



**MARIN HEALTHCARE DISTRICT**  
100-B Drakes Landing Road, Suite 250  
Greenbrae, CA 94904

**BOARD OF DIRECTORS  
REGULAR MEETING**

**MINUTES**

**Tuesday, August 11, 2015 @ 7:00 pm**  
Marin General Hospital, Conference Center

**1. Call to Order**

Chair Simmonds called the Regular Meeting to order at 7:01 pm. There was no reportable action taken at the Closed Session immediately preceding.

**2. Roll Call**

BOARD MEMBERS PRESENT: Chair Harris Simmonds, MD; Vice Chair Ann Sparkman; Director Larry Bedard, MD; Director Jennifer Hershon

BOARD MEMBER ABSENT: Secretary Jennifer Rienks

STAFF PRESENT: Lee Domanico, Chief Executive Officer; Colin Coffey, District Counsel; Louis Weiner, Executive Assistant to the Boards; James McManus, Chief Financial Officer

**3. General Public Comment**

Barbara Ryan, RN.

**4. Approval of Agenda**

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

**5. Approval of Consent Agenda**

Vice Chair Sparkman moved to approve the minutes of the Regular Meeting of July 14, 2015. Director Bedard seconded. Vote: all ayes.

**6. MGH Performance Metrics and Core Services Report, 1Q 2015**

CEO Domanico presented. MGH maintains full compliance and accreditation as required.

All hospital services are maintained and none have been eliminated; services have been added since the 2010 transfer from Sutter. Community Benefit and Charity Care exceeds that of other service providers in Marin. Managers' incentive plan is linked to Quality. HCAHPS scores' declines reflect high clinical demand, high inpatient and high Emergency census counts and diversions, exceeding the ability to meet bed demand (a plan of action to improve patient satisfaction will be reported during the "Hospital CEO's Report" later in this



meeting). Financial performance, including EBIDA and ratios, is favorable due to high patient volume. Quality metrics show performance at or close to national standards. For 2014-15, Patient Safety Indicator (PSI) composite scores for MGH significantly outperform the CMS national average. Director Hershon asked about the significance of the score of “16.94” for “Adult Post-Operative Sepsis” (page 7 of 14); Mr. Domanico will research it and follow up with her. Nursing turnover rate remains consistent. Ambulance diversion spikes are due to Emergency Department saturation.

Vice Chair Sparkman moved to approve the MGH Performance Metrics and Core Services Report for 1Q 2015. Director Hershon seconded. There was no further Board discussion, and no public comment. Vote: all ayes.

**7. Review and approve Sublease of Office Space/Services at Cardiovascular Associates of Marin, 2 Bon Air Road, by UCSF**

This agreement would normally be handled at the management level; however, it requires MHD Board action because MHD Board members Sparkman and Rienks are employees of UCSF. Conflict of Interest Findings are documented in this agreement, and Directors Sparkman and Rienks are recused from participating in the approval process.

Director Bedard moved to approve the terms of the sublease of space at 2 Bon Air Road to UCSF, as presented. Director Hershon seconded. There was no further Board discussion, and no public comment. Vote: all ayes, with Sparkman recused and Rienks absent.

**8. Bylaws Revision: Schedule of Board Officers Election and Board Committee Appointments**

Counsel Coffey reported that at a previous meeting it was suggested that the MHD Board Bylaws be amended in respect to scheduling when District Board Officers are elected and when District Board Committee Members are appointed, in order to allow newly-elected Board members time to become familiar with the current Board members and Board procedures. Mr. Coffey shared his view that most other similar public agencies share this provision. The MHD Bylaws currently require Officers to be elected at each year’s December Regular Meeting; it is proposed to revise this to occur at each year’s January Regular Meeting. The Bylaws currently require Committee Members to be appointed at each year’s January Regular Meeting; it is proposed to revise this to occur at each year’s February Regular Meeting.

Vice Chair Sparkman moved to amend the MHD Bylaws as proposed. Director Hershon seconded. There was no further Board Discussion and no public comment. Vote: all ayes.

**9. Report on MHD Bond Oversight Committee**

A Bond Oversight Committee, independent of the Board, is necessary and required to oversee the proper use of bond funds secured for the Hospital Replacement Project. A formal process for recruiting, nominating and selecting members is in place. A press release and notices have been sent. The committee will comprise five to seven qualified members of the community at large within the District, and it will be in place by November.



## **10. Committee Meeting Reports**

### **a. MHD Finance and Audit Committee (met July 27, 2015)**

Director Bedard reported that no action was taken in an informational meeting. Next year's budget is being worked on.

### **b. MHD Lease and Building Committee (met July 28, 2015)**

Vice Chair Sparkman reported that the L&B Committee met in a Special Study Session with full Board; all attended except for Director Bedard. Counsel Coffey presented a draft of the Amended Policies and Procedures for Board Meetings of the Marin Healthcare District (included at Tab 5). At that meeting all revisions were recommended for approval, and it was also recommended that guidance for parliamentary procedure be chosen between "Robert's" ("Robert's Rules of Order") and "Sturgis" ("Standard Code of Parliamentary Procedure").

Vice Chair Sparkman moved to approve the Amended Policies and Procedures for Board Meetings of the Marin Healthcare District, indicating "Roberts" as the stated guide for parliamentary procedure. Director Hershon seconded. There was no public comment and no further discussion. Vote: all ayes.

## **11. Reports**

### **a. District CEO's Report**

CEO Domanico combined both reports into one:

### **b. Hospital CEO's Report**

MGH 2.0, the Hospital Replacement Project, is on budget and on schedule: The West Wing Make Ready construction project is now proceeding, and the Hospital Replacement Building construction project is on target to begin early 2016. MGH financials for June were strong, July volume shows a slight dip, and August volume already shows an increase. One new linear accelerator is in place, and a second will be installed soon. Operating Room flow and Sterile Processing operations have improved, and surgeons have noticed the improvement. The "High-Middle-Low" MGH employee performance evaluation process is complete. In labor relations, the Radiology Associates agreement is finalized, Teamsters technical is finalized, Teamsters clerical is near completion, and CNA nursing agreement is in process. Dr. Tina Desai, vascular surgeon new to staff, is on board, partnering with Dr. Laura Pak. A joint agreement with UCSF for pediatric diabetes services is complete.

Mr. Domanico introduced Ms. Laura Zucco, newly-appointed Executive Director of Patient Experience, who presented "Patient Experience Update" slide presentation (on file and posted on MHD web site). The process includes: Root cause and data analysis of HCAHPS patient feedback; staff activity being developed; engagement of nursing leadership, nursing staff, and environmental services staff. Events include physician meetings, workshops with nursing assistants, and employee forums. The goal of improving patient experience and patient satisfaction will be an ongoing part of the MGH patient care culture.



**c. Chair's Report**

Chair Simmonds acknowledged Secretary Rienks' earlier suggestion for the District to consider pursuing "Certified" status with the Association of California Healthcare Districts (ACHD). Dr. Rienks will present this as an action item on the next agenda of the Board Regular Meeting.

**d. Board Members' Reports**

All District Board members, and several Hospital Board members, attended the recent (July 23-25) "Health Forum and the American Hospital Association Leadership Summit" in San Francisco, agreeing it was extremely beneficial and informative. Director Bedard reported that he recently presented a forum at Smith Ranch Homes regarding geriatric use of medical marijuana, and will soon do so at Villa Marin.

**12. Adjournment of Regular Meeting**

Chair Simmonds adjourned the meeting at 8:00 pm.