



**DESERT HEALTHCARE DISTRICT
BOARD AND STAFF COMMUNICATIONS AND POLICIES
Board and Staff Communications and Policies Meeting
February 27, 2020
10:00 A.M.**

Jerry Stergios Building, 2nd floor
Arthur H. "Red" Motley Boardroom
1140 N. Indian Canyon Drive, Palm Springs, California 92262

This meeting is handicapped-accessible

Page(s)	AGENDA	Item Type
	A. CALL TO ORDER – President Leticia De Lara, Chairperson	
1	B. APPROVAL OF AGENDA	Action
	C. OLD BUSINESS - EXISTING POLICY REVISIONS	
2-11	1. District Bylaws – Revised to include Board & Staff Communications and Policies Committee as a standing committee	Action
12-19	2. Policy #BOD-3 Appointment to Committees	Action
20-22	3. Policy #BOD-8 Board Meetings	Action
23-26	4. Policy #BOD-15 Conflict of Interest	Action
27-29	5. Policy #BOD-17 CEO Compensation and Performance Evaluation	Action
30-35	6. Policy #OP-5 Grant Policy	Action
	D. NEW BUSINESS – NEW POLICIES	
36-37	1. Policy #OP-14 Expense Authorization	Action
	E. FUTURE TOPICS & ISSUES	
	F. ADJOURNMENT	

AMENDED AND RESTATED BYLAWS AND RULES
OF
DESERT HEALTHCARE DISTRICT

ARTICLE I. DEFINITIONS

- 1.1 “Hospital” means Desert Regional Medical Center, 1140 North Indian Canyon Drive, Palm Springs, California 92262.
- 1.2 “Board” means the Board of Directors of the District.
- 1.3 “Director” means a member of the Board.
- 1.4 “District” means the Desert Healthcare District.
- 1.5 “Lease” means lease of the Hospital to Tenet HealthSystem Desert, Inc.
- 1.6 “President” means the president of the Board.
- 1.7 “Vice President/Secretary” means the vice president/secretary of the Board.
- 1.8 “Treasurer” means the treasurer of the Board.

ARTICLE II. ORGANIZATION, POWERS, AND MISSION STATEMENT

- 2.1 NAME. The name of the District is the “Desert Healthcare District.”

Updated ~~April 23, 2019~~ March 24, 2020

2.2 SEAL. The District shall have a seal which shall be circular in form and have in the perimeter thereof the following inscription:

“Desert Healthcare District
Incorporated December 14, 1948
California”

2.3 ORGANIZATION. The District is a political subdivision of the State of California organized under the Local Healthcare District Law, Division 23 of the California Health and Safety Code as now in effect or as amended in the future.

The District operates under and has all of the rights and responsibilities set forth in The Ralph M. Brown Act, Government Code section 54950 and following as now in effect or as amended in the future.

2.4 PURPOSES AND POWERS. The District is organized for the purposes described in the Local Healthcare District Law and shall have and exercise such powers in the furtherance of its purposes as are now or may hereafter be set forth in the Local Healthcare District Law and any other applicable statutes, rules, or regulations of the State of California. The Hospital is operated by Tenet HealthSystem Desert, Inc., pursuant to a lease dated May 31, 1997, as amended between Tenet Healthcare, Inc., and the District. The District oversees Tenet’s compliance with said lease and ensures that the District asserts all of its rights and obligations pursuant to the terms of the lease.

2.5 MISSION STATEMENT. The mission of the Desert Healthcare District is to achieve optimal health for all stages of life for all District residents.

Updated ~~April 23, 2019~~ March 24, 2020

ARTICLE III. OFFICES

3.1 PRINCIPAL OFFICE. The principal office of the District is located at 1140 North Indian Canyon Drive, Palm Springs, California 92262.

ARTICLE IV. BOARD

4.1 GENERAL POWERS. The Board is the governing body of the District. All District powers shall be exercised by or under the direction of the Board. The Board is authorized to make appropriate delegations of its powers and authority to officers and employees of the District.

4.2 NUMBER AND QUALIFICATION. The Board shall consist of seven (7) members, each of whom shall be a registered voter residing in the District.

4.3 ELECTION AND TERM OF OFFICE. An election shall be held in the District on the first Tuesday after the first Monday in November in each even-numbered year, at which time a successor shall be chosen to each Director whose term shall expire at noon on the first Friday of December following such election. The election of Board members shall be an election by zones pursuant to Health & Safety Code 32499.3 and shall be consolidated with the statewide general election. The candidates receiving the highest number of votes for the offices to be filled at the election shall be elected thereto. The term of office of each elected Board member shall be four (4) years or until the Board member's successor is elected and has qualified, except as otherwise provided by law in the event of a vacancy.

4.4 VACANCIES. The remaining Board members may fill any vacancy on the Board by appointment in accordance with Government Code section 1780, as

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amended, which sets forth the procedure for filling a vacancy of an elective office on a governing board of a special district.

- 4.5 RESIGNATION OR REMOVAL. Any Board member may resign effective upon giving written notice to the President, the Secretary, or the Board, unless the notice specified a later time for the effectiveness of such resignation. In accordance with Health & Safety Code section 32100.2, as amended, the term of any member of the Board shall expire if the member is absent from three (3) consecutive regular meetings or from three (3) of any five (5) consecutive meetings of the Board, and if the Board by resolution declares that a vacancy exists on the Board. All or any of the members may be recalled at any time by the voters following the recall procedure set forth in Division 11 of the Election Code.
- 4.6 COMPENSATION. The Board shall serve without compensation except that the Board, by resolution adopted by majority vote, may provide compensation for attendance at meetings in accordance with Health and Safety Code section 32103 as amended.
- 4.7 HEALTH BENEFITS. Pursuant to Government Code section 53200 et seq., the Board, by resolution adopted by a majority vote, may provide for health benefits to Board members, employees, retired employees, and retired Board members as allowed by law.

