

**MENDOCINO COAST HEALTHCARE DISTRICT SPECIAL BOARD MEETING
MINUTES**

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

Members Absent: Sara Spring

Guests: Judy Leach, Terry Ramos

Public Attendees: 3 persons from the public attended plus 6 persons via Zoom

DATE: February 23, 2023

TIME: 6:00 PM

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

Call to Order – Lee

The meeting was called to order at 6:05 PM. Moved by Lee, seconded by Jade to allow Paul to attend in an emergency situation in compliance with new legislation authorizing Zoom participation if verified that no one 18 years or older is in the room with him during the meeting.

VOTE:

Lee: YES

Paul: ABSTAIN

Susan: YES

Sara: ABSENT

Jade: YES

Paul's attendance via Zoom was approved. NOTE: Sara will not be attending this meeting, as she is traveling.

I. Approval of Agenda – Lee

Moved by Jade, seconded by Susan to amend the agenda to include an item dealing with a required intergovernmental transfer. A 2/3 vote would be required to amend the posted agenda.

VOTE:

Lee: YES

Paul: YES

Susan: YES

Sara: ABSENT

Jade: YES

The agenda was amended.

Moved by Jade, seconded by Lee to adopt the agenda as amended.

VOTE:

Lee: YES

Paul: YES

Susan: YES

Sara: ABSENT

Jade: YES

The agenda as amended was adopted.

II. Approval of minutes – Susan

Moved by Jade, seconded by Lee to amend page 3 of the draft minutes of the Treasurer’s report of the January 26 meeting to say “It was moved by Sara, seconded by Jade, to authorize Jade to set up automated payment of any bills at his discretion to minimize any late fees *and to authorize Jade to pay all usual and customary expenses.*”

VOTE:

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

The minutes are approved as amended.

Moved by Jade, seconded by Lee, to adopt the minutes of the February 8 special meeting.

VOTE:

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

The minutes were approved.

III. Board Comments - Lee

Board members offered information to share with the public.

IV. Community Comments – Lee

Comments from the community were received concerning a compliment on progress the Board is making on important items, the lack of public comment before any Board action is taken, and a concern for inaccuracies of the minutes of the February 8 meeting.

V. Report from Adventist Health – Judy Leach

Judy provided an update on improving patient reviews of the hospital.

VI. Report from the Mendocino Healthcare Foundation – Terry Ramos

Terry reported on ongoing goals of the Foundation.

VII. Measure C Report – Jim Hurst

Jim Hurst, chair of the Measure C oversight committee, reviewed the written report of the committee submitted for the January 26 MCHCD meeting.

Moved by Jade, seconded by Susan, to appoint Dr. Diane Harris to the Measure C oversight committee.

VOTE:

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

Dr. Harris is appointed to the committee.

Moved by Jade, seconded by Susan, to transfer \$1,562,562.65 from the 2022 tax distributions to the Measure C account.

VOTE:

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

The transfer was approved.

VIII. Treasurer's Report – Jade

Moved by Jade, seconded by Lee, to accept the treasurer's report as submitted. Comments from the public encouraged the Board to provide the public with more documentation to increase transparency.

VOTE:

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

The treasurer's report was accepted.

Moved by Jade, seconded by Lee, to transfer \$4 million from BofA account #1263 to Adventist Health for funds incorrectly deposited in District accounts, leaving approximately \$1.3 million to be reconciled for possible future transfers pending ad hoc committee work to be completed by Sara and Susan.

VOTE:

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

The transfer was approved.

Moved by Jade, seconded by Lee to transfer approximately \$1,060,900 from BofA account #3743, subject to exact calculation, to Adventist Health for the January maintenance improvement payment as required by the lease.

VOTE:

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

The transfer was approved.

IX. Chair's Report – Lee

Lee provided a report of her activities on behalf of the District, including updates on Assemblyman Wood's progress on AB 869 to provide seismic retrofit relief for qualifying hospitals.

X. Change of Mailing Address to a P.O. Box – Susan

Susan reported that the Mendocino Coast Healthcare District mailing address is now P.O. Box 579 in Fort Bragg, CA 95437.

XI. Motion to Untable Old Business items 2-6 from the February 8 meeting – Lee

Moved by Jade, seconded by Susan, to untable Old Business items 2-6 from the February 8 meeting.

