

MINUTES

April 25, 2017

**Regular Meeting of the Board of Directors and
Special Meeting of the Board of Directors**

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

Board of Directors - Present

Rod Brown, MBA, President
Mark Hiepler, Esq., Director
Richard Loft, M.D., Director -

Staff - Present

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

Participants - Present

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

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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, April 25, 2017, at 12:03 p.m., by Rod Brown, President.
 2. **Pledge of Allegiance** - Director Loft
 3. **Amendments to The Agenda** – There are no amendments to the agenda.
 4. **Public Comment** – None
 5. **Presentations** - None
 6. **Discussion/Action Item** -
 - A. 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 March 31, 2017.

Vote to Approve February 28, 2017 Financial Report

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

7. Closed Session – 12:21 p.m.

- A.** Conference with Legal Counsel – Existing Litigation, 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(d)(1) Rozanski vs. Camarillo Health Care, Ventura County Superior Court case 56-2016-00489673-CU-WM-VTA.
- 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.

8. Reconvene from Closed Session – 1:06 p.m.

9. Announcement of Closed Session

- A.** No Reportable Action
- B.** No Reportable Action
- C.** No Reportable Action

10. Action Item from Special Meeting Agenda of April 25, 2017

The Board of Directors discussed a request from the Ventura County District Attorney's Office to waive the Attorney Client privilege between Ralph Ferguson, former District general counsel, and the District on records, including those which may be on District-issued or funded cell phone, iPad, laptop, and computer of Jane Rozanski for matters relating to the following litigation.

Existing Litigation, Government Code §54956.9(d)(1), Camarillo Health Care vs. Rozanski, Ventura County Superior Court, Case No. 56-2016-00487601-CU-MC-VTA.

Existing Litigation, one case, Government Code §54956(d)(1) Rozanski vs. Camarillo Health Care, Ventura County Superior Court case 56-2016-00489673-CU-WM-VTA.

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.

It was **MOVED** by Director Hiepler, **SECONDED** by Director Brown, and the **MOTION PASSED** that the Board of Directors of the Camarillo Health Care District agrees to waive their attorney client privilege between Ralph Ferguson, former District general counsel, and the District, subject to a fully executed confidentiality agreement agreed to by the Ventura County District Attorney's Office and the District, on records, including those which may be on District-issued or funded cell phone, iPad, laptop, and District issued computer of Jane Rozanski, for use only by the Ventura County District Attorney's office and consistent with the confidentiality agreement, for the matters set forth above.

Vote to Waive Attorney Client Privilege with Ralph Ferguson and the District for use only with the Ventura County District Attorney's Office, subject to Confidentiality Agreement.

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

11. **Consent Agenda** - It was **MOVED** by Director Loft, **SECONDED** by Director Hiepler, and **MOTION PASSED** that the Board of Directors approve the Consent Agenda.

Vote to Approve Consent Agenda

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

12. **Discussion/Action Items – Consideration, Discussion, and Vote:**

A. It was **MOVED** by Director Brown, **SECONDED** by Director Hiepler, and **MOTION PASSED** that the Board of Directors approve District Resolution 17-04, declaring May 2017 as Older Americans Month.

Vote to Approve District Resolution 17-04

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

B. Chief Executive Officer, Kara Ralston, presented Draft #2 of the District's 2017-2020 Strategic Plan. Executive Staff will provide individual reports per contract to the Board on a regular basis. Updates will be tied to the existing budget. It was suggested by CEO Ralston that proprietary information and proprietary contracts be excluded from the final copy of the 2017-2020 Strategic Plan.

It was **MOVED** by Director Hiepler, **SECONDED** by Director Brown, and **MOTION PASSED** that the Board of Directors approve Draft #2 as the final version of the Camarillo Health Care District's Strategic Plan for 2017-2020. All proprietary information and proprietary contracts will be excluded from the final document.

Vote to Approve Draft #2 of the 2017-2020 Strategic Plan as the Final Version.

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

C. CEO Ralston presented information to the Board on Colantuono, Highsmith & Whatley, PC, as an additional resource for oversight and general District issues. Director Hiepler questioned the fee structure which was further explained by CEO Ralston.

It was **MOVED** by Director Hiepler, **SECONDED** by Director Brown, and **MOTION PASSED** that the Board of Directors approve the representation letter from Colantuono, Highsmith & Whatley, PC, providing legal guidance on oversight and general District issues.

Vote to Approve Letter of Representation with Colantuono, Highsmith & Whatley, PC.

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

13. **CEO Report** – CEO Ralston discussed the positive feedback the District has received on our latest issue of “Healthy Attitudes”.

14. **Board Reports** – None

15. **Future Meetings**

Board of Directors Meetings

- Executive Committee (**Brown, Loh**) May 15, 2017, 12:00 p.m.
- Full Board: May 23, 2017, 12:00 p.m.
- Executive Committee (**Brown, Loh**) May 30, 2017, 12:00 p.m.
- Full Board (Budget Presentation – First Reading) June 6, 2017, 12:00 p.m.
- Full Board (Budget Presentation – Second Reading) June 27, 2017, 12:00 p.m.
Second Reading may be waived and meeting cancelled.

16. Having no further business, this meeting is adjourned at 1:34 p.m.



Rod Brown
President