3. The Chief Executive Officer (“CEO”) shall have the authority, in their sole discretion, to establish procedures for the distribution of tickets in accordance with this Policy. All requests for tickets which fall within the scope of this Policy shall be made in accordance with the procedures established by the CEO and applicable laws and regulations.
4. Distribution must be consistent with FPPC regulations and reported in compliance with Form 802 (“Agency Report of Tickets/Passes Distribution”). The CEO, or their designee, shall be the “agency head” for purposes of implementing the provisions of this Policy and completing and posting Form 802. In cases where the CEO desires to obtain a ticket, the Board Chair authorizes the CEO to exercise NIHD’s sole discretion in determining whether the CEO’s use or behest of tickets is in accordance with the terms of this Policy.
5. No ticket or pass may be offered or used as a gift for personal benefit in violation of the Political Reform Act or NIHD’s Conflict of Interest Code.
6. No ticket gratuitously provided to NIHD by an outside source and distributed to, or at the behest of, a Public Official pursuant to this Policy shall be earmarked by the original source for provision to a particular Public Official.
7. A ticket provided to a Public Official and one (1) guest of that Official at which the Official performs a ceremonial role, as defined in Regulation 18942.3, on behalf of NIHD is excluded from the requirements of this Policy in accordance with Regulation 18944.1.
8. The disproportionate use of tickets and passes, distributed pursuant to this Policy by a Public Official is prohibited.
9. The value of any ticket shall be the fair value of the ticket. The “fair value” is defined under Regulation 18946(d)(1), as may be amended from time to time, and generally means the face value of the ticket or, for a ticket that does not have a face value indicated or available to the general public, the price at which the ticket would otherwise be offered for sale to the general public by the operator or host. Where the ticket does not reflect the actual cost for a ticket in a luxury box or suite, the face value is determined by dividing the total cost of the box or suite by the number of tickets available for that box or suite.

Public Purposes Served

Subject to the provisions of this Policy, NIHD shall only provide a ticket to a Public Official, or at the behest of a Public Official, under either a recognized legal exception or public purpose. The following are legal exceptions for the treatment of tickets as a gift under the PRA, or subject to FPPC regulations:

- **Reimbursement.** If the distribution is to a Public Official, and that Official reimburses NIHD for the fair value of the ticket(s) within thirty (30) days of receipt, then the ticket is not subject to the PRA or FPPC regulations.
- **Taxable Income.** If the distribution is to a Public Official, and the Official treats the ticket(s) as taxable income consistent with applicable federal and state income tax laws, then the ticket is not subject to the PRA or FPPC regulations. NIHD must still comply with the disclosure and reporting requirements, below.

The following are recognized as legitimate public purposes, as defined under Regulation 18944.1, for ticket or pass distribution under this Policy:

- Promotion of healthcare services, community wellness, and NIHD programs;
- Recognition of community partners, donors, volunteers, or employees;
- Promotion of economic development, community engagement, or goodwill within NIHD's service area;
- Attendance at events by NIHD representatives for networking, education, or ceremonial purposes;
- Promotion and marketing of NIHD facilities and resources available for public use;
- Promotion of NIHD and NIHD's services on a local, state, or national scale;
- All written contracts where NIHD as a form of consideration has require that a certain number of tickets or suites be made available for its use;
- Employment retention programs;
- Special outreach programs for veterans, teachers, emergency services, medical personnel, and other civil service occupations;
- Any other purpose determined by the Board Chair, Chief Executive Officer (CEO), or their designee to advance the mission of NIHD.

When a public purpose involves the oversight or inspection of facilities by a Public Official, the Public Official is required to provide a written inspection report and/or recommendation. Any distribution to an organization outside of NIHD must be done pursuant to a public purpose, above.

Distribution Authority

1. Tickets may be distributed under the authority of the CEO, or their designee.
2. The determination of whether distribution serves a public purpose must be documented.
3. Priority for tickets may be given to:
 - Board members and officers;
 - Employees whose job responsibilities relate to the event;
 - Community members or organizations furthering NIHD's healthcare mission.

Use Restrictions

1. Tickets may not be sold, transferred, or bartered for personal gain.
2. Tickets must only be used by the designated recipient and their guest (if allowed), unless reassigned with approval from the CEO .
3. Any use inconsistent with this policy constitutes misuse of public resources and may subject the individual to penalties under law and NIHD policies.

