

MARIN HEALTHCARE DISTRICT

100-B Drake's Landing Road, Suite 250, Greenbrae, CA 94904
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Telephone: 415-464-2090
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TUESDAY, NOVEMBER 12, 2024
BOARD OF DIRECTORS
5:30 PM: REGULAR OPEN MEETING

Board of Directors:

Chair: Edward Alfrey, MD (Div. 5)
Vice Chair: Ann Sparkman, RN/BSN, JD (Div. 2)
Secretary: Jennifer Rienks, PhD (Div. 4)
Directors: Brian Su, MD (Div. 3)
Samantha Ramirez, BSW (Div. 1)

Staff:

David Klein, MD, MBA, CEO
Eric Brettner, CFO
Colin Leary, General Counsel
Tricia Lee, Executive Assistant

Location:

MarinHealth Medical Center
Conference Center
250 Bon Air Road, Greenbrae CA

Public option: Zoom video:

<https://mymarinhealth.zoom.us/join>
Meeting ID: **987 7245 6255**
Passcode: **156223**
Or via Zoom telephone: 1-669-900-9128

AGENDA

| | <u>Presenter</u> | <u>Tab #</u> |
|---|------------------|--------------|
| <u>5:30 PM: REGULAR OPEN MEETING</u> | | |
| 1. Call to Order and Roll Call | Alfrey | |
| 2. Oaths of Office for Board Members Appointed In-Lieu of Election | Klein/Leary | #1 |
| a. Ann Sparkman (Division 2) | | |
| b. Edward Alfrey, MD (Division 5) | | |
| 3. General Public Comment | Alfrey | |
| <i>Any member of the audience may make statements regarding any items NOT on the agenda. Statements are limited to a maximum of three (3) minutes. Please state and spell your name if you wish it to be recorded in the minutes.</i> | | |
| 3. Approve Agenda (action) | Alfrey | |
| 4. Approve Minutes of the Regular Meeting of October 8, 2024 (action) | Alfrey | #2 |
| 5. Healthcare Advocacy and Emerging Challenges, Trends and Election Update | Klein | |
| 6. Committee Reports | | |
| A. Finance & Audit Committee (met Oct. 28) | Su | |
| 1) Investment Strategy; 60/40 allocation between fixed assets & equity investments (action) | | |
| B. Lease, Building, Education & Outreach Committee (did not meet) | Rienks | |

The agenda for the meeting will be posted and distributed at least 72 hours prior to the meeting. In compliance with the Americans with Disabilities Act, if you require accommodations to participate in a District meeting please contact the District office at 415-464-2090 (voice) or 415-464-2094 (fax) at least 48 hours prior to the meeting. Meetings open to the public are recorded and the recordings are posted on the District web site.

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5:30 PM: REGULAR OPEN MEETING

7. Reports

A. District CEO's Report

Klein

B. Hospital CEO's Report

Klein

C. Chair's and Board Members' Reports

All

8. Agenda Suggestions for Future Meetings

All

9. Adjournment of Regular Meeting

Alfrey

Next Regular Meeting: Tuesday, December 11, 2024 @ 5:30 p.m.

Tab 1

**Certificate of Appointment In-Lieu of Election
and Oath of Office**

STATE OF CALIFORNIA

County of Marin

*I, Lynda Roberts, Registrar of Voters of Marin County, having jurisdiction over the conduct of the
Statewide General Election held on the 5th day of November 2024, do hereby certify that*

ANN SPARKMAN

*is nominated and to be appointed in-lieu of election, and will take office
and serve a 4-year term exactly as if elected, to the office of
Director, Marin Healthcare District, Division 2*

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal on this 24th day of September, 2024

sl Lynda Roberts - Registrar of Voters



STATE OF CALIFORNIA

County of Marin

OATH OF OFFICE

*I, ANN SPARKMAN, do solemnly swear or affirm that I will support and defend the Constitution of the
United States and the Constitution of the State of California against all enemies, foreign and domestic; that I
will bear true faith and allegiance to the Constitution of the United States and the Constitution for the State of
California; that I take this obligation freely, without any mental reservation or purpose of evasion; and that I
will well and faithfully discharge the duties upon which I am about to enter.*