VOTE:

Lee: YES

Paul: YES

Susan: YES

Sara: ABSENT

Jade: YES

The items were untabled.

XII. Establishment of Standing Committees – Lee

Lee appointed Paul & Lee to the Planning Standing Committee, with Vice Chair Paul as Chair per the Bylaws.

Lee appointed Jade and Susan to the Finance Standing Committee, with Treasurer Jade as Chair per the Bylaws.

Moved by Jade, seconded by Susan, to confirm the appointments, to be considered separately.

VOTE: to confirm Paul and Lee to the Planning Committee

Lee: YES

Paul: YES

Susan: YES

Sara: ABSENT

Jade: YES

VOTE: to confirm Jade and Susan to the Finance Committee

Lee: YES

Paul: YES

Susan: YES

Sara: ABSENT

Jade: YES

The Standing Committee appointments are confirmed. It was noted that these committees must be Brown Act compliant and may include members of the community.

XIII. Creation of Ad Hoc Committees – Lee

Moved by Lee, seconded by Jade, to create an ad hoc committee to continue the work of the previous Board to update the bylaws and develop an updated policy manual with Susan as chair working with Sara, subject to her agreement to serve.

VOTE:

Lee: YES

Paul: YES

Susan: YES

Sara: ABSENT

Jade: YES

The bylaws and policy ad hoc committee is hereby created.

Moved by Lee, seconded by Jade, to create an ad hoc committee to research and provide recommendations for hiring district office staff with Jade as chair working with Susan.

VOTE:

Lee: YES

Paul: YES

Susan: YES

Sara: ABSENT

Jade: YES

The office staff ad hoc committee is hereby created.

Fort Bragg mayor Bernie Norvell suggested that we reach out to the city manager for help with this process.

XIV. Meeting Locations – Lee

The agenda item was withdrawn, as this may be explored by the standing committees and alternate locations are no longer needed at this time, but may be explored in the future, pending an amendment of the Bylaws. The Foundation also offered its Main Street location as a possible meeting location with adequate Zoom capacity.

XV. Board Retreat – Lee

Moved by Jade, seconded by Susan to authorize Lee to explore and bring recommendations to the Board for a consultant for a Board retreat to be scheduled. NOTE: Paul had to leave the meeting at 8:42 PM.

VOTE:

Lee: YES

Paul: ABSENT

Susan: YES

Sara: ABSENT

Jade: YES

Lee is authorized to proceed.

XVI. Intergovernmental Transfer – Jade

Moved by Jade, seconded by Lee, to transfer \$912,000 plus fees, or approximately \$1,095,395, to the California Department of Healthcare Services as an intergovernmental transfer as agreed by the previous Board in October of 2022 to qualify for matching dollars in the future.

VOTE:

Lee: YES

Paul: ABSENT

Susan: YES

Sara: ABSENT

Jade: YES

The transfer is authorized.

XVII. Suspension of the Bylaws to allow reimbursements- Jade

Moved by Jade, seconded by Susan, to table this item until the full Board is present.

VOTE:

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

The item is tabled.

XVIII. Board Representation on the Adventist Health Community Board – Lee

Moved by Jade, seconded by Susan, to recommend Lee for appointment to the Adventist Health community hospital board.

VOTE:

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

Lee will be recommended for appointment.

XIX. Authorization for an MCHCD Board credit card – Jade

Moved by Jade, seconded by Susan, to authorize the application for credit cards with a \$2000 limit for use by the Chair and Treasurer with statements of charges to be included in the Treasurer's monthly report for approved expenditures.

VOTE:

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

Credit cards are authorized.

XX. Community Comments – Lee

The Foundation offered help with grant writing. The agenda format used by the city of Fort Bragg was suggested.

XXI. Motion to Adjourn

Moved by Susan, seconded by Jade to adjourn.

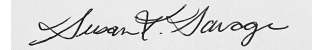
VOTE:

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

The meeting was adjourned at 9:04 PM.

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

Respectfully submitted,

A handwritten signature in cursive script, reading "Susan K. Savage", is displayed within a light gray rectangular box.

Susan K Savage, Secretary

DRAFT