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**Meeting of the Board of Directors  
 Wed. April 22, 2020  
 9 am  
 Mark Twain Medical Center Classrooms 5  
 768 Mountain Ranch Rd,  
 San Andreas, CA**

**Tele-Conference Meeting  
 Conference Call Information  
 (605) 475-2875  
 Code 4864697**

**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 9:03 am by Lin Reed, President.

**2. Roll Call:**

<b>Board Member</b>	<b>Present</b>	<b>Absent / Excused</b>	<b>Time of Arrival</b>
Ms. Reed	X		
Ms. Atkinson	X		
Ms. Sellick	X		
Ms. Al-Rafiq	X		
Ms. Toepel	X		

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3. **Approval of Agenda:** Public Comment - **Action**

Public Comment: Hearing None.

Motion: Ms. Al-Rafiq

Second: Ms. Sellick

Vote: Passed 5-0

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

COVID We are all in this together yard signs are available.

5. **Consent Agenda:** Public Comment - **Action**

**A. Un-Approved Minutes:**

- Un-Approved Finance Committee Meeting Minutes for Feb. 26, 2020.
- Un-Approved Board Meeting Minutes for Feb 26, 2020.
- Un-Approved Board Meeting Minutes for Mar. 25, 2020.

**B. Correspondence:**

- VSHWC Recorded Notice of Completion:
- IRS Letter - Name Changed to Mark Twain Health Care District (3-16-2020):

Dr. Smart: Regarding the IRS letter (pkt pg. 22). Staff has been working on changing the District's name for a year. In 1995 the District's name was changed to MT Health Care District by statute but the IRS had not made the change which has affected contracts the District is engaging in.

Public Comment: Hearing None.

Motion: Ms. Toepel

Second: Ms. Al-Rafiq

Vote: Passed 5-0

6. **MTHCD Reports:**

**A. President's Report:**

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

Ms. Reed: Referenced the materials in the Board pkt (pgs. 24-26).

- **Meetings with MTHCD CEO:**

Ms. Reed: Discussion regarding FEMA, PPE supplies, lost revenue how to finish shelled space (Room 400) at Clinic.

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Minutes – Apr 22, 2020 MTHCD Board Meeting Board Approved 5-27-2020



## B. Chief Executive Officer's Report:

- **FEMA Disaster Relief:**

Dr. Smart: Has registered and received a FEMA account number. Legal (BBK) thinks we can qualify and are leading the process because of the strict FEMA audits and their practice of reclaiming funds for four possible cost centers i.e.: PPE, Mask & Supplies; Lost revenue and completion of Room 400. Resolution 2020-02 is part of the FEMA process

- **Resolution 2020 - 02 CA Office of Emergency Services: Public Comment: Action**

- **Designation of Applicant's Agent Resolution for Non-State Agencies:**

Public Comment: Hearing None.

Motion: Ms. Atkinson

Second: Ms. Al-Rafiq

Vote: Passed 5-0

- **Resolution 2020-03: Public Comment: Action**

- **Declaring State of Emergency.**

Dr. Smart: In the District's 70-year history there hasn't been a need to declare a State of Emergency until COVID. Resolution 2020-03 (pkt. pg. 29) was advised by legal (BBK) giving the District a better position to apply for disaster relief. The CEO has the authority up to \$150k to contract for supplies (PPE etc.) and equipment; to modify or suspend contracts such as the April rent that is due for the pending pharmacy and can seek recovery.

Public Comment: Hearing None.

Motion: Ms. Toepel

Second: Ms. Sellick

Vote: Passed 5-0

- **CPPA – Vote for Member Representative: Public Comment: Action**

- \_\_\_ Bret Harte Union High School District (Mike Chimente)
- \_\_\_ Murphys Sanitary District (Travis Owens)
- \_\_\_ Vallecito Union School District (Gretchen McReynolds)
- \_\_\_ 39<sup>th</sup> District Agricultural Association (Laurie Giannini)

Dr. Smart: Explained the need to vote for a representative to server on the CPPA Board.

Public Comment: Hearing None.

Motion to select Mike Chimente: Ms. Atkinson

Second: Ms. Toepel

Recused: Ms. Al-Rafiq

Vote: Passed 3-1

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### C. Update on Cloth Mask Project:

Ms. Stout: Echoed the Board's pleasure with the Mask Campaign. To date 5k masks have been well received in all of Calaveras County (Burson to Big Trees); Blue Mt. Fabrications has led the sewing campaign and the Arnold Quilters Guild has been sewing for the Hwy 4 corridor. It is also providing income to those that are out of work due to COVID as well as backfilling the fund raising for the Independence Hall Quilters Group in Arnold.

