



**Joint San Francisco Health Authority/San Francisco Community Health Authority
Governing Board Meeting
February 2, 2022
Meeting Minutes**

Chair: Steven Fugaro, MD
Vice-Chair: Roland Pickens, MHA, FACHE
Secretary-Treasurer: Reece Fawley

Members

Present: Dale Butler, Eddie Chan, PharmD, Lawrence Cheung, MD, Irene Conway, Reece Fawley, Steve Fields, Steven Fugaro, MD, Maria Luz Torre, Roland Pickens, MHA, FACHE, Greg Wagner, Emily Webb, and David Woods, PharmD

Members

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

Due to the ongoing COVID-19 public health emergency and in accordance with Governor Newsom's Executive Order N-29-20, San Francisco Health Authority and San Francisco Community Health Authority Governing Board Members attended this meeting via teleconference. The meeting was closed to in-person public attendance, but the conference line information was provided on the publicly-posted agenda. This precaution was taken to protect members of the Governing Board, staff, and the public. All Board members, staff members and public attended the meeting via video conference.

Steven Fugaro, MD, Chair, called the meeting to order. He asked if there was anyone from the public in attendance and if there were any public comments. In attendance from the public was Eunice Majam-Simpson, SFHP's counsel with DSR Health Law.

1. Approval to Move Agenda Item #4 before Agenda Item #3

Dr. Fugaro asked for a motion to move agenda item #4 ahead of agenda #3 to ensure Board members would be able to provide their input, discuss, and cast their vote for the appointment of the Chief Executive Officer, CEO).

Steve Fields made the motion, which was seconded by Irene Conway. There was no discussion and the motion passed unanimously by all Board members that were present.

2. Approval of Findings and Resolution 22-02 That the State of Emergency Continues to Impact the Ability of Governing Board and Committee Members to Meet Safely in Person and/or State or Local Officials Continue to Impose or Recommend Measures to Promote Social Distancing

Recommendation: SFHP recommends the Governing Board adopt Resolution No. 2022-02 to authorize the continued use of remote teleconferencing pursuant to Government Code section 54953(e) ("AB 361") for a period of thirty (30) days. SFHP recommended that the Governing Board continue to meet to make the findings required by AB 361 no later than every thirty (30) days thereafter.

Nina Maruyama, Chief Officer, Compliance and Regulatory Affairs, reviewed with the Board the finding that the public health emergency continues to exist, and State and local public health officials continue to recommend social distancing and masking for safety. She reviewed Resolution 22-02, which is necessary to comply with AB 361 and authorizes the continued use of remote teleconferencing pursuant to Government Code section 54953(e) for a period of thirty (30) days.

She stated SFHP recommends that the Governing Board approve Resolution 22-002 and continue to establish the findings required by AB 361 at least every thirty (30) days.

The Board unanimously approved the findings and Resolution 22-02 that the state of emergency continues to impact the ability of Governing Board and Committee members to meet safely in person and State and local officials continue to impose or recommend measures to promote social distancing.

The Board Adjourned to Closed Session.

3. Review and Approval of Search Committee Recommendation for the Appointment of the CEO (appears on the agenda as Item #4)

This item was discussed in Closed Session.

4. Review and Approve Resolution 22-03 Approving an Exception to the 180-Day Wait Period for John F. Grgurina, Jr. (appears on the agenda as Item #3)

This item was discussed in Closed Session.

The Board resumed in Open Session.

5. Report on Closed Session items

Dr. Fugaro reported that the Board took the following actions in Closed Session:

- For the Agenda Item #4, which was taken before Agenda Item #3, the Governing Board unanimously approved the appointment of Yolanda Richardson as the Chief Executive Officer (CEO) to succeed John F. Grgurina, Jr., on March 31, 2022.
- For Agenda Item #3, the Governing Board unanimously approved Resolution 22-03, which is required by Government Code Section 7522.56. This resolution provides CalPERS with a certification resolution for hiring a retiree before 180 days has passed since his or her retirement date. Resolution 22-03 allows for the exception to the 180-day wait period to have John F. Grgurina, Jr. serve as a Retired Annuitant pursuant to California Government Code Sections 7522.56 & 21224.

6. Adjourn

Dr. Fugaro adjourned the meeting.

Reece Fawley, Secretary/Treasurer

**Joint San Francisco Health Authority/San Francisco Community Health Authority
Minutes of the Governing Board
February 2, 2022
Closed Session**

1. Review and Approval of Search Committee Recommendation for the Appointment of the CEO

Recommendation: Review and approve recommendation from the Search Committee for the new Chief Executive Officer (CEO).

