



Mark Twain Health Care District

P.O. Box 668
San Andreas, CA 95249
(209) 754-4468 Telephone
(209) 754-2675 Fax

**Regular Meeting of the Board of Directors
Wednesday, August 26, 2015
7:30-9:30a.m.
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 with a flag salute at 7:30am by Dr. Oliver.
- 2. Roll Call:** Present for roll call was Peter Oliver, MD; Lin Reed, MBA OTR/L; Ken McInturf; Randy Smart, MD and Ann Radford, FNP.
- 3. Approval of Agenda:** **Action** The agenda was approved by a vote of 5-0 with Ms. Reed making the motion and Ms. Radford seconding the motion.
- 4. Public Comment on matters not listed on the Agenda:** Hearing none.
- 5. Consent Agenda:** **Action** Ms. Reed requested the financials be pulled from the consent agenda for further discussion. Ms. Reed moved and Dr. Smart seconded the remainder of the Consent Agenda be approved. The motion passed 5-0

A. Un-Approved Minutes of July 22, 2015

B. Un-Approved Minutes of Aug 5, 2015 Special Board Meeting Including Resolution 2015-4

C. Financial Statements Approval of June 2015 documents distributed at meeting. Mr. Doss addressed Ms. Reed's question regarding the utilities and how they are budgeted. The Board has designated a max of 70% of all property tax to be expended to utilities. For 2014-2015 total expenditures are at 68% of property tax. Board discussion regarding program and events and review of budget. Ms. Reed moved to accept the financial report. The second was provided by Ms. Radford and passed 5-0.

D. Correspondence:

- Board of Supervisor's letter (8-11-2015) in support of the VS Medical Center

6. Unfinished Business:

A. Hospice of Amador and Calaveras County: Policy Review distributed at the meeting. Mr. Doss explained there is a request to seek a way to broaden the District support for services for Calaveras County Residents who may seek services outside the county. Mr. Doss will discuss program options with Mr. Riordan.

B. Mission Statement and Vision Statement and Goals and Objectives: **Action.**
The following changes were made;

Goal # 1, the word physician was changed to read provider in the first bullet;
Goal # 2, the word Support was added to the 4th bullet;
Goal # 5, start bullet 3 with Promote. Start bullet 4 with Support;
Goal # 6, add Complete to the start of the first bullet and end it with the word Project so it will read Complete Valley Springs Medical Center Project. Ms. Radford moved for approval as amended. Ms. Reed seconded the motion and it passed 5-0

C. ACHD Certification Process: Ms. Reed explained where the ACHD certification process is and that Policy No. 23 is on the agenda for approval to complete the MTHCD Policies portion of the certification.

- **Board Policy No. 23:** **Action.** **Requests for Public Funds, Community Grants and Sponsorships.** After discussion the Board moved to pass Policy No. 23 with the following change in item C.1. Change to "review" and "recommend". Motion to approve was provided by Dr. Smart, seconded by Ms. Reed and passed 5-0. This completes the policies portion of the certification and Mr. Doss and Ms. Stout will proceed by adding the other items needed then forward to ACHD.

7. New Business:

A. Compensation and Expenses of Board Members: Mr. Doss explained the following documents related to board meeting stipends; Health Care District Law 32103 and the Sequoia Health Care District Policy No.15. He also mentioned his observations with other districts. Items to consider are taxes and procedures for donating the compensation. Ms. Reed would like to see policies of other special districts. Mr. McInturf recalls a local district that got out of hand causing criticism in the community. Dr. Smart in looking to the future of the District wonders if it is needed to attract future board members. Ms. Radford recalls opting for the Board position as a means to volunteer in the community. Mr. Doss will gather samples of policies used by other districts and report back to the Board.

8. MTHCD Reports:

A. ACHD July Update: Ms. Reed reported she was appointed to a special committee (un-named) to negotiate project(s) for ACHD, that Board Members can use the ADHD offices and suggested everyone review the new legislative items on the ACHD website. Dr. Oliver brought attention to the upcoming events taking place in Sacramento and Monterey (listed on page 23 of the Board Member's pkt.)

- **Letter requesting dues (7-30-2015)** Mr. Doss mentioned ACHD is our legislative advocacy and it is good to have Ms. Reed sitting on their board.

