

MINUTES  
REGULAR BOARD MEETING  
LOS MEDANOS COMMUNITY HEALTHCARE DISTRICT  
Monday, January 14, 2019  
6:30 p.m. – LMCHD Board Room

**1. CALL TO ORDER/ ROLL CALL**

The meeting was called to order at 6:32 p.m.

Roll Call

Present: Directors: Mason, Fountain, Young, Strong, Cromartie  
Absent: Directors: None

**2. PLEDGE OF ALLEGIANCE**

Director Young led in the Pledge of Allegiance.

**3. LMCHD MISSION: LMCHD identifies disparities in health care among District residents and contributes to solutions – LMCHD VISION: LMCHD is cultivating a community in which good health may flourish for all District residents – *Director Young read the Mission Statement***

**4. PUBLIC COMMENTS – Non-Agenda Items (3 minutes/individual) - No public comments.**

**5. BOARD REORGANIZATION**

**5.1 Presentation to Director Cromartie**

Board Vice President Fountain presented a plaque to Director Cromartie for service as Board President from 2017 through 2019.

**5.2 Appointment of Committee Chairs/Members**

The Board President designated representatives of Committees for 2019, as follows:

Grants and Policy Committee:

Chair: **Linda Strong**  
Members: All Board Members

Garden Committee:

Chair: **Lee Mason**  
Member: Patt Young

DPAC

Chair: **J. Vern Cromartie**  
Member: Linda Strong

Finance Committee:

Chair: **Art Fountain**  
Members: All Board Members

REAL Committee:

Chair: **Art Fountain**  
Member: J. Vern Cromartie

Ad Hoc Committee:

Chair: **J. Vern Cromartie**  
Member: Patt Young

Outreach Committee:

Chair: **J. Vern Cromartie**  
Member: Linda Strong

**6. APPROVAL OF MINUTES**

**6.1 Regular Board Meeting of December 10, 2018 – Action #190102**

Director Cromartie noted a correction to Page 2, to modify the word “appoint” to “elect” in Paragraphs 1, 2 and 3.

He noted a name spelling correction on Page 5, Item 8.7, Paragraph 2, from “Iteka Greene” to “Itika Greene.”

He requested that Page 5, Item No. 10.1, Sentence 1, be modified to state: “Interim Executive Director Greene reported and discussed *New Laws for 2019 . . .*”.

A motion was made by Director Fountain, seconded by Director Strong, to approve the minutes, as corrected for December 10, 2018. The motion was approved by the following vote:

AYES: Directors: Mason, Fountain, Young, Strong, Cromartie

NOES: Directors: None

ABSENT: Directors: None

ABSTAIN: Directors: None

### **6.2 Special Meeting of December 7, 2018 – Action #190103**

A motion was made by Director Fountain, seconded by Director Strong, to approve the minutes of December 7, 2018. The motion was approved by the following vote:

AYES: Directors: Fountain, Young, Strong, Cromartie

NOES: Directors: None

ABSENT: Directors: None

ABSTAIN: Directors: Mason

### **6.3 Special Board Meeting of January 2, 2018 – Action #190104**

A motion was made by Director Fountain, seconded by Director Strong, to approve the minutes of January 2, 2019. The motion was approved by the following vote:

AYES: Directors: Fountain, Young, Strong

NOES: Directors: None

ABSENT: Directors: None

ABSTAIN: Directors: Mason, Cromartie

### **6.4 Special Board Meeting of January 9, 2018 – Action #190105**

Director Cromartie requested that the minutes be modified to add “No reportable information” following reconvening the Special Meeting under Item No. 5.

A motion was made by Director Fountain, seconded by Director Young, to approve the minutes of January 9, 2018, as corrected. The motion was approved by the following vote:

AYES: Directors: Fountain, Young, Cromartie

NOES: Directors: None

ABSENT: Directors: None

ABSTAIN: Directors: Mason, Strong

## 7. CONSENT CALENDAR

- 7.1 Approval of Financial Report – **Action #190106**
- Profit and Loss for July through November 2018
  - Budget vs. Actual July through November 2018
  - Balance Sheet as of November 2018
  - Credit Card Charges – November 2018
  - Cash Disbursements – November 2018

Accountant Craig Collins responded to questions by Board members. He confirmed the current balance in the District's account as \$477,061.04.

Board members requested that the account balance be provided under the Financial Report on future Board Meeting agendas.

A motion was made by Director Fountain, seconded by Director Mason, to approve the Consent Calendar. The motion was approved by the following vote:

AYES: Directors: Mason, Fountain, Young, Strong, Cromartie  
NOES: Directors: None  
ABSENT: Directors: None  
ABSTAIN: Directors: None

## 8. ACTION ITEMS

- 8.1 Review/Approve Finance Committee recommendation to compensate Interim Executive Director Itika Greene for extra hours worked between October 1, 2018 to December 31, 2018 – **Action #190107**

The Board President directed that this item be pulled from the agenda, as this subject will be discussed in Closed Session on Thursday, January 17.