Disclosure & Reporting

1. NIHD shall prepare and file FPPC Form 802 as required, identifying:
 - Event description, date, and venue;
 - Number and value of tickets;
 - Names of recipients and the public purpose served.
2. Completed Form 802 shall be treated as a public record, subject to inspection and copying as required under Government Code Section 81008. Within forty-five (45) days, NIHD will have the form posted on NIHD's website and email a website link to the FPPC displaying the Form. The Form will be retained for at least four years.
3. Tickets distributed by NIHD for which NIHD receives reimbursement from the Public Official within thirty (30) days of receipt as provided under this Policy, shall not be subject to the disclosure provisions of this section.
4. For tickets distributed to a department or other unit of NIHD, and not used by a member of the Board, political appointee, or the CEO, NIHD may report the name of the other unit or department, and the number of tickets provided to the unit or department, in lieu of posting the name of the individual employee(s) as otherwise required.
5. For tickets distributed to an outside organization, NIHD may report the name, address, description of the organization, and number of tickets or passes provide to the organization, in lieu of posting the names of each individual from the organization as otherwise required.

Implementation & Oversight

1. The CEO or designee shall maintain a log of all tickets and passes received and distributed.
2. Questions about compliance with this Policy shall be referred to NIHD's legal counsel or FPPC for guidance.
3. This Policy will be reviewed by the Governance Committee at least once every three years and updated as needed.
4. This Policy shall be posted on NIHD's website in a prominent manner. NIHD shall, within thirty (30) days of adoption or amendment, send to the FPPC by email a website link that displays the Policy.

Supersedes: Not Set

Appendix A: Pre-Approved Ticket Distributions

The following events are pre-approved by the NIHD Board of Directors for ticket distribution, subject to availability and consistent with FPPC regulations and the District's Ticket Distributions Distribution Policy:

1. **Mule Days** – Community celebration and regional event that supports NIHD's visibility and engagement.
2. **Tri-County Fair** – Annual fair promoting community presence and outreach opportunities.
3. **Railroad Express** – Community holiday event supporting family and civic engagement.

Note: This appendix may be updated by Board resolution to add or remove events without requiring amendment of the full Ticket Distribution Policy.

CALL TO ORDER Northern Inyo Healthcare District (NIHD) Governance Chair Turner called the meeting to order at 9:30 am.

PRESENT Jean Turner, Governance Chair
David Lent, Governance Vice-Chair

Christian Wallis, Interim Chief Executive Officer
Allison Partridge, Chief Operations Officer / Chief Nursing Officer
Alison Murray, Chief Business Development Officer / Chief Human Resources Officer

PUBLIC COMMENT Chair Turner reported that at this time, audience members may speak on any items on the agenda that are within the jurisdiction of the Board.

There were no comments from the public.

OLD BUSINESS

CIVILITY POLICY AND CODE OF CONDUCT

- Committee reviewed the Civility Policy and related Code of Conduct.
- Discussion:
 - Question raised about whether Code of Conduct should be included as an addendum to the Civility Policy. Legal opinion will be sought to confirm whether separate documents are required.
 - Concern expressed regarding the “I will not” section—specifically about speaking publicly on behalf of the Board. Members agreed to align with the Media Policy and specify authorization through the Board Chair/CEO.
 - Clarified annual acknowledgement requirements. Members decided to explicitly reference **annual signing of both the Civility Policy and Code of Conduct**.

Action Items:

- Confirm whether the Civility Policy and Code of Conduct can be combined into one document
- Update Civility Policy to:
 - Reference media communications consistent with Media Policy (authorization by Chair/CEO).
 - Clarify that annual acknowledgement requires signing both the Civility Policy and Code of Conduct, or a combined policy

Motion by Lent: Recommend approval of the Civility Policy to the full Board, with the following revisions:

1. Addition of media reference consistent with the District’s Media Policy.
2. Amendment clarifying that the annual signing commitment applies to both the Civility Policy and the Code of Conduct.

2nd: Turner

Pass: 2-0

NEW BUSINESS

MEETING MINUTES – AUGUST 20, 2025

Motion to approve minutes: Lent
2nd: Smith
Pass: 2-0

TICKETING POLICY

- Committee reviewed draft Ticketing Policy.
- Discussion included:
 - Scope should apply to **Board of Directors only** (employees follow HR processes).
 - CEO or designee (remove Board Chair) should have authority for ticket distribution and reassignment.
 - Marketing Department to maintain a **log of tickets/gifts** with quarterly review.
 - Establish an **annual addendum** for recurring events.