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ARTICLE V. BOARD MEETINGS

- 5.1 REGULAR MEETINGS. Regular meetings of the Board of Directors shall be held on the fourth Tuesday of each month, excepting August, at 5:30 p.m. in the Regional Access Project (RAP) Foundation Building, 41550 Eclectic Street, Palm Desert, California 92260 unless otherwise designated in the Agenda Notice; provided, however, that should said date fall upon a legal holiday, then the meeting shall be held at the same time on the next business day.
- 5.2 ORGANIZATION MEETING. At the first regular Board meeting in December, the Board shall organize by the election of one of its members as President, one as Vice-President/Secretary, and one as Treasurer.
- 5.3 SPECIAL MEETING. A special meeting may be called at any time by the President, or by four (4) Board members by delivering written notice to each Board member and to each local newspaper of general circulation, radio or televisions station requesting such notice in writing, personally or by mail. Such notice must be delivered personally or by mail at least twenty-four (24) hours before the time of such meeting as specified in the notice. The call and notice shall specify the time and place of the special meeting and the business to be transacted. No other business shall be considered at special meetings. Such written notice may be dispensed with as to any Board member who, at or prior to the time the meeting convenes, files with the Secretary a written waiver of notice. Such waiver may be given by telegram. Such written notice may also be dispensed with as to any member who is actually present at the meeting at the time it convenes.

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5.4 QUORUM. A majority of the members of the Board shall constitute a quorum for the transaction of business. The act of a majority of the Board members present at a meeting at which a quorum is present shall be the act of the Board.

5.5 ADJOURNMENT. The Board may adjourn any regular, adjourned regular, special, or adjourned special meeting to a time and place specified in the order of adjournment. Less than a quorum may so adjourn from time to time. A copy of the order or notice of adjournment shall be conspicuously posted on or near the door of the place where the meeting was held within twenty-four (24) hours after the time of adjournment.

5.6 RULES AND REGULATIONS. The Board may adopt rules and regulations governing the Board, the District, its facilities and programs, which rules and regulations shall not conflict with these bylaws.

5.7 RULES OF ORDER. Unless otherwise provided by law, these bylaws, or Board rules, Board meeting procedures shall be in accordance with *Robert's Rules of Order Newly Revised*. However, technical failure to follow *Robert's Rules of Order* shall not invalidate any action taken. The President may make and second motions and vote in the same manner as other Board members.

ARTICLE VI. COMMITTEES

6.1 APPOINTMENT. All Board committee members, whether standing or special (ad hoc), shall be appointed by the President. The chairperson of each committee shall be appointed by the President. All committees shall be advisory only to the Board unless otherwise specifically authorized to act by the Board.

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6.2 STANDING COMMITTEES. Standing committees shall meet periodically to review reports from District staff, legal counsel, and consultants relating to the particular subject matter of the committee. There shall be the following standing committees:

- (a) Finance, Legal, Administration and Real Estate. This committee shall be responsible for making recommendations to the Board where appropriate on matters related to finance, administration, human resources, property management, legal affairs, (including legislation) real estate, and information systems (IS).
- (b) Strategic Planning. This committee shall meet quarterly, or more often if needed, and shall be responsible for monitoring the District's progress in achieving the expectations outlined in its strategic plan.
- (c) Hospital Lease Oversight. This committee shall meet quarterly, or more often if needed, and shall be charged with oversight responsibilities to ensure compliance with the terms of the current lease of Desert Regional Medical Center.
- (d) Program Committee. This committee shall be responsible for the oversight and for making recommendations to the Board where appropriate on District matters related to its grant making and related programs.
- € Board and Staff Communications & Policies Committee. This committee shall meet quarterly or more often, if needed, and shall be responsible for monitoring and developing the District's Board and staff communications and relations. The committee is also responsible for developing and maintaining the District's policies and policies manual.

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- 6.3 SPECIAL COMMITTEES. Special, Ad-hoc committees may be appointed by the President for special tasks as circumstances warrant, and upon completion of the task for which appointed such special committees shall stand discharged.
- 6.4 CONSULTANTS. A committee chairman may invite additional individuals with expertise in a pertinent area to meet with and assist the committee. Such consultants shall not vote or be counted in determining the existence of a quorum and may be excluded from any committee session. A committee chairman may exclude any or all consultants from attending a committee meeting.
- 6.5 MEETING AND NOTICE. Meetings of a committee may be called by the President of the Board, the chairman of the committee, or by a majority of the committee's members.
- 6.6 QUORUM. A majority of the Board members of a committee shall constitute a quorum for the transaction of business at any meeting of such committee. A committee member may designate an alternate Board member to attend a scheduled committee meeting in the event the committee member is unable to attend. Each committee shall keep minutes of its proceedings and shall report periodically to the Board.
- 6.7 MANNER OF ACTING. The act of a majority of the members of a committee present at a meeting which a quorum is present shall be the act of the committee. No act taken at a meeting at which less than a quorum was present shall be valid unless approved in writing by the absent members.

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- 6.8 TENURE. Each member of a committee shall hold office until the organizational meeting of the Board at its first meeting in December and until a successor is appointed. Any member of a committee may be removed at any time by the President subject to the consent of the Board. A member of the Board shall cease to hold committee membership upon ceasing to be a Board member.
- 6.9 TEMPORARY APPOINTMENTS. The President may appoint a temporary committee member to serve during the absence of a regular committee member or the President may serve.

ARTICLE VII. OFFICERS

- 7.1 PRESIDENT. The Board shall elect one of its members as President at the first regular meeting in December of each year, and the President shall hold office until a successor is elected. The President shall be the principal officer of the District and the Board and shall preside at all meetings of the Board. The President shall appoint all Board committee members and committee chairman and shall perform all duties incident to the office and such other duties as may be prescribed by the Board from time to time.
- 7.2 VICE PRESIDENT/SECRETARY. The Board shall elect one of its members as Vice President/Secretary at the first regular meeting in December of each year, and the Vice President shall hold office until a successor is elected. In the absence of the President, the Vice President/Secretary shall perform the duties of the President. The Vice President/Secretary shall provide for keeping of the minutes of all meetings of the Board. The Vice President/Secretary shall give or cause to be given appropriate notices in accordance with these bylaws or as

required by law and shall act as custodian of District records and reports and of the District's seal.

