



**Regular Meeting of the Board of Directors**  
**Wednesday Feb. 22, 2017**  
**7:30 am**  
**Mark Twain Medical Center Classroom 2**  
**San Andreas, CA**

**Un-Approved Minutes**

Mark Twain Health Care District Mission Statement

“Through community collaboration, we serve as the stewards of a community health system that ensures our residents have the dignity of access to care that provides high quality, professional and compassionate health care”.

**1. Call to order:**

The meeting was called to order by President, Lin Reed at 7:30am

**2. Roll Call:**

Present for roll call was Lin Reed, MBA OTR/L; Randy Smart, MD; Ann Radford, FNP; Susan Atkinson, MSW and Debbie Sellick CMP.

**3. Approval of Agenda: Action**

Ms. Radford moved to accept the agenda. Ms. Atkinson provided her second and the motion passes 5-0.

**4. Public Comment on matters not listed on the Agenda:**

Marti Crane: Thanked the District Board on behalf of the Calaveras Volunteer Center receiving the Golden Health Award. They have already contacted Sam Harris to provide a heating and air unit.

**5. Consent Agenda: Action**

- Un-Approved Meeting Minutes for January 25, 2016:

Dr. Smart moved to accept the Consent Agenda. Ms. Atkinson provided a second and the motion passed 5-0.

## **6. New Business:**

### **A. Hospice of Calaveras and Amador Update:**

- 2016 Annual Report:

Ms. Debien: Thanked the Board for the Care Giving Grant then introduced Colleen Brazil, MSW who told about the impact the Grant had on a family who was reluctant to accept the service. In the end the family got the rest they needed and could better engage with the family member. This particular family had extended family to assist but some patients do not have support, family or caregivers. Families must live in Calaveras and be on Hospice to receive such services. Caregivers are licensed and bonded and assist with bathing, reading and quality of life services.

Ms. Sellick: Is very passionate of what Hospice does. She is a Massage Therapist and has learned aides are not licensed but provide touch, lotion and comfort level services.

Ms. Debien: Dan Riordan has retired. Funds weren't requested this past year since there was a reserve on the books however she would like to request funds this year to prolong the program.

Ms. Reed and Dr. Smart: Thanked them for all they do and appreciate the work they have done.

## **7. Unfinished Business:**

## **8. MTHCD Reports:**

### **A. Executive Director:**

Larry Blitz: He is still enjoying his warm welcome from caring bright people on the Board and in the Community. He is still working on the VS Clinic building proforma, meets with CEO, Bob Diehl regularly and continues to meet with public officials. Most recently he met with Kristin Millhoff, Ex. Director for Area 12 Agency on Aging regarding senior issues.

### **B. Presidents Report:**

- **ACHD Update:**

Ms. Reed: Ms. Sellick, Mr. Blitz and herself attended the Feb. 2-3<sup>rd</sup> ACHD 2017 Leadership Academy in Sacramento.

Ms. Sellick: Was honored to go and thanked staff for making it possible. It was wonderful to mingle with different districts such as San Diego. She learned a lot about the laws and regulations affecting a Board member. The guest speaker (an attorney) was great and very helpful on how to communicate when we're out in the community. It was over-all Top Notch.

Ms. Reed: Frank Bigelow (representative of California's Fifth Assembly District) was the only official that met with ACHD. He was very supportive of rural districts.

### **C. Corp. Board Report:**

Ms. Reed: Next Tuesday will be the next Corp Board meeting. Dr. Kelaita has resigned his position on the Board making way for Dr. Sean Anderson to attend his first meeting as the newly appointed Board member.

## **9. Committee Reports:**

### **A. Finance Committee: Action**

Ms. Radford: Now that the Finance Committee is a standing committee it will be a regular agenda item. It can be more streamlined and more current as follows: (1) this agenda includes the Dec. 2016 and the Jan. 2017 is available for the Board's consideration (2) Ken McInturf (retired) provided a great deal of finance expertise so the Committee. With his retiring, the Committee will expand into the community and invite Dwayne Garcia, Manager of Bank of Stockton, to meet with the Committee quarterly. This will give the Committee fresh eyes and a fresh look and will be keeping with the Board's desire to always be transparent.

