



P. O. Box 95
San Andreas, CA 95249
(209) 754-4468 Phone
(209) 754-2537 Fax

**Special Meeting of the Board of Directors
Wednesday October 23, 2019
7:30 am
Mark Twain Medical Center Classroom 2
768 Mountain Ranch Rd,
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 at 7:30am by President Lin Reed.

2. Roll Call:

Present for roll call was Ann Radford, FNP; Susan Atkinson, MSW; Debbie Sellick CMP and Talibah Al-Rafiq. Lin Reed, MBA OTR/L. arrived at 7:42am.

3. Approval of Agenda: Action

Ms. Radford moved to approve the Agenda. Ms. Sellick provided her second. The motion passed 5-0.

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

Hearing none.

5. Consent Agenda: Public Comment - Action

A. Un-Approved Minutes:

- Finance Committee Meeting Minutes for September 11, 2019
- Un-Approved Special Board Meeting Minutes for September 20, 2019

B. Correspondence:

- Michael Rourke Thank You for Scholarship (9-24-2019)
- MTMC Foundation Thank You for Donation (9-12-2019)

Public Comment: Hearing none.

Ms. Atkinson moved to approve the Consent Agenda. Ms. Radford provided her second. The motion passed 5-0.

6. MTHCD Reports:

A. President's Report:

- Association of California Health Care Districts (ACHD):
 - **ACHD Annual Meeting:**

Ms. Reed: Reported Ms. Sellick did a great job presenting the SVC program; Peninsula Health Care District has an assisted living program and has invited the District to visit; there were presentations on behavioral health and she always enjoys the networking. Next year the ACHD annual meeting will be in Tahoe. A search has begun to replace Ken Cohen, CEO who retires in Feb.

- **SVC Presentation:**

Ms. Sellick: Thanked Mr. Shetzline for helping her prepare for the SVC Presentation; she enjoyed hearing how programs have moved to a room in a school to provide services i.e.: mental health. She was stirred by the moving speaker who had been mauled by a bear and not expected to live.

B. Community Board Report:

Ms. Al-Rafiq: Attended the VSH&W Center Grand Opening so couldn't attend the meeting. She asked Mr. Archer to report. See MTMC Board of Directors Report:

C. MTMC Board of Directors.

Mr. Archer: the Sept 28th Health Fair was well attended i.e.: 248 flu shots and 400 blood draws; during the power outage head trauma patients had to be diverted as the hospital CT cannot run on emergency power; all clinics were closed except Valley Springs; Sept. was a good financial month for the hospital and would have been a positive month except the CERNER bills came due; in light of Sacramento layoffs MTMC only had to make a few minor adjustments as would be expected with the recent merger; Copper Clinic will be moving to a bigger location (3,200 sq. ft.) and expects to open when licensed (60-90days) they are recruiting for a provider.

Ms. Reed: MTMC still reports quality metrics.

D. Chief Executive Officer's Report:

Dr. Smart: Started sending information to the Board on health care trends and updates. He plans to send the emails weekly and is interested in their feedback.

Ms. Reed: Encourages ACHD as a resource on legislative updates in addition to choosing a topic at Becker.

Ms. Sellick: Would like to hear more about Florida having a cancer vaccine.

- **Pharmacy Lease:** Public Comment – Action

Dr. Smart: Radiology and Dentist services will follow in the Clinic. Plans are being made for the shelled space (1500sq.ft. approx.); The District has been approached by two pharmacist that want to establish a pharmacy in the shelled space. One has since removed his option leaving Kim Pham to lease and develop the cold space into warm (vanilla) space (lease pkt. Pg. 18-45); a change order is the best approach with new plans for 900 sq. ft. (+/-).

Public Comment: Hearing none.

Ms. Al-Rafiq moved to authorize the CEO to use USDA contingency funds to develop the shelled space and to do other upgrades to the clinic not to exceed \$625k. Ms. Atkinson provide her second and the motion passed 5-0.

Ms. Reed moved to authorize the CEO to move forward with the pharmacy lease pending District legal approval. Ms. Al-Rafiq provided her second and the motion passed. 5-0.

E. Ad Hoc Real Estate:

- **Update on the Valley Springs Health & Wellness Center:**

- **Construction:**

- **Project Manager:**

Mr. Pat Van Lieshout: The Contractor is in the final stages of the project finishing up on the punch list. He will be working with the County Planning and Building Dept. regarding erosion control landscaping on the banks of the project. He too is finishing up his work on the project and will be done Oct. 31.

Dr. Smart: Presented Mr. Van Lieshout a gift of appreciation and thanked him for all he had done for the VSH&W Center project and pictures were taken.

- **USDA Form 271 Oct. 2019:**

Dr. Smart: The Form 271 doesn't reflect the actual \$4.5million paid to the Contractor of the \$5.5million bid on the project. Customary practice is Diede Construction will retain 10% as a contingency. The District has \$625k in contingency funds available; change orders equal \$50k but

credits will offset some if not all of that. The final figures will be available next month. The District will be making a \$200k loan payment each Feb. & Sept. through the Bank of Stockton.

- **Operations and Development:**

The Board requested the VSH&W Center be taken out of the Real Estate section on the agenda and that patient surveys be added to the report.

- **Update on Valley Springs Property - Phase II:**

Ms. Al-Rafiq: Now that the Clinic is opened, she'd like to revisit Welbe Health.

