



**MARIN HEALTHCARE DISTRICT
BOARD OF DIRECTORS**

REGULAR MEETING

**Tuesday, August 11, 2020 @ 6:00 pm
Video/Tele Conference Call via Webex**

MINUTES

1. Call to Order and Roll Call

Chair Bedard called the Regular Meeting to order at 6:16 pm.

Board members present via Webex: Chair Larry Bedard, MD; Vice Chair Ann Sparkman;

Secretary Jennifer Rienks; Director Harris Simmonds, MD; Director Brian Su, MD

Staff present: Lee Domanico, CEO; Eric Brettner, CFO; Louis Weiner, Executive Assistant

Counsel present: Colin Coffey, Noel Caughman

Guest present: David Klein, MD

2. Disclosure of Action Taken in Closed Session

Dr. Bedard reported that in the Closed Session immediately preceding this meeting, the District Board approved retaining Mr. Lee Domanico as District CEO through September 30, 2020, and to appoint Dr. David Klein as District CEO beginning October 1, 2020.

The Board also recommended that counsel Mr. Coffey present Resolution 2020-06 for approval by Board in this Regular Meeting.

3. General Public Comment

There was no public comment.

4. Approval of Agenda

Dr. Simmonds moved to approve the Agenda as submitted. Ms. Sparkman seconded. **Vote: all ayes. Motion carried.**

5. Approval of Minutes of Regular Meeting of July 14, 2020

Dr. Simmonds moved to approve the Minutes as submitted. Ms. Sparkman seconded. **Vote: all ayes. Motion carried.**

6. Appointment of New CEO of Marin Healthcare District

Dr. Bedard moved to appoint David Klein, MD, as CEO of Marin Healthcare District, effective October 1, 2020. Dr. Simmonds seconded. There was no public comment and not further discussion. **Vote: all ayes. Motion carried.**



7. MHD Resolution 2020-06: Intention to Transition from At-Large to By-District Elections for 2022

Mr. Coffey presented and explained the Resolution. This is the initiation of a process envisioned by the California Voting Rights Act to convert elections of boards from at-large to by-district representation by geographical district. Details are within this Resolution. Once the 2020 national census data is released in 2021, this Board will proceed with the process as outlined in the Resolution to be ready by the November 2022 election.

There was no public comment and no further discussion. Dr. Su moved to approve the Resolution as presented. Ms. Sparkman seconded. **Vote by roll call: all ayes. Motion carried.**

8. Reallocate Portion of MHD Funds for COVID-19 Mobile Care Units to Increase Testing Capacity

Mr. Domanico announced that the County is coming forth with more operational and financial support for testing, and that he received a request to table this item until it is ready to be brought back to the Board. Dr. Bedard moved to table. Ms. Sparkman seconded. Dr. Su stated that this issue should be presented to the District COVID-19 Task Force before being resubmitted to the Board. **Vote: all ayes. Motion carried.**

9. COVID-19 Task Force Report

Dr. Su reported that the Task Force met on July 28. For FEMA reimbursement, the District must formalize a Memorandum of Understanding with Marin Health and Human Services, and District counsel is drafting the MOU. A similar agreement is being drawn up between the District and the Hospital. After agreements are signed within the next month, details of FEMA reimbursement can be completed and filed.

The Task Force funds allocated for income replacement and for housing has been exhausted. Triage kits have been distributed to 3 ER's, Marin Community Clinic and the mobile testing team; more kits are being supplied. The 2 mobile testing vans are up and running with one full time clinical coordinator and 2 nurses are newly hired; they are doing 120 tests per day in areas of high prevalence. Testing turnaround is a main issue; Abbott Labs point of care testing is quickest; we may outsource to Color Labs which has mobile units; the Task Force will weigh further options at the next meeting.

10. COVID-19 Hospital Update

Mr. Domanico reported that the Hospital is doing well treating COVID patients and the contagion rate has slowed. Today there are only 4 COVID inpatients with 2 of them in ICU; there have been no CDC (prison) patients for a few days. PPE is a 3-month supply, and MH Board and Foundation are raising funds to attain a 6-month supply. The hospital staff morale is high. Testing capacity is expanding with a contract with Color Labs. Testing is limited to symptomatic patients; visitors and all employees are screened upon entry. There still have been no hospital-contracted COVID cases.