- 7.3 TREASURER. The Board shall appoint a Treasurer who shall serve at the pleasure of the Board. The Treasurer shall be charged with the safekeeping and disbursement of the funds in the treasury of the District.

ARTICLE VIII. LOCAL GOVERNING BOARD

- 8.1 In accordance with the 1997 Lease Agreement, the District appoints two (2) District Board members to serve on the Desert Regional Medical Center governing board. Said members shall act as liaisons to the District Board and shall periodically report to the District Board on the affairs of the governing board. The President shall be responsible for appointing the two (2) District Board members to serve on the Hospital governing board in accordance with the rules and regulations of the bylaws of the governing board.

ARTICLE IX. AMENDMENT

- 9.1 These bylaws may be amended or repealed by vote of at least four (4) members of the Board at any Board meeting. Such amendments or repeal shall be effective immediately.



POLICY TITLE: APPOINTMENT & DUTIES FOR COMMITTEES
POLICY NUMBER: BOD-3
DRAFT DATE: 02/27/2020
BOARD APPROVAL DATE: 03/24/2020
04-23-2019
03/22/16 Original -

POLICY: APPOINTMENT TO COMMITTEES

Policy #BOD-3: It shall be the policy of the Desert Healthcare District (“District”) that the Board President shall appoint Board members to all committees and all committees shall be advisory only to the full Board of Directors unless otherwise specifically authorized to act by the Board.

1. DISTRICT BOARD COMMITTEES:

1.1. Ad-hoc Committees. Special Ad-hoc Committees of less than a quorum of the Board may be appointed by the Board President, for specific tasks or for a limited or a single purpose that is not perpetual. Ad hoc Committees shall not be created by formal action of the Board and shall be dissolved once the specific task is completed.

1.2. Standing Committees. The District Bylaws shall reference and list the Board Standing Committees which shall meet regularly to review reports from District staff, legal counsel, and consultants relating to the subject matter of the committee. Annually at the first Board meeting following the election of officers the Board President shall appoint three Board members to each Standing Committee and a chairperson. The Board Treasurer shall serve as the Chair of the Finance, Legal and Administrative Committee (F&A Committee). There shall be the following Standing Committees:

1.2.1. Program Committee. The Program Committee shall be responsible for oversight and for making recommendations to the Board on District matters



related to grant-making and related programs. This committee may also include community members (Volunteer Members) as outlined in the Volunteer Member Guidelines below. A student representative may also be added at the discretion of the committee.

1.2.2. Finance, Legal, Administration, and Real Estate Committee (F&A).

This committee shall be responsible for review of, and making recommendations to the Board where appropriate on, matters related to finance, administration, human resources, property management, legal affairs (including legislation), real estate, and information systems (IS). In addition to Volunteer Members, this committee may also include a student representative at the discretion of the committee.

1.2.3. Strategic Planning Committee. This committee shall meet quarterly or more often, if needed, and shall be responsible for monitoring the District's progress in achieving the goals and expectations outlined in the District's strategic plan.

1.2.4. Hospital Lease Oversight Committee. This committee shall meet quarterly or more often, if needed, and shall be charged with oversight responsibilities to ensure compliance with the terms of the current Lease of Desert Regional Medical Center.

1.2.5. Board and Staff Communications & Policies Committee. This committee shall meet quarterly or more often, if needed, and shall be responsible for monitoring and developing the District's Board and staff communications and relations. The committee is also responsible for developing and maintaining the District's policies and policies manual.

~~**1.2.56. Volunteer Committee Members. The Program Committee may include up to five (5) Volunteer Members, and the F&A Committee may include up to three (3) Volunteer Members. Volunteer Members shall be subject to the Volunteer Member Guidelines below.**~~



~~**2. VOLUNTEER MEMBER GUIDELINES.** Volunteer Member guidelines outline the requirements for Volunteer Members to participate on District Standing Committees. Unless otherwise provided, the appointment process, and guidelines will be the same for all committees. Interviews for Volunteer Members shall be in the discretion of the committee. All Volunteer Members shall either reside or be primarily employed within or serve the District and shall be subject to approval of the full Board of Directors.~~

~~**2.1. Volunteer Member Term.** Volunteer Members shall serve one (1) three-year term. At the end of the three-year term, a Volunteer Member may provide a written request to the Board for consideration to continue to serve on the committee. Any openings or reappointments on the committee will be considered at the end of the term. Any Volunteer Member who is employed by or sits on the Board of Directors of a grantee, is ineligible to serve on the committee within one year of filing a grant proposal and will be required to resign from the committee. All Volunteer Members who are termed out or resign due to applying or receiving a grant must wait a minimum of one year before reapplying to become a Volunteer Member.~~

~~**2.2. Vacancies.** Volunteer Members who miss three consecutive unexcused meetings may be removed at the discretion of the Committee chairperson. In the event of the vacancy of a Volunteer Member, notice of the vacancy and application process shall be published on the District website for a minimum of 14 days. The committee chairperson shall also have the discretion to publish notice of the vacancy and application process in a local newspaper of general circulation. Community members shall submit applications to become a Volunteer Member and their qualifications in writing to the District office. The Committee shall conduct interviews of qualified applicants. The Committee selections will be recommended to the Board for approval.~~

~~**2.3. Meetings and Voting.** The Committees meet on a monthly basis as necessary prior to meetings of the full Board. Meetings are convened by the committee chairperson in coordination with District staff. In accordance with their responsibilities, Volunteer Members shall participate in the committee process including participating in voting at the~~



~~committee meetings and making recommendations to the full Board. However, votes and recommendations of Volunteer Members while noted in the record shall be advisory in nature only. The votes of the District Board Representatives shall be the recommendation, which shall be forwarded to the full District Board of Directors for consideration.~~

