

**MENDOCINO COAST HEALTH CARE DISTRICT
BOARD OF DIRECTORS MEETING**

November 10, 2022

6:00 P.M. Open Session

Mendocino Coast Health Care District is inviting you to a scheduled Zoom meeting.

Topic: Regular Board Meeting
Time: Nov 10, 2022 06:00 PM Pacific Time (US and Canada)

Join Zoom Meeting
<https://us06web.zoom.us/j/87432703328?pwd=WTlFVmpjMi9hU0ZhYkR0bUtERU5qUT09>

Meeting ID: 874 3270 3328
Passcode: 453052
One tap mobile
+16694449171,,87432703328#,,,,*453052# US
+12532158782,,87432703328#,,,,*453052# US (Tacoma)

Dial by your location
+1 669 444 9171 US
+1 253 215 8782 US (Tacoma)
Meeting ID: 874 3270 3328
Passcode: 453052
Find your local number: <https://us06web.zoom.us/u/kba0epwTCD>

CONDUCT OF BUSINESS:

1. 6:00 P.M. CALL TO ORDER Jessica Grinberg, Chair
2. ROLL CALL Norman de Vall, Secretary

3. PUBLIC COMMENTS FOR NON-AGENDA ITEMS

Members of the public may take this opportunity to comment on closed session agenda items. Under the requirements of the Brown Act open meeting law, members of the community wishing to address an item on the closed session agenda may do so at this time. Items not on the agenda cannot be addressed at this time. A three-minute limit is set for each speaker on all items. The total time for public input on each item is limited to 20 minutes. (Government Code 54954.3).

BROWN ACT REQUIREMENTS: Pursuant to the Brown Act, the Board of Directors cannot discuss issues or take action on requests during this comment period.

4. NOTICE FOR PUBLIC COMMENTS ON ACTION ITEMS

Members of the public may comment on any action item. A three-minute limit is set for each speaker. The total time for public input on each item is limited to 20 minutes.

THE FOLLOWING AGENDA ITEMS ARE FOR DISCUSSION AND POSSIBLE ACTION

5. APPROVAL OF THE AGENDA
6. APPROVAL OF MINUTES [TAB 1](#)
July 11, 2022
October 13, 2022
October 19, 2022
7. APPROVAL OF MINUTES FROM 2021 [TAB 2](#)
8. CLOSURE OF EMPLOYEE PENSION ACCOUNTS Jessica Grinberg, Chair
9. AJ GREY BUILDING PROPOSED AGREEMENT Jessica Grinberg, Chair [TAB 3](#)
10. ADOPT RESOLUTION TO CONTINUE TELEPHONIC MEETINGS [TAB 4](#)
11. OUTSTANDING PAYMENTS
 - a. Norman de Vall
 - b. Gayl Moon
 - c. EDD
 - d. Others

TAB 1

SPECIAL MEETING
OF THE BOARD OF DIRECTORS
MENDOCINO COAST HEALTH CARE DISTRICT
MINUTES OF
Monday, July 11, 2022
6:00 PM Open Session
Meeting via Zoom Conference

CONDUCT OF BUSINESS

1. 6:01 pm OPEN SESSION CALL TO ORDER Jessica Grinberg, Chair

2. ROLL CALL

Present: McColley, Spring, Redding, Grinberg, de Vall

3. PUBLIC COMMENTS

John Alison, Malcolm McDonald, Amy McColley, Kathy Wiley

4. APPROVAL OF THE AGENDA

Motion to Approve Agenda: McColley, _____ Second

Vote: In Favor: McColley, Redding, Grinberg, Spring, de Vall

5. INFORMATION/DISCUSSION/POSSIBLE ACTION ITEMS

5.1 Agenda item 3.1 Relocation of Ambulance Crew to new location on hospital campus.

- General discussion identifying A.J. Grey building to be renovated to provide housing for ambulance crew. Ambulances to remain at present location east of Emergency Room. Director and Public comments on supporting retention of ambulance on hospital grounds.
- Motion: To approve conversion of some office space with expenditures not to exceed \$75,000.00

Motion by Redding, McColley second to Approve renovation of AJ Grey building for relocation of ambulance crew. Cost not to exceed \$75,000.

