

- CALL TO ORDER** Northern Inyo Healthcare District (NIHD) Board Chair Turner called the meeting to order at 5:00 pm.
- PRESENT** Jean Turner, Chair
Melissa Best-Baker, Vice Chair
David Lent, Secretary
Maggie Egan, Treasurer
Laura Smith, Member at Large
- Christian Wallis, Chief Executive Officer
Allison Partridge, Chief Operations Officer / Chief Nursing Officer
Adam Hawkins, DO, Chief Medical Officer
Alison Murray, Chief Human Resources Officer, Chief Business Development Officer
Andrea Mossman, Chief Financial Officer
Sam Jeppsen, MD, Chief of Staff
- TELECONFERENCING** Notice has been posted and a quorum participated from locations within the jurisdiction.
- PUBLIC COMMENT** Chair Turner reported that at this time, audience members may speak on any items not on the agenda that are within the jurisdiction of the Board.
- Public Comment:**
A community member addressed the Board and requested that a community petition in support of Dr. Loy be entered into the public record. The petition was added to the meeting as supplemental material and can be found on the NIHD website. The Board acknowledged the request and accepted the petition as part of the official record for the meeting. The speaker also expressed appreciation for the care her husband recently received at the District's Emergency Department and inpatient units.
- CONSENT AGENDA** **Public Comment:** None
- Motion by Lent:** to approve the Consent Agenda
2nd: Best-Baker
Pass: 5-0
- Approval of Tentative Agreement between NIHD and American Federation of State, County, and Municipal Employees (AFSCME) Technical Unit Administration stated that the Tentative Agreement between the District and AFSCME represents the successful conclusion of collective bargaining and positions the organization to move into 2026 with greater stability and collaboration. The agreement reflects a shared commitment to workforce partnership, recruitment, and retention, while supporting uninterrupted operations and patient care. Administration expressed appreciation for all parties involved in the bargaining process and recommended approval of the agreement.

Public Comment: None

Board Discussion:

Board members expressed appreciation for the collaborative bargaining process and commended staff and management for their work in reaching an agreement. Directors noted that the Tentative Agreement supports workforce stability and allows the District to move forward without the risk of labor disruption.

Motion by Smith: to approve tentative Agreement between NIHD and American Federation of State, County, and Municipal Employees (AFSCME)

Technical Unit

2nd: Egan

Pass: 5-0

Approval of District Board
Resolution 25-04

Public Comment: None

Motion by Lent: to approve District Board Resolution 25-04

2nd: Best-Baker

Pass: 5-0

Approval of Tentative
Agreement between NIHD
and American Federation of
State, County, and Municipal
Employees (AFSCME) RN
Unit

Public Comment: None

Motion by Smith: to approve tentative Agreement between NIHD and American Federation of State, County, and Municipal Employees (AFSCME)

RN Unit

2nd: Best-Baker

Pass: 5-0

Approval of District Board
Resolution 25-05

Public Comment: None

Motion by Best-Baker: to approve District Board Resolution 25-05

2nd: Egan

Pass: 5-0

SLATE OF OFFICERS

Proposed slate of officers by the Chair:

- **Chair:** Melissa Best-Baker
- **Vice Chair:** David Lent
- **Secretary:** Maggie Egan
- **Treasurer:** Laura Smith
- **Member-at-Large:** Jean Turner

Public Comment: None

Board Discussion:

Directors discussed the proposed slate of officers and a prior deviation from the standard rotation, with questions raised regarding David Barrett's role and the change made the previous year. Best-Baker explained that the adjustment was

based on discussions with Mr. Barrett about his work schedule and availability to fulfill officer responsibilities at that time.

Motion by Lent: to approve the recommended slate of officers

2nd: Egan

Pass: 4-1

No: Smith

CHIEF EXECUTIVE
OFFICER REPORT

Holiday Parade

CEO Wallis reported on NIHD's participation in the Bishop Holiday Parade, thanking the Chamber of Commerce and staff who represented the District. He noted strong community turnout and positive engagement, describing the event as a meaningful opportunity to connect with the community and highlight NIHD's presence.