~~**2.4. Conflicts of Interest.** Volunteer Members shall not make or influence a recommendation or decision related to any committee recommendation which will benefit the Volunteer Member's outside employment, business, or personal financial interest or benefit an immediate family member, such as a spouse, child or parent. A Volunteer Member shall not participate, discuss or vote on any issue, or recommendation which directly inures to his or her financial interest or with respect to which he or she has any other conflict of interest. Volunteer Members shall follow the adopted District Conflict of interest Code in accordance with California law.~~

3. PROGRAM COMMITTEE. In accordance with the District's mission and strategic plan, the grant program provides funds to qualified nonprofit and governmental grantees to make positive impacts on community health and improve access to health care. The Program Committee recommends grant making policy to the Board of Directors and guides and monitors District grant making functions and program-related activities through which the District carries out its strategic plan to improve the health of the District's residents. ~~This committee may include up to five Volunteer Members, and may include a student representative.~~

3.1. Responsibilities. The responsibilities of the Program Committee include the following:

- To identify trends and healthcare needs that can be addressed by the District and provide input on needs assessments conducted by District staff.
- ~~• To provide vision and guidance on the development of the District's strategic plan.~~
- To provide advice, counsel and feedback to staff as needed during program



development.

- To monitor implementation ~~of grant making and of the District's strategic plan~~ and program-related activities to ensure alignment with the District's Strategic Plan ~~programs are achieving the desired impact.~~
- To identify key program issues to be discussed at the Board level.
- To consider grant proposals and recommendations provided by staff and make recommendations of grants to approve to the District's Board of Directors.

4. F&A COMMITTEE. In accordance with the District Bylaws, this committee shall be responsible for oversight and for making recommendations to the Board where appropriate on matters related to finance, administration, human resources, property management, legal affairs, (including legislation) real estate and information systems (IS). ~~This committee may include up to three Volunteer Members, and may include a student representative.~~

4.1 Responsibilities. The responsibilities of the F&A Committee include the following:

- To understand the financial needs and conditions of the District.
- To provide objective perspective regarding finances.
- To provide advice, counsel and feedback to the committee as requested during budget development.

5. STRATEGIC PLANNING COMMITTEE. In accordance with the District Bylaws, this committee shall meet quarterly and more often, if needed, and shall be responsible for monitoring the Districts' progress in achieving the expectations outlined in the District's strategic plan.

5.1 Responsibilities. The responsibilities of the Strategic Planning Committee include the following:



- Responsible for monitoring the District's progress in achieving the expectations outlined in its strategic plan.

To provide vision and guidance on the development of the District's strategic plan.

- To monitor implementation of the District's strategic plan and program-related activities to ensure programs/initiatives are achieving the desired impact.

6. HOSPITAL LEASE OVERSIGHT COMMITTEE. In accordance with the District Bylaws, this committee shall meet quarterly or more often, if needed, and shall be responsible for oversight to ensure compliance with the terms of the current lease of Desert Regional Medical Center.

6.1 Responsibilities. The responsibilities of the Hospital Lease Oversight Committee include the following:

- Review of all mandated Hospital operation scores and reports performed by independent third parties.
- Review of quarterly inspections of Hospital facilities.
- Provide updates to the Board of Directors.
- Provide reports on activities of the Hospital.
- Provide an annual report reflective of lease requirements from lessee.

~~**7. RESPONSIBILITIES AND VOLUNTEER AGREEMENT.** As a Volunteer Committee Member, I understand and agree that I am responsible, collectively with my fellow committee members, for guiding and monitoring District activities through which the Desert Healthcare District pursues its strategic plan to improve the health of the District's residents. I agree to the following responsibilities and criteria:~~

~~Volunteer Members of the District Committees are expected to, and agree to:~~

- ~~1. Make every effort to attend all Committee meetings, including any special scheduled meetings. If any member is absent for three or more meetings within a calendar year, that individual's appointment to this committee will~~



be reviewed.

- ~~2. Thoroughly read and understand all the materials in the Committee Orientation Manual and attend any orientation or training sessions and be willing to be a "continual learner" about all matters of importance to philanthropy and to the District, and to take advantage of learning opportunities offered.~~
- ~~3. To participate in providing vision and guidance on the development of the District's strategic plan.~~
- ~~4. To participate in monitoring implementation of the District's strategic plan and program related activities to ensure programs are achieving the desired impact.~~
- ~~5. Review all respective committee packets, and any other materials provided by staff prior to each meeting.~~
- ~~6. Actively participate in committee discussions and deliberations and wisely consider each matter on which the committee is asked to vote.~~
- ~~7. Consider all matters brought before the committee objectively and "on the merits" and make decisions that best represent the interests of the District.~~
- ~~8. Be supportive of the decisions of the committee and the District.~~
- ~~9. Be willing to compromise, if necessary, in order to foster a cooperative atmosphere for all the people who participate in the work of the District.~~
- ~~10. Abide by the Conflict of interest Policy by disclosing any potential conflicts and abstaining from voting or advocating on issues related to conflicts of interest.~~

Volunteer Name _____ Date _____

Committee Chair Person _____ Date _____



DRAFT



POLICY TITLE: BOARD MEETINGS
POLICY NUMBER: BOD-8
DRAFT DATE: 02/27/2020
BOARD APPROVAL DATE: 03/24/2020
07/23/2019
03/23/2016 Original

POLICY: BOARD MEETINGS

Policy #BOD-8: It is the policy of the Desert Healthcare District (“District”) Board of Directors to hold Regular meetings and Special meetings when necessary of the Board of Directors. All District Board meetings will be held in accordance with the Brown Act (Government Code Section 54950 et seq.), Health and Safety Code Section 32106, and Health and Safety Code Section 32155.

GUIDELINES:

1. Regular meetings are held on the fourth Tuesday of each calendar month, except August, at 5:30 p.m. in the Regional Access Project (RAP) Foundation Building, 41550 Eclectic Street, Palm Desert, California, 92260, unless otherwise designated in the meeting Agenda. If that date falls upon a legal holiday, of a quorum of the Board of Directors is known to be unavailable for a regular meeting date, the meeting shall be held at the same time on the next business day as an adjourned meeting. In accordance with California Govt. code 54955, and the methods described therein, an adjourned regular meeting is a regular meeting for all purposes.