Vote: Ayes: McColley, Redding, Grinberg, de Vall

Noes: Spring

Motion Carried

5.2 Agenda item 3.2 District Response to Use Permit Application

Discussion of Adventist Health Use Permit Application and Coastal Development Permit to move location of ambulance and crew quarters to 301 N. Harbor Drive Noyo, Fort Bragg and review of draft letter of Alexander Henson, Esq. emphasizing controls of location in the Adventist Health Lease Agreement with the HealthCare District, and opposing the Use Permit Application and Coastal Development Permit Application.

Motion by Redding, de Vall Second, to approve the draft letter as written.

Vote: Ayes: Redding, de Vall, McColley, Grinberg

Noes: Spring

Motion Carried.

Return to agenda item [9](#)

6. BOARD COMMENTS

7. ADJOURNMENT by Director Grinberg, Chair at approximately 7:40 pm

The Zoom recording for this meeting can be found by using this link:

<https://mchcdorg.com/archived-recordings-of-board-meetings/>

Respectfully Submitted by:

Norman L. de Vall, Secretary
July 12, 2022

APPROVED:

Secretary of the Board

Date

**MENDOCINO COAST HEALTH CARE DISTRICT
BOARD OF DIRECTORS
SPECIAL MEETING VIA ZOOM CONFERENCE
MINUTES OF
Thursday October 13, 2022**

The Board of Directors Special Meeting on Thursday Oct 13, 2022 took place via Zoom Conference.

I. CALL TO ORDER:

OPEN Session of the Board of Directors of the Mendocino Coast Health Care District convened at 6:15 p.m. via Zoom Conference, Director Jessica Grinberg Chair presiding.

2. ROLL CALL:

Present: McColley, Spring, Redding, Grinberg, de Vall

3. PUBLIC COMMENTS:

- Ms. Judy Leach gave an update on the status of Adventist Health.
- There were no public comments

THE FOLLOWING AGENDA ITEMS ARE FOR DISCUSSION AND POSSIBLE ACTION

4. Reconciliation of Bank Accounts.

- a. Review of MCHCD accounts: Strategies for management of co-mingled funds

Discussion ensued.

Motion: The Board as an action every month review all transactions in all accounts, calculate the amount due to Adventist Health, then transfer it out of the accounts in which it was deposited

Spring moved

McColley second

Roll call:

Ayes: McColley, Spring, Redding, Grinberg, de Vall

Motion: The Board review the last transfers that drew down the Tri Counties account, review where the money should have come out of and replace the money into Tri Counties into the appropriate account

Spring moved

de Vall second

Roll call:

Ayes: McColley, Spring, Redding, Grinberg, de Vall

- b. Access to the accounts: Lease provisions and obligations

Discussion ensued.

- c. Method of determining ownership of funds, July 1, 2020 to date

Discussion ensued.

The Board received a report of the Moss Adams methods for account reconciliations.

Community members made comments.

- d. Resources to engage for review of Reconciliation Report

Discussion ensued.

Motion: To accept Moss Adams report of the co-mingled funds and accept it as is

McColley moved

de Vall second

Roll call:

Ayes: McColley, Spring, Grinberg

Noes: Redding, de Vall

e. Next steps in transfer of funds.

This item was discussed earlier in the meeting.

5. Report from Adventist Health: Capital projects

Warren Tetz gave an update on the Capital projects. Ms. Grinberg and Ms. McColley will meet with Mr. Tetz in order to discuss this issue in further detail.

6. Resignation of K McKee & Company

This item is regarding the resignation of the Healthcare District's bookkeeper.

Ms. Grinberg will reach out to Ms. McKee to see if they will carry over until the new board is seated.

Motion: To appoint the Chair to have a further discussion with the bookkeeper to see if they will continue through the current Board's term

McColley moved

de Vall second

Roll call

Ayes: McColley, Spring, Redding, Grinberg, de Vall

ADJOURNMENT:

The meeting adjourned at 9:00 pm

Respectfully Submitted by:

Norman de Vall
Secretary of the Board

Date

APPROV

**SPECIAL MEETING VIA ZOOM CONFERENCE
MINUTES OF
Thursday October 19, 2022**

The Board of Directors Special Meeting on Wednesday Oct 19, 2022 took place via Zoom Conference.

