



# Monterey County

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## Board Report

Legistar File Number: 17-0695

July 11, 2017

**Introduced:** 6/21/2017

**Version:** 1

**Current Status:** Consent Agenda

**Matter Type:** General Agenda Item

Approve revisions to the Natividad Medical Center (“NMC”) Bylaws, approved and submitted for Board of Supervisors’ consideration by the NMC Board of Trustees on May 5, 2017.

### **RECOMMENDATION:**

It is recommended that the Board of Supervisors approve revisions to the Natividad Medical Center (“NMC”) Bylaws, approved and submitted by the NMC Board of Trustees on May 5, 2017.

### **SUMMARY/DISCUSSION:**

The Board of Supervisors approved a set of amendments to the NMC Bylaws on November 18, 2008. A further set of bylaws revisions was submitted by NMC for approval at the Board of Supervisors’ March 31, 2009 meeting, but the minutes of that meeting do not indicate expressly that the bylaws revisions were approved.

On May 5, 2017, the NMC Board of Trustees (“BoT”) approved a further set of revisions to the NMC Bylaws. In summary, these bylaws revisions:

1. Incorporate some of the intended March 31, 2009 revisions, which replace the range in the number of appointed trustees on the BoT (five to seven) with a fixed number of appointed BOT members (seven) (Article IV, Section 1(B));
2. Clarify and/or incorporate obligations and/or expectations of Medicare Conditions of Participation (“COPs”), The Joint Commission (“TJC”) accreditation standards, and Title 22 of the California Code of Regulations for the NMC Board of Trustees, in its role as NMC’s governing body to the extent permitted by law and as authorized by the Board of Supervisors (Article III; Article IV, Section 5; Article VI);
3. Establish ten years as the outer limit for the term of office for BoT members, with an initial term of one year and up to three three-year additional consecutive terms if re-appointed (Article IV, Section 1(D));
4. Clarify membership on BoT Standing Committees and revise committee membership on Community Relations and Planning (“CRP”) Committee to increase membership from two to four members (Article VI); and
5. Revise bylaw related to Chief Executive Officer’s (“CEO”) evaluation to make explicit that the BoT annually reviews the performance of the CEO and presents the result of the annual evaluation to the Board of Supervisors for review, modification, and final decision (Article VIII, Section 2).

**OTHER AGENCY INVOLVEMENT:**

County Counsel has reviewed and approved the bylaws revisions as to legal form and risk. The bylaws revisions were reviewed and approved by the Governance Committee on April 12, 2017 and the NMC Board of Trustees on May 5, 2017.

**FINANCING:**

There is no cost associated with this request so there is no impact to the General Fund.

**BOARD OF SUPERVISORS STRATEGIC INITIATIVES:**

Economic Development

Administration

One of the primary purposes of the NMC BoT Bylaws is to clearly define accountability and responsibility for the efficient operation of NMC. This stated purpose is perfectly aligned with the Board of Supervisors Strategic initiative for promoting efficient and effective government. The revised NMC BoT Bylaws add necessary updates and clarity to the 2008 Bylaws thereby further promoting this initiative.

Health and Human Services

Infrastructure

Public Safety

Prepared by: Daniel Leon, Chief Financial Officer, 783-2551

Approved by: Gary R. Gray, DO, Chief Executive Officer, 783-2504

Attachments:

NMC Board of Trustees Revised Bylaws with redlines

NMC Board of Trustees Revised Bylaws clean version

NMC Board of Trustees Bylaws (current) as approved November 18, 2008

Attachments on File with the Clerk of the Board