Ms. Reed: Has a contact person and will arrange a tour of the Peninsula Health Care District facility hopefully before the holiday rush.

- F. Stay Vertical Calaveras:**

Mr. Shetzline: There are 10 classes going right now and he is working with establishing one in West Point; all classes end by Oct. 31st. The Valley Springs group are paying for their classes in strength training i.e.: \$20/mon for 8 classes; drop-in pays \$3.00/ea. The program has been getting referrals from the clinics.

Ms. Sellick: Would like to work with Mr. Archer to provide classes at the cancer center which helps with relaxation.

7. Committee Reports:

- A. Finance Committee:**

- **Financial Statements (Sept. 2019):** Public Comment – Action

Mr. Wood: The Finance Committee met yesterday. The financials show a lot of expenses for this month and revenue will be seen in Oct.; the investment report fares well at 35% at the first quarter; he has been in Contact with Rick Jackson, CPA preparing for the audit; he expects the draft audit to be ready in Dec.

Ms. Atkinson: Mentioned the Reserve Funds (pkt. pg. 52) that might take a different name.

Mr. Wood: Funds need to be designated for specific purposes and by Dec, not use undesignated language.

Dr. Smart: The Finance Committee will discuss at the next meeting.

Public Comment: Hearing none.

Ms. Atkinson moved to approve the Sept. financials including the investment report. Ms. Al-Rafiq provided here second and the motion passed 5-0.

Ms. Atkinson: Might the Board consider having the Finance Committee meeting on the same day as the regular Board meeting which would push the regular Board meeting to 9am?

Dr. Smart: The Finance Committee meeting usually runs one hour so would start at 7:30am with the full Board meeting at 9am. Everyone would see all the same Board pkt. documents.

Mr. Wood: He has other districts that do this method. He recommends it for MTHCD so there will be time to receive the closing figures from MTMC giving him time to complete accurate statements for the Finance Committee.

In a straw poll it was thought to be worth trying but better to start in January.

- **30-yr. Dignity Lease Donation from MTHCD to MTMC Foundation – Action**

Dr. Smart: For ease of consideration on how to manage the grant funds it needed to be assigned to either the Finance Committee or the Grants Committee.

Public Comment: Hearing none.

Ms. Reed moved to move the MTMC Foundation donation to the Finance Committee. Ms. Atkinson provided her second and the motion passed 5-0.

B. Ad Hoc Policy Committee:

Ms. Atkinson: Now that the Clinic is open staff will set a meeting date/time to meet.

C. Personnel Committee:

Ms. Reed: The Personnel Committee met and will be reporting out of the Closed Session (item 11)

D. Golden Health Community Grants Committee:

Ms. Radford: The District donated \$5k to the MTMC Steps to Kick Cancer to be held Oct. 24th. MTMC received \$12k in sponsorships and Dr. Smart will be serving at the luncheon.

Ms. Atkinson: Suggested the MTMC does an event (with a different name) every year and the District should budget for it so it isn't an out of cycle request.

8. VS H&W Center – Draft Policies and Forms: Public Comment - Action

Punctuation & Grammar Changes – Please Submit to District Office Staff.

1. Draft Quality Assurance Guidelines
2. Draft Medication Management Storage of Multi-Use Containers 090719
3. Draft Abnormal Vital Signs 091419
4. Draft Audiogram - Threshold 091419
5. Draft Cardiopulmonary Resuscitation-Code Blue 091419
6. Draft Elder Dependent Adult Abuse Reporting 100119
7. Draft Flu Shots 091119

Dr. Smart: There are seven policies to consider this time. The Board, the Medical Director and the NP are required to review all policies annually.

Ms. Radford: Would like to see flu shots provided for each Board member.

Public Comment: Hearing none.

Ms. Radford moved to approve the policies. Ms. Sellick provided her second. The motion passed 5-0.

9. Board Comment and Request for Future Agenda Items:

A. Announcements of Interest to the Board or the Public:

Ms. Radford: Announced she is moving to San Diego, so this is her last Board meeting. She has enjoyed the experience so much she plans to consider another Board position in San Diego.

Ms. Reed: Thanked Ms. Radford for her service and efforts for the last 5 years.

10. Next Meeting:

A. Due to the November Holidays the Meeting will be Wednesday November 20, 2019

B. Due to the December Holidays the Meeting will be Wednesday December 18, 2019

11. Closed Session:

- Public Employee Performance Evaluation, CEO, Pursuant to Gov. Code Section 54957:

At 9:58am the Board moved into Closed Session.

At 10:28am the Board moved back into Open Session to report the following recommendation for the CEO position.

Ms. Sellick had a prior engagement and had to leave the meeting.

Effective Nov. 1, 2019

1. The CEO position will become salaried and receive a 5% pay increase (annual \$229,320).
2. The CEO position will receive 4 weeks' paid vacation per year.

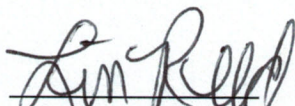
Public Comment: Hearing none.

Ms. Reed moved to approve the recommendation. Ms. Radford provided her second and the motion passed 4-0. Ms. Sellick was absent.

12. Adjournment: Public Comment – **Action**

Public Comment: Hearing none.

Ms. Radford moved to adjourn the meeting at 10:34am. Ms. Atkinson provided her second and the motion passed 4-0. Ms. Sellick was absent.


Lin Reed, President