I. CALL TO ORDER:

OPEN Session of the Board of Directors of the Mendocino Coast Health Care District convened at 6:20 p.m. via Zoom Conference, Director Jessica Grinberg Chair presiding.

2. ROLL CALL:

Present: Grinberg, McColley, Spring, de Vall
Absent: Redding

3. PUBLIC COMMENTS:

- There were no public comments

THE FOLLOWING AGENDA ITEMS ARE FOR DISCUSSION AND POSSIBLE ACTION

4. Approval of Transfer of Funds to Tri Counties Bank

- Discussion ensued

Motion: To transfer \$1,753,616.18 from Bank of America Account ending in 01263 to the Tri Counties account ending in 7219 that was depleted

Moved Spring

Second de Vall

Roll call

Ayes: Grinberg, McColley, Spring, de Vall

Absent: Redding

5. Adventist Health access to Capital Improvement Account

- Discussion ensued. This item will be brought back to the Board at a later date after Ms. Grinberg and Ms. Spring look into this issue further.

6. Resignation of Treasurer

- John Redding submitted his resignation as Treasurer to Mendocino Coast Healthcare District Board.
- Community members had comments.

Motion: To accept John Redding's resignation as Treasurer to Mendocino Coast Healthcare

District Board
Spring moved
de Vall second

Roll call
Ayes: Grinberg, McColley, Spring, de Vall
Absent: Redding

7. Resolution for Remote Meetings

Motion: To approve the resolution for remote meetings
McColley moved
Spring second

Roll call
Ayes: Grinberg, McColley, Spring, de Vall
Absent: Redding

ADJOURNMENT:

The meeting adjourned at 7: 08 pm
Respectfully Submitted by:

Norman de Vall
Secretary of the Board

Date

APPROVED:

TAB 2

Unapproved Meeting Minutes from 2021

2021	Prepared	Zoom & minutes on website	Approved
Thursday, January 28, 2021	Yes	Yes	No
Thursday, February 25, 2021	Yes	Yes	Yes on March 25th
Thursday, March 25, 2021	Yes	Yes	No
Thursday, April 29, 2021	Yes	Yes	No
Wednesday, May 5, 2021	Yes	Yes	No
Thursday, June 10th, 2021	Yes	Yes	No
Thursday, June 24th, 2021	Yes	Yes	Yes on Nov. 11th
Friday, July 9th, 2021	Yes	Yes	No
Monday, August 9, 2021	Yes	Yes	No
Thursday, August 26, 2021	Yes	Yes	No
Wed., September 29, 2021	Yes	Yes	No
Thursday Oct. 28, 2021	Yes	Yes	Yes on Nov. 11th
Thursday, Nov. 11, 2021	Yes	Yes	No
Monday, December 9, 2021	Yes	Yes	No

Link to all minutes

<https://mchcdorg.com/board-agendas-packets-and-minutes-2021-to-date/>

TAB 3

AJ Gray Building Proposed Agreement



Adventist Health Howard Memorial
1 Marcelo Drive | Wilits, CA 95490

Adventist Health Mendocino Coast
700 River Drive | Fort Bragg, CA 95437

Adventist Health Ukiah Valley
275 Hospital Drive | Ukiah, CA 95482

September 22, 2022

Jessica Grinberg, Chair
Amy McColley, Vice Chair
Mendocino Coast Health Care District
775 River Drive
Fort Bragg, CA 95437

Dear Ms. Grinberg and Ms. McColley:


I am writing to thank the Mendocino Coast Health Care District ("District") for its cooperation and support to allow us to relocate the Adventist Health Ambulance Service into the AJ Gray Building. We believe the community will be better served by the change in use of the AJ Gray Building related to this relocation. The collaboration on this project, is the latest among many examples of the support of the district for healthcare along the Mendocino Coast. This change implicates operating expense obligations under the Lease we executed on May 5, 2020 ("Lease") and this letter describes how we have agreed to handle this issue going forward.

