

Citizens' Commission on Ownership & Governance of Memorial Health System
Oct. 20, 2010
Meeting Summary
FINAL

Commissioners present: Chair Bob Lally, Vice-Chair Martha Barton, Vice-Chair Jay Patel, Myrna Candreia, Paul Dougherty, Dave Munger, Bill Hodson, Peggy James, Bill Murray

Consultant: Larry Singer

Topic: Crafting final recommendation

Location: First United Methodist Church

Time: Noon

Commission eliminates three models from consideration

The Oct. 20 Commission meeting marked the first occasion where the Commissioners eliminated specific models from consideration. The meeting included debate and several close votes, including a 6-3 decision to remove the three "Stay as is" options from the list of possible ownership and governance models. Those options included continuing the current governance and ownership structure without any change; continue public ownership but remove the mill levy that can be activated by City Council in case of financial deterioration; and maintaining the current structure with tweaks to governance as allowed by state law.

The Commission debated whether any option should be dropped prior to weighing them against the parameters that consultant Larry Singer provided as baselines for all models. Singer said the parameters are aspects to healthcare that the community as well as local and national experts have expressed as important no matter the future course of the system. Those parameters are: charity care and public health; essential services; quality of care; community responsiveness (board composition/city council appointee/annual meeting/other); financial stability; approval of sale, merger, consolidation, change of membership, sale of substantially all assets; and reversionary interest.

Munger told his fellow Commissioners that he was comfortable removing the three "Stay as is" options from consideration because they had been adequately studied and it was time for the Commission to begin making its opinions public.

Murray agreed, stating there was enough evidence to suggest the "Stay as is" models did not adequately fulfill the Commission's charter to reduce financial and legal risk and provide better quality care.

The Commission also discussed whether conducting an additional town hall meeting was necessary considering the numerous public meetings already held and the tremendous amount of public input received. Barton and Lally cited a request by Mayor Lionel Rivera

during a meeting with the two Commissioners. Barton and Lally said Mayor Rivera asked that he and City Council be made aware of the final recommendation before it was released to the public (addendum: the mayor has since stated this was a misunderstanding and that the Commission should continue its public meetings and recommendation: *Gazette, 10/20/2010*)

Several Commissioners and Singer said they did not see any point in conducting an additional town hall if they were not able to announce the final recommendation. It was also suggested the Commission meet in executive session in November to craft final language of the report before its Nov. 22 deadline and presentation before City Council.

Hodson said the Commission could lose credibility if it conducted another town hall without announcing a final recommendation, and Munger said he was not entirely comfortable with an executive session, adding it could be detrimental to the public process.

Singer suggested the executive session in order to create the verbiage for the report to council without distraction. He said that "verbiage will be important and must capture the Commission's voice clearly." The executive session to draft a recommendation is permissible by law and had been discussed with City Attorney Pat Kelly, Lally said.

Murray said the decision should not be made in executive session, but rather be limited to drafting the report. He also said the Commission should request a written response from council regarding its interpretation of the recommendation.

The Commission put an additional town hall to a vote and it failed 5-4. However, it was later decided to promote the final publically open Commission meeting in the evening of Nov. 3 as a Commission Meeting/Town Hall given that there will be additional time allotted for public comment and input.

Additionally, the Commissioners discussed their responsibilities following their Nov. 22 recommendation to council.

Lally said the charter officially runs through April 2011, and Barton added that there is not clarity beyond the Nov. 22 deadline, but that she understood the Commission's responsibilities to be complete with the recommendation.

Singer's contract is active through March of next year, and Lally said he would like to be available as a resource for the city attorney, who will be drafting the ballot language leading up to the April 2011 elections if council accepts a recommendation for change.

Candreia said her concern would be a misrepresentation of the Commission's intent if it does not remain involved in drafting, or is at least allowed to review, the ballot language.

Singer reminded the Commissioners that council can reject the recommendation entirely and regardless of how the ballot language is drafted, it will likely reflect council's intent.

Patel agreed that with the amount of knowledge amassed by the Commission since February, it could be a valuable tool following the November recommendation.

James echoed Patel's sentiment. "Who better to talk about this than the members of this group," she said, adding there are clubs and community groups that still need to be informed prior to the 2011 election.

Murray said the Commissioners are "stewards of purpose, and that purpose is to make the community and system become better."

In closing, the Commissioners and Singer discussed how the final recommendation should be presented to council, including physical documents containing an executive summary, an introduction of the Commissioners, the "extensive community outreach" through town halls and public meetings, as well as information regarding the national and local healthcare experts. Singer said it would be important to include topics heard repeatedly during those healthcare presentations, such as the national capital crisis, capital strength and the need for agility.

Singer said he would highlight advantages and disadvantages of all models and provide a section that summarizes the final recommendation in detail.

The Commissioners discussed including the pros and cons worksheets and public comments from town halls. The group brainstormed ways to ensure the work is archived beyond the life of the Commission's Web site, including providing bound copies of the Commission's work to public and university libraries as well as any major print media in town.

Meeting Adjourned: 3:30 p.m.