Director, Marin Healthcare District, Division 2

NAME OF OFFICE

SIGNATURE OF APPOINTEE AS REQUIRED BY EC SECTION 200

12th day of November, 2024

SIGNATURE OF PERSON ADMINISTERING OATH

David G. Klein, MD, Chief Executive Officer
TITLE OF PERSON ADMINISTERING OATH

Before taking office, each member must take and subscribe to the Oath of Office before a governing board member, other school officer, state or county officer, judicial officer or notary public, to be filed with the County Clerk/Registrar of Voters. (Gov. Code 1360-1369)

**Certificate of Appointment In-Lieu of Election
and Oath of Office**

STATE OF CALIFORNIA

County of Marin

I, Lynda Roberts, Registrar of Voters of Marin County, having jurisdiction over the conduct of the Statewide General Election held on the 5th day of November 2024, do hereby certify that

EDWARD ALFREY

*is nominated and to be appointed in-lieu of election, and will take office
and serve a 4-year term exactly as if elected, to the office of
Director, Marin Healthcare District, Division 5*

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal on this 24th day of September, 2024

s/ Lynda Roberts - Registrar of Voters



STATE OF CALIFORNIA

County of Marin

OATH OF OFFICE

I, EDWARD ALFREY, do solemnly swear or affirm that I will support and defend the Constitution of the United States and the Constitution of the State of California against all enemies, foreign and domestic; that I will bear true faith and allegiance to the Constitution of the United States and the Constitution for the State of California; that I take this obligation freely, without any mental reservation or purpose of evasion; and that I will well and faithfully discharge the duties upon which I am about to enter.

Director, Marin Healthcare District, Division 5

NAME OF OFFICE

SIGNATURE OF APPOINTEE AS REQUIRED BY EC SECTION 200

12th day of November, 2024

SIGNATURE OF PERSON ADMINISTERING OATH

David G. Klein, MD, Chief Executive Officer
TITLE OF PERSON ADMINISTERING OATH

Before taking office, each member must take and subscribe to the Oath of Office before a governing board member, other school officer, state or county officer, judicial officer or notary public, to be filed with the County Clerk/Registrar of Voters. (Gov. Code 1360-1369)

Tab 2

**MARIN HEALTHCARE DISTRICT
BOARD OF DIRECTORS**

REGULAR MEETING

**Tuesday, October 8, 2024
MarinHealth Medical Center
Conference Center**

MINUTES

1. Call to Order and Roll Call

Chair Alfrey called the Regular Meeting to order at 5:31 pm.

Board members present: Chair Edward Alfrey, MD; Vice Chair Brian Su, MD; Secretary Jennifer Rienks, PhD (via Zoom); Ann Sparkman, RN/BSN, JD; Samantha Ramirez, BSW

Staff present: Eric Brettner, CFO; Colin Leary, General Counsel; Tricia Lee, EA

Staff Absent: David G. Klein, MD, CEO

2. General Public Comment

There was no public comment.

3. Approve Agenda

Ms. Rienks moved to approve the agenda as presented. Ms. Sparkman seconded. **Vote: all ayes.**

4. Approve Minutes of the Regular Meeting of September 10, 2024

Ms. Sparkman moved to approve the minutes as presented with minor corrections. Ms. Rienks seconded. **Vote: all ayes.**

5. Bloom Energy Borrowing

Mr. Brettner presented the Bloom Energy borrowing (TAB 2). The Bloom Energy project was previously brought to the board for discussion, at that time the shared saving program to finance was being explored. However, that option proved to be less than optimal. Bloom required a 25% down payment. After tax credits, \$6 million remained for financing, but with an interest rate over 12%. High penalties were set if the hospital opted out, including a termination fee covering all owed funds and an additional \$4 million. The terms were deemed too risky and financially burdensome for the hospital.

