

Kaweah Delta Health Care District Board of Directors Committee Meeting

Health is our Passion. Excellence is our Focus. Compassion is our Promise.

NOTICE

The Governance Board Committee of the Kaweah Delta Health Care District will meet at the Executive Office Conference Room {305 W Acequia Avenue, Visalia, CA} on Wednesday, July 1, 2026:

- 10:00AM Open meeting

In compliance with the Americans with Disabilities Act, if you need special assistance to participate at this meeting, please contact the Board Clerk (559) 624-2330. Notification 48 hours prior to the meeting will enable the District to make reasonable arrangements to ensure accessibility to the Kaweah Delta Health Care District Board of Directors meeting.

All Kaweah Delta Health Care District regular board meeting and committee meeting notices and agendas are posted 72 hours prior to meetings (special meetings are posted 24 hours prior to meetings) in the Kaweah Health Medical Center, Mineral King Wing near the Mineral King entrance.

The disclosable public records related to agendas can be obtained by contacting the Board Clerk at Kaweah Health Medical Center – Acequia Wing, Executive Offices (Administration Department/Executive Offices) {1st floor}, 400 West Mineral King Avenue, Visalia, CA via phone 559-624-2330 or email: kedavis@kaweahhealth.org, or on the Kaweah Delta Health Care District web page <http://www.kaweahhealth.org>.

KAWEAH DELTA HEALTH CARE DISTRICT

David Francis, Secretary/Treasurer



Kelsie Davis

Board Clerk / Executive Assistant to CEO

DISTRIBUTION:

Governing Board, Legal Counsel, Executive Team, Chief of Staff, www.kaweahhealth.org

Mike Olmos • Zone 1
Board Member

Jonna Schengel • Zone 2
Board Member

Dean Levitan, MD • Zone 3
Secretary/Treasurer

David Francis • Zone 4
President

Armando Murrieta • Zone 5
Vice President

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KAWEAH DELTA HEALTH CARE DISTRICT BOARD OF DIRECTORS GOVERNANCE COMMITTEE

Kaweah Health Medical Center
305 W. Acequia Avenue, Executive Office Conference Room (1st Floor)

Wednesday July 1, 2026

ATTENDING: Directors: Mike Olmos (Chair) & Jonna Schengel; Marc Mertz, Chief Executive Officer and Kelsie Davis, Board Clerk

OPEN MEETING – 10:00AM

CALL TO ORDER – Mike Olmos

PUBLIC PARTICIPATION – Members of the public may comment on agenda items before action is taken and after it is discussed by the Board. Each speaker will be allowed five minutes. Members of the public wishing to address the Board concerning items not on the agenda and within the jurisdictions of the Board are requested to identify themselves at this time.

- 1. COMMITTEE CHARTER-** Review of the Charter.
- 2. BOARD EDUCATION PLAN-** Review and Discussion of Board Education Plan. Consideration of Revisions and recommendation to Board of Directors.
- 3. BOARD BYLAWS-** Review of Board Bylaws. Discussion of Proposed Revisions and Consideration of recommendation to the Board of Directors.
- 4. PERIODIC REVIEW OF BOARD POLICIES-**Review of Board Policies. Discussion of Proposed Revisions and Consideration of Recommendation to the Board of Directors.
- 5. IDENTIFICATION OF FUTURE GOVERNANCE COMMITTEE AGENDA TOPICS-** Discussion of Potential Topics for Future Governance Committee Agendas and Meeting Planning.

ADJOURN – Mike Olmos

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Board of Directors Annual Education Plan

Fiscal Year 2027



Purpose

- Provide structured, ongoing education for the Board of Directors
- Ensure knowledgeable, ethical, and effective governance
- Align with Governance Institute, ACHD best practices, and Brown Act requirements

Education Goals

- Understand district mission, strategy, and governance duties
- Maintain compliance with legal and fiduciary responsibilities
- Stay current on healthcare trends impacting the District
- Engage in quality, finance, and strategic planning oversight
- Achieve ongoing certification and professional development

2027-2028 Calendar Overview

July	August	September	October
Fiduciary Duties*	Artificial Intelligence	Management vs. Governance*	Medicare vs. Medicare Advantage
November	December	January	February
Quality Oversight*	Consumerism & Community Trust	Workforce Challenges	Strategic Pillar & Mission Review*
March	April	May	June
Changing what we Can	Cybersecurity	Enterprise Risk Management*	Site of Care Shifts

*Intentional Governance Topics – These are topics that we recommend reviewing each year as governance best practice.

