



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, September 23, 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 by President Oliver at 7:30am with opening remarks about the wonderful community support for the Butte Fire.
- 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 with a motion from Mr. McInturf, seconded by Ms. Reed and passing with a 5-0 vote.
- 4. Public Comment on matters not listed on the Agenda:** Marti Crane, Red Cross Volunteer, spoke of volunteers coming from all over the world to assist in the Butte Fire effort.
- 5. Consent Agenda:** **Action** It was reported that the utility percentages will appear in the next financial report. Dr. Smart moved to accept the Consent Agenda. Ms. Reed offered the second and it passed 5-0.

A. Un-Approved Minutes of August 26, 2015

B. Approval of July 2015 Financial Statements

C. Correspondence:

- **Community Service Grant:** MOU between the MTHCD and Mark Twain Medical Staff (Sept. 3, 2015)

6. Unfinished Business:

A. ACHD Certification: Ms. Reed requested the materials for certification be submitted to ACHD by Oct. 5th. Mr. Doss and Ms. Stout thought that was possible considering all that was still due was a LAFCO report, minor changes to the web page and one AB 1234 certificate.

7. New Business: Mr. Doss elaborated on the following documents as follows; The Proposed Sale of the Stanislaus Ave property and the Purchase and Sale agreement documents are standard.

**A. Proposed Sale of Angels Camp Property Stanislaus Ave:
(APN 058-024-016-000)**

- **Purchase and Sale Agreement and Joint Escrow Instructions between MTHCD and MTMC.** Mr. Marks plans to take the purchase agreement for the Stanislaus Ave property to the MTMCCB on Tues.
- **Right of First Refusal and Power of Termination Agreement between MTHCD and MTMC.** Legal counsel, Mike Dean, put this agreement together to accommodate any unknown future issues or changes. Mr. Dean plans to be at the Oct. 28 meeting to finalize the agreement. Mr. Marks will be taking this item to the MTMCCB. The Board asked to remove the number (Pg. 32 Sect 1) to allow a term of more than 10 years.
- **Preliminary Title Report for Vacant Land (APN 058-024-016-000):** The property has clear title.
- **Resolution 2014-03 for Stanislaus Ave Property - Surplus Asset:** This resolution was a requirement in 2014 so the property could be sold.
- **Sale of Surplus Property Letter(s) (9-9-2015) California Government Code § 54222:** In keeping with legal counsel, letters were sent to the adjoining public agencies to offer the surplus property on Stanislaus Ave to them for the MTHCD purchase price of \$448K. These agencies have 60 days to reply in writing.

8. MTHCD Reports:

A. ACHD August Update: Ms. Reed explained how ACHD is expanding their services to its members, offering continued education and she suggested the Board review the schedule of upcoming events (current to June 2016) that is in the Board packet. Having the downtown office is a better location especially with the amount of legislation in the making. Ms. Reed's service will "term out" in June so George Fry hopes another member will want to serve. Ms. Reed is available to assist in that process.

B. Executive Director Report:

- **New Ad Campaign (Picture of newest ad).** Board Members were pleased with the latest ad. The ad campaign started with letting the public know who we are. The latest ad depicts the 30-yr. lease that expires in Dec. of 2019 leading the way for discussion for a new lease that will require a vote of the electorate of Calaveras County.

- **Sample Language for Stipend Policy:** Mr. Doss introduced the sample language provided in the packet and will bring to the next meeting the local special districts' practices for the Board to review.
- **Golden Health Award:** Mr. Doss reviewed Sat. Feb. 6, 2016 has been reserved at Camps to hold the Golden Health Award event. Ads will start going out to invite nominations for non-profit organizations to be considered. Ms. Reed will chair the ad hoc committee which will include Ms. Radford. Support members will be Peggy Lucas, Paul Mundy, Mr. Doss and Ms. Stout. The ad hoc committee will review applicants and bring back 5 winning applications for the Board to decide on one to win the additional award. Further the committee will provide Lifetime Achievement and Health Care Provider Award nominations.
- **Hospice Respite Update:** Mr. Doss has been in contact with Dan Riordan of Hospice of Amador and Calaveras on how to manage the remaining funds allocated for the rest of this budget year to serve other Calaveras County residents not affiliated with his organization. The final plan will be presented at the next meeting. In the next budget year there will be consideration for providing funds to other Hospice organizations that serve residents of Calaveras County in addition to Hospice of Amador and Calaveras such as Bristol Hospice of Sierra and Sierra Hope.

C. Presidents Report: Dr. Oliver called for recounts of the Butte Fire and how the community came together to assist at a time of disaster. In the early days of the fire there was such a need for those that had lost their homes and and were evacuated. Dr. Smart was able to assist at the 3 evacuation centers (2 in Burson and one at the Fair Grounds) along with Red Cross Volunteers. Day 2 the MTMC leadership team was able to send the CareVan to the Fair Grounds which provided amazing opportunities to serve the needs of the public. A very unique need was for mental health so Dr. Smart arranged for Telehealth to coordinate with psychiatric care to assist the mentally ill.

The CareVan was such a success the Board would like to entertain its use at health fairs as well as a clinic for the outlying areas of Rail Road Flat and West Point. George Fry added he'd like to see the CareVan in Glencoe, Wilseyville, and West Point areas.

- **Butte Fire Relief:** The Board discussed ways to help the disaster effort which included the loss of 450 homes. Ideas included donating locally to help the homeless, provide funds to the Resource Connection, Calaveras Community Foundation and the crisis center. Ms. Radford was also exposed to the need for supporting mental health needs. The Board gave Mr. Doss direction to release \$20K immediately from mis. funds for disaster relief with details to follow on providing a total of up to 10% of the \$850K budgeted district property tax. Mr. Doss will investigate ideas on how MTHCD can support the community and report back by email. Marti Crane noted other efforts taking place to assist in the effort; Board of Supervisors requesting disaster relief for 20% of the county was burned; Red Cross working closely with food bank. Thurs at the SA Town Hall is a clean-up and rebuild town hall meeting at 6pm.