Dr. Steven Fugaro, Chairman of the Board, provided a high-level review of the search process, then presented the recommended candidate, Yolanda Richardson, including a debrief on her qualifications for the position. Each member of the Search Committee then provided their input on both the process and their view of the specifics of the candidate's qualifications for the position. The Search Committee members were unanimous with their recommendation of Ms. Richardson as the candidate of choice for the new CEO. A call for questions and/or comments was made and, there being none, a vote was taken. Ms. Richardson was unanimously approved by all Governing Board members present as the next CEO for SFHP.

2. Review and Approve Resolution 22-03 Approving an Exception to the 180-Day Wait Period for John F. Grgurina, Jr.

Recommendation: SFHP recommends the Governing Board approve Resolution 22-03 to approve an exception to the 180-day wait period for John F. Grgurina, Jr. to be a Retired Annuitant pursuant to California Government Code Sections 7522.56 & 21224.

Background

Nina Maruyama, Chief Officer, Compliance and Regulatory Affairs provided an overview of the need for Resolution 22-03. John F. Grgurina, Jr., will retire from his SFHP position as Chief Executive Officer (CEO) effective April 2, 2022. SFHP desires to appoint Mr. Grgurina to work as a retired annuitant to provide advisory and consulting services to the incoming CEO to ensure a smooth transition in leadership pursuant to Government Code Section 21224.

In compliance with Government Code Section 7522.56, SFHP is required to provide the California Public Employees' Retirement System (CalPERS) with a certification and resolution when hiring a retiree before 180 days has elapsed since the retiree's retirement date. Government Code Section 7522.56 requires that a retiree's post-retirement employment cannot commence earlier than 180 days after the retirement date without a certification and resolution. In Mr. Grgurina's case, that would be September 29, 2022. SFHP believes it is necessary to hire Mr. Grgurina immediately upon his retirement to ensure a smooth transition to the incoming CEO.

The employment period shall be limited to 960 hours per fiscal year and the compensation paid cannot be less than the minimum nor exceed the maximum monthly base salary paid to other team members performing comparable duties. Additionally, Mr. Grgurina will not receive any other benefits, incentives, compensation in lieu of benefits, or any other form of compensation to the hourly pay rate.

It is anticipated that Mr. Grgurina's scope of work will include: advisement on direction and oversight of SFHP activities and/or strategies, advisement and assistance on regulatory requirements and helping to make connections with leaders of regulatory agencies and key stakeholders. As part of his employment, Mr. Grgurina will support the CEO with historical background/context, institutional knowledge sharing, leadership development and coaching on external stakeholder relationships.

This extra help is critically necessary for SFHP as his guidance will support SFHP in its transition to new leadership and SFHP will benefit from his extensive knowledge and expertise in directing SFHP for the last 14 years. Without this extra help, SFHP would be unable to obtain his specialized knowledge of both internal and external operational, rate setting and regulatory issues.

Mr. Grgurina's hourly rate will be \$232.80 which matches his current salary without bonus as CEO.

Reason for Immediate Hiring as Retired Annuitant

The following are three key reasons why SFHP desires to appoint retiree John F. Grgurina, Jr. to work as a retired annuitant before 180 days has elapsed after his retirement:

1. We continue to be in a public health emergency in the nation, California and City and County of San Francisco, which creates a need for SFHP to take steps to ensure stability during the CEO transition.
2. The COVID-19 pandemic has had a major impact on the structure and processes for delivering health care, including significant changes in the delivery of new and transitioning Medi-Cal programs and benefits (i.e., Enhanced Case Management, Community Supports, Major Organ Transplants, pharmacy transition to Medi-Cal Rx, Behavioral Health, Long-Term Care Support and Services, mandatory transition of dual eligibles into managed care, regional rates and potential Dual Eligibles Special Needs Plan (D-SNP)). These are unprecedented times of change for the Medi-Cal program, creating a need to provide the incoming with CEO with advisory support.
3. Mr. Grgurina's appointment would allow a smooth transition to new leadership after Mr. Grgurina's 14 years of leadership at SFHP and leadership positions on Medi-Cal rate workgroups and health plan associations.

The Governing Board unanimously approved Resolution 22-03, to allow the exception to the 180-day wait period to have John F. Grgurina, Jr. serve as a Retired Annuitant pursuant to California Government Code Sections 7522.56 & 21224.