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Special Meeting of the Board of Directors
Monday December 18, 2017
7:30 am
Mark Twain Medical Center Classroom 2
768 Mountain Ranch Rd,
San Andreas, CA

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 Reed at 7:33am

2. Roll Call:

Present for roll call was Lin Reed, MBA OTR/L; Susan Atkinson, MSW; and Talibah Al-Rafiq. Ms. Radford and Ms. Sellick did not attend.

3. Approval of Agenda: Action

Ms. Reed: Announced there was no need for a closed session so suggested items 8 and 9 be struck from the agenda.

Ms. Atkinson moved to approve the agenda minus items 8 and 9. Ms Al-Rafiq provided her second and the motion passed 3-0.

4. Public Comment on Matters Not Listed on the Agenda:

Hearing none.

5. Dignity Health Lease Proposal: Action.....Dr. Smart
• **Fair Market Valuation Contract:**

Dr. Smart: The District is a public agency. In the 1970's a law was passed if districts were to sell or lease more than 50% of their assets a resolution is needed and must include a fair market value statement. Finding difficulty getting Dave Robeson, HFS / Wipfli, author of the current FMV contract, to meet the timelines of the District it was decided to stop the work and consider another vendor. The contract was for a fixed amount and secured by the District's legal firm (Archer Norris). The Board is now being asked to have Archer Norris hire a firm from TX called VMG Health, LLC at an estimated \$40-50k which has not been budgeted. This expenditure would not impact the overall budget.

Ms. Atkinson: To make the June Primary Elections' due-date (Jan. 26, 2018) the District needs the FMV completed and there wasn't time to take the item to the Finance Committee therefore she approves bringing the item directly to the Board for consideration.

Ms. Atkinson: Moved to authorize counsel to engage the firm of VMG based on its proposal, as an expert in connection with legal counsel's (Archer Norris) advice on the lease renewal negotiations not to exceed \$50k. Ms. Al-Rafiq provided her second. The motion passed 3-0.

6. Board Comment and Request for Future Agenda Items:

A. Announcements of Interest to the Board or the Public:

Dr. Smart: Please be prepared for extra meetings in January.

7. Next Meeting:

A. January 24, 2018

8. Closed Session:

There was no Closed Session.

Adjournment: Action:

Ms. Al-Rafiq moved to adjourn the meeting at 7:47am. Ms Atkinson provided her second and the motion passed 3-0.



Ann Radford, Secretary