

**MINUTES**

**January 23, 2018**

**Regular Meeting of the Board of Directors**

3615 E. Las Posas Road, Suites 160 & 161, Camarillo, CA 93010

**Board of Directors - Present**

Rodger Brown, MBA, Board President  
Richard Loft, MD, Clerk of the Board  
Mark Hiepler, ESQ, Director  
Thomas Doria, MD, Director

**Staff - Present**

Kara Ralston, Chief Executive Officer  
Sonia Amezcua, Chief Administrative Officer  
Renee Murphy, Accounting Manager  
Karen Valentine, Clerk to the Board

**Participants - Present**

Michael Velthoen, Esq., *Ferguson Case Orr Patterson, LLP*  
Rick Wood, *CSDA Financial Services - Teleconference*

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1. **Call to Order and Roll Call** - The Regular Meeting of the Camarillo Health Care District Board of Directors was called to order on Tuesday, January 23, 2018, at 12:00 p.m., by Rodger Brown, President.
  2. **Pledge of Allegiance** – Director Brown
  3. **Amendments to The Agenda** – None
  4. **Public Comment** – No Public Comments
  5. **Presentations** – None
  6. **Discussion/Action Item** -

A. CEO Ralston and Rick Wood presented the District’s Disbursements and Financial Report for the period ending December 31, 2017.

It was **MOVED** by Director Loft, **SECONDED** by Director Hiepler, and **MOTION PASSED** that the Board of Directors approve the District Disbursements and Financial Report for the period ending December 31, 2017.

**Vote to Approve Financial Report  
For Period Ending December 31, 2017**

Director Brown	Aye
Director Loh	Absent
Director Loft	Aye
Director Hiepler	Aye
Director Doria	Aye

- B. Discussion regarding the 2016/2017 fiscal year audit. CEO Ralston relayed a voice mail message from contracted audit firm, Poindexter & Company (Mark Poindexter), that his business, files and home were lost in the December 2017 Thomas Fire, the largest wildfire recorded in California's history, and therefore, he will not be completing the agreed upon financial audit for year ending June 30, 2017. Further, that voice mail instructed the District that Poindexter & Company will no longer accept government accounts. The issue was brought to the Finance/Investment Committee, and the following discussion ensued and was presented to the full Board: *In light of the loss of a nearly 80% completed audit, and in light of the now urgent timeline in meeting state reporting requirements, the Finance and Investment Committee has requested a proposal from local firm Fanning and Karrh, for the completion of a financial audit ending June 30, 2017, and for two years following.* This proposal will be presented to the Board of Directors at the regularly scheduled meeting on February 27, 2018.

Staff will inquire with District's insurance carrier regarding any potential for recovery of the loss of payments to Poindexter & Company toward an audit that will not be delivered; Poindexter & Company has also indicated their own inquiry into their liability insurance carrier.

7. **Closed Session:** Entered Closed Session at 12:30 p.m.

- A. Conference with Legal Counsel – Existing Litigation, one case, Government Code §54956.9(d)(1), Camarillo Health Care vs. Rozanski, Ventura County Superior Court Case No. 56-2016-00487601-CU-MC-VTA.
- B. Conference with Legal Counsel – Existing Litigation, one case, Government Code §54956.9(d)(1), Ferguson vs. Camarillo Health Care, Ventura County Superior Court Case No. 56-2016-00478549-CU-BC-VTA.

8. **Reconvene from Closed Session:** Reconvened at 1:42 p.m.

9. **Announcement of Closed Session** – Pursuant to Government Code §54957.1 – The legislative body of any local agency shall publicly report any reportable action taken in closed session and the vote or abstention on that action of every member present.

- A. No Reportable Action  
B. No Reportable Action

10. **Consent Agenda** – It was **MOVED** by Director Doria, **SECONDED** by Director Hiepler and **MOTION PASSED** that the Board of Directors approve the Consent Agenda as presented.

**Vote to Approve Consent Agenda**

Director Brown:	Aye
Director Loh:	Absent
Director Loft:	Aye
Director Hiepler:	Aye
Director Doria:	Aye

11. A. The Board of Directors reviewed District Resolution 18-01, Approving Submission of Application and Petition to Potential Funding Sources, and Authorizing Signatures.

It was **MOVED** by Director Loft, **SECONDED** by Director Doria, and **MOTION PASSED**, to approve Resolution 18-01, Approving Submission of Application and Petition to Potential Funding Sources, and Authorizing Signatures.

**Vote to Approve Resolution 18-01**

<b>Director Brown:</b>	<b>Aye</b>
<b>Director Loh:</b>	<b>Absent</b>
<b>Director Loft:</b>	<b>Aye</b>
<b>Director Hiepler:</b>	<b>Aye</b>
<b>Director Doria:</b>	<b>Aye</b>

- B. The Board of Directors reviewed the revised Pay Schedule, Attachment B, determining the amount of compensation earnable pursuant to California Code of Regulations (CCR) Title 2, Section 570.5.

It was **MOVED** by Director Doria, **SECONDED** by Director Loft, and **MOTION PASSED** to approve the revised Pay Schedule, Attachment B, determining the amount of compensation earnable pursuant to California Code of Regulations (CCR), Title 2, Section 570.5.

**Vote to Approve Revised Pay Schedule**

<b>Director Brown:</b>	<b>Aye</b>
<b>Director Loh:</b>	<b>Absent</b>
<b>Director Loft:</b>	<b>Aye</b>
<b>Director Hiepler:</b>	<b>Aye</b>
<b>Director Doria:</b>	<b>Aye</b>

12. **CEO Report - Deferred.**

13. **Board President's Report** – President Brown announced the following Committee assignments:

Executive Committee:	Director Brown, Director Loh
Finance/Investment Committee:	Director Hiepler, Director Doria
VC Special District Assn:	Director Brown, Director Loft

14. **Future Meetings**

**Board of Directors Meetings**

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|--------------------------------------|--|
| • Executive Committee (Brown, Loh)   | Tuesday, February 20, 2018, 12:00 p.m. |
| • Full Board                         | Tuesday, February 27, 2018, 12:00 p.m. |
| • Executive Committee (Brown, Loh)   | Tuesday, March 20, 2018, 12:00 p.m.    |
| • Full Board                         | Tuesday, March 27, 2018, 12:00 p.m.    |
| • Executive Committee (Brown, Loh)   | Tuesday, April 10, 2018, 12:00 p.m.    |
| • Finance Committee (Hiepler, Doria) | Tuesday, April 27, 2018, 11:00 a.m.    |
| • Full Board                         | Tuesday, April 27, 2018, 12:00 p.m.    |

15. Having no further business, this meeting is adjourned at 1:53 p.m.

  
Richard Loft  
Clerk of the Board