Board Discussion:

Directors expressed appreciation for staff participation in the parade and noted the positive community response to NIHD's involvement.

Ophthalmology Update

CEO Wallis reported that ophthalmology services continue without interruption following a transfer of ownership from Dr. Reid to Dr. Tawansy. He noted that Dr. Tawansy, who operates multiple practices in Central and Southern California, has begun transitioning the practice, and that Dr. Reid is expected to continue practicing alongside him for a period during the transition.

CHNA Update

CEO Wallis reported that the Community Health Needs Assessment survey period has closed, with a total of 357 surveys received, including 324 from Northern Inyo and 33 from Southern Inyo. He noted that the survey responses are sufficient to complete the assessment and that the contractor, Ovation, is currently analyzing the data and preparing a comprehensive report. A detailed report-out will be scheduled to review community priorities and inform future planning efforts.

The Joint Commission Final Report Out

CEO Wallis reported that the District received the final results from the Joint Commission survey conducted in September, which identified 19 findings. He noted that all findings were successfully addressed and accepted by The Joint Commission on the first submission, crediting staff for their preparation and follow-through. He emphasized the importance of maintaining continuous Joint Commission readiness as part of daily operations rather than preparing only in advance of future surveys.

Public Comment: None

FINANCE COMMITTEE

NIH Financial Audit

Dan Frein of Clifton Larson Allen LLP (CLA) presented the results of the District's fiscal year ended June 30, 2025 audit. He reported that CLA issued a clean, unmodified audit opinion, the highest level of assurance available, with no audit adjustments, no passed adjustments, and no identified internal control deficiencies or material weaknesses. Significant audit areas included construction in progress, Medi-Cal and Medicare settlement estimates, and the Employee Retention Credit, approximately \$4 million, all of which were reviewed and reported appropriately.

Chief Financial Officer Andrea Mossman reported that the audit was completed earlier than in prior years and met all bond covenant requirements, including debt service coverage ratio and days cash on hand. She noted that for the first time in many years, the District had no audit findings and that all balance sheet accounts were fully reconciled. Ms. Mossman also reported that Medicare underpayments resulted in an estimated \$4 million receivable, expected to be received in spring 2026, and that timely completion of the audit supported on-time filing of the Medicare cost report.

Public Comment: None

Board Discussion:

Board members expressed strong appreciation for the timely completion of the audit and the significant progress made in financial reporting and internal controls. Directors noted that long-standing audit issues from prior years had been resolved and emphasized the importance of maintaining these practices going forward.

Motion by Best-Baker: to accept the Audit

2nd: Smith

Pass: 5-0

WAYPOINT CONTRACT
FOR SNF PARTNERSHIP

Tim Cooley from Waypoint presented an overview of the Distinct Part Skilled Nursing Facility (DPSNF) program and the proposed consulting engagement with Waypoint. He explained the reimbursement challenges faced by skilled nursing facilities serving long-term Medi-Cal patients and described how hospital-affiliated distinct part SNF beds receive significantly higher Medi-Cal reimbursement rates. Mr. Cooley outlined that the initial phase of the engagement is exploratory and preparatory, focused on financial modeling, regulatory analysis, and feasibility determination, with no obligation for the District or Bishop Care Center to proceed to implementation. He noted that Waypoint's fees are contingent upon completion of a transaction and are reimbursed through increased facility revenues.

Bryce Lindsey stated that Bishop Care Center leadership is aware of and supportive of exploring the DPSNF opportunity. He indicated that the program has worked successfully in other California communities and expressed interest

in pursuing the analysis to improve continuity of care, access for long-term care patients, and alignment between the hospital and skilled nursing facility. Lindsey noted that increased reimbursement could allow for expanded services and capacity at Bishop Care Center.

