



Mark Twain Health Care District

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Special Meeting of the Board of Directors

Tuesday November 29 2016

7:30a.m.

Mark Twain Medical Center Classroom 1

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, Lin Reed at 7:34am.

2. Roll Call:

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

3. Approval of Agenda: Action

Ms. Reed requested agenda item no. 5 (Calaveras Local Agency Formation Commission (LAFCO) be removed from the agenda for further review. Dr. Smart moved to approve as noted. Ms. Radford gave a second and it passed 5-0.

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

Hearing none.

5. Calaveras Local Agency Formation Commission (LAFCO)Ms. Reed

A. Municipal Service Review Sphere of Influence (MSR-SOI): Action

- MSR-SOI Plan is ready for Board Review

This item was removed from the agenda for further review by legal.

6. Ad Hoc Personnel Committee:.....Ms. Reed / Ms. Atkinson

A. Interim Executive Director Proposal: Action

- Approve an agreement with WIPFLi / HFS for interim executive director services for a term of 12 months.

Ms. Atkinson: Referenced Board pkt pages 44-48 regarding WIPFLi / HFS Consultants as the organization that she and Ms. Reed had been working with to find an interim executive director. In that process, they were introduced to Larry Blitz as a possible candidate for the position. After Ms. Reed and she interviewed Mr. Blitz they felt he had the qualifications the Board was looking for. He has a strong background in helping districts through transition and negotiations as well as being able to be strong in the community.

Mr. Blitz: Recapped his resume (pkt page 48). He has lived in the San Jose area for many years and likes to come to this area to ski. He is flexible. He is aware of the restrictions of the Brown Act. He also has a strong background (8 yrs.) in behavioral health that he can bring to the table.

Dr. Smart: Asked if Mr. Blitz had a conflict of interest? Mr. Blitz does not have a conflict of interest. He is aware his firm has worked with Dignity but he hasn't.

Ms. Reed: Is glad the contract is a 12-month commitment however it has a 30-day-out if Mr. Blitz's services are no longer needed. There is a lot to be done prior to the lease expiring in Dec. 2019 in addition to USDA loan and the building of the VS Clinic.

Ms. Atkinson: Mr. Blitz plans to commute in each day and only need lodging for the early morning meetings.

Mr. McInturf: Likes the 30-day out and that Mr. Blitz is closer to San Andreas because the out-of-state commute didn't work.

Dr. Smart: Mr. Blitz seems very qualified but he has concerns for Mr. Blitz's commute (distance) and that the District's needs have grown, starting at the end of Mr. Doss's term, for more day-to-day service from the interim Ex. Dir. He suggested the District needs a fulltime person to be a presence in the county and would like to suggest a long-term local Ex. Dir. be considered in the future. Perhaps an RFP would find a local talent.

Ms. Reed: Hears the need for more time than the ½ time Mr. Doss was doing. Long-term the district may be looking for a totally different skill-set for the next 30 yrs. It could be a skill-set to run the hospital or a minor skill-set just for the Board. She feels the urgency now for someone and Mr. Blitz has the skills for where the District is at this time and place to continue (lease) negotiations and the building of the VS Clinic.

Ms. Atkinson: Echoed the same comments adding the same consideration is warranted for general and specialized council.

Mr. Blitz: Is flexible and will arrange a time-line and schedule to meet the needs of the District. He will also do a 30-day report to the Board of his findings.

Ms. Radford: The District needs a skilled Ex. Dir. now and could consider a local person for the long-term.

Ms. Reed: The ad-hoc Personnel Committee can do a simultaneous search taking into consideration the duties, time and delegation of the Admin. Assist. then bring that information back to the Board to determine if a full-time Ex. Dir. is needed. She also welcomes input from the Board, Mr. Doss and Mr. Blitz for moving forward i.e. part-time vs full-time is there value in attending all the board of supervisor's meetings?

Dr. Smart: Moved to proceed with (1) the contract to hire Larry (Blitz) (2) at the same time have the ad-hoc Personnel Committee explore a search process and bring it back to the Board (3) develop duties and priorities needed.

Mr. McInturf: Agreed to hire Larry (Blitz) and to look for local talent. He then added the District is really going into contract with WIPFLi / HFS (not Mr. Blitz).

Ms. Radford seconded Dr. Smart's motion and it passed 5-0 at which time Mr. Blitz was welcomed.

7. MTHCD Reports:

A. MTM Corp Board:

- CEO Report:

Mr. Diehl couldn't attend the meeting so Ms. Reed read his email (below) into the record.

From: "Diehl, Robert - MTMC" <Robert.Diehl@DignityHealth.org>

Date: November 23, 2016 at 1:46:00 PM PST

To: "Lin Reed" <Lin.Reed@BrightonRehab.com>

Subject: RE: summary points from Nov. 22 MTMC Board meeting

Sure. To distill a few key points from the CFO's monthly report:

1. October saw a loss in Operating Income, offsetting the gains seen in August and September. A key metric from the Income Statement, "EBIDA" (Earnings Before Interest, Depreciation and Amortization) now stands at negative \$239,000 year-to-date, versus a breakeven budgeted amount of positive \$77,000.
2. Much of the reason for the losses in October was lower-than-budgeted volumes. Numbers for much of the month were down in admissions, inpatient census, outpatient visits, and surgical cases. (Although these are seeing some rebounding in November, the dips in October were concerning enough to prompt the board's deeper conversation around growth and business development, mentioned earlier.)
3. Partially mitigating the unfavorable volumes in October was continued strong performance in managing Operating Expenses, which were \$460,000 favorable to budget for the

month. Supplies, purchased services, labor expenses, and medical fees were all favorable to fixed budget (i.e., lower than planned.)

4. Although year-to-date Operating Income and EBIDA are both nearly a million dollars ahead of where they were by this time last year, management and the board feel that MTMC can further improve operations to exceed budget, and can develop and execute growth plans to round out the top half of the Income Statement.

As before, Chris and Lonnie please feel free to comment or edit. ~Bob

Mr. Roberts: The clinics were down in Oct. however they were also down 2 providers so doing better.

Ms. Atkinson: Is concerned about the constant negatives in the community as it affects the hospital and the foundation. She belongs to the MTMC Patient Advisory Committee which is a volunteer committee designed to problem-solve and find what will and what won't work in the community.

Mr. McInturf: Has been hearing good things in the community and really likes Katherine McCoy's quality numbers.

Ms. Radford: The clinic numbers are high.

8. Board Comment and Request for Future Agenda Items:

Ms. Reed: The Quorum report staff is getting the data they need however the District doesn't expect the completed report until Jan. 2017.

Mr. McInturf welcomed Larry who replied he is excited.

9. Next Meeting:

- December 16, 2016

Dr. Smart: Requested about 30 min. of the Dec. 16th meeting for the ad-hoc Real Estate Committee report.

Ms. Reed: Dec. 16th will be Mr. McInturf's last meeting however he has agreed to stay on the ad-hoc Real Estate Committee and the Golden Health Awards. The agenda has a lot of items on it already i.e. the District audit, LAFCO and swearing in Debbie Sellick as a new Board member.

10. Adjournment:

Mr. McInturf moved to adjourn the meeting at 8:32am. Ms. Atkinson gave a second and it passed 5-0.



Lin Reed, President