As you are aware, Adventist Health Mendocino Coast ("Adventist Health") leased from the District both the Patient Services Building and the AJ Gray Building at 775 River Drive. Under the terms of the Lease those portions of 775 River Drive used by the Mendocino Coast Healthcare Foundation ("Foundation") immediately prior to the Commencement Date were carved out. As a consequence of the relocation of the Ambulance Services, the Foundation will no longer be utilizing the carved-out portion of the AJ Gray Building. Attached as Exhibit A is the floor plan that depicts that portion of the AJ Gray Building the District will have exclusive access to as well as the shared space for its use of the AJ Gray Building.

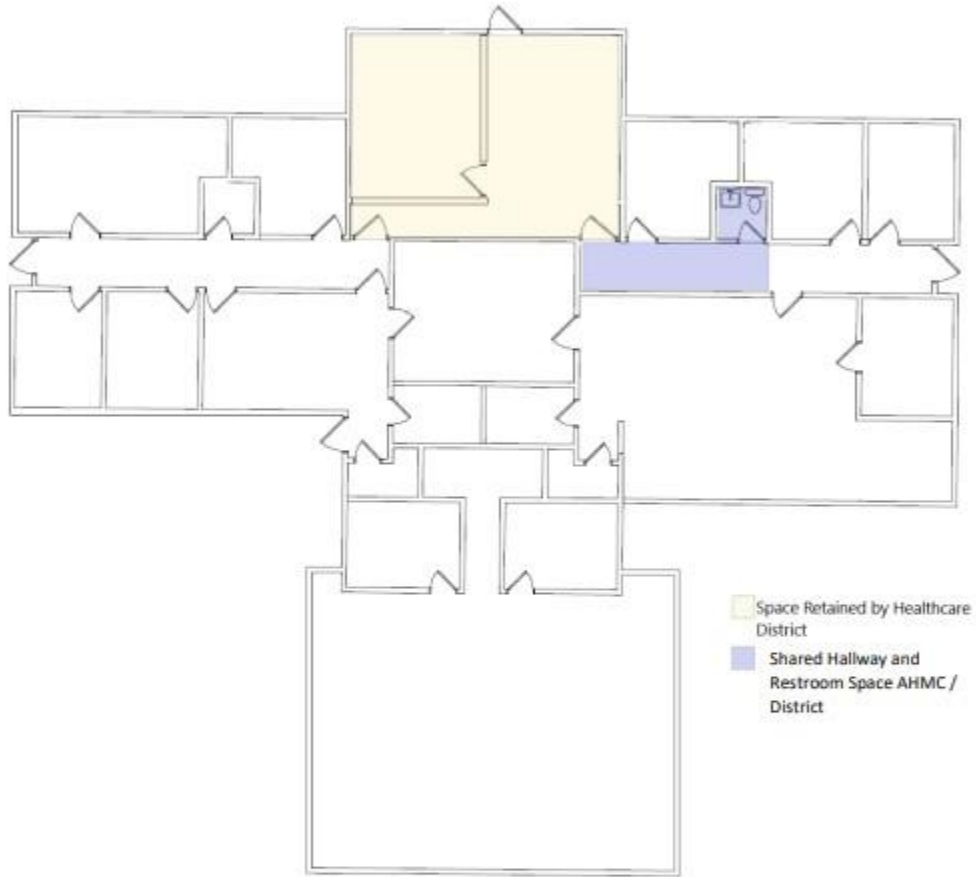
When we executed the Lease, we also agreed that the maintenance, tax, and utility costs associated with the operation of 775 River Drive would be divided equally between the District and Adventist Health. The thinking was since the Foundation and District would be occupying the building and since the space is not separately metered, this represented a fair approximation of use by each party. However, with the relocation of Adventist Health Ambulance Service into the AJ Gray Building, Adventist Health's use of the building will far exceed what both parties contemplated when entering the Lease. Our Ambulance Service will operate 24 hours a day, 7 days a week. Additionally, as we operate our IT Service out of the AJ Gray Building, which also operates on a 24/7 schedule and by its very nature requires constant consumption of utilities. Home Health and volunteers also use space in the building. In comparison, the District's use of space is limited to the area highlighted as shown on the attached floor plan, which has very little impact on the building's operating costs. Consequently, Adventist Health will not charge the District for 50% of the maintenance, tax, and utility costs associated with the operation of the building as described under the Lease.