The location of regular meeting may be changed at times, must be held within the District service boundaries and properly noticed. It is the policy of the Board of Directors that if the regular meeting location is changed, that a notification will be made on the District website.

2. Organizational Meeting. At the regular Board meeting in December, the Board shall organize by the election of one of its members as President, one as Vice-President/Secretary and one as Treasurer.



3. Special meetings (non-emergency) of the Board of Directors may be called by the Board President, or by four (4) Board members by delivering written notice to each Board member and to each local newspaper of general circulation, radio or television stations requesting such notice in writing, personally or by mail. Such notice must be delivered personally or by mail at least twenty-four (24) hours before the time of such meeting as specified in the notice. The call and notice shall specify the time and place of the special meeting and the business to be transacted. No other business shall be considered at special meetings. Such written notice may be dispensed with as to any board member who, at or prior to the time of the meetings convenes, files with the Secretary a written waiver of notice. Such waiver may be given by email. Such written notice may also be dispensed with as to any member who is actually present at the meeting at the time it convenes.

3.1 All Directors, the Chief Executive Officer, and District Counsel shall be notified of the special Board meeting and the purpose or purposes for which it is called. Said notification shall be in writing, delivered to them at least twenty-four (24) hours prior to the meeting.

3.2 Any organization or individual who have requested notice of special meetings in accordance with the Ralph M. Brown Act (California Government Code §54950 through §54926) shall be notified, including business to be transacted, will be given by email during business hours as soon after the meeting is scheduled as practicable.

3.3 An agenda shall be prepared as specified for regular Board meetings in Policy# BOD-7 and shall be delivered with the notice of the special meeting to those specified above.

3.4 Only those items of business called for the special meeting shall be considered by the Board at any special meeting.

4.. Emergency Meetings. In the event of an emergency situation involving matters upon which prompt action is necessary due to the disruption or threatened disruption of public facilities, the Board of Directors may hold an emergency special meeting without complying with the 24-hour notice required 3.1, above. An emergency situation means a crippling disaster that severely impairs public health, safety, or both, as determined by the Chief Executive Officer, Board President or Vice-President in the President's absence.

4.1 Any organizations or individuals that have requested notice of special meetings in accordance with the Ralph M. Brown Act (California Government Code §54950 through §54926) shall be notified by telephone or email at least



one hour prior to the emergency special meeting. In the event that telephone or email services are not functioning, the notice requirement of one hour is waived, but the Chief Executive Officer, or his/her designee, shall notify such organizations or individuals of the fact of the holding of the emergency special meeting, and of any action taken by the Board, as soon after the meeting as possible.

4.2 No closed session may be held during an emergency special meeting, and all other rules governing special meetings shall be observed with the exception of the twenty-four (24)-hour notice. The minutes of the emergency special meeting, a list of persons the Chief Executive Officer or designee notified or attempted to notify, a copy of the roll call vote(s), and any actions taken at such meeting shall be posted for a minimum of ten (10) days in the District office as soon after the meeting as possible.

5. Quorum A majority of the members of the Board shall constitute a quorum for the transaction of business. The act of a majority of the Board members present at the meeting at which a quorum is present shall be the act of the Board.

6. Adjournment The Board may adjourn any regular, adjourned regular, special, or adjourned special meeting to a time and place specified in the order of adjournment. A copy of the order or notice of adjournment shall be conspicuously posted on or near the door of the place where the meeting was held within twenty-four (24) hour after the time of adjournment.



POLICY TITLE:	CONFLICT OF INTEREST CODE
POLICY NUMBER:	BOD-15*
REVISED DATE:	02/27/2020
BOARD APPROVAL DATE:	03/24/2020 01/23/2018 03/28/2017 12/16/2014
Resolution #14-03	

POLICY: CONFLICT OF INTEREST CODE

Policy #BOD-15: It is the policy of the Desert Healthcare District (“District”) to ensure complete transparency and follow The Political Reform Act which require all public agencies to adopt and maintain a conflict of interest code establishing the rules for disclosure of personal assets and the disqualification from making or participating in the making of any decisions that may affect any personal asset. The California Fair Political Practices Commission has adopted a regulation (2 California Code of Regulations Section 18730, hereinafter “Regulation”) which contains the terms of a standard Conflict of Interest Code which can be incorporated by reference and may be amended by the Fair Political Practices Commission (“FPPC”) after public notice and hearings to conform to amendments in the Political Reform Act. The Regulation further provides that incorporation of its terms by reference along with the designation of employees and the formulation of disclosure categories by the District shall constitute the adoption and promulgation of a conflict of interest code within the meaning of Government Code Section 87300 or the amendment of a conflict of interest code within the meaning of Government Code Section 87307. Therefore, the terms of the Regulation and any amendments to it, duly adopted by the Fair Political Practices Commission, are hereby incorporated by reference, as augmented herein, as the Conflict of Interest Code of the District.

A public official at any level of state or local government has a prohibited conflict of interest and may not make, participate in making, or in any way use or attempt to use his or her official position to influence a governmental decision when he or she knows or has reason to know he or she has a disqualifying financial interest. A financial interest can exist when the decision impacts the official’s personal financial interests or the financial interests of a source of income to the official. A financial interest can also exist when the decision impacts an asset or investment of the public official’s, or a business entity in which the public official is associated by ownership, officer status, or employment. It is the responsibility of each Board member and officer of the District to



identify any conflicts of interest, actual or potential, that they may have in a decision to be made or an action to be taken by the District. If a Board member or officer becomes aware of an actual or potential conflict of interest, he or she shall promptly disclose the conflict or potential conflict to the Board President, the District CEO, or legal counsel. The Board member shall not participate in the subject matter of the conflict, or shall have the matter assessed by legal counsel, or shall seek the advice of the FPPC.

