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# JANUARY 17, 2024 BOARD MINUTES



## **ITEM 4a. GOVERNING BOARD MEETING MINUTES**

### **Joint San Francisco Health Authority & San Francisco Community Health Authority Governing Board Minutes**

January 17, 2024  
(12:00 pm to 2:00 pm)

**Board Attendance.** In attendance were the following board members:  
Eddie Chan, PharmD, Norlissa Cooper, PhD, MSN, MBS, RN, Steven Fugaro, MD,  
Johanna Liu, PharmD, Roland Pickens, MHA, FACHE, Adina Safer, Joseph Woo, MD,  
and Jian Zhang, DNP, MS, FNP-BC.

Absent: Deneen Hadley and Greg Wagner

Guests: Eunice Majam-Simpson, external counsel from Daponte, Simpson, and Rowe,  
James Novello, and Curtis Leavitt from Kennaday and Leavitt

1. **Welcome.** Steven Fugaro, MD, Chair, opened the meeting and welcomed everyone.  
Dr. Fugaro adjourned the meeting to Closed Session.
2. **Update on Department of Health Care Services (DHCS) Auto-Assignment Incentive Program.** This item was discussed in Closed Session.

The Board resumed in Open Session

### **3. Report on Closed Session Action Items.**

Dr. Fugaro reported that no actions were taken during Closed Session.

### **4. Board Business**

- a. Election of Officers for San Francisco Health Authority and San Francisco Community Health Authority

Yolanda R. Richardson, Chief Executive Officer, provided the Board with an overview of the annual election of the Board officers. She thanked the current officers, Dr. Fugaro, Chair, and Roland Pickens, Vice-Chair, for their years of demonstrating their unwavering leadership in their roles in the past years. She also informed the Board that they have agreed to continue in their roles, if elected.

Motion to elect Steven Fugaro, MD, as Chair: Eddie Chan, Pharm.D

Second: Jian Zhang, DNP, MS, FNP-BC

Unanimous vote to approve.

Motion to elect Roland Pickens as Vice-Chair: Eddie Chan, Pharm.D  
Second: Jian Zhang, DNP, MS, FNP-BC  
Unanimous vote to approve.

Dr. Fugaro and Mr. Pickens thanked the Board for their support.

Ms. Richardson explained that Emily Webb had been the Secretary & Treasurer and resigned in December. She and the Board recognized Ms. Webb for her years of service and leadership. With Ms. Webb's resignation the Finance Committee has a vacancy. Ms. Richardson stated the vacant seat on the Finance Committee would be filled in March. Any Board member interested is welcome to contact her.

After the Finance Committee seat is filled, then the Secretary/Treasurer can be nominated by the Finance Committee at the March 2024 meeting and forwarded to the full Board for approval in March. In the interim, Dr. Fugaro has agreed to serve as the Interim Chair of the Finance Committee.

b. Reduction in the number of positions on the Governing Body

Ms. Richardson informed the Board that the seat formerly held by Ms. Webb represented St. Luke's Hospital, which is now California Pacific Medical Center (CPMC), Mission Bernal Heights Campus. The seat is designated for a Disproportionate Share Hospital (DSH), but CPMC no longer has a DSH designation. Since all three of San Francisco's hospitals designated as a DSH are already represented on the Board (UCSF, Zuckerberg San Francisco General Hospital and Chinese Hospital), she recommended to not fill the seat, thereby reducing the number of seats, as allowed by the SFHP Bylaws.

Motion to Reduce the Number of Positions on the Board: Roland Pickens  
Second: Joseph Woo, MD  
Abstained: Jian Zhang, DNP, MS, FNP-BC  
Unanimous vote to approve, with one abstention.

c. Revision to Governing Board Bylaws for Standing Committees

Ms. Richardson reviewed the recommendations to revise the SFHP Bylaws to update the descriptions of the Quality Improvement Committee and Finance Committee to align with the changes required by the Department of Health Care Services (DHCS) Medi-Cal managed care program. She stated that the Finance Committee meeting frequency will not change.