Motion by Lent: to approve the consulting agreement in concept and authorize management to negotiate and finalize non-substantive provisions
2nd: Egan
Pass: 5-0

RCTMD CONTRACT

CEO Wallis provided an overview of the RCTMD contract, explaining that it governs a medical group structure allowing physicians to be employed as W-2 employees rather than independent contractors. He noted that the existing contract, originally developed around 2015, no longer aligned with current operations or leadership transitions within the group, including the assumption of operational responsibility by Dr. Loy. CEO Wallis reported that the prior contract was properly terminated and that negotiations have been underway to modernize the agreement to reflect current practices. He advised that the revised contract is substantially complete, with remaining items primarily related to benefits and other non-salary terms.

Public Comment: None

Board Discussion:

The Board discussed the need to finalize the agreement in a timely manner given contract expiration dates and Board meeting schedules. Clarification was provided that any remaining adjustments would be limited in scope and remain within ten percent of the approved terms, allowing execution without further delay.

Motion to Best-Baker: to approve the RCTMD contract as presented and authorized the CEO to finalize and execute the agreement, including adjustments within ten percent of the approved terms.

2nd: Lent
Pass: 5-0

FINANCIAL AND STATISTICAL REPORTS

CFO Mossman presented the October Financial and Statistical Reports, highlighting a \$3.2 million unfavorable budget variance primarily attributable to lower patient volumes across clinics, surgeries, emergency department visits, and deliveries. Although admissions increased, reduced elective activity and changes in post-surgical observation practices negatively impacted revenue. Expense variances were driven largely by wages, benefits, and fixed staffing costs that could not be flexed downward during low-volume periods. CFO Mossman reported improvements in cash performance, including accounts receivable days reduced to 58 and increased monthly collections following billing process changes. Additional cost savings were noted from terminating a higher-cost Medi-Cal billing vendor and recouping underpayments through a contract review initiative.

Public Comment: None

Board Discussion: None

Motion by Smith: to accept the financial and statistical report
2nd: Egan
Pass: 5-0

GOVERNANCE
COMMITTEE

Board Committee Restructure

CEO Wallis presented an overview of the proposed board committee restructure, explaining that the goal was to improve effectiveness, allow for more substantive discussion at the committee level, and streamline the flow of action items to the full Board. He described a revised meeting cadence in which committees meet earlier in the month, allowing action items to be fully developed before Board meetings. The proposal also included strengthening committee roles, adding alternate committee members for continuity, and formalizing the structure through a pilot program prior to amending the bylaws.

Public Comment: None

Board Discussion

Board members expressed support for the revised committee structure, noting improved meeting flow, more substantive committee discussions, and better alignment with Board schedules. Members discussed maintaining flexibility by allowing meetings to occur at least monthly or quarterly, with the ability to add meetings as needed without requiring bylaw amendments or emergency actions. Directors noted that the pilot approach had addressed prior frustrations with committee timing and generally agreed the structure was working well. The Board approved the recommendation and directed that the bylaw language be updated accordingly.

Motion by Lent: to approve to board committee restructure
2nd: Egan
Pass: 5-0

CHIEF OF STAFF REPORT

Motion by Best-Baker: to approve Medical Staff Initial Appointments
12/17/2025 – 12/31/2026
2nd: Smith
Pass: 5-0

Motion by Smith: to approve Medical Staff Initial Appointments 12/17/2025 –
12/31/2026 – Proxy Credentialing
2nd: Best-Baker
Pass: 5-0

Motion by Lent: to approve Additional Privileges 12/17/2025 – 12/31/2026
2nd: Smith
Pass: 5-0

Motion by Best-Baker: to approve Medical Staff Reappointments 01/01/2026 – 12/31/2027
2nd: Smith
Pass: 5-0

Motion by Best-Baker: Medical Staff Reappointments 01/01/2026 – 07/01/2026
2nd: Egan
Pass: 5-0

Medical Executive Committee Meeting Report

The Medical Executive Committee reported that its members recently participated in a leadership retreat focused on strengthening leadership skills and improving internal processes. The retreat was described as beneficial in helping members develop tools and approaches to support their roles as clinical leaders. In addition, the Committee reported ongoing efforts in the Emergency Department to bolster trauma care and protocols, recognizing that while the District is not a designated trauma center, it frequently treats trauma patients and continues to focus on delivering high-quality care.