Ms. Sparkman asked if CDC patients are treated similarly as other patients in regard to family virtual communication. Mr. Rienks asked about group testing for employees. Mr. Domanico will research and report back.

11. Committee Meeting Reports

a. Finance and Audit Committee (met July 25)

Dr. Simmonds reported on the committee's meeting of July 25. In Special Open Study Session, they discussed the structure of the rent due from the Hospital (lessee) to the District (lessor) as stated in the Lease, in which rent increase is tied to hospital performance and not an increase in the value of the hospital building. However, since the completion of the new hospital will increase the fair market value of the property assets, the fair market rent would thus increase, and the District may wish to consider an increase in rent. The Board will discuss this with District counsel and consider it further after the opening of the new hospital. The Study Session then adjourned to the Regular Meeting of the Committee.

(1) Approve 2021 Marin Healthcare District Operating Budget

Dr. Simmonds and Mr. Brettner reported that the 2021 budget presented to the Committee requires revision. Attorney and demographer fees for the California Voting Rights Act issue (as discussed earlier) are to be added. Costs for the Board member election are to be added. Mr. Brettner will research and make the revisions.

Ms. Rienks moved to table approval of the budget and have its revision resubmitted to the Committee for forwarding for approval at the next Board meeting. Ms. Sparkman seconded. **Vote to table: all ayes. Motion carried.**

(2) Approve Accounting of Marin Healthcare District Funds Due to Prima Medical Foundation

Dr. Su and Mr. Brettner explained the process, circumstances and reconciliation of clinical operations funds due from Marin Healthcare District to Prima Medical Foundation (dba MarinHealth Medical Network) from January 2019 to the present. Monthly statements of CHMB (billing vendor) and Union Bank were carefully researched and scrutinized by Ms. Lasnier, Controller. Total of funds due to MHMN is \$838,154, and Mr. Brettner stated that this amount is acceptable to pay to MHMN as settlement. The total of \$838,154 is acceptable to this Committee and recommends it for approval by the Board.

Dr. Bedard moved to approve the settlement of \$838,154 as presented. Dr. Simmonds seconded. There was no further discussion. **Vote: all ayes. Motion carried.**

b. Lease & Building Committee (met July 22)

Ms. Rienks reported that the Committee discussed planning the next webinar on COVID and is working to find a date agreeable to invited presenters.



12. Reports

a. District CEO's Report

Mr. Domanico reported that the new hospital construction will be completed this month, under budget with \$6M left in contingency. Pending all licensing in place, the first patient will be on September 15. Due to the financial impact of COVID, the \$52M West Wing Addition project for the new entrance and lobby will be delayed, and alternatives are being considered by the MarinHealth Board in October or November, and then forwarded to this Board for final approval.

b. Hospital CEO's Report

Mr. Domanico reported that the hospital is doing well treating COVID patients and all patients successfully and safely. Financial operations are doing better than predicted, with a positive cash flow in June; July looks good but there is still a long way to make up for losses March-May. The MarinHealth Board has approved a Revitalization Plan for up to \$90M in improvements through 2022. After 3 months the Plan has already surpassed its 2020 year-end goal. The Plan needs to be successful to get back to pre-COVID financial condition.

Hospital staffing is now down about 10-15% from budget; in April it was down 50%. Staffing is being brought back as patient volume slowly recovers. OR schedule is about 85% of budget now and clinics are doing better though the clinic volumes lag behind OR volumes.

c. Chair's Report

Dr. Bedard thanked Mr. Domanico for all of his work and leadership for the District and the Hospital. He expressed pleasure that Mr. Domanico will remain as District CEO through September and the new hospital's opening.

d. Board Members' Reports

Each of the Board members expressed personal thanks to Mr. Domanico. Ms. Sparkman expressed gratitude for his leadership in transitioning from Sutter and for the building of the new hospital. From his perspective as a practicing physician, Dr. Su spoke of the positive changes he's seen in his 13 years here, and expressed being humbled and proud of the new hospital that matches the high quality of the medical services, made possible because of Mr. Domanico and his team. All agreed enthusiastically.

13. Agenda Items Suggested for Future Meetings

Ms. Rienks suggested a discussion of topics for future Community Health Webinars.

14. Adjournment

Chair Bedard adjourned the meeting at 7:32 pm.