

MENDOCINO COAST HEALTHCARE DISTRICT BOARD MEETING MINUTES

Members Present: Lee Finney, Paul Katzeff, Susan Savage, Sara Spring, Jade Tippet

Public Attendees: 9 persons from the public attended plus 5 persons via Zoom

DATE: April 27, 2023

TIME: 6:00 PM

PLACE: Redwoods Room, Adventist Health Mendocino Coast Hospital
700 River Dr.
Fort Bragg, CA

Call to Order – Lee

The meeting was called to order at 6:04 PM.

I. Board Comments

Susan, Lee and Sara offered general comments. Paul commented on the need for the Board to make strategic decisions and build an organization, not focus on administrative details. He requested that his letter sent to the Board be included in the minutes, as attached here as Appendix A.

II. Community Comments – Lee

Comments were received from the public.

III. Approval of Agenda – Lee

It was moved by Sara, seconded by Susan to remove item 6.1.1, as that meeting was ruled invalid and repeated on April 6.

VOTE:

Lee: YES

Paul: ABSTAIN

Susan: YES

Sara: YES

Jade: YES

The item was removed.

It was moved by Sara to remove item 7.2.3 to transfer \$1.5 million to Adventist Health. The motion died for lack of a second.

It was moved by Sara seconded by Susan to remove item 7.4.3, as there is no further report at this time from the financial reconciliation ad hoc committee.

VOTE:

Lee: YES

Paul: ABSTAIN

Susan: YES

Sara: YES

Jade: YES

The item was removed.

Jade requested a brief break at or about 7:30 PM. Without objection the break was added.

It was moved by Lee, seconded by Jade to adopt the agenda as amended.

VOTE:

Lee: YES

Paul: YES

Susan: YES

Sara: NO

Jade: YES

The agenda as amended was approved.

IV. Approval of the Minutes – Susan

It was moved by Jade seconded by Susan to approve the minutes of the April 17 special Board meeting.

VOTE:

Lee: YES

Paul: YES

Susan: YES

Sara: YES

Jade: YES

The minutes were approved.

V. Report from Adventist Health – Judy Leach

Judy Leach from Adventist Health provided a report on the community health assessment done every 3 years.

VI. Treasurer's Report – Jade

The Treasurer's report was reviewed by Jade. It was pointed out by Sara that the previous Board authorized the Treasurer to pay off the United Health Care Loan, but that was never done. With documentation to verify, the treasurer will take care of this. It was moved by Sara and seconded by Paul to attach invoices to the warrant list and to bring any expenditures that are not usual and customary to the Board for prior approval.

VOTE:

Lee: NO

Paul: YES

Susan: YES

Sara: YES

Jade: NO

The motion carried.

It was moved by Jade, seconded by Lee to accept the Treasurer's report.

VOTE:

Lee: YES

Paul: NO

Susan: YES

Sara: NO

Jade: YES

The Treasurer's report is accepted.

It was moved by Jade, seconded by Lee, to transfer \$1,500,000 of Adventist Health Accounts Receivable to Adventist Health.

VOTE:

Lee: YES
Paul: ABSTAIN
Susan: YES
Sara: NO
Jade: YES

The transfer is authorized.

There was agreement that an MOU would be drafted to expedite return to the District of any funds later determined to be more appropriately left to the District.

VII. Report from the Mendocino Healthcare Foundation – Mary Kate McKenna

Mary Kate McKenna was able to report on the activities of the Foundation after previous technology issues were resolved.

VIII. Report of Office and Staffing Ad Hoc Committee – Susan

Susan gave an update on progress the committee is making toward bringing a recommendation to the Board to hire staff.

IX. Report of the Legal Counsel RFP Ad Hoc Committee – Lee

Lee reported that a draft RFP has been written and will be brought to the Board for approval before distributing.

X. Motion to Untable the Adventist Health Proposal to Coordinate Seismic Retrofit - Lee

VOTE:

Lee: YES
Paul: YES
Susan: YES
Sara: YES
Jade: YES

The item is untabled.

XI. Adventist Health Proposal to Coordinate with AH Seismic Compliance Plan – Lee

Lee updated the Board and community on conversations with Adventist Health and the Devenney Group to clarify plans that Adventist has in place for retrofitting all their hospitals in need and how that coordinates with the work already done by Devenney.

XII. Request for reimbursement – Lee

Moved by Lee seconded by Susan to reimburse Lee for lodging and mileage expenses to attend the regional retreat of the Adventist Health regional planning network coming up April 30 in Santa Rosa.

VOTE:

Lee: YES
Paul: ABSTAIN
Susan: YES
Sara: NO
Jade: YES

Reimbursement is approved.

XIII. Community Comments

Comments were received from the community.

