



**MARIN HEALTHCARE DISTRICT
BOARD OF DIRECTORS
REGULAR MEETING
Tuesday, December 13, 2016
Marin General Hospital, Conference Center**

MINUTES

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; Vice Chair Ann Sparkman; Secretary Jennifer Rienks; Director Larry Bedard, MD; Director Jennifer Hershon

Staff Present: Lee Domanico, CEO; Jon Friedenberg, CAO; James McManus, CFO; Colin Coffey, District Counsel; Louis Weiner, Executive Assistant; Jamie Maites, Director of Communication; Joan McCready, Director of Quality Management

Chair Simmonds reported that in the Closed Session of the Board at 6:00 this evening no reportable action was taken.

2. General Public Comment

Comments were offered by Lynn Warner, RN (ICU), Susanna Farber, Teamsters Union 856, and Matthew Mullaney, Teamsters Union 856.

3. Approval of Agenda

Secretary Rienks moved to approve the agenda as presented. Vice Chair Sparkman seconded. Vote: all ayes.

4. Approval of Minutes of Regular Meeting of November 22, 2016

Vice Chair Sparkman moved to approve the minutes as presented. Director Hershon seconded. Vote: all ayes.

5. Oath of Office for Board Members Appointed In Lieu of Election: Dr. Harris Simmonds, Ann Sparkman

In the General Election of November 8, 2016, Chair Simmonds and Vice Chair Sparkman were unopposed for re-election, and thus there was no election. The Marin County Board of Supervisors, through the County Department of Elections, had notified Marin Healthcare District that they approved each of their Appointments In Lieu of Election.

District Counsel Colin Coffey, in accordance with State law, swore into office Harris Simmonds, MD and Ann Sparkman, JD, as Directors of Marin Healthcare District, each for another four-year term of office.



6. Approval of sublease of office space/services at Sonoma Valley Hospital Medical Office and Outpatient Radiology for Dr. Harry Neuwirth, Urology

Mr. Domanico presented. This is to sublease office space in Sonoma from Sonoma Valley Hospital for MHD 1206(b) urology clinic services provided four half days per month. This is presented to the Board for approval as it is located outside of the District boundaries and is in the best interest of the District's residents.

Director Hershon moved to approve the terms of the sublease as presented. Vice Chair Sparkman seconded. Vote: all ayes.

7. Approve Terms of Professional Services Agreement for the services of Michael Chase, MD

Mr. Domanico presented. Dr. Chase is a primary care physician in Marin and San Francisco; he desires to consolidate his practice and join the MHD 1206(b) clinics, and to be open to all patients. This agreement provides for optional access for fee-added enhanced services. The total compensation package in this agreement is within fair market value. Director Bedard moved to approve the agreement. Dr. Simmonds noted that in the memo, at the bullet point below Item 7, the third line should read "... above the fair market *target* range ...". Vice Chair Sparkman seconded the motion, with the edit as mentioned, and with the stipulation that the access fee is optional. Vote by roll call: all ayes in agreement with Sparkman's conditions.

8. Approve Terms of Professional Services Agreement for the services of J. Timothy Murphy, MD

Mr. Domanico presented. Dr. Murphy is a primary care physician in Novato with a large practice; he desires to join the MHD 1206(b) clinics, to be open to all patients, to increase access to the community and help alleviate the shortage of PCP's (aided by use of PA's and NP's). As with the agreement with Dr. Chase (above), this agreement provides for fee-added optional access for enhanced services. Though based in Novato, Dr. Murphy works with MGH specialists, and the MHD clinics work with some other Novato physicians. As with the agreement with Dr. Chase, the memo at the bullet point below Item 7 should read "... above the fair market *target* range ..." and with the understanding that the access fee is optional. Director Bedard moved to approve the agreement, with the change. Vice Chair Sparkman seconded, with the stated understanding that the access fee is a voluntary surcharge and optional. Vote by roll call: Simmonds, abstain. Sparkman, aye. Rienks, aye. Hershon, aye. Bedard, aye. The motion carried.

