



**BOARD OF DIRECTORS  
REGULAR MEETING**

**MINUTES**

**Tuesday, February 9, 2016 @ 7:00 pm**  
Marin General Hospital, Conference Center

**1. Call to Order and Roll Call**

Chair Simmonds called the Regular Meeting to order at 7:02 pm.

BOARD MEMBERS PRESENT: Chair Harris Simmonds, MD; Secretary Jennifer Rienks; Director Larry Bedard, MD; Director Jennifer Hershon. Vice Chair Ann Sparkman joined the meeting via telephone conference call from her home at 6 Endeavor Dr., Corte Madera (site notice and posting were compliant with the Brown Act)

*Staff present:* Lee Domanico, CEO; Jon Friedenberg, CAO; Joel Sklar, MD, CMO; Jim McManus, CFO; Linda Lang, CHRO; Mark Zielazinski, CITIO; Karin Reese, VP Nursing; Colin Coffey, District Counsel

**2. General Public Comment**

Comments by Michelle Freitag, RN; Bruce Corcoran; Sue Thornley; Barbara Ryan, RN.

**3. Approval of Agenda**

Director Bedard moved to approve the agenda as presented. Director Hershon seconded. Vote by roll call: All ayes.

**4. Approval of Minutes of the Regular Meeting of January 12, 2016**

Secretary Rienks proposed two corrections:

- Page 2, #7, first line: The phrase “patient serious safety events” corrected to read “serious patient safety events.”
- Page 4, #12, end of first paragraph: The phrase “... the Design Review... will be done” corrected to read “... the Design Review Committee will negotiate with the County regarding who will pay for it and when it will be done.”

Director Bedard moved to approve the minutes with the proposed corrections. Secretary Rienks seconded. Vote by roll call: All ayes.

**5. Safety Update**

Mr. Friedenberg, Chief Administrative Officer, reported an example of an employee putting Operation Safety’s tools to work by bringing a discharge order discrepancy to the physician’s attention, who took positive action to the patient’s benefit.

**6. Q3 2015 MGH Performance Metrics & Core Services Report**

Mr. Domanico reported that MHD and MGH are in compliance of all Tier I metrics and Tier II reporting requirements as defined and required by the MGH Bylaws. He asked Executives to address each of the schedules in the report:



Schedule 1: HCAHPS: Mr. Friedenbergs, CAO, explained steps being taken and planned to improve patient satisfaction scores. A new Executive Director of Patient Experience is in place. Physicians and nurses are now doing bedside rounding together on the Medical Unit, helping to improve communication with patients. Other initiatives in the 2016 plan include discharge planning, pain management, and expanding on service and safety issues in each morning's Daily Safety Huddle. A Patient Advisory Committee is being planned, to include a diverse group of staff, former patients and patients' family members.

Schedule 2: Finances: Mr. McManus, CFO, noted that EBIDA and the loan ratios are favorably above industry standards and improved over the previous year. The key service volumes indicated show strong growth. The audited Financial Statements were issued in April and IRS Form 990 filed in November. Chair Simmonds requested that newborn deliveries be added to the key service volumes indicated, and Secretary Rienks requested that both quarterly and cumulative figures be shown in this Schedule 2; it was agreed that future reports will include both requests.

Schedule 3: Clinical Quality Reporting Metrics: Dr. Sklar, CMO, noted that the VTE Measures are no longer required to be reported after the next report, Q4 2015. Mr. Domanico commented that MGH's rates for Central Line Associated Blood Stream Infection (CLABSI) and Catheter Associated Urinary Tract Infection (CAUTI) are significantly reduced in 2015, over 50%, due to intensive staff re-training, and those figures will appear in future reports.

Schedule 4: Community Benefit: Mr. Friedenbergs noted that MGH continues to provide significant community benefit through cash and in-kind contributions to other organizations, and through charity care.

Schedule 5: Ms. Lang, CHRO, handed out a revised Schedule 5 showing corrected data for nursing vacancy rate in Q3 2015; future such reports will show the number of discrete (rather than cumulative) postings per quarter. The nursing staff turnover rate for Q3 was considerably higher, with the majority of those leaving having been on staff less than 2 years. Labor unrest has contributed, as well as competition from other providers who are understaffed. Per diem headcount has declined due to benefitted nurses working more hours. Secretary Rienks suggested to report on durations of vacancies, and full-time/part-time staffing rates with comparisons to other providers; Ms. Lang agreed to pursue. Director Hershon requested information about: The average age of the MGH nursing staff, what percent of departing nurses have an exit interview, the succession plan for bringing the younger nurses on board to replace the departing nurses, and the numbers of nurses departing from which departments. Ms. Lang agreed to provide this information.

Schedule 6: Ambulance Diversion: Mr. Domanico noted that Q3 incidents of Emergency Department diversion are significantly lower.

There was no further comment from the public or the Board.



Secretary Rienks moved to approve the Q3 2015 MGH Performance Metrics & Core Services Report as submitted. Vice Chair Sparkman seconded. Vote by roll call: All ayes.