XIV. Motion to Adjourn

It was moved by Jade seconded by Paul to adjourn.

VOTE:

Lee: YES

Paul: YES

Susan: YES

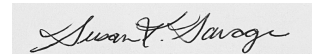
Sara: YES

Jade: YES

The meeting was adjourned at 9:07 PM.

I hereby certify that all the information contained in these minutes is true and correct.

Respectfully submitted,



Susan K Savage, Secretary

*Approved on 6/29/23

APPENDIX A

Jade Tippett
Treasurer
Mendocino Coast Healthcare District

April 10, 2023

I am appealing to you to perform the following responsibilities as treasurer of the Mendocino Coast healthcare District.

1. Create a pathway to form the funding of the establishment of the Mendocino healthcare District organization.
2. Create a cash flow management plan which will enable a budget to be compatible with necessary funding for the establishment of the healthcare districts working organization.

The board has recognized that at this point in time the major job of the treasurer, is to manage cash flow. This includes;

Prioritizing payments

Informing all accounts payable vendors of our abilities to cover expenses during our organizing year, to include what they can expect from us as we manage our cash flow

to accomplish our primary responsibilities as stated in the board members handbook which is published by the California special districts association, and reads as follows;

The specific responsibilities of the board are clustered into five areas;

1. Setting the direction of the district
2. Establishing and supporting the policies and structure of the district
3. Overseeing the financial resources necessary to fund the district
4. Guiding employee relations policy, including the hiring and supervising of the General manager who in turn operates the district and hires and manages its staff; and
5. Serving as community leaders who communicate effectively on behalf of the district

So it appears that we have being advised to create a working organization with administrative staff needed to perform the functions that the board requires to fulfill its mission. To help you get started on a budget for The establishment of the headquarters for the healthcare district, here is a simple budget .

Staffing needs;

Office manager at \$30 per hour, full-time.....\$70,000/year*

Executive director at \$50 per hour full-time.....\$110,000/year*

Communications Director at \$30 an hour, halftime....\$30,000/year

Controller; part-time at \$50 an hour.....\$ \$50,000 per year

*includes SSI and benefits

Office

Rent @ \$2000/month

Office utilities

Phone @\$500 per month

Zoom services; \$500 per month

Utilities; \$500 a month

Total monthly expenses; \$263,000 per year = \$22,000 per month

As treasurer managing a cash flow system that requires to Mendocino Coast healthcare District board to create and manage in office and his staff, is your responsibility to find \$22,000 per month to build and maintain our organization.

If you're unable to work around the limitations that the Chairwoman outlined scheduled meeting when I brought up this issue("We don't have the money"), then we must stop this charade, declare a bankruptcy to the public and to all associated agencies which require our health tech care district to manage a multimillion dollar budget, and ask for help.

Here's how I would approach this "ask":

Addressed to the governor of California an all relevant local And state agencies, I would explain our position as follows;

1. We were elected to oversee an organization that no longer exists, having been dismantled by a previous board leaving us;
 - a. Without a staff
 - b. Without a functioning office,
 - c. Without funds dedicated to the establishment of a functioning organization
 - d. Without a final report from the outgoing president to guide and inform us of pending issues and or strategy to resolve these pending issues.
 - e. Leaving us with two warehouses filled with a obsolete hospital equipment needing disposal(some radioactive).

I would including newsletter what we need as a Board to fulfill our obligation to the community;

1. An understanding that the board cannot fulfill its administrative responsibilities without a paid functioning staff.
2. That our income cannot be predicted as it varies based on institutional factors and externalities that we don't control. Therefore we are forced to recognize that our need for cash flow management is our only recourse for the foreseeable future. Therefore
3. We need to create a moratorium on accounts payable to be excepted by all parties until we can hire the appropriate staff to perform the professional administrative duties which the Board can oversee as it is mandated in its mission statement.

4. It should be further stated that we are forced to act as a new” start up” because there was nothing left behind by the previous board for us to manage the affairs of the district on a daily basis.

This is an honest approach to a current situation. It informs the public of the position we find ourselves in and asks for a time to allow us to fix what is broken. Unless we level with the community about our situation pool suffers afraid of failure to become a force for good health because we did not report the truth when it was obvious the but not told from the board’s perspective.

We have become an extension of the failed previous board. Is my opinion that this is happened because three elected trustees decided to do an emergency administrative work at the outset of our tenure instead of analyzing our starting position and recognizing the immediate job of creating an organization and givin it its direction based on our an initial analysis. Creating a mission and vision require they be based on the reality that actually exists. Knowing a benchmark starting point which is obvious to all and requires an acceptance of the current tasks at hand. I came to the board to help build a new and vibrant institution. It is time to begin that effort.

Paul Katzrff
Vice Chair
Mendocino Coast healthcare District