GUIDELINES:

1. The Board of Directors are mandated to file the California Fair Political Practices Commission Form 700 disclosure statements (Form 700) under Government Code Section 87200 et seq. (Regulations 18730(b)(3)).
2. The following designated staff positions and committee members are governed by the Conflict of Interest Code (Resolutions #14-03) and must file the Form 700 designated categories as listed for each position:

<u>Designated Positions</u>	<u>Disclosure Categories</u>
Chief Executive Officer	1, 2
Chief Financial Administration Officer	1, 2
Chief Operating Program Officer	1, 2
Senior-Program Officer	4, 5
Senior Development Officer	4, 5
Community Relations Director/Clerk of the Board	3
Controller	1, 2
Program Officer & Outreach Director	4, 5
General Counsel	1, 2
Program Manager	1, 2
Members of Board Committees & Consultants	
Program Committee & Finance Committee	5
Consultants and New Positions	See *

*Individuals providing services as a Consultant defined in Regulation 18701 or in a new position created since this Code was last approved that makes or participates in making decisions shall disclose pursuant to the broadest disclosure category in this Code subject to the following limitation:

The Chief Executive Officer may determine that, due to the range of duties or contractual obligations, it is more appropriate to assign a limited disclosure requirement. A clear explanation of the duties and a statement of the extent of the disclosure requirements must be in a written document. (Gov. Code Sec. 82019; FPPC Regulations 18219 and 18734.) The Chief Executive Officer's determination is a public record and shall be retained for public inspection in the same manner and location as this Conflict of Interest Code. (Gov. Code Sec. 81008.)



2.1 The disclosure categories listed below identify the types of economic interests that the designated position must disclose for each disclosure category to which he or she is assigned.³ Such economic interests are reportable if they are either located in or doing business in the jurisdiction, are planning to do business in the jurisdiction, or have done business during the previous two years in the jurisdiction of the District.

Category 1: All investments and business positions in business entities, and sources of income, including gifts, loans and travel payments, that are located in, that do business in or own real property within the jurisdiction of the District.

Category 2: All interests in real property which is located in whole or in part within, or not more than two (2) miles outside, the jurisdiction of the District.

Category 3: All investments and business positions in business entities, and sources of income, including gifts, loans and travel payments, that provide services, products, materials, machinery, vehicles, or equipment of a type purchased or leased by the District.

Category 4: All investments and business positions in business entities, and sources of income, including gifts, loans and travel payments, that provide services, products, materials, machinery, vehicles, or equipment of a type purchased or leased by the designated position's department, unit or division.

Category 5: All investments and business positions in business entities, and sources of income, including gifts, loans and travel payments, or income from a nonprofit organization" if the source is of the type to receive grants or other monies from or through the District.

2.2 The Conflict of Interest Code does not require the reporting of gifts from outside the agency's jurisdiction if the source does not have some connection with or bearing upon the functions or duties of the position.

3. All officials and designated positions required to submit a statement of economic interests shall file their statements with the Special Assistant to the CEO/Board Relations Officer as the District's Filing Officer. The Special Assistant to the CEO/Board Relations Officer shall make and retain a copy of all statements filed by members of the Board of Directors and the Chief Executive Officer and forward the originals of such statements to the Clerk of the Board of Supervisors of the County of Riverside. The Special Assistant to the CEO/Board Relations Officer shall retain the originals of the statements filed by all other officials and designated positions and make all statements available for public inspection and reproduction during regular business hours.



4. The Conflict of Interest Code will be amended when necessitated by changed circumstances which include the need to designate new positions or revise disclosure categories.



DESERT HEALTHCARE
DISTRICT & FOUNDATION

POLICY TITLE: COMPENSATION & PERFORMANCE EVALUATION OF THE CHIEF EXECUTIVE OFFICER

POLICY NUMBER: BOD-17

BOARD APPROVAL DATE:

POLICY: COMPENSATION, ANNUAL PERFORMANCE EVALUATION AND PROCEDURE FOR THE CHIEF EXECUTIVE OFFICER AND PROCEDURE

Policy #BOD-17

It is the policy of the Desert Healthcare District (“District”) to establish the compensation, as well as the methodology and schedule for evaluating the job performance of the Chief Executive Officer (“CEO”).

1. The CEO of the District is retained and serves at the will of the District’s Board of Directors (“Board”). The CEO and has general authority over administration, operations, and personnel matters and authority to administerof the District.
2. The Board has a responsibility to provide the CEO with frequent and constructive feedback. In addition to on-going monitoring, the Board will provide a specific opportunity for the Chief Executive to present a written self-evaluation, and a response to the Board’s evaluation of their performance. Board members shall organize their evaluation of the CEO’s performance and have it presented in a face-to-face debriefing with the CEO.
3. The Board of Directors shall review the performance of the CEO after the initial six (6) months of active service after following appointment to the position and then annually thereafter, every March thereafter. The annual executive evaluation process will begin on a date that will ensure that the evaluation process is completed by March of each calendar year.
- 1.4. Performance will be gauged, using a process tool that allows Board members to provide a fair and collective comprehensive evaluation to the of the CEO. The performance measure tool will be designed that provides provide for discussion and inform encourages feedback in the development of business goals, operational objectives and requirements of the District’s -Strategic Plan.

Annually, the evaluation process will begin on a date that will support the process to accomplish the formal CEO Evaluation in March.



