



Mark Twain Health Care District

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Regular Meeting of the Board of Directors

Wednesday Mar. 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 Reed at 7:32am.

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 approve the agenda. Dr. Smart provided a second. The motion passed 5-0.

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

Hearing none.

5. Consent Agenda: Action

- **Un-Approved Meeting Minutes for February 22, 2016:**

- **Correspondence:**

- Calaveras County Seniors' Center Inc. Thank You Letter (2-21-2017)
- Resource Connection. Thank You Letter (2-17-2017)
- Invitation from Californians Allied for Patient Protection to a Reception Honoring Assembly Member Tim Grayson.

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

6. New Business:

A. MTHCD Lease Termination, Evaluation and Negotiations:

Mr. Blitz was asked to investigate leases the District has with other parties, negotiate as needed and report back to the Board.

Ms. Reed: Extra time may be needed to negotiate with Stockton Cardiology.

B. Archaeological Artifacts:.....Mr. Blitz

- Catalog of Archaeological Artifacts Returned from PG&E by Garcia & Assoc. Natural & Cultural Resources.

Ms. Stout: Archaeological Artifacts were recovered during a PG&E project (in late 2016). Garcia & Associates Natural and Cultural Resources Consultants cleaned and catalogued the items that were then released to Fred Velasquez of the local Native American Organization.

7. Unfinished Business:

A. LAFCO Public Hearing - Mar. 20, 2017 - MTHCD MSR-SOI:

- Review MTHCD Service Review and Sphere of Influence Report and conduct Public Hearing.
- Consider Resolution 2017-0001 Adopting a Service Review for Services provided to the MTHCD.
- Consider Resolution 2017-0002 Adopting a Sphere of Influence Update for the MTHCD.

Ms. Atkinson: Attended the Mar. 20th hearing. Supervisor Mills was in attendance. Each item was passed with John Benoit stating the MTHCD was and exceptional report to work on. He also complimented the MTHCD's web page. The last review was done in 2005 (typically the review is done in 5-year intervals).

Ms. Reed: The review process came to the Board twice for consideration. LAFCo will contact the Board when they are ready to do the next review so no need to include it in strategic planning for any given year.

8. MTHCD Reports:

A. Executive Director:

Larry Blitz: Has been meeting regularly with the Ad-Hoc Lease Committee as well as the Ad-Hoc Real Estate Committee regarding the VS Clinic. He also meets regularly with Bob Diehl, CEO and would like to commend the work the hospital is doing with the District as well as with County government in regards to behavioral health. Staff is looking into the community for needs and issues and plans to join the hospital with a community assessment.

Ms. Sellick: Would like to see space available for behavioral health.

Kathy Toepel, Common Ground: There are 12 organizations that perform needs assessments. Consider doing one needs assessment, including all 12 organizations, which makes for a larger pool of money to take to market.

Ms. Reed: History of such a process was accomplished when she was at HRC. The cigarette tax was used in a County wide effort.

Linda Winn, Calaveras Public Health Services: Is willing to share the First Five (0-5 years) Assessment which is on Facebook.

Ms. Toepel: There needs to be consideration for the large non-technology population.

B. Presidents Report:Ms. Reed

• Association of California Health Care Districts (ACHD):

Ms. Reed: Is still on the Education committee which is making plans for their Sept. Annual meeting.

Mr. Blitz: Didn't attend the Little Hoover Commission webinar but understands the Commission has a new Ex. Director that has Health Care Districts on their radar. Mr. Blitz will contact Ken Cohen, ACHD for an update.

Dr. Smart: Similar interest about Districts is being shown by the Association of (CA) Local Government Committee.

Ms. Reed: Just attended her first MTMC Town Hall Meeting and enjoyed it very much. There was a lot of good information.

Ms. Radford: Suggested the Town Hall Meeting day of the week be rotated so many, like herself, can attend.

C. Corp. Board Report:

Ms. Reed: The Corp Board hasn't meet yet this month. CEO Highlights are available as a handout.

Mr. Diehl: Dr. O'Rourke (Hawaii) was to join the MTMC team but CA is one of 3 states that do not hire locally. The team will be meeting with Dr. O'Rourke one more time.

Mr. Diehl: Pleased to see District at the Town Hall Meetings. Some of the things discussed are (1) ER will be changing from CEP to M-Care and expect many of the doctors will just switch to the new group. (2) Dr. Andy McCoy will be taking Dr. Oliver's position as the main surgeon. (3) Leap Frog has listed MTMC as the only CA top rural hospital. Some may disagree with the scoring process but he's proud of the recognition. (4) CMS rated MTMC as a 3-star. Our neighbors on either side of MTMC were rated a 2-star.

9. Committee Reports:

A. Finance Committee: Action

Ms. Radford: Introduced Dwayne Garcia, Angels Camp Bank of Stockton, stating he has agreed to attend the District Financial Committee meetings (quarterly) to offer his support and advise.

Ms. Radford: The Finance Committee asked Mr. Blitz to send a 90-day notice to the MTMC Corp Board stating they would continue to pay the CPPA Electric bills (at the District's reduced rate) but the MTMC Corp Board should reimburse the District for those utility costs.

- Approval of February 2017 Financial Statements:**

Dr. Smart: Got clarification from Mr. Krieg on the double entry (pkt. pg. 62) for Administrative Services. One is a payable that wasn't paid in the prior month. His dept. isn't automated so uses Quick Books for the District's records.

