



Mark Twain Health Care District

MINUTES Regular Meeting of the Board of Directors

Mark Twain HealthCare District

Wednesday December 19, 2012
7:30 a.m. Classroom 3
768 Mountain Ranch Road
San Andreas, California

1. Call to Order and Roll Call

Per Roll Call the following Mark Twain HealthCare District Members were present:

Lin Reed
Robert Campana
Ken McInturf
Peter Oliver, MD
Colleen Smart

Determining that a quorum was present at 7:30am, a motion by Mr. Campana to move the Auditors Report to the top of Agenda was seconded by Dr. Oliver.

2. Approval of Agenda

The Agenda of the December 19, 2012 meeting of the Mark Twain HealthCare District Board was approved.

Public Comment

Dr. Randy Smart, Murphy's California, inquired about the possibility of changing the time of the meeting. Damon Doss agreed that at the January 23rd meeting the Board will discuss the possible time change.

Mr. Marks added that the Corporate Board of Trustees was polled and the Corporate Board agreed the fourth Tuesday of each month would be the new meeting day each month in 2013. The Finance Committee would continue to meet on the third Thursday of each month.

George Fry suggested the Board meets in the afternoon, possibly at 4:00 PM or 5:00 PM

Consent Calendar

A motion is made by Oliver, and seconded by Mr. Campana to approve the Consent Agenda of the Mark Twain HealthCare District dated December 19, 2012, with the consent of the Mark Twain HealthCare District.

NEW BUSINESS

3. Auditors Report

Rick Jackson from TCA Partners, LLP, of Fresno California provided an audit presentation to the Board, as attached. Mr. Jackson noted that his company exclusively performs audits in the Healthcare industry. TCA Partners has done several audits for Mark Twain HealthCare District in the past. At the request of Damon Doss and the Healthcare District Board, TCA partners conducted an extensive audit. Mr. Jackson reviewed the reports thoroughly and provided detailed explanation of various data.

A Management Discussion and Analysis was also provided as required as a public document; the MDA was briefly discussed.

Mr. Marks noted that Mark Twain Hospital has had a financial impact due to the loss of several physicians. The new Medical Staff Model and Provider Recruitment Plan will include the addition of 30 physicians to MTSJH. In addition, Mr. Marks briefly discussed the Reduction in Force (RIF) and the need to resize staff for the current volume. He noted that there needs to be a reduction in salary and benefits with a target percentage of 55%. Mr. Doss stated that he believed it was beneficial for the District to be aware of the financial challenges that are currently being faced and believes that the audit was timely.

Public Comment

Dr. Randy Smart inquired about the administrative costs for the HealthCare District. Mr. Jackson agreed to do a comparative study regarding administrative costs. He will collect stats from other Districts in order to make a comparison, taking into consideration the difference in relationships that MTCHD has with MTSJH.

Mr. Doss suggested that a quarterly report is created of administrative fees.

Public Comment

Mr. Fry inquired about the frequency of an audit. Mrs. Reed stated that it was performed annually.

Upon motion by Dr. Oliver and seconded by Mr. Campana, the FY2011-2012 Financial Audit was approved, as presented.

Oath of Office

The Board presented Colleen Smart with two achievement plaques. Mrs. Reed thanked Mrs. Smart for her 30+ years of service and dedication to Mark Twain. Mrs. Smart stated

that she has seen many changes and has enjoyed her time serving the hospital and the community.

Mrs. Smart led newly elected Randy Smart, MD in reciting the oath of Office for Directors of Mark Twain HealthCare District Board of Directors.

Dr. Smart stated that he believes the Health Care in Calaveras County can be improved, and would like to see future discussion on various ways that the District can be involved.

4. Mark Twain HealthCare District CEO Report

Mr. Doss reported:

- Golden Health Awards - The District will sponsor, in collaboration with Mark Twain Foundation, the first annual Golden Health Awards Ceremony on February 9, 2013, at Ironstone Vineyard. Mrs. Smart will be presented with a Lifetime Achievement Award, in addition to five local community organization that will be presented a \$1,000 grant:
 - Blue Mountain Youth Coalition
 - Youth Mentoring Program
 - Senior Center
 - The Resource Connection
 - Behavioral Health
- Mental Health Advisory Board - Mr. Doss attended the Mental Health Advisory Board meeting and noted that he was impressed with the organization. Don Chaisson, Chairman of the Advisory Board, addressed the Board and guests and discussed the three year plan and various programs the Board will present. Rita Downs will be returning and will be the Director of Behavioral Health. Dr. Smart suggested that the Advisory Board provide a Needs Assessment to the HealthCare District.
- Planning Development in Angels Camp - Mr. Doss met with the Planning Director and he feels that he has a better understanding of the property on Stanislaus Road. The City of Angels granted a one year extension of the Building Permit. In addition, the \$375,000 grant that the City of Angels has set aside for the traffic light was discussed.
Mr. Doss recommended that at the January meeting the Board discuss the Angels Camp property and the current location and the entitlements.
- Approval of Joint Powers Agreement Amendment / Calaveras Public Power Agency – After discussion Dr. Oliver motioned to approve the Joint Powers Agreement Amendment / Calaveras Public Power Agency, as presented, subject to the review by Michael Dean, Legal Counsel for the Mark Twain HealthCare District, the motion was seconded by Dr. Smart.

Public Comment

Mr. Fry stated that he has served on the Mental Health Advisory Board since 1999, and was involved with the name change to “Behavioral Health”.

5. Mark Twain HealthCare District President's Report

Mrs. Reed reported:

- Announcement of Election of Officers at the January 23, 2013 meeting – The position of District Secretary will come due for election in January. Term Limits were discussed, as included in the Board Agenda materials (Pg. 24-26).
- Lease Review – Dr. Oliver and Mrs. Reed will meet again in January to continue discussion regarding the Lease.
- General Election Results in Calaveras County – Mrs. Reed reviewed the elections results as enclosed in the Board Agenda materials (pg. 27).
- On February 7th & 8th there will be leadership training hosted by ACHD. Mrs. Reed recommended that Dr. Smart attend as a new Board Member.

Public Comment

Mr. Fry inquired about the ACHD meeting and if it was opens to the public.

6. Monthly Financial Report

Mr. Doss briefly reviews the Financial Result and Statement for October and November 2013 as included in the Board Agenda materials.

A motion by Dr. Oliver and seconded by Mr. Campana to accept the Financial Report for October 2012 was approved.

A motion by Dr. Oliver and seconded by Mr. Campana to accept the Financial Report for November was approved.

7. Mark Twain Corporate Management Report

Mr. Marks reported:

- In the month of November, the Mission, Vision & Values and Standards of Behavior and the Medical Staff Model & Provider Recruitment Plan will be presented to the Mark Twain Corporate Board of Trustees for approval on December 20, 2013.
- Paul Mundy has accepted a position as a Physician Recruiter for 75% of his workday, and will support the Foundation 25% of his day.
- A Reduction in Force (RIF) has occurred. The goal is to bring the number of FTE's inline with the current volume. Growth will continue to be a main focus.
- The new Cancer Center is scheduled to open on January 7, 2013. The Cancer Center will be located at 700 Mountain Ranch Road.
- Open Employee Forms were held on December 12th & 13th. All staff was invited to attend this Operational Update.

Public Comment

None

There being no further business the meeting of the Mark Twain HealthCare District was adjourned at 10:28 a.m.

Lin Reed, President

Robert Campana, Secretary