

AGENDA

September 27, 2016 – 12:00 p.m.

Regular Meeting of the Board of Directors

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

Board of Directors

Rod Brown, MBA, President
Christopher Loh, M.D., Vice President
Mark Hiepler, Esq., Clerk of the Board
Richard Loft, M.D., Director
Scott W. Packham, DDS, Director

Staff

Kara Ralston, Chief Executive Officer
Sue Tatangelo, Chief Resource Officer
Sonia Amezcua, Chief Administrative Officer
Karen Valentine, Clerk to the Board

Participants

Michael Velthoen, Esq.
Ferguson Case Orr Paterson, LLP
David Mitchell, CPA
Mitchell & Associates

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1. **Call to Order/Roll Call**
 2. **Pledge of Allegiance – Director Packham**
 3. **Amendments to the Agenda**
Requests to change the order of the agenda, delete, add any agenda item(s), or to remove any consent agenda items for discussion.
 4. **Public Comment – Ca. GC Section 54954.3;** The Board reserves this time to hear from the public. Please complete a Speaker Card and submit to the Clerk to the Board. Your name will be called in order of the agenda item, or in order of received general topic Speaker Cards. Comments regarding items not on the agenda can be heard only; items on the agenda can be discussed. Three minutes per speaker are available; multiple speakers on the same topic/agenda item will be limited to 20 minutes total.
 5. **Presentations-** None
 6. **Consent Agenda** –Consent Agenda items are considered routine and are acted upon without discussion, with one motion. If discussion is requested, that item(s) will be removed from the Consent Agenda for discussion, and voted on as a separate item. If no discussion is requested, the Board Chairperson may request a motion to approve as presented.
 - A. Approval of District’s disbursements through August 31, 2016.
(Please see Section 6-A)
 - B. Approval of Minutes of the Regular Board Meeting of July 26, 2016.
(Please see Section 6-B)

- C. Approval of the Minutes of the Special Meeting of August 1, 2016. **(Please see Section 6-C)**
- D. Approval of the Minutes of the Executive Committee Meeting of September 20, 2016. **(Please see Section 6-D)**
- E. Approval of the Minutes of the Finance and Investment Committee Meeting of July 26, 2016. **(Please see Section 6-E)**

Motion _____ Second _____ Abstain _____ Pass _____

Brown _____ Loh _____ Hiepler _____ Loft _____ Packham _____

7. Discussion/Action Items- Consideration, Discussion, and Approval:

- A. Financial Report for period ending August 31, 2016. **(Please see Section 7-A)**

Motion to approve Financial Report for period ending August 31, 2016.

Motion _____ Second _____ Abstain _____ Pass _____

Brown _____ Loh _____ Hiepler _____ Loft _____ Packham _____

- B. It is the recommendation of the Finance/Investment Committee that the Investment Policies be amended to reflect the following change to Section 5.7 – Responsibilities of the Finance/Investment Committee. **(Please see Section 7-B)**

There shall be a Finance/Investment Committee consisting of two (2) members of the Board of Directors and no more than two (2) citizens having experience in accounting, banking or financial investments. Citizen members shall be approved by the Board, and serve one-year terms, commencing in January each year, upon confirmation by the Board. No members of the Finance/Investment Committee shall profit in any way from activities of the Committee. The Chief Executive Officer and assigned designee(s) shall serve as staff liaison to the Committee. The Committee shall meet quarterly to discuss the quarterly investment reports, investment strategy, investment and banking procedures, as well as the anticipated cash flow projection and any other significant investment-related activities being undertaken. The Committee's meetings will be summarized in minutes, which are distributed to the Board of Directors with the quarterly investment report.

Motion to amend Investment Policies, Section 5.7, adding “Citizen members shall be approved by the Board, and serve one-year terms, commencing in January each year, upon confirmation by the Board.”

Motion _____ Second _____ Abstain _____ Pass _____

Brown _____ Loh _____ Hiepler _____ Loft _____ Packham _____

C. It is the intent of the Camarillo Health Care District’s Board of Directors to maintain a Policy Manual. The following policies, having been reviewed by the Executive Committee are submitted for approval and inclusion in the Policy Manual. **(Please see Section 7-C)**

- Policy 1071 Board Meeting Agenda
- Policy 1072 Board meeting Conduct
- Policy 1073 Board Actions and Decisions
- Policy 1074 Review of Governance Decisions
- Policy 1075 Minutes of Board Meetings
- Policy 1076 Rules of Order for Board and Committee Meetings
- Policy 1077 Attendance at Meetings
- Policy 1078 Ralph M. Brown Act
- Policy 1088 Appointments to the Board
- Policy 1200 Community Partnership Initiatives