D. MTMC Corp. Board:

- **CEO Report:** No Meeting was held in August. Mr. McInturf reported The MTMCC Board will meet on Tuesday.

9. Committee Reports:

A. Ad Hoc Real Estate:

- **USDA loan:** Mr. Doss reported the loan application is undergoing Washington review. With a new set of eyes there have been new questions i.e. what is the relationship between MTHCD and MTMC? The project is \$8-9Million with a 30 yr. fixed mortgage at 3.62% interest
- **Valley Springs Project:** Mr. Doss is hoping to get word today on the status of the loan. When he does he will send an email. Upon approval then the contingencies can be addressed at the next meeting. The Board would like to see solar incorporated into the project at the planning stage.
 - **Air Quality Report:** Is complete and good.
 - **Traffic Study:** Is in progress.
 - **County of Calaveras Department of Planning:** 2015-048 Planned Development for MTHCD (APNs 073-049-002, 003,004,005,006 and 073-047-001):

B. Ad Hoc Lease Review:

- **Dignity Health – Mark Twain Relationship:** Mr. Oliver reported that the ad hoc committee is now using our own attorney to develop a redline lease with a delivery date by the end of Oct. HFS is still working on the fair market value.

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

10. Board Comment and Request for Future Agenda Items:

11. Closed Session: None

12. Reconvene to Open Session:

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

13. Next Meeting: Wednesday, October 28, 2015. In addition Ms. Stout reviewed the email sent out on Sept. 1st for the Board to consider as follows; since the November and December regular meetings would fall in the weeks of Thanksgiving and Christmas respectfully there would be no meeting in November and the December meeting would be Dec. 2, 2015. In 2016 the Board meetings would resume on the 4th Wed of each month. The Board is aware there may be a need for a special meeting.

14. Adjournment: Ms. Reed moved to adjourn the meeting at 9:42am. The motion was seconded by Mr. McInturf and passed 5-0.



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**Regular Meeting of the Board of Directors
Wednesday, October 14, 2015
7:30-9:00a.m.
Mark Twain Medical Center Classroom 3
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:** Dr. Oliver called the meeting to order at 7:30am.
- 2. Roll Call:** Present for roll call was Peter Oliver, MD; Ken McInturf; Randy Smart, MD and Ann Radford, FNP. Lin Reed joined the meeting from 10390 Kasten St., Mendocino, CA 95460, by phone (209) 329 2974.
- 3. Public Comment on matters not listed on the Agenda:** Hearing none.
- 4. County of Calaveras Permit Process Update:** Mr. Doss provided Addendum No. 2 to Commercial Property Purchase Agreement and Joint Escrow Instructions Re: La Contenta Plaza APNs 073-049-002, 003,004,005,006 and 073-047-001) for the Board to review.

After discussion it was determined that item No. 41 (Due Diligence Review) and No. 43, (Financing) were 100% complete.

Regarding item No. 42 (Governmental Approvals) the only remaining item pertains to Caltrans. A traffic study is in progress. Reference was made to the Caltrans' Right of Way Contract – State Highway item No. 12 regarding encroachment without restriction onto State Route 26 as described.

Aspen St. Architect will represent the District if there are any Caltrans recommendations or conditions to be met. There is budget to cover such possible recommendations.

Mr. Doss introduced Nate Morgan and Bob Bliss from Aspen Street Architects who addressed the Boards' questions and then gave a proposed timeline of events moving forward with the VS Clinic Project.

Mr. Morgan expects the traffic study to be sent to the Planning Department in mid Nov. and Kittelson & Associates, Inc. has been selected to conduct this study. This process will need approx. 4-6 weeks for completion.

The Valley Springs project has received favorable governmental department responses. However after the governmental departments respond there will be a 30-day public hearing process.

Before the project is sent to the Planning Commission his firm will receive a staff report. They will address or mitigate any items in the staff report and submit to the Planning Commission on or about Jan 2016. The Board can expect the bidding process to take 30-60 days.

The purchase is in consideration of all structures on the property including a home that has a month-to-month tenant. Mr. Doss indicated there is clear language how the District (landlord) will proceed with the tenant however all considerations will be brought to the Board.

5. USDA Loan Update: Mr. Doss made reference to the USDA Letter of Conditions regarding the availability of funds in the amount of \$6,782,000 as well as the Request for Obligation of Funds and Letter of Intent to Meet Conditions which has Mr. Doss's signature as approved by Resolution 2015-05.

The Board should expect a great deal of post-loan approvals and supervision throughout the project. So much so a third party manager will be necessary to provide support for the timeliness of the project.

6 Purchase of Valley Springs Property: Action. Dr. Oliver called for any remaining questions of the public but heard none. The Board members indicated all their questions had been answered. The Revised Resolution 2015-06 was brought forward for consideration for the purchase of the VS Property.

- **Revised Resolution 2015-06: Real Property Acquisition in Valley Springs:** Ms. Reed moved the Revised Resolution 2015-06 be approved. The motion was given a second by Mr. McInturf and it passed by a 5-0 rollcall vote.

Mr. Doss anticipates the possibility of escrow to close prior to the October 28th meeting.

7. Board Comment and Request for Future Agenda Items: Dr. Smart would like to see some information or have a speaker on the subject of Rural Critical Access Hospitals.

8. Next Meeting: Wednesday, October 28, 2015

9. Adjournment: Ms. Radford moved and Mr. McInturf seconded the meeting be adjourned. The meeting was adjourned at 8:40am by a 5-0 vote.