Motion by Lent: to recommend approval of the Ticketing Policy to the full Board, with revisions as discussed (scope limited to Board, CEO/designee authority, ticket log with quarterly review, and annual addendum for recurring events).
2nd: Turner
Pass: 2-0

Action Items:

- Revise policy accordingly.
- Marketing Department to create and maintain centralized ticket/gift log.
- Marketing Department to create a standard list of authorized events.
- Clerk to circulate final version for review before Board action.

ADVOCACY PROCESS

- Committee reviewed draft Advocacy Policy and legal counsel's redline revisions.
- Discussion included:
 - Importance of an **annual legislative platform**
 - Importance of **Board training** on the legislative process.
 - Training Yearly in February
 - Clarification of legal limits on ballot measure advocacy.
 - Agreement to remove language requiring CEO to report advocacy activity in weekly reports.

Motion by Lent: to recommend approval of the Advocacy Policy to the full Board, incorporating legal counsel's redline revisions and removing references to CEO weekly reports.
2nd: Turner
Pass: 2-0

Action Items:

- Update policy per legal counsel's redline.
- Develop draft Legislative Advocacy Platform for October Governance meeting.
- Arrange annual Board training on legislative/advocacy processes.

OFFICERS AND
COMMITTEES OF THE
BOARD OF DIRECTORS

Draft Language Proposed for Section 3 (Chair):

"The Chair leads the Board, facilitates effective meetings, serves as the primary link between the Board and CEO, and ensures strong governance and regulatory compliance in line with the organization's strategic direction. Key responsibilities include coordinating with the CEO to set meeting agendas, fostering board member engagement and participation, overseeing development and training of board members, supporting the CEO, and acting as a spokesperson for the organization. The Chair works to build consensus when possible around decision-making. The Chair's duties are those of leadership and facilitation of the governance team of board members and as such do not include unilateral decisions of policy, governance, or operations which normally would be decided by the full Board."

Discussion:

- The Committee agreed that Section 3 should focus on leadership and facilitation, with the Chair serving as spokesperson for the Board's collective decisions.
- The sentence regarding "building consensus" will be removed, as consensus may not always be possible or appropriate.
- The requirement to "support the CEO" will also be removed from this policy and instead incorporated into the Civility or Code of Conduct policies.

Other Sections Reviewed:

- **Vice Chair (Section 4):** Will state duties are defined "by the bylaws of the District and this policy."
- **Treasurer (Section 6):** Language will be corrected to begin with: "The Treasurer shall..."
- **Committees (Section 8):** Will clarify that committees may include non-board members, but only Board members may vote.
- **Section 8a (new):** Alternates will be appointed annually in December, alongside committee appointments.
- **Governance Committee:** Current requirement that it consist of the Chair and Secretary will be revised so membership follows the same appointment process as other committees. Bylaws will be updated accordingly.
- **Committee Appointment Process:** Each December, following officer elections, Board members will complete a preference poll. The Chair, with CEO assistance, will appoint committee members and alternates,

and the CEO/Clerk will issue a letter confirming assignments and the annual meeting schedule.

Motion by Lent: to approve the Officers and Committees Policy with changes and recommend it to the full board.

2nd: Turner

Pass: 2-0

Governance Self-Assessment Action Plan

- A checklist version of the list will be presented at future meetings

Next meeting is set for October 7 @ 9:30 am

Adjournment

Adjournment at 10:59

Jean Turner
Northern Inyo Healthcare District
Governance Chair

Attest: _____
David Lent
Northern Inyo Healthcare District Chair
Governance Vice-Chair



NORTHERN INYO HEALTHCARE DISTRICT NON-CLINICAL POLICY

Title: Board Policy Approval		
Owner: Chief Executive Officer	Department: Administration	
Scope:		
Date Last Modified: 10/03/2025	Last Review Date: Not Set	Version: 1
Final Approval by: NIHD Board of Directors	Original Approval Date:	

PURPOSE: This policy establishes the framework for the development, approval, and oversight of Northern Inyo Healthcare District (NIHD) policies, plans, and procedures. It ensures compliance with federal and state laws, regulatory requirements, and best practices, while promoting efficient governance. The policy defines which policies require Board of Directors approval and which may be approved administratively by the Executive Team, Medical Executive Committee (MEC), Non-Clinical Consistency Oversight Committee (NCOC), or Clinical Consistency Oversight Committee (CCOC). If any element of a policy legally requires Board approval, the entire policy will be presented to the Board.