### D. Valley Springs Health & Wellness Center

- **Quality Report:**

Dr. Smart: Reported on a good Quality Report (pkt. pg. 33). Reference was made to on how well the staff works together.

- **Construction Finance, Pharmacy Project, RHC Application:**

Dr. Smart: Referenced (pkt pg. 36) as Form 271 Draw #16 in the amount of \$ 57,419.04 which represents the completion of the Clinic project. There is still a 10% retention being held until the punch list is satisfied. The \$600k furniture and IT amount has been fulfilled. The Pharmacy project (Room 300) is in progress pending drawings and County permit. The shelled space (Room 400) is pending. Applying to FEMA for funds to complete Room 400 is a possibility. The pharmacy is at the permit level and due to COVID has been pushed to a summer start.

Mr. Wood: It's time to move the USDA loan to a fixed asset with depreciation.

Dr. Smart: The Rural Health Clinic (RHC) process is about 85% done. It has passed the CA license and was sent to Noridian in Fargo then it will go to SF Region 9. Then comes the Medicare billing number.

- **Medical Staff Privileging & Credentialing:** Public Comment – **Action**

- Dr. James Mosson, Internal Medicine
- Deborah Salom, Family Medicine
- Heather Allen, FNP

Dr. Smart: A thorough background investigation has been completed and the medical providers (above) are being presented for the Board to give their final approval.

Ms. Atkinson: With her prior experience has appreciated the method staff has exhibited in the credentialing process.

Public Comment: Hearing None.

Motion: Ms. Al-Rafiq

Second: Ms. Sellick

Vote: Passed 5-0

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- VS H&W Center – Draft Policies and Forms: Public Comment – Action
  - Policies - Valley Springs Health & Wellness Center:

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

1. Draft AED Use and Quality Control (new)
2. New A/R Credit Balance Management (new)
3. Revised Annual Clinic Evaluation (revised)
4. Revised Appointment Notification (revised)
5. Revised Appointment Rescheduling (revised)
6. Revised Aseptic Procedures (revised)
7. New Billing for Services Provided Off-Site (new)
8. Draft BLS and ACLS Certification (new)
9. Revised Cash Collection
10. Revised Cleaning Duties (revised)
11. New Defibrillator (new)
12. New Dental Emergencies (new)
13. Revised Emergency Codes (revised)
14. Revised Emergency Operations Plan (revised)
15. New Generator Management (new)
16. Revised Infection Control (revised)
17. Revised Informed Consent (revised)
18. New Management of Dental Patient Urgent Care Issues (new)
19. Revised Medical Record Forms and Fees (revised)
20. Revised Medical Staff Credentialing and Governance (revised)
21. Revised Procedure Time Out (revised)
22. New Provider on Site (new)
23. Revised Shelter in Place for Patients and Staff (revised)
24. Revised Supply Ordering (revised)
25. Revised Universal Precautions (revised)
26. Revised Visitors and Relatives (revised)
27. Revised Animal Bite Reporting 041520
28. Revised Autoclave Spore Testing

Public Comment: Hearing None.

Motion: Ms. Atkinson

Second: Ms. Toepel

Vote: Passed 5-0

## **7. Committee Reports:**

### **A. Finance Committee:**

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- **Update on District Finances “COVID-19”:**

Dr. Smart: Outlined the financial loss due to COVID and how it will impact the Clinic financially i.e. the RHC status being delayed by the State, expected decrease in property tax revenue and patient volumes are down so the expected loss will likely be \$3 million and not see a break-even until the third year. In addition, the Board needs to consider the lease with Dignity that states the District will donate up to \$1 million by May 31, 2020 and Dignity will match up to \$1million. To date the District has donated \$372 to the MTMC mammography & equipment and Dignity has not matched. An additional \$300 has been requested for the Copper Valley Clinic (relocation/refurbishment) project and the remainder of \$327k for the refurbishment of the MTMC surgical suite

- **Donation - MTHCD to MTMC Foundation: Public Comment -Action**

Dr. Smart: Since May 31, 2020 is fast approaching the Board will need to decide how to proceed with the District's Lease Agreement with Dignity to donate \$1million to the MTMC Foundation with an equal match form Dignity.