**7. Appointment and Approval of District Board Committee Members**

- a. *MHD Finance and Audit Committee*: As requested by Chair Simmonds, Director Hershon agreed to serve as Chair of the Committee for 2016 and Secretary Rienks agreed to serve as member the Committee for 2016.
- b. *MHD Lease and Building Committee*: As requested by Chair Simmonds, Vice Chair Sparkman agreed to continue serving as Chair of the Committee for 2016 and Director Bedard agreed to serve as member of the Committee for 2016.
- c. *MHD/MGH Joint Nominating Committee*: As requested by Chair Simmonds, Vice Chair Sparkman and Secretary Rienks agreed to serve as MHD members of the Committee for 2016.

Director Hershon moved to approve all appointments for the three Committees. Secretary Rienks seconded. Vote by roll call: All ayes.

**8. Update: Behavioral Health Services**

Dr. Sklar, CMO, presented with Mr. Larry Cuniffe, Manager of Outpatient Behavioral Health (in place of Mr. Michael Geremia, Director of BH, unable to attend). Agreement with Marin Psychiatric Group is in place and work has begun successfully for all inpatients and the physician call group. Demand for inpatient consultations has greatly increased as a result. They are covering the outpatient “partial hospitalization” program. Next step is to expand to a third outpatient program, and then to an outpatient office-based program. Mr. Cuniffe explained the dual diagnosis program for adults, with evening programs for working patients. Adolescent treatment is still challenged by space, and the County continues to refuse to help provide space; some evening treatment may be workable, while a full working adolescent program is still elusive. Further discussion ensued regarding inpatient bed placement, cost and reimbursement, in-county and out-of-county patients, and “Laura’s Law.”

There was no further comment from the public or the Board.

**9. Committee Meeting Reports**

- a. *MHD Finance and Audit Committee*  
Director Bedard presented three items for review and approval involving District funds. Secretary Rienks suggested that the MGH Investment Committee should include an MHD Board member; Director Hershon and Vice Chair Sparkman agreed. Mr. Domanico suggested forming an MHD Investment Committee that would include an MGH Investment Committee member. Chair Simmonds suggested that this be discussed in the Finance and Audit Committee.

- (1) Review and Approve the MHD Statement of Investment Policy for the Corporate Portfolio



Director Bedard moved to approve. Director Hershon seconded. This was a presentation by the investment advisors and includes an added statement of Socially Responsible Investing. Vote by roll call: All ayes.

(2) Review and Approve the MHD Statement of Investment Policy for the Bond Proceeds

Director Bedard moved to approve. Director Hershon seconded. This respects and satisfies state laws on the administration of Bond proceeds, and includes an added statement of Socially Responsible Investing. Vote by roll call: All ayes.

(3) Review and Approve Terms of Agreement and Recruitment Arrangement for Palliative Care Physician for 1206(b) Clinic

Director Bedard moved to approve. Director Hershon seconded. Dr. Elia, previous palliative care physician, took a position at UCSF and recommended Dr. Katics to succeed him at MGH. This agreement will have him serve within the MHD 1206(b) clinic rather than within Prima Medical Foundation. This was reviewed and recommended at a Special Meeting of the MHD Finance and Audit Committee on Feb. 8, 2016, and was discussed in the Closed Session immediately preceding this Regular Meeting by the MHD Board tonight. Vote by roll call: All ayes.

b. *MHD Lease and Building Committee*

(1) Review and Approve “MHD Annual Report 2015” Newsletter

Vice Chair Sparkman reported that the L&B Committee has reviewed and is recommending for approval the newsletter as submitted. It will be distributed by mail and be posted to the MHD web site. Vice Chair Sparkman moved to approve. Secretary Rienks seconded. Vote by roll call: All ayes.

(2) Status of ACHD Certification Application

MHD is applying for “Certified” status with the Association of California Healthcare Districts. Mr. Weiner reported that of the 25 requirements, a few are still in process. The completed application will be submitted to ACHD by March 31, 2016.

**10. MHD Board Annual Retreat**

The date for the Retreat meeting has yet to be set, and Mr. Weiner will re-poll the Board members. The agenda is to be determined; it was suggested to include aging and end-of-life issues, and increasing MHD’s role in helping educate the community on healthcare issues.

**11. Reports**

- a. *District CEO*: Mr. Domanico reported the Marin County Planning Commission unanimously approved the MGH 2.0 construction project. He suggested that the April or May MHD Board meeting begin with a walking tour of the construction site. The Citizens’ Bond Oversight Committee, chaired by Ms. Leslie Lava, has begun meeting and is proceeding well. We have agreed to contribute \$200,000 for the repaving of Bon Air Rd.
- b. *MGH CEO*: Mr. Domanico reported on labor issues: Teamsters is now voting and approval is expected. CNA negotiations still proceed with some progress, with full-time/part-time issue a sticking point, and wages beginning to be discussed.



- c. *Chair's Report:* Chair Simmonds had nothing to report.
- d. *Board Members' Reports:* Vice Chair Sparkman had no report. Secretary Rienks had no report. Director Hershon had no report. Director Bedard reported that the California Medical Association is the first major medical society in the US advocating for the legalization, taxation and regulation of marijuana.

**13. Agenda Suggestions for Future Meetings**

None submitted.

**14. Adjournment**

Chair Simmonds adjourned the meeting at 8:45 pm