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5. The Board retains the right to periodically evaluate the methodology used to evaluate the CEO's performance.
6. The Board shall prepare input on the CEO Board Input and Evaluation Form (see Board President's Guide) prior to the Board of Directors meeting^[MM2]. Regardless of the methodology used to measure performance, the Board retains the right to seek input on the CEO's performance from external and internal stakeholders. The Board President has lead responsibility for accomplishing the CEO's annual evaluation. In some cases, an organizational consultant or District Legal Counsel may be used to assist the Board and the CEO through the evaluation process.
7. The Board shall meet as a group with the CEO to verbally discuss performance outcomes for each of the components of the performance evaluation.
8. The District's Legal Counsel, or organizational consultant may attend the closed-session meeting to present the evaluation findings at the request of the Board and/or the CEO. At the conclusion of the formal evaluation meeting to evaluate the previous year's evaluation, ~~The Board of Directors and CEO should~~ jointly develop mutually agreed upon written goals and objectives, and general performance goals in alignment with the District's Strategic Plan for the year ahead^{yes for the subsequent evaluation^[MM3] period.}
2. ~~These goals and objectives should include expectation that coincide with the District Strategic Plan deliverables for a given year. If requested by the Board and/or the CEO, the District's Legal Counsel, or organizational consultant may attend the evaluation session.~~
3. The Board of Directors will utilize the evaluation methodology below. Board of Directors shall be encouraged^[MM4] to prepare input on the form below^{CEO Board Input and Evaluation Form (see Board President's Guide) prior to the Board of Directors meeting^[MM5]. In some cases, the Board may choose to get third party input on performance from various sectors such as employees, or other stakeholders as defined by the Board. The Board President has lead responsibility for accomplishing the evaluation each year. In some cases, an organizational consultant or District Legal Counsel will be used to assist the Board through the process.}
4. ~~Prior to the scheduled formal evaluation meeting the Board should meet as a group with the CEO to verbally discuss the components of the performance evaluation and received feedback from the CEO relative to his/her assessment. The Board of Directors and CEO should jointly develop mutually agreed upon written goals and objectives for the subsequent evaluation period. These goals and objectives should include expectation that coincide with the District Strategic Plan deliverables for a given year. If requested by the Board and/or the CEO, the~~



~~District's Legal Counsel, or organizational consultant may attend the evaluation session.~~

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9. A copy of ~~this the formal written~~ assessment ~~should~~ shall be provided to the CEO, and a copy shall be kept in the CEO's personnel file. The performance evaluation shall be kept confidential.
10. The CEO's compensation is negotiated between the CEO and the Board and is memorialized in the CEO's Employment Agreement. In addition to a salary, the CEO is entitled to all benefits (insurance and retirement plans) offered to District Employees.
11. The CEO's compensation package will be reviewed following the performance evaluation process. The Board, or a committee of the Board, will review compensation using appropriate salary comparison data. Any decision on a change in compensation award shall be made at a public meeting following the closed session evaluation meeting.

The CEO's compensation is negotiated between the CEO and Board of Directors and included in the CEO's Employment Agreement. The current CEO salary range is \$175,000-\$225,000. The CEO is entitled to the benefits (insurance and retirement plans) offered to District Employees.

5. Evaluation periods are defined in the Employment Agreement.

AUTHORITIES

Desert Healthcare District By-law Article VI

DOCUMENT HISTORY

<u>02/24/2016</u>	<u>Created</u>
<u>07/23/2019</u>	<u>Revised</u>



POLICY TITLE: Grant & Mini-Grant Policy

POLICY NUMBER: OP-5

DRAFT DATE: 02/27/2020

BOARD APPROVAL DATE: 03/24/2020
05/28/2019
05/24/2016
02/20/2012 Original

POLICY: GRANT & MINI-GRANT POLICY

Policy #OP-5:

In accordance with Desert Healthcare District’s mission and strategic plan it is the policy of the Desert Healthcare District to provide guidelines for Grants & Mini-Grants to provide health and wellness programs/projects for the benefit of the District residents and in alignment with the California Health and Safety Code requirements. Each year the Board of Directors will allocate a budget for both grants and mini grants.

The District Board may amend this policy as needed to be consistent with any state legislation regarding healthcare district grant programs.

GUIDELINES:

1. The District will administer the grant funds to assure responsible distribution of monies and to maximize the benefit to community members and fairness to grant recipients.
 - 1.a. All grants must align with the Desert Healthcare District’s strategic plan. The strategic plan is available on our website, www.dhcd.org
 - 1.b. The Board will adopt a grant budget allocation each fiscal year during the annual budget process. (July – June)
 - 1.c. Grant recipients should not assume there exists an entitlement to continued funding nor that similar funding will be available in future years.



1.d. Grant recipients must accept the District's standard grant/contract terms and conditions as a stipulation of any grant award. Grantee who is not in compliance as identified in the Grant Contract may become ineligible to apply for future grants for a period of up to two (2) years

1.e. The District will place a priority on collaboration with community agencies applying for grants, to maximize use of funds and impact while avoiding the fostering of competing programs that may make each such competing programs to become less effective.

Applicants who choose not to collaborate must demonstrate a distinction between their proposed services and those that may already be in place.

1.1 Grant requestors utilizing a fiscal agent may be considered; the application shall include a copy of a resolution adopted by the fiscal agent organization's board of directors approving of the action to act as an agent on behalf of the requestor.

1.2 [Per AB 2019 and revised California Health and Safety Code Section 32139\(c\)\(5\)](#), individual meetings regarding grants between an applicant and a District Board member, officer or staff outside of the established grant process is prohibited. Staff may provide technical assistance, upon request, from potential and current Grantees.

2. **Mini Grants** allow the Desert Healthcare District community to access support for small health initiatives that possibly do not have the capacity for a large program or project. The mini grant application is processed by the administration of DHCD. Consideration is contingent upon the availability of funds, community health priorities, and the ability of the applicant to effectively administer the project programmatically and financially. The mini grant provides up to \$5,000 per one request in a fiscal year. The request must align with the DHCD strategic goals and objectives.



3. Grant Application Process

a. Program Committee

The Program Committee shall be responsible for oversight and for making recommendations to the Board, where appropriate, on District matters related to grant-making and related programs.

b. Eligibility/Criteria

3.b.1 The District awards grants only to organizations exempt from federal taxation under Section 501(c) (3) of the Internal Revenue Code or equivalent exemption; such as a public/governmental agency, program or institution. Except for mini grant recipients, all organizations must have current audited financial statements.

3.b.2 Some small organizations (annual revenue of \$500,000 or less) may be financially unable to provide audited financial statements. Under certain circumstances defined by the ability of the organization and if the organization is able to provide a service to meet the mission of the District, the District may consider providing grant funds to complete a financial audit. The District may also consider providing grant funds to develop capacity building via the Center for Non-Profit Advancement through the Regional Access Project Foundation.