Mr. Archer: Has been told to proceed with the Copper Valley Clinic renovation/refurbishing and is willing to explore options for the District to proceed with the \$300k donation. He anticipates a second waive after COVID pandemic is lifted as all those patients currently staying at home will need to resume their medical appointments for care.

Mr. Wood: Does not expect the same 15% decline as experienced in the 2009 recession. He does expect a decline in property tax revenue and suggests the District maintain the same budget.

The Board spent time investigating the options available to the District as well as showing their concern for the COVID unknowns and the financial wellbeing of the District's long-term finances.

Public Comment: Hearing None.

Motion: Ms. Al-Rafiq moved for the District to continue with the funding as intended and the District would fund on or before the Copper RHC opening.

Second: Ms. Sellick

Vote: Passed 4-1

Mr. Archer: Expects Dignity to match the \$300k now for the Copper Valley RHC to proceed.

Motion: Ms. Al-Rafiq moved to donate the remaining \$328k with an 18-month extension with no obligation and for Dignity to match the donation

Second: Ms. Sellick

Vote: Passed 5-0

Mr. Archer: Will pursue extending the lease language so the District can consider donating the remaining \$328 with no obligation.

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- **Financial Statements (Feb. & Mar. 2020):** Public Comment – Action

Mr. Wood: Mr. Wood: No narrative was provided. When Dr. Smart discovered several inconsistencies in the Feb. financial pkt he prepared a new balance sheet that was sent to the Board for review. In addition, the Minority Interest MTMC was incorrect on the March Balance Sheet. He will be overseeing the financials more closely.

**Feb. Financials:**

Public Comment: Hearing None.  
Motion: To include the modified balance sheet. Ms. Toepel  
Second: Ms. Al-Rafiq  
Vote Passed: 5-0

**Mar. Financials:**

Public Comment: Hearing None.  
Motion: Ms. Atkinson moved to approve Mar. Financials including P&L:  
Second: Ms. Toepel  
Vote Passed: 5-0

Mr. Wood: The District's investments are very solid and liquid. He explained the \$51,832 loss (pkt pg. 157) as the result of the banks needing an infusion of money on the close of business Mar. 31<sup>st</sup> then receiving the infusion early in April. The District would have experienced the loss if it had closed the accounts on March 31.

- **Budget 20-21 Update:**

Dr. Smart: The Board can expect a draft budget a week before the May meeting. The final will be brought to the June Board meeting.

**B. Grants Committee Update:**

Ms. Al-Rafiq: Committee reviewed 13 grant applications and selected 7 that will be brought to the Board for approval.

**8. Board Comment and Request for Future Agenda Items:**

For the May Agenda: Board Stipend and 401k program.

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

Hearing None:

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## B. Community Connection:

- Chamber of Commerce Sponsored:
  - On The Right Track at BH: April 20<sup>th</sup> – Postponed to Oct.
  - On The Right Track at CHS: April 24<sup>th</sup> – Postponed to Oct.
- Calaveras County Fair – Frog Jump – Postponed to Oct.

## 9. Next Meeting:

A. The next meeting will be Wednesday May 27, 2020 starting at 9 am.

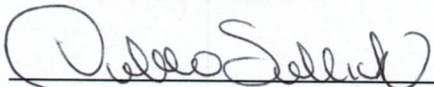
## 10. Adjournment: Public Comment – **Action**

Public Comment: Hearing None.

Motion: Ms. Toepel at 11:26 am

Second: Ms. Ms. Al-Rafiq

Vote Passed: 5-0



Debbie Sellick, Secretary

Effective - Mar 17, 2020.

California Gov. Gavin Newsom issued [Executive Order \(N-29-20\)](#), which, in part, supersedes Paragraph 11 of Executive Order (N-25-20) issued on Thursday. The new Executive Order excuses a legislative body, under the Ralph M. Brown Act, from providing a physical location for the public to observe and comment if certain conditions are met. A physical location does not need to be provided if the legislative body:

1. Holds a meeting via teleconferencing and allows members of the public to observe and address the meeting telephonically or otherwise electronically;"
2. Implements a procedure for receiving and "swiftly resolving" requests for reasonable modification or accommodations from individuals with disabilities, consistent with the Americans with Disabilities Act, and resolving any doubt in favor of accessibility.
3. Gives advance notice of the public meeting and posts agendas according to the timeframes and procedures already prescribed by the Brown Act (i.e. 72 hours for regular meetings and 24 hours for special meetings) and
4. Gives notice of the means by which members of the public may observe the meeting and offer public comment, in each instance where notice or agendas are posted.

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