July – Fiduciary Duties

Suggested Pre-Work:

E-Learning Short Course – An introduction to Governance: Fundamental Fiduciary Duties

Additional Resources:

[Board Basics: Strategy Toolbooks](#)

[Elements of Governance: Governance Development Plan Fourth Edition](#)

[The Strategic Imperative of Curating Health System Board Materials](#)

Suggested Discussion Questions:

1. Do all board members know and clearly understand what their most important responsibilities are?
2. What is being done on a regular basis to ensure board members are effectively carrying out their roles and responsibilities.
3. Does the board have detailed policies and procedures in place that successfully assist it in performing these duties and obligations?
4. If asked could all board members recite the mission statement and provide examples of the mission action?

August - AI

Suggested Pre-Work:

Pre-reads, E-Learning courses, & additional materials

Additional Resources:

[TGI AI Resource Center](#)

[AI Governance: Bringing Light to Shadows](#)

[AI Governance: Strategy Alignment: Empowering Effective Decision-Making](#)

Suggested Discussion Questions:

1. How are we currently using AI in our organization, and are these tools predictive or generative? Are we using them according to “best practice” protocols used widely in other healthcare organizations?
2. What new uses of AI have we deployed or may be considering deploying and why?
3. What regulatory and ethical considerations should we be discussing?

September –Management vs. Governance (Intentional Governance)

Suggested Pre-Work:

E-Learning: Management vs. Governance

Additional Resources:

[Elements of Governance: Distinction between Management & Governance A strong Board-Executive Partnership can Achieve Bolder Goals](#)

[An Intentional Approach to Board Decision Making](#)

Suggested Discussion Questions:

1. Is the board able to define the role of the board vs. the role of management?
2. Are board meetings spent primarily in strategic discussion or is there large portion of time spent discussing operational matters?
3. Is the board and executive team's culture and risk preferences aligned and congruent with the overall strategic aspirations?

October –Medicare vs. Medicare Advantage

Suggested Pre-Work:

Healthcare Policy (Kels to find a video)

Additional Resources:

[Shifting Profit Pools: Reconsidering the \\$1T Medicare Advantage Opportunity \(June 2024 BoardRoom Press, p4\)](#)

Suggested Discussion Questions:

1. How do we balance short-term profits with long-term financial sustainability with the rapid rise of Medicare Advantage?
2. What are the major factors in entrenching health systems in a fee-for-service business model versus value-based models?

November –Quality Oversight (Intentional Governance)

Suggested Pre-Work:

The Definitive Quality Dashboard

E-Learning: The Board’s Role in Quality

Additional Resources:

[Elements of Governance: The Boards Role in Quality - The Board's Role in Quality | The Governance Institute \(TGI\)](#)

[Key Governance Questions \(May 1, 2025\): Redesigning for Patient Safety](#)

[Improving Quality in Health Systems: How Do They Do It?](#)

Suggested Discussion Questions:

1. What are we trying to accomplish? (The aim)
2. How will we know that a change is an improvement? (The measurers or indicators)
3. What changes can we make that will result in improvement? (The action plan)
4. Is there a process in place so the board can assure itself that the outcomes and processes being measured for quality are the most relevant ones?
5. Can management and the medical staff adequately articulate the outcome and process improvement goals they are setting for themselves – and how these will be measured?
6. Is there a process in place so the board can determine over time whether the medical staff and management team are accomplishing their goals?

December – Consumerism & Community Trust

Suggested Pre-Work:

E-Learning: Consumerism, Making Strategic Connections

Additional Resources:

(Leadership Conference Presentation) Human-Centeredness: Centering Strategy & Design Around Those We Serve, by Ryan Donohue, Strategic Advisor for NRC Health

Academic Health Focus: Building Trust and Population Health Management

Suggested Discussion Questions:

1. What mechanisms exist for the Board to learn directly from lived experiences of vulnerable and under-represented populations?
2. Can board members articulate how mistrust is a quality and safety risk?
3. Does the board use findings from the hospital's community health needs assessment to inform strategic planning?
4. Does the board incentivize senior leaders to serve on boards of community-based organizations that address social drivers of health?

January –Workforce Challenges

Suggested Pre-Work:

E-Learning: The Board’s Role in Addressing Healthcare Workforce Challenges

Webinar: Strategies for Strengthening your Clinical Workforce

Additional Resources:

[E-Briefings May 2025: An interview with Dr. G: Building Scalable Trust with Consumers and Physicians Hospital Focus \(Nov 2024\): Creating the Workforce of the Future](#)

[Webinar: Reconnecting to Purpose: New Strategies to Elevate Physician Well-Being A New Approach to the Healthcare Workforce Challenges in Rural America](#)

[In 2023, Human Capital Is Your Strategy](#)

[Healthcare Workforce Scarcities: The Governance Role](#)

Suggested Discussion Questions:

1. What is our management's approach to workforce development? Is there a plan in place?
2. What is our organization doing to attract new employees?
3. What is our organization doing to promote employee retention?
4. What are the implications of workforce shortages to our organization’s short- & long-term financial plans?