Dr. Smart: In review of the Minority Interest (pkt. pg. 54). Two thirds into the year the loss is \$1.3 million. If the trend continues the loss could be \$2.6 million by year-end. Payments are made to Dignity for services such as IT. Other amounts are scattered throughout the report so he is requesting a monthly report showing the amounts paid to Dignify by the Corp Board. The Corp Board is paying for a service to not loose tax dollars. Since Mr. Krieg would need Corp Board approval to provide that information Ms. Reed will request new and current figures (monthly) at the next Corp Board meeting.

Ms. Reed: To answer Ms. Sellick's question why the District is losing money explained in the lease agreement there is a shared 50%/50% minority interest in assets, liability and operations. If the hospital makes money the amount goes up (was \$42 million) if lose money, then the amount goes down. The District can't touch the money unless there is a dissolution or upon the lease ending Dec. 2019.

Dr. Smart: The Corp Board has a management agreement with Dignity to not lose money.

Ms. Atkinson: Considering the graph (pkt. pg. 58) sees a major concern in the huge down fall in the last 2 years.

Dr. Smart moved to approve the February Financials. The motion was seconded by Ms. Atkinson and passed 5-0.

- **Approval of Credit Card Policy (pkt. pg. 64)**

Dr. Smart moved to approve the Credit Card Policy with Ms. Atkinson's adding the word "to" as follows:Credit Cards shall not be issued "to" or used by members of the Board of Directors. Ms. Atkinson provided her second and the motion passed 5-0.

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

Ms. Radford: Appreciates having such a fun project. She has already reviewed the Calaveras High School Applications and will be working on those from Bret Harte. Ms. Sellick will be reviewing the CHS applications.

C. Ad-Hoc Lease Committee:

- **Update on Quorum Assessment:**

Mr. Blitz: A letter was sent to Quorum asking for clarification on some items and has yet to receive a response. However, Mr. Blitz has received an email to confirm Quorum did receive the letter. Two payments (of three) have not been paid thus far. He expects to have the requested information by the May meeting.

Ms. Reed: Explained part of the delay (Dec. and Jan.) was getting the proper access to Quorum staff to get the data they needed. The Quorum process is parallel so not holding up any other activities.

D. Golden Health Awards Update:

Ms. Radford: Had a lot of good feedback about the GHA's luncheon. People loved it being in house, delicious food and the decorations were great. A very successful event that was well attended. The Committee is already making plans for next year.

E. Ad Hoc Real Estate:

- **Update on Valley Springs Clinic:**

Dr. Smart: Excited to share the news from the March 16th meeting with USDA. There were many concerns until the meeting took place in the Educational Center with Anita Lopez, CA USDA Rep. and Regional Rep. Jose Guardado. Those concerns were USDA might want a new application, a signed lease with tenants, construction beginning before Sept 2017 and unfavorable replies regarding the cost of the project remaining the same with the square footage cut in half.

The team explained how the project went from a 18k sq. ft. modular building to about half the size with no reduction in the (+/-) \$6 million cost. Mr. Van Lieshout presented a cost estimate that was in line with current cost for other USDA projects.

All concerns aside instead they were very excited about the project and stated they only needed an amendment of which Gary Hicks will do. The meeting ended with a green light and a request from Ms. Lopez to attend the ground-breaking ceremony.

Ms. Reed: Pat Van Lieshout, Ken McInturf, Dr. Smart and Larry Blitz provided excellent presentations explaining just how much the District desires to build the VS Clinic. The meeting was well organized with the Committee having prepared prior. Ken McInturf did the community piece. It was the first meeting after Daymon's retirement but they really like working with those that have come from Wipfli/HFS. Other Board members echoed the good work the team had done preparing for the USDA Meeting.

Dr. Smart: There is possibility and opportunity that the District could/should run the clinic especially considering the Little Hoover Commission evaluating Districts and their function(s). Delighted a governmental agency didn't exercise authority but in fact was more like a cheerleader for the project.

- **Project Manager's Report:**

Dr. Smart: Since Mr. Van Lieshout isn't needed, daily, until the project gets farther along he has informed the District he will be available as needed and only invoice the District (hourly) for time worked.

10. Board Comment and Request for Future Agenda Items:

Ms. Atkinson: Accepted the invitation to be a member of a new community action committee that will focus on behavioral health issues. Others on the committee will be Jack Garamendi, County Supervisor of District 2 and John Lawless Deputy Director of Health and Human Services.

Ms. Atkinson: Attended the MTMC Health Fair at Ironstone. It was great and well attended and included some 300 (+/-) blood draws. She heard good feedback and requests to rotate the fair to the West side of the county i.e.: Copper, Burson, West Point and Moke Hill.

Dr. Smart and Ms. Atkinson have been asked to speak at the West Point Blue Mountain Collation for Youth and Family dinner on April 25th.

Ms. Reed: Knowing how many other Boards can deal with strife she is very pleased to say the MTHCD Board is dedicated to hard work. She really appreciates the cooperation of all of the Board for pitching in in multiple areas.

11. Next Meeting:

A. The Board decided to meet on Wed. April 19 instead of the usual meeting date of April 26, 2017

12. Closed Session:Ms. Reed

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

The Board moved into Closed Session at 8:44am.

13. Reconvene to Open Session:

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

9:33am the Board returned to open session. There was no reportable action taken in Closed Session.

14. Adjournment:

Dr. Smart moved to adjourn. Ms. Atkinson provided a second and the meeting was adjourned at 9:34am