Motion to revise the bylaws: Johanna Liu, Pharm.D.  
Second: Jian Zhang, DNP, MS, FNP-BC  
Unanimous vote to approve.

- d. Review and Approval of the 2024 Member Advisory Committee (MAC) Candidates as Nominated by the MAC Selection Committee

Ms. Richardson and Dr. Fugaro recognized Maria Luz Torre for her 25 years of service on the SFHP Board, including as Co-Chair of the Member Advisory Committee. Ms. Richardson explained that Ms. Luz Torre's term on the MAC ended on 12/31/2023 and is also no longer on the Board since she is not on the MAC. Ms. Richardson presented recommendations from the MAC Selection Committee for the appointments to the new MAC for the Board approval.

Motion to appoint MAC Members: Roland Pickens

Second: Eddie Chan, Pharm.D.

Unanimous vote to approve.

There is also a Board seat on the MAC open. Any Board member interested is welcome to contact her. Adina Safer expressed interest. Ms. Richardson will contact her with additional details.

5. **Consent Calendar.** Dr. Fugaro introduced the Consent Calendar. Dr. Fugaro informed the Board that the Finance Committee on January 17, 2024 was cancelled due to lack of quorum. As a result, he stated the Board will remove the following items from the consent calendar for a full discussion and separate action:
  1. Contract with Reinsurance Vendor
  2. Year-to-Date November 2023 Unaudited Financial Statements and Investment Reports

Under the Consent Calendar, he stated the Board is requested to approve the following items:

- a. Minutes from the November 1, 2023 Board Meeting
- b. QIC Committee Meeting Minutes from September 7, 2023
- c. Credentialing and Recredentialing Recommendations
- d. Updates to 2024 SFHP Employee Handbook Effective on January 1, 2024

Motion to appoint MAC Members: Joseph Woo, MD

Second: Eddie Chan, Pharm.D.

Unanimous vote to approve.

6. **Review and Approval of Year-End Unaudited Financial Statements and Investment Income Reports.** Anne Price, Chief Financial and Strategy Officer, and Rand Takeuchi, Controller, reviewed the financial results and investment reports for the period ending November 30, 2023.

For the month of November 2023 margin was \$0.2 million favorable to budget with a reported margin of \$2.9 million versus a budgeted margin of \$2.7 million.

Motion to approve the year-to-date unaudited financial and investment reports:

Eddie Chan, Pharm.D.

Second: Jian Zhang, DNP, MS, FNP-BC

Unanimous vote to approve for forwarding to the full Governing Board for approval.

- 7. Review and Approval of Contract with Reinsurance Vendor.** Ms. Price reviewed the proposal to renew the contract with the current reinsurance vendor, RGA Reinsurance Company, for CY 2024. Reinsurance rates for CY 2024 for all categories of aid will remain the same as CY 2023.

Motion to approve the contract with the Reinsurance Vendor: Adina Safer

Second: Johanna Liu, Pharm.D.

Unanimous vote to approve.

- 8. Chief Executive Officer's (CEO) Report.** Yolanda R. Richardson provided the Board with highlights from her CEO Report. She discussed the current total membership for Medi-Cal, which is 167,722 members, as of January 2024. This number is lower than projected due to the delay in the larger portion of the Medi-Cal Adult Expansion members. Rather than January, most members are now expected in February. Ms. Richardson then reviewed the approach to implement the D-SNP plan in-house, rather than contracting with another managed service organization or Local Health Plan. Ms. Richardson introduced SFHP's Chief Medical Officer, Eddy Ang, MD, MPH, to present on the CY 2024 Performance Improvement Program. Dr. Ang also introduced Edwin Poon, Health Services Officer, who is also serving as the interim Health Equity Officer. Eddie Chan stated his staff at North East Medical Services were happy with the new measures. Ms. Richardson then introduced Serena Chin Kirk, Director, Policy, and External Affairs. Ms. Kirk provided an extensive overview of Governor Newsom's proposed state budget, which proposes to bridge a \$38 billion deficit, key legislation, and background on the new Speaker of the House, Mike Johnson.

**9. Adjourned**

Dr. Fugaro adjourned the meeting.

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Secretary/Treasurer