B. Executive Director Report:

- **Minority Interest in Mark Twain Medical Center:** Mr. Doss read to the Board the paragraph (Note E) from the TCA Partners, LLP Certified Public Accountants Audited Financial Statement of June 30, 2014 explaining the agreement between MTMC (the Corp) and MTHCD (the District) in the event of a dissolution. Mr. Doss also explained the figures on the Dignity Health Balance Sheet as of June 30, 2015 and answered questions.
- **Utility Reduction for "additional" Clinics:** Mr. Doss referenced the MTHCD July 2014 thru June 2015 Utilities Analysis. Most of the utility payments are to CPPA.
- **Angels Camp Sales Contract Update:** Mike Dean (legal counsel) is working on the title and a sales contract for review. There is no MTMC Corp. Board meeting in August so Mr. Dean expects the ad hoc committee and MTHCD Board will see the contract in Sept. then it will go to the MTMC Corp. Board.

C. Presidents Report:

Dr. Oliver reported an emergency request had been made to MTHCD for funding to cover the CHS football season (12) games to provide a PA or Physician. It would just be for CHS as a one-time funding. Additional funds could be applied for in the future. Dr. Siegler is running the program which MTMC supports but cannot pay their own doctors so MTHCD was approached for funding.

Dr. Oliver thanked everyone for all the collaboration during a busy month.

D. MTMC Corp. Board: Mr. McInturf (referencing the CEO Report (July 23, 2015) which goes on and on with a great accounting of what is happening. There is no Corp. Board meeting in August. The next meeting will be in Sept.

9. Committee Reports:

A. Real Estate ad hoc: Dr. Smart reported on the Real Estate ad hoc committee meeting yesterday. The Committee plans to meet monthly on the first Tuesday of each month. The USDA application is still in CA. The application is to be sent to the Federal level Sept. 7th. Mr. Doss stated the application is 85% good with information being requested on two items (1) historical events (2) tribal (not American). Time is of the essence. Last week information was needed on IT equipment which John Krieg (Controller) and Chris Roberts (CFO) were able to provide. The District paid for the feasibility report in your packet but it belongs to USDA.

- **Valley Springs Project:** Mr. Doss referenced the support from the County of Calaveras Department of Planning and their request for;

Resolution No. 2015 – 5: Action: Authorizing Application Representative Regarding Indemnification Agreement.

Ms. Reed moved to approve the resolution. Dr. Smart provided a second. The Resolution passed by a 5-0 roll-call vote.

Mr. Doss mentioned his latest conversation with the owner of the VS property. Mr. Stark would like to sell the property and has requested an additional \$10K be added to the selling price in return for the 90 day extension needed to continue the purchase process. The new asking price would be \$900,000 but would not change the deposit (\$44,500) in escrow. Mr. Stark would like a decision by the Oct. 28th meeting.

- **Calaveras County Water District:** Mr. Doss addressed the CCWD letter (8-12-2015) as a response to the County of Calaveras Planning Department request for findings on the VS Project.

B. Lease Review: Dr. Oliver reported the struggles with the process. The issue is how to discuss (1) the lease (structure), (2) the MSA fair market agreement (3) minority interest (4) reserve power agreement. The committee would like to do business in a way that is understood by all parties. The goal for Nov. is for a draft lease which has been difficult to hold. This goal is necessary for a 2016 public vote. A 2016 election would be a shared cost compared to a 2017 special election where MTHCD would pay 100% of the cost. Dec 31, 2019 the current lease will expire. Mr. Marks suggested the committee stay strong on their deadline.

C. Physician Education Forum: Dr. Smart will have more to share at the next meeting.

10. Board Comment and Request for Future Agenda Items:

Mr. McInturf thanked Chris Roberts, and JR (John Krieg) for working so hard to supply USDA loan figures for the VS Project. Ms. Reed thanked Dr. Oliver for his leadership.

Mr. Marks announced the MTHCD Board members' pictures are going up in the MTMC entry.

11. **Closed Session:** None

12. **Reconvene to Open Session:**

A. Report of Action taken (if any) in Closed Session: None

13. **Next Meeting:** Wednesday, September 23, 2015

14. **Adjournment:** Ms. Reed moved for adjournment and the motion was seconded by Mr. McInturf and passed 5-0.