9. CMS Reporting Changes 2017

Mr. Domanico presented. CMS continues to make changes in required quality metrics reporting. MGH Board of Directors Bylaws require review and approval of changes in the periodic reporting of clinical quality metrics. These changes presented at Tab 7 were reviewed and approved unanimously by the MGH Board of Directors at their Regular Meeting on December 6, 2016. Ms. Joan McCready, Director of Quality Management, was present to answer any questions; no questions were submitted and there was no further



discussion. Director Hershon moved to approve the changes as presented. Vice Chair Sparkman seconded. Vote: all ayes.

10. 2017-19 Community Health Needs Assessment and Work Plan

Ms. Jamie Maites, Director of Communication, presented this report for the Board's information. This three-year work plan outlines MGH's plans of community benefit programs. MGH's priority focus will continue to be Access to Health Care. She noted that in 2015 MGH provided \$50 million in community benefit, with 80% of that going to the vulnerable population that would otherwise not receive care, and that this emphasis on Access to Care supports such continuation. Director Bedard noted that Substance Abuse in Marin (one of the itemized Health Needs in this report) needs more effective attention and he suggested inviting Matt Willis, MD, Marin County Public Health Officer, to address the Board at a future meeting. Discussion ensued on Education (for medical staff and for the public), another of the Health Needs recognized in this report.

11. Committee Meeting Reports

a. MHD Lease and Building Committee

Vice Chair Sparkman reported that the Committee did not meet in November.

b. MHD Finance and Audit Committee (met Nov. 29)

(1) Approve MHD Operating Budget for FY 2017

Mr. James McManus, CFO, presented both budgets. The Committee has reviewed them and recommends them for approval. He noted the comments on the cover memo, including the depreciation on the new parking garage, and on the positive cash flow shown on the bottom line. Director Hershon moved to approve the MHD Operating Budget for FY 2017 as presented. Secretary Rienks seconded. Vote: all ayes.

(2) Approve MHD 1206(b) Clinics Budget for FY 2017

Director Hershon moved to approve the MHD 1206(b) Clinics Budget for FY 2017 as presented. Vice Chair Sparkman seconded. Vote: all ayes.

(3) Approve the appointment of Moss Adams as Independent Auditors for MHD for 2016

Mr. McManus presented, noting that Moss Adams has been MHD's auditor since the separation from Sutter and has supported MHD with excellent service and advice. Counsel Coffey noted that the MGH Board of Directors has approved Moss Adams to continue as their auditors. Chair Simmonds moved to approve the appointment of Moss Adams as Independent Auditors for MHD for 2016. Vice Chair Sparkman seconded. Vote: all ayes.

12. Reports

a. District CEO's Report:

Mr. Domanico followed up on the previous inquiry regarding the perinatal bi-lingual social worker position. It was funded by a grant that expired two years ago and its function was absorbed by the social worker staff. New technology now employed allows for multi-lingual services on camera in real time with certified interpreters.



- b. Hospital CEO's Report:
Mr. Domanico had nothing further to report.
- c. Chair's Report:
Chair Simmonds had nothing further to report.
- d. Board Members' Reports:
Director Hershon reported that she briefly joined the MGH Board of Directors at their regular meeting last week to discuss the 1206(b) clinic issues reviewed and approved tonight.

Director Bedard reported that MGH medical staff will have Continuing Medical Education sessions about medicinal cannabis made available to them.

Director Rienks requested that the schedule of MGH Board of Directors regular meetings be posted on the MGH public web site. Mr. Domanico agreed; Mr. Weiner will see that it is done. Roundup pesticide was being used on hospital grounds, and Mr. Friedenbergl took action to stop it. The timing of the new traffic lights at Bon Air and Schultz Memorial Drive is of concern to the public; Mr. Domanico reported that the issue is being studied and monitored ongoing.

13. Agenda Suggestions for Future Meetings

Secretary Rienks suggested that Marin Psychiatric Group present a status report on the program funded by MHD.

Vice Chair Sparkman and Director Hershon suggested that prescription opioid abuse be included on the agenda of the MHD Board Annual Retreat (date TBD).

14. Adjournment

Chair Simmonds adjourned the meeting at 8:09 pm.