- 8.2 Review/Approve Grants and Policy Committee decision to support a modification to their 2018 Fall Health and Wellness proposal - Satellite Affordable Housing Associates (SAHA) - **Action #190108**

It has come to the attention of the staff that the request to modify this proposal has been withdrawn by the applicant. The Board, therefore, did not consider this modification.

- 8.3 Review/Approve REAL Committee recommendation to extend temporary office assignment – **Action #190109**

The Board President directed that this item be pulled and reviewed again at the next scheduled REAL Committee meeting.

- 8.4 Review/discuss/approve settlement of Office of Statewide Health Planning and Development obligations – **Action #190110** – *Craig Collins, Accountant*

Accountant Craig Collins stated that under the terms of the bankruptcy settlement agreement with the Office of Statewide Health Planning and Development (OSHPD), the District has agreed to pay \$500,000 to OSHPD in August 2019. Beginning August 1, 2020 through January 31, 2026, the District is obligated to pay to OSHPD any rent received for use of the building.

Contra Costa County has approached OSHPD and inquired if the District were dissolved and the property conveyed to the County, would OSHPD accept a total of \$1,383,956, in exchange for settling the District's obligation and releasing all encumbrances on the property. Since the District paid \$500,000 in July 2018, this would require an additional payment of \$883,956.

Mr. Collins stated that LMCHD now has the option of approaching OSHPD to negotiate a settlement. The Board may wish to consider whether or not to approach OSHPD in an attempt to obtain similar early settlement terms of the bankruptcy agreement.

Following discussion by the Board, a motion was made by Director Fountain, seconded by Director Strong, to authorize Accountant Craig Collins to commence discussions with OSHPD regarding negotiation of this settlement, as discussed by the Board. The motion was approved by the following vote:

AYES: Directors: Mason, Fountain, Young, Strong, Cromartie  
NOES: Directors: None  
ABSENT: Directors: None  
ABSTAIN: Directors: None

## 9. BOARD REPORTS

### 9.1 Board Member Reports

- Director Strong - *The Board has received a letter from Greater Faith Food Pantry thanking LMCHD for providing funding to cover the holidays.*
- Director Mason – *Annual Christmas party at Ambrose Community Center.*
- Director Fountain – *Reminded members who have not yet expended their Community Benefit Funding to look at possible community organizations to receive this funding assistance.*
- Director Young – *Expressed concern regarding how committee appointments are made and how issues before the REAL Committee become bogged down in committee and are not passed along to the full Board. It was suggested that the Committees section of the Bylaws be reviewed in a Board Study Session or Grants and Policy Committee meeting.*

### 9.2 Board President Report – Report Re: January 9, 2018 LAFCO meeting and dissolution status

- Director Cromartie reported that the LAFCO Board voted to dissolve LMCHD on January 9. However, the District's legal counsel was able to obtain a Stay Order to delay final action until February 7 to allow time to confirm the final signature count and verify the County's signature requirement.

### 9.3 Legal Reports – None

## 10. COMMITTEE REPORTS/RECOMMENDATIONS/MINUTES

### 10.1 Committee Minutes

- a) Community Garden Committee – November 14, 2018 meeting minutes – *Director Mason reported.*
- b) REAL Committee – November 8, 2018 meeting minutes – *Director Fountain reported. It has been suggested to move the Standing Committee date to the first Thursday of each month.*
- c) Grants & Policy Committee – November 9, 2018 meeting minutes - *Director Strong reported.*
- d) DPAC Committee – November 27, 2018 meeting minutes – *Director Cromartie reported.*
- e) Outreach Committee – November 27, 2018 meeting minutes – *Director Cromartie reported that on January 11, he and Director Strong met at Parkside Market and presented a plaque for Good Health Best Practices award from LMCHD..*
- f) Finance Committee – November 26, 2018 meeting minutes – *Director Fountain reported. It was suggested that a category be added to the Finance Committee agenda to include Review/Discuss current financial statistics.*

## 12. COMMUNICATIONS/ INFORMATION ONLY

- Director Strong reported that she would not be available to attend upcoming meetings due to a scheduled medical procedure, but when possible, would teleconference for meetings.
- Director Strong thanked Board and staff members for their thoughtfulness during her recent family loss.

## 13. ADJOURNMENT

There being no further business to come before the Board, the meeting was adjourned at 8:00 p.m.

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Barbara Kee  
Recording Secretary

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Lee Mason  
LMCHD Board Secretary