Motion _____ Second _____ Abstain _____ Pass _____

Brown _____ Loh _____ Hiepler _____ Loft _____ Packham _____

D. Ballot for the Independent Special Districts Selection Committee for the purpose of electing one special district alternate member to the Ventura LAFCo. The election consists of five candidates (listed in alphabetical order) for special district alternate member to the Ventura LAFCo to fill the unexpired four-year term ending January 1, 2019. **(Please see Section 7-D)**

- Russ Baggerly – Ojai Valley Sanitary District
- Robert Eranio – United Water Conservation
- Al Fox – Camrosa Water District
- Mike Mishler – Pleasant Valley Recreation and Park District
- Andy Waters – Calleguas Municipal Water District

The Camarillo Health Care District Board of Directors, casts its vote for _____ for special district alternate member of the Ventura LAFCo, unexpired term ending January 1, 2019.

Motion _____ Second _____ Abstain _____ Pass _____

Brown _____ Loh _____ Hiepler _____ Loft _____ Packham _____

E. Consideration, discussion, and possible approval of the proposed merger between ALPHA Fund (ALPHA) and BETA Healthcare Group Risk Management Authority (BETA). This merger will result in ALPHA Fund merging with BETARMA with BETARMA being the surviving JPA. **(Please see Section 7-E)**

Motion 1 – The Camarillo Health Care District has reviewed and does hereby vote in favor of, approve and duly adopt Merger Agreement and each of its exhibits, including the Amended and Restated BETA JPAA and the 2016 Amended and Restated Alpha JPA (each as defined in the Merger Agreement), in full satisfaction of Section 4(a)(iv) of the Merger Agreement.

Motion 2 – IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be executed by their proper officers thereunto duly authorized as of September 27, 2016. The Camarillo Health Care District Board of Directors hereto confirms that they have also reviewed and approved the Agreement of Merger as defined in Article 1, Section 20 of this Agreement.

Article I, Section 20 reads:

“Merger Agreement” shall mean the Agreement of Merger between BETARMA, ALPHA Fund and ACHD effective as of _____, 2016.

Motion _____ Second _____ Abstain _____ Pass _____

Brown _____ Loh _____ Hiepler _____ Loft _____ Packham _____

8. Program and Staff Reports

Chief Executive Officer Report (Please see Section 8)

9. Board Reports – No Board Action Required

- A. President’s Report
- B. Board Members’ Interests and Concerns

10. Closed Session –

- A. Significant exposure to litigation pursuant to Government Code section 54956.9(d)(2)– one case
- B. Significant exposure to litigation pursuant to Government Code section 54956.9(d)(4)– one case
- C. Conference with Legal Counsel – Existing Litigation, Government Code §54956.9(d)(1), Ferguson vs. Camarillo Health Care, Ventura County Superior Court Case No. 56-2016-00478549-CU-BC-VTA.

11. Reconvene from Closed Session

12. 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.
- B.
- C.

13. **Future Meeting and Events**

Board of Directors Meetings

- Executive Committee (**Brown, Loh**) Tuesday, October 18, 2016, 12:00 p.m.
- Finance Committee (**Hiepler, Packham**) Tuesday, October 25, 2016, 11:00 a.m.
- Full Board: Tuesday, October 25, 2016, 12:00 p.m.
- Executive Committee (**Brown, Loh**) Tuesday, November 29, 2016, 12:00 p.m.
- Full Board: Annual Board Work Study Tuesday, December 6, 2016, 8:30 a.m.

Upcoming Community Meetings & Events

- October 10-13, 2016, California Special Districts Association, Annual Meeting
- October 26, 2016, Community Advisory Committee
- November 3, 2016, Economic Outlook Luncheon 2016

14. **Adjournment** - Having no further business, this meeting is adjourned at _____p.m.

ACTION ITEMS not appearing on the Agenda may be addressed on an emergency basis by a majority vote of the Board of Directors when need for action arises.

ADA compliance statement; In compliance with the Americans with Disabilities Act, if you need special assistance to participate in this meeting, please contact the Clerk to the Board of Directors, Karen Valentine, at (805) 482-9382. Notification 48 hours prior to the meeting will enable the District to make reasonable arrangements to ensure accessibility to this meeting.

Note: This agenda was posted at the Camarillo Health Care District Administrative Office and on our website, www.camhealth.com, on Friday, July 22, 2016, at 4:00 p.m.