We appreciate the relationship and support as we all work to provide the best possible services to Mendocino Coast residents. Please let me know if you have any questions related to the foregoing.

Thank you,


Judson Howe
President, Adventist Health in Mendocino County
Attachment
JH/dgb

Adventist Health Mendocino Coast – AJ Gray Building



TAB 4

RESOLUTION NO. 2022 – November 2022

RESOLUTION OF THE MENDOCINO COAST HEALTH CARE DISTRICT

RESOLUTION NO. 2022- _____

A RESOLUTION OF THE BOARD OF DIRECTORS OF THE MENDOCINO COAST HEALTH CARE DISTRICT PROCLAIMING A LOCAL EMERGENCY PERSISTS, AND RE-AUTHORIZING REMOTE TELECONFERENCE MEETINGS OF THE LEGISLATIVE BODIES OF THE MENDOCINO COAST HEALTH CARE DISTRICT FOR THE PERIOD November 10, 2022 THROUGH December 2, 2022 PURSUANT TO THE BROWN ACT’S PROVISIONS.

WHEREAS, the MENDOCINO COAST HEALTH CARE DISTRICT is committed to preserving and nurturing public access and participation in meetings of the Board of Directors; and

WHEREAS, all meetings of MENDOCINO COAST HEALTH CARE DISTRICT’S legislative bodies are open and public, as required by the Ralph M. Brown Act (Cal. Gov. Code 54950 – 54963), so that any member of the public may attend, participate, and watch the District’s legislative bodies conduct their business; and

WHEREAS, the Brown Act, Government Code section 54953(e), makes provision for remote teleconferencing participation in meetings by members of a legislative body, without compliance with the requirements of Government Code section 54953(b)(3), subject to the existence of certain conditions; and

WHEREAS, a required condition is that a state of emergency is declared by the Governor pursuant to Government Code section 8625, proclaiming the existence of conditions of disaster or of extreme peril to the safety of persons and property within the state caused by conditions as described in Government Code section 8558; and

WHEREAS, a proclamation is made when there is an actual incident, threat of disaster, or extreme peril to the safety of persons and property within the jurisdictions that are within the District’s boundaries, caused by natural, technological or human-caused disasters; and

WHEREAS, it is further required that state or local officials have imposed or recommended measures to promote social distancing, or, the legislative body meeting in person would present imminent risks to the health and safety of attendees; and

WHEREAS, the Board of Directors previously adopted Resolution No. _____ on _____, finding that the requisite conditions existed for the legislative bodies of MENDOCINO COAST HEALTH CARE DISTRICT to conduct remote teleconference meetings without compliance with paragraph (3) of subdivision (b) of section 54953; and

WHEREAS, the Board of Directors previously adopted a subsequent Resolution, No. _____ on _____, finding that the requisite conditions exist for the legislative bodies of MENDOCINO COAST HEALTH CARE DISTRICT to conduct remote teleconference meetings without compliance with paragraph (3) of subdivision (b) of section 54953; and

WHEREAS, the Board of Directors previously adopted subsequent resolutions, Number _____ on _____, Number _____ on _____, and Number _____ on _____, finding that the requisite conditions exist for the legislative bodies of MENDOCINO COAST HEALTH CARE DISTRICT to conduct remote teleconference meetings without compliance with paragraph (3) of subdivision (b) of section 54953; and

WHEREAS, as a condition of extending the use of the provisions found in section 54953(e), the Board of Directors must reconsider the circumstances of the state of emergency that exists in the District, and the Board of Directors has done so; and

WHEREAS, emergency conditions persist in the District, specifically a required condition is that a state of emergency is declared by the Governor pursuant to Government Code section 8625, proclaiming the existence of conditions of disaster or of extreme peril to the safety of persons and property within the state caused by conditions as described in Government Code section 8558; and