3.b.2—3 Organizations must directly serve residents of the Desert Healthcare District. Agencies physically located outside [District boundaries](#) may be eligible for funds upon demonstration that the residents of the District will be proportionately served.

3.b.3—4 Grants are available to organizations whose activities improve residents' health within one or more focus areas of the District's [strategic plan](#). Through investment of its grant dollars, the District supports programs, organizations and community collaborations with potential for achieving measurable results. Through the use of a grant scoring structure, consideration is given to projects or organizations that:

- Have proven records of success and capacity



- Have potential to impact the greatest numbers of District residents in alignment with strategic goals
- Can demonstrate the greatest potential to positively change health-related behaviors
- Are based on research and/or best practices that demonstrate effectiveness
- Have data available to measure progress, outcomes and relevance
- Have strong fiscal and operational governance

4. **Funding Restrictions**

4.1 The District's grants will NOT support the following:

- Individuals
- Endowment campaigns
- Retirement of debt
- Annual campaigns, fundraising events, or expenses related to fundraising
- Programs that proselytize or promote any religion or sect, or deny services to potential beneficiaries based upon religious beliefs
- Expenses related to lobbying public officials
- Political campaigns or other partisan political activities
- Unfunded government mandates
- Replacement funds to allow funding to be shifted to other programs or budget areas
- Any organization who discriminates against others based on, including, but not limited to cannot discriminate by race, color, creed, gender, sexual orientation or national origin.

4.2 Only one open grant per grant recipient is allowed.

4.3 Multiyear grant funding may be considered for approval. The total amount of funding for multi-year grants may not exceed 30% of the total aggregate amount of the annual approved Grant budget by the District Board.



5. Online Application Process

- ~~STEP 1: Program Committee works with staff to assist with the development of proposed Outcomes/Goals/Objectives driven by the strategic plan focus areas, research and community engagement.~~
- ~~STEP 21:~~ Staff receives online Stage 1 Letter of Interest (LOI) and supporting documents from applicant.
- ~~STEP 32:~~ Staff Review and preliminary due diligence is performed on all LOIs and if applicable, conduct a site visit. invites grantees Grantees, via email, receive authorization to move to Stage 2 - the grant application.
- ~~STEP 43:~~ Staff reviews full grant applications, performs full due diligence and brings forward to the Program Committee for consideration.
- ~~STEP 54:~~ Program Committee brings forward recommendations for review and consideration of approval by the Board of Directors.
- Note: Grant requests may be declined at any stage of the application process.

Staff may consider various options for grantmaking during the application process that include refining a grant applicant's plans, reframing the goals of the project; proposing a new scope; funding a project, along with capacity-building support; identifying partners to help solving complex problems that may require the involvement of multiple parties working on solutions from a variety of angles. Other options may be explored.

6. No-Cost Grant Extension

- 6.1 Under a No-Cost Extension, grantees may extend a grant's project period one time for up to 12 months. A No-Cost Extension may be requested when the following conditions are met:
 - 6.1.1 No term of award specifically prohibits the extension
 - 6.1.2 Project's originally approved scope will not change
 - 6.1.3 The end of the project/grant period is approaching
 - 6.1.4 There is a programmatic need to continue
 - 6.1.5 There are sufficient funds remaining to cover the extended effort
- 6.2 The Desert Healthcare District always retains the right to decline the request. Examples of reasons to decline might include:
 - a. An extension may not be granted solely because there is money left over. Programmatic benefit must be justified.



- b. Deliverables as outlined in Exhibit B (Payment Schedule, Requirements & Deliverables) have been met.

6.3 Process:

Grantee must submit a written request to the DHCD at least 30 days before the end of the current project period. The request should be sent to the Grant Department and include the following information:

1. The amount of funds remaining, and an explanation for why they have not been spent
2. Rationale for continuing the project
3. An explanation of why the project has not been completed
4. Inclusion of a detailed work plan and how all unfinished activities will be completed by the proposed end date



POLICY TITLE: EXPENSE AUTHORIZATION

POLICY NUMBER: OP-14 **NEW**

DRAFT DATE: 02/27/2020

BOARD APPROVAL DATE: 03/24/2020

POLICY: EXPENSE AUTHORIZATION

Policy #OP-14:

Employees of the Desert Healthcare District & Foundation (DHCD) are entitled to reimbursement for actual and necessary expenses incurred in the performance of official business, including expenses relating to driving on DHCD business (mileage), travel, meals, lodging and other actual and necessary expenses incurred on behalf of DHCD. Mileage shall be reimbursed in accordance with IRS regulations and lodging expenses shall not exceed the maximum group rate published by the conference or activity sponsor of the governmental rate, if available.

- a) Requests for reimbursement for travel expenses or meals must be submitted to the CEO or employee's supervisor for approval on a DHCD approved Expense Statement form. Receipts must be attached to the Expense Statement form. Receipts for meals must be itemized. The District does not reimburse for alcoholic beverages.
- b) Mileage must be submitted to the CEO or employee's supervisor for approval on a DHCD approved Mileage Reimbursement form. Mileage will be reimbursed at the currently approved Internal Revenue Service rates.
- c) All travel by DHCD personnel on official business outside of the County of Riverside shall require approval in advance from the CEO or employee's supervisor. The DHCD will arrange and pay direct for airfare, lodging and



conferences where practical.

- d) Rental of automobiles for DHCD business must be approved in advance by the CEO or employee's supervisor.

Attendees of events that are at the expense of DHCD may be required to provide brief reports on the events attended at the next regular meeting that the attendee is a member of or at the next Board of Directors meeting.

DHCD Credit Cards are used and/or authorized by the DHCD CEO and Chief Administration Officer. Credit card statements and reports are provided for review to the Finance & Administration Committee.

Expense reimbursements and credit card charges must have a good faith basis and in conformance with the approved DHCD budget. Expenses and charges without such a basis shall subject the requestor to appropriate sanctions, up to and including termination of employment.