

**REGULAR MEETING
BOARD OF DIRECTORS
March 24, 2015**

CALL TO ORDER

The regular meeting of the Camarillo Health Care District Board of Directors was called to order on Tuesday, March 24, 2015 at 5:09 p.m., at the Camarillo Health Care District, 3615 E. Las Posas Road, Suite 160, Camarillo, California, by Rod Brown, President.

QUORUM:

The following Directors were present:

Rodger Brown, M.B.A., President
Richard Loft, M.D., Director

Absent:

Christopher Loh, M.D., Vice President
Mark Hiepler, Esq., Clerk of the Board
Peggy O'Neill, R.N., Director

Staff:

Jane Rozanski, Chief Executive Officer
Kara Ralston, Chief Operations Officer
Sonia Amezcua, Chief Human Resources Officer
Karen Valentine, Clerk to the Board

Consultant:

David Mitchell, CPA, Mitchell and Associates

Attorney:

Charles W. Cohen, Of Counsel, Jackson, DeMarco, Tidus, Peckenpaugh

PLEDGE OF ALLEGIANCE

Director Loft

AMENDMENTS TO THE AGENDA

MANAGEMENT REPORT

Jane Rozanski, Chief Executive Officer, introduced long time Congregate Meal volunteer, James Fowble Jr. to the Board, who presented Mr. Fowble with a memento of their appreciation, for his support of the District through his volunteerism.

Ms. Rozanski discussed a potential new partnership with the Oxnard Union High School District, and their new "Linked Learning" Program. This program will pair high school students with the desire to enter into the health care field with organizations offering those services. Freshman and sophomore students would volunteer at the District, where junior and senior students would be paid interns.

Chief Operations Officer, Kara Ralston, updated the Board on her Health Professionals Education Foundation (HPEF) Allocations Meeting. HPEF is tasked with annually awarding millions of dollars in scholarship and loan repayment awards to students and health professionals in underserved communities. Ms. Ralston also updated the Board on the Camarillo Saving Lives Coalition, and emerging opportunities with our Brain Fitness Center.

David Mitchell, Certified Public Accountant, Mitchell and Associates, presented the District financial report.

BOARD PRESIDENT'S REPORT

At 5:58 p.m., Board President, Rod Brown, adjourned the meeting until 6:30.

Director Hiepler arrived at 6:23 p.m. (Quorum)

Board President, Rod Brown Reconvened the meeting at 6:25.

APPROVAL OF MINUTES

A. It was **MOVED** by Director Loft, **SECONDED** by Director Hiepler, and **MOTION PASSED** that the Board of Directors approve the minutes of the Regular Meeting of February 24, 2015.

Aye – Brown, Hiepler, Loft

Absent – Loh, O'Neill

B. It was **MOVED** by Director Loft, **SECONDED** by Director Hiepler, and **MOTION PASSED** that the Board of Directors approve the minutes of the Special Meeting of March 10, 2015.

Aye – Brown, Hiepler, Loft

Absent – Loh, O'Neill

CONSENT CALENDAR

It was **MOVED** by Director Loft, **SECONDED** by Director Brown, and **MOTION PASSED**, that the Consent Calendar be approved.

Aye – Brown, Hiepler, Loft

Absent – Loh, O'Neill

CLOSED SESSION – 6:26 P.M.

Pursuant to Government Code 54956.9 (d)(4) – Based on existing facts and circumstances, the legislative body of the local agency has decided to initiate or is deciding whether to initiate litigation.

RECONVENE FROM CLOSED SESSION – 7:00 P.M.

Announcement of Closed Session – It was **MOVED** by Director Hiepler, **SECONDED** by Director Brown, and **MOTION PASSED** that the Board directs CEO Rozanski to enter into a Fee Agreement with Ferguson Case Orr Paterson LLP, Michael Velthoen, for potential litigation referencing a fee dispute.

Aye – Brown, Hiepler, Loft

Absent – Loh, O’Neill

ACTION ITEM – CEO CONTRACT

CEO Rozanski introduced Charles Cohen, Of Counsel, Jackson, DeMarco, Tidus, Peckenpaugh, who will be advising Ms. Rozanski on her contract. Ms. Rozanski presented the Board with a rough draft of her contract, showing changes suggested by Jackson, DeMarco, Tidus, Peckenpaugh, and new monetary terms being requested by Ms. Rozanski. Board members had some questions on the contract, and would like their own legal representative to review the contract.

It was **MOVED** by Director Hiepler, **SECONDED** by Director Loft, and **MOTION PASSED**, that the Board of Directors contract with LightGabler to review and advise the Board on the CEO Contract.

Aye – Brown, Hiepler, Loft

Absent – Loh, O’Neill

FUTURE MEETING AND EVENTS

Board of Directors Meetings:

Tuesday, April 28, 2015, 12:00 p.m.

Tuesday, May 26, 2015, 5:00 p.m.

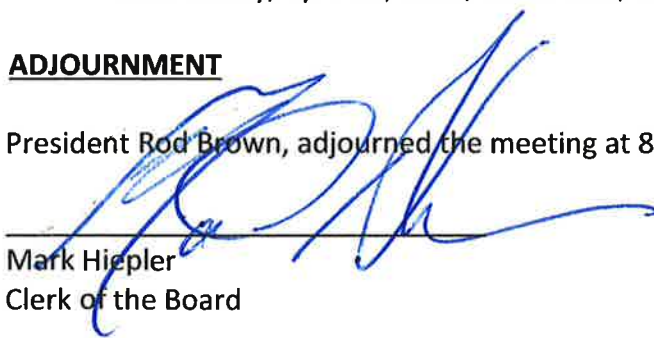
Tuesday, June 9, 2015, 5:00 p.m. – First Reading of Fiscal Year 2015/2016
Operating and Capital Budgets

Wednesday, April 29, 2015, 7:00 a.m., Spring Panel Breakfast

Wednesday, April 29, 2015, 11:30 a.m., Volunteer Appreciation Luncheon

ADJOURNMENT

President Rod Brown, adjourned the meeting at 8:02 p.m.



Mark Hiepler
Clerk of the Board