February –Strategic Pillar & Mission Review (Intentional Governance)

Suggested Pre-Work:

E-Learning: The Board’s Role in Strategic Planning

Additional Resources:

[Board Culture –An intentional Governance Guide](#)

Suggested Discussion Questions:

1. Why does our organization exist?
2. If we did not exist, why would someone establish us?
3. What do we expect to be the greatest changes in our market– and when?
4. How could we add value and to whom would these benefits accrue?

March – Changing What We Can

Suggested Pre-Work:

Key Governance Questions (March 6, 2025): Changing What We Can

Additional Resources:

[E-Learning: Short Course –Advocacy: The Board Member’s Role](#)

[Key Governance Questions \(April 3, 2025\): Restructuring of the US DHHS](#)

[Webinar: Tax Exemption Under a Microscope: Understanding Board’s Duties During This Time of Scrutiny](#)

Suggested Discussion Questions:

1. What can we do to support our employed physicians to minimize payment gaps between private insurers and Medicaid? How can this help with our overall access and equity efforts?
2. How can we expand our community health worker model as well as scopes of practice for CHWs and social workers as part of our workforce strategy so they can become key providers?
3. What community-based initiatives could help us realize more direct cost savings or revenue?
4. What are we doing to ensure a strong primary care network for our communities? How can we integrate behavioral health and what is the value equation for doing that?
5. What more can we be doing on the advocacy front to influence local and state policy makers to make changes that will help us continue providing quality care and improving the health of our communities?

April – Cybersecurity

Suggested Pre-Work:

E-Learning: Short Course –Cybersecurity

Webinar– Guiding the Future: A Board Member’s Framework for Managing AI Risks

Additional Resources:

[Preparing for and Responding to Cybersecurity Threats](#)

[Key Governance Questions \(March 21, 2024\) –Cybersecurity \(Again\)](#)

Suggested Discussion Questions:

1. Who are our third-party IT vendors, and what do we know about their security risk management protocols? Do they align with our standards as well as the national NIST/ISO standards?
2. How much do our vendors invest in Cybersecurity? How are they showing us, in a meaningful way that cybersecurity is top priority?
3. Do we have language in our vendor contracts specifically stating that enforcing security protections is critical?
4. If we don’t have the internal expertise we need to ensure secure relations with IT vendors, what resources or partners can help us with this issue?

May – Enterprise Risk Management (Intentional Governance)

Suggested Pre-Work:

E-Learning: Short Course –Enterprise Risk Management

Additional Resources:

[Enterprise Cyber Risk Management: A Toolbook for Healthcare Boards and Executives](#)

[Effective Enterprise Risk Management: Double Clicking on IT and Cybersecurity \(*BoardRoom Press, Apr 2025, pp6-10*\)](#)

Suggested Discussion Questions:

1. How much do we, as a board, understand about Enterprise Cyber Risk Management (ECRM)?
2. Where is our organization in relationship to legal requirements, best practices and standards related to Enterprise Cyber Risk Management (ECRM)?
3. How does our organization conduct ECRM? (Understanding of this should be at the strategic, enterprise level, not at the tactical level).

June – Site of Care Shifts

Suggested Pre-Work:

A Shifting Business Model: Becoming the Nexus of Care in your Community

Additional Resources:

[E-Learning: Innovation: The Board's Opportunity to Shape the Future](#)

[Reflections on Governance Oversight of Ambulatory and Outpatient Quality and Safety](#)

Suggested Discussion Questions:

1. What is the volume and types of care delivered in our ambulatory space?
2. What processes do we have in place to collect and monitor outpatient quality and safety measures?
3. How are we meeting our patients/consumers where they are?

Ongoing Learning Options

- Conferences & Webinars (ACHD, CHA, CSDA, GI)
 - Governance Institute in person Conference (Every even year starting 2026)
 - Board Strategic Retreat (every odd year starting 2027)
- Board Education Library (On-demand modules, reading materials)
 - TGI online - <https://www.governanceinstitute.com/login.aspx>

Evaluation & Reporting

- Biennial Board Self-Evaluation
- Education Participation Tracking (attendance, completion)
- Annual Report summarizing activities and outcomes

Board Commitment

- Participate in monthly board education discussions
- Complete all required Brown Ace and AB 1234 Ethics training
- Attend orientation (new board members)
- Complete a minimum of 4 hours (or 4 activities) of formal governance education annually through conferences, webinars, Governance Institute courses, ACHD, CHA, CSDA, retreats, or other approved governance education

Conclusion

- Bottom line: adopting this plan positions the board to document compliance in every governance focus area



The pursuit of healthiness