Alternative financing solutions included Bank of America (BofA). BofA proposed to finance 100% of the project at an interest rate under 6%.

BofA terms include a 10-year loan with the option to pay down after tax credits are received, reducing the \$15 million loan to \$10 million. The loan's structure minimizes initial debt impact, and the full savings of around \$2 million annually will accrue to the hospital post-loan repayment.

6. MHD Board of Directors Resolution No. 2024-05. Approving MarinHealth Medical Center Loan from Bank of America in Connection with Bloom Energy Financing

Resolution No. 2024-05 Approving MarinHealth Medical Center Loan from Bank of America in Connection with Bloom Energy Financing (TAB 3) was presented.

Chair Alfrey asked for a motion to approve, Dr. Su moved to approve the Resolution. Ms. Rienks seconded. **Vote: all ayes**

7. Healthcare Advocacy and Emerging Challenges and Trends

Dr. Alfrey provided an update on SB 1432, Seismic Reform. The bill, which would have granted hospitals additional time to comply with the 2030 Seismic Standards, was vetoed by the governor. This setback affects hospitals seeking extensions for seismic compliance, particularly those not classified as crisis, home programs, small, critical access, or district hospitals.

Dr. Alfrey provided an update to AB 896, Seismic Safety and Compliance Bill. The bill has been signed by the governor. This bill provides specific hospitals, such as crisis, critical access, and district hospitals, the ability to seek approval for a delay in the 2030 Seismic Standards compliance.

Dr. Alfrey provided an update on SB 977, which focuses on increasing penalties for assault and battery against healthcare workers. The bill has been signed by the governor.

Dr. Alfrey provided an update on Assembly Bill 1778, which pertains to electric bike safety, primarily impacting Marin County. The bill has been signed by the governor, establishing a pilot program for e-bike riders. The program restricts e-bike use for individuals under 16 and mandates helmet use.

Dr. Alfrey provided an update on SB 1432 Rural Healthcare Preservation. This bill, aimed to ensure the sustainability of small, rural, and critical access hospitals was vetoed by the governor.

Dr. Alfrey provided an update to Proposition 35, which aims to protect medical access by addressing tax regulations and health insurance. This proposition is on the ballot for the November 5, 2024 election.

8. Committee Reports

A. Finance & Audit Committee

Finance and Audit Committee did not meet.

B. Lease, Building, Education and Outreach Committee

Ms. Rienks provided an update on upcoming and past events.

- The Hypertension Seminar was successful with high attendance.
- Community Workers' Day is scheduled for Saturday, October 19, from 11:00 am to 2:00 pm at Matt & Jeff's Car Wash in San Rafael.
- West Marin Community Health & Wellness Fair, tentative dates November 7, 3:00 – 5:00 pm at Williams Elementary or November 14, 2:00 – 5:00 pm at Tomales Town Hall.
- Marin City Event November 2, 11:00 AM – 2:00 PM
- Man's and Women's Health Seminar, originally scheduled for the fall has been moved to February 8, 2025.
- Careers in Medicine Event is scheduled for January 28, 2025 2:00 – 4:00 pm at Marinhealth Medical Center.
- An event in Spanish for next year related to maternal mental health.

Ms. Rienks also noted the new website redesign progressing.

9. Reports

A. Hospital and District CEO's Report

No report was given, Dr. Klein was not present at meeting.

B. Chair's and Board Members' Reports.

Ms. Ramirez shared her recent experience attending the hypertension seminar, noting that it was well-organized and commending the presenters for their excellent work. She extended a special recognition to Jill and everyone involved in supporting the event.

Ms. Ramirez expressed an interest in diversifying both the locations and topics of future seminars to attract a broader and more varied audience.

10. Agenda Suggestions for Future Meetings

Ms. Sparkman, requested the new president of College of Marin to come speak on information related to their nursing program and trade schools.

Ms. Sparkman also requested the Commission on Aging attend a future meeting.

11. Adjournment of Regular Meeting

Chair Alfrey adjourned the meeting at 6:08 pm.