Public Comment: None

Board Discussion: None

CHIEF MEDICAL OFFICER REPORT

RHC Biennial Report

Rural Health Clinic leadership presented the Biennial Report covering the most recent two-year reporting period, fulfilling a regulatory requirement. The presentation included an overview of clinic operations, visit volume, staffing, payer mix, and quality oversight activities, noting a 14 percent increase in total visits from fiscal year 2023 to 2025. Quality assurance processes were reviewed, including chart audits, advanced practice provider oversight, and participation in Quality Improvement Program initiatives. Goals for the upcoming fiscal year included improved use of space, scheduling standardization, enhanced data collection, and continued participation in patient throughput efforts. The report also highlighted the clinic's teaching program, which hosted 26 students, along with a summary of service lines and provider staffing.

Public Comment: None

Board Discussion:

Board members expressed appreciation for the Rural Health Clinic's services, same-day access, and role in meeting rural community needs, and voiced support for continued improvements in data collection and operational planning.

CHIEF FINANCIAL
OFFICER REPORT

Department Update
Information Technology Services Update

IT Director Henderson provided an overview of the District's current information technology environment, focusing on core systems, infrastructure, and governance. He identified priority areas for improvement including replacement of the IT ticketing system, consolidation of multiple software platforms to reduce duplication and cost, enhancements to Cerner training for providers and staff, modernization of phone and email systems, and addressing the lack of internet and phone redundancy. Additional focus areas included improving asset management and lifecycle planning, pursuing grant funding opportunities, and developing a phased roadmap to modernize IT systems and support more proactive planning.

Public Comment: None

Board Discussion: Board members expressed appreciation for the assessment and discussed the importance of stabilizing core systems and improving data reliability to support informed decision-making across the organization.

Revenue Cycle Update

Revenue Cycle Director Lind provided a brief update focused on revenue cycle performance and improvement efforts. She reported that a denial workgroup will be a primary focus in the upcoming quarter, with efforts directed toward improving denial prevention and resolution processes, supported by continued collaboration with Jory to increase efficiency and consistency. Lind also reported positive performance trends, including a reduction in discharged not final billed (DNFB) days from 13 to 9 and a decrease in accounts receivable days from 70 to 58 since the start of the fiscal year. Additionally, she noted that while average charges remain below the prior year, payments have increased, reflecting faster processing, improved reimbursement, and stronger overall revenue cycle performance. She also reported the receipt of quarterly Medicare bonus payments related to the District's designation as a health professional shortage area.

Public Comment: None

Board Discussion:

Board members acknowledged the progress reported and expressed appreciation for the improvements and positive momentum in revenue cycle performance.

GENERAL INFORMATION
FROM BOARD MEMBERS

A Board member shared positive reflections on recent community events, including participation in the Shop with a Cop program, noting the impact and value of the program for local children and families. Appreciation was expressed for staff support and coordination of Board materials and onboarding activities, with comments noting the thoroughness of the Board packet and the value of the onboarding process for new Directors. It was also reported that the Association of California Healthcare Districts (ACHD) unanimously approved

the Chief Executive Officer's appointment to its Board of Directors, with Board members expressing appreciation for the CEO's willingness to serve during a critical time for healthcare leadership.

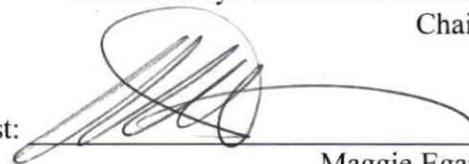
ADJOURNMENT

Adjournment at 7:06 pm.



Melissa Best-Baker
Northern Inyo Healthcare District
Chair

Attest:



Maggie Egan
Northern Inyo Healthcare District
Secretary