Roles and Responsibilities

Level	Role	Authority
Board of Directors	Governing body	Approves policies required by law/regulation (see list in “Policies Requiring Board Approval”).
Executive Team	Administrative oversight	Final approver for administrative/operational policies unless escalation required.
Medical Executive Committee (MEC)	Clinical oversight	Final approver for clinical policies/procedures unless law requires Board approval (e.g., bylaws, privileging).
NCOC	Non-clinical staff committee	Approves non-clinical operational policies not legally requiring Board review.
CCOC	Clinical staff committee	Approves clinical practice policies/protocols not legally requiring Board review.
Compliance Officer (or designee)	Oversight	Maintains repository, ensures distribution, manages archival/retention, and reports review status.
Policy Owners	Departmental managers	Develop and maintain assigned policies; escalate to the correct level for approval.

Policies Requiring Board Approval

The following categories require Board approval under California or federal law, Medicare Conditions of Participation (CoPs), or established best practices:

1. Brown Act Compliance Policies – open meetings, public comment, agenda posting, closed sessions.
2. Corporate/District Bylaws and Governance Structure – bylaws, committee structures.
3. Board Policies
4. Plans – may include but are not limited to:
 - a. Hospital Compliance Plan – program adoption and periodic updates.
 - b. Workplace Violence Prevention Plan – initial adoption and material revisions.
 - c. Quality Assessment and Performance Improvement (QAPI) Plan – ensuring compliance with quality standards.
5. Hospital Fair Billing Policies
6. Investment Policies
7. Medical Staff Bylaws, Rules, and Regulations – approval and oversight.
8. Clinical and Administrative Policies – required under Title 22.
9. Patient Rights Policies – best practice for inclusion in Board portfolio.
10. Plans and Programs – e.g., Compliance, QAPI, Emergency Preparedness; reviewed and approved annually by the Board as required by law or regulation.

Administrative Policy Approvals

1. May be approved by the Executive Team, MEC, NCOC, CCOC, or delegated designees:
 - a. Departmental operating procedures.
 - b. Human Resources policies (except those with legally required components such as workplace violence prevention).
 - c. Routine administrative policies (IT, purchasing, facilities).
 - d. Clinical practice guidelines and protocols not legally requiring Board approval.

Review and Revision Cycle

- **Board-approved policies:** Reviewed at least every two years, unless a shorter cycle is legally required (e.g., biennial review of compliance plan under CMS Conditions of Participation; annual review of required plans/programs).
- **Administrative policies:** Reviewed on a cycle set by the Executive Team, MEC, NCOC, or CCOC, consistent with applicable laws and regulations.
- **Archival:** Policies will be retained and archived in accordance with applicable laws and regulations.

References & Legal Authority

1. **Brown Act:** Gov't Code §§ 54950–54963 – Open meeting laws, public comment, agenda posting.
2. **Healthcare District Law:** Health & Safety Code §§ 32000–32492 (esp. § 32121) – Board powers, bylaws, committee structure.
3. **Conflict of Interest Code:** Gov't Code §§ 87300–87313 – Political Reform Act requirements.
4. **Compliance/OIG Guidance:** CMS Conditions of Participation (42 C.F.R. Part 485, Subpart F).
5. **Workplace Violence Plan:** Labor Code § 6401.9 – Requires adoption and oversight.
6. **Financial & Audit:** Health & Safety Code § 32133 – Audit and financial oversight requirements.
7. **Medical Staff & Credentialing:** 42 C.F.R. §§ 485.627, 485.635; 22 CCR §§ 70701, 70703; Health & Safety Code § 32128 – Bylaws, credentialing, privileging.
8. **Patient Rights Policies:** Not always legally mandated for Board approval, but widely adopted as best practice.
9. **Policy Review Cycle:** 42 C.F.R. § 485.635(a)(4) – Requires governing body review of hospital policies and procedures at least every two years.

Supersedes: Not Set