WHEREAS, on June 11, 2021, an Executive Order N-08-21 was issued to roll back certain provisions of Governor Newsom's COVID-19-related Executive Orders and to clarify that other provisions remained necessary to help California respond to, recover from, and mitigate the impacts of the COVID-19 pandemic; and; WHEREAS, since the issuance of Executive Order N-08-21, the highly contagious variants of COVID-19 emerged, causing a spike in cases throughout the state; and

WHEREAS, the Board of Directors does hereby find that a State of Emergency exists in California as a result of the threat of COVID-19 **AND** in order to slow the spread of the more contagious variants of COVID-19, meeting in person would present imminent risks to the health or safety of attendees and COVID-19 has caused, and will continue to cause, conditions of peril to the safety of persons within the District that are likely to be beyond the control of services, personnel, equipment, and facilities of the District, such that the Board of Directors ratifies the proclamation of state of emergency by the Governor of the State of California to include the Mendocino Coast Health Care District; and;

WHEREAS, as a consequence of the local emergency persisting, the Board of Directors does hereby find that the legislative bodies of MENDOCINO COAST HEALTH CARE DISTRICT shall continue to conduct their meetings without compliance with paragraph (3) of subdivision (b) of Government Code section 54953, as authorized by subdivision (e) of section 54953, and that such legislative bodies shall continue to comply with the requirements to provide the public with access to the meetings as prescribed in paragraph (2) of subdivision (e) of section 54953; and

WHEREAS, , the Mendocino Coast Health Care District will ensure that opportunity is given to the public to participate in meetings, that District meetings remain as accessible as possible, giving every opportunity for members of the public to be allowed to observe the public meeting, offer comment during the meeting remotely, via either a call-in or internet-based option, and that meeting agendas will be posted in accordance with Brown Act regulations and include information for remote access accessibility by phone, URL, platform link and password.

NOW, THEREFORE, THE BOARD OF DIRECTORS OF MENDOCINO COAST HEALTH CARE DISTRICT DOES RESOLVE AS FOLLOWS:

Section 1. Recitals. The Recitals set forth above are true and correct and are incorporated into this Resolution by this reference.

Section 2. Affirmation that Local Emergency Persists. The Board of Directors hereby finds that State of Emergency still exists in California as a result of the threat of COVID-19 **AND** in order to slow the spread of the more contagious variants of COVID-19, meeting in person would present imminent risks to the health or safety of attendees and COVID-19 has caused, and will continue to cause, conditions of peril to the safety of persons within the District that are likely to be beyond the control of services, personnel, equipment, and facilities of the District, and desires to ratify the proclamation of state of emergency by the Governor of the State of California to include the Mendocino Coast Health Care District; and

Section 3. Re-ratification of Governor's Proclamation of a State of Emergency. The Board hereby ratifies

the Governor of the State of California's Proclamation of State of Emergency, effective as of October 19, 2022.

Section 4. Remote Teleconference Meetings. The Fire Chief, Board Clerk and the legislative bodies of the MENDOCINO COAST HEALTH CARE DISTRICT are hereby authorized and directed to take all actions necessary to carry out the intent and purpose of this Resolution including, continuing to conduct open and public meetings in accordance with Government Code section 54953(e) and other applicable provisions of the Brown Act.

Section 5. Effective Date of Resolution. This Resolution shall take effect immediately upon its adoption and shall be effective until the earlier of (i) December 2, 2022, or such time the Board of Directors adopts a subsequent resolution in accordance with Government Code section 54953(e)(3) to extend the time during which the legislative bodies of MENDOCINO COAST HEALTH CARE DISTRICT may continue to teleconference without compliance with paragraph (3) of subdivision (b) of section 54953.

PASSED AND ADOPTED by the Board of Directors of Mendocino Coast Health Care District, this 19th day of October by the following vote:

AYES:

NOES:

ABSENT:

ABSTAIN:

ATTEST:

Norman de Vall, Secretary of the Board
5195930.1