Dr. Smart: Noted on (pkt. pg. 44) some of the leases are coming due and requested Mr. Blitz explore the renewal options with Bob Diehl, CEO (MTMC) and report back at the next meeting.

Mr. Krieg: As requested the utility figures for July 1-Dec. 31, 2016 are presented in this Board pkt. (pg. 31) and will be presented quarterly hereafter.

- **Approval of December 2016 Financial Statements:**

Dr. Smart moved to accept the December 2016 Financials and Ms. Atkinson provide her second. The motion passed 5-0.

- **Approval of January 2017 Financial Statements:**

Dr. Smart moved to accept the January 2017 Financials. Ms. Atkinson provided her second and the motion passed. 5-0.

### **B. Ad-Hoc MTHCD Ken McInturf Student Scholarship Committee:**

Ms. Radford: Has received and is working on the Calaveras High School Applications. When completed Ms. Sellick will do her review and the Committee will make a selection recommendation to the Board.

### **C. Ad-Hoc Lease Committee:**

- Dignity Health – Mark Twain Medical Center Relationship:

Dr. Smart: The hospital has a future with options to consider. The Committee has been having lengthy weekly meetings. Negotiations with Dignity Health are moving forward. The Committee is still exploring the option of running the hospital independently.

- **Update on Quorum Assessment:**

Dr. Smart: The Quorum report was received in a draft format by the Ad-Hoc Lease Committee. A Summary has been provided today however legal and finance are still processing the data.

Mr. Blitz: Will be having a conference call with Quorum as more clarification is needed on the 4 options. Once those items have been clarified a recommendation will be made to the Board.

### **D. Golden Health Awards Update:**

Ms. Radford: The Feb. 8<sup>th</sup> event went well. The food was great. The room was filled. The Committee will be doing a “wrap-up” meeting to get the final results.

Ms. Reed: There was lots of positive feedback.

Dr. Smart: It was well done and all positive.

### **E. Ad-Hoc Real Estate:**

- **Update on Valley Springs Clinic:**

Dr. Smart: There have been long conference calls to Utah with Gary Hicks regarding the USDA Loan. The loan consists of 22 conditions of which most have been met. The one that stands out is the need to have a lease before starting construction. The Committee has a letter of intent from Dignity Health but the lease is unknown. The other issue is the scope of work including size and the operational foot print is needed. Much of the design was imported from the MTMC Corp. Board and it needs more work. Mr. Blitz is working on the business aspect on how to sustain the project. On March 16<sup>th</sup>, there will be an Ad-Hoc meeting to explore options with USDA and their time line for this project. Ms. Reed has been invited and accepted so will be attending the meeting. The Committee hopes to have more information to report to the Board at the March 22<sup>nd</sup> meeting.

- **Opinion of Probable Costs:**

Dr. Smart: Drew attention to spread sheet (pkt. pg. 45) regarding the cost overruns.

Mr. Krieg: The costs listed on the OPC can be recouped if the loan is secured.

- **Project Manager's Report:**

Mr. Van Lieshout: Has provide a time line of the project (pkt. pg. 48) indicating time is slipping past the September target date.

Marti Crane: Thanked Dr. Smart for working so hard on the Valley Springs Project.

**10. Board Comment and Request for Future Agenda Items:**

Mr. Blitz: Will review all leases that are coming due and report back to the Board.

**11. Next Meeting:**

A. March 22, 2017

**12. Closed Session: .....Ms. Reed**

Non-Disclosure agreements in lease negotiations.  
If necessary, other issues that require closed session.

At 8:10am the Board moved into Closed Session.

**13. Reconvene to Open Session:**

A. Report of Action taken (if any) in Closed Session:

At 9:14 am the Board returned to open session. There was no reportable action taken in Closed Session.

**14. Adjournment:**

Dr. Smart moved to adjourn the meeting at 9:16 am. Ms. Atkinson provided her second and the motion passed 5 – 0.