



**MINUTES**

**REGULAR BOARD MEETING**

Wednesday, November 14, 2018, 6:00 p.m.

**NEW MEETING LOCATION**

**Fallbrook Wellness Center, Community Room, 1636 E. Mission Rd., Fallbrook**

Present: Directors Gordon Tinker, Barbara Mroz, Stephen Abbott and Bill Leach. Director Howard Salmon joined the meeting remotely by teleconference pursuant to government Code Section 54953 from the following location: 1674 Baja Vista Dr. Fallbrook

Also present: CEO Bobbi Palmer, Legal Counsel Blaise Jackson, Board Secretaries Pam Knox and Linda Bannerman.

**A. CALL MEETING TO ORDER – PLEDGE OF ALLEGIANCE**

President Gordon Tinker called the meeting to order at 6:06 p.m. and led the Pledge of Allegiance.

**B. ADDITIONS TO AGENDA**

None.

**C. BOARD MEMBER AND PUBLIC COMMENTS**

Marc Brakebill, a resident involved with youth sports in the community, addressed the Board with a request. He said practice sites are limited, especially for field sports. He requested that the Board of Directors consider allowing a portion of our space at the Wellness Center to be used for that purpose. He thanked the board members for their consideration.

**D. PRESENTATIONS**

D1. Gordon Tinker and Stephen Abbott's Service on FRHD's board  
CEO Bobbi Palmer said she has enjoyed the privilege of working with Gordon Tinker and Stephen Abbott for the past three years. She said during their tenures on the Board of Directors they have both experienced significant challenges and served during turbulent times. Each of them served with integrity and honor and it is a pleasure to recognize their years of service. Gordon Tinker served from 2005 – 2018 and Stephen Abbott served from 2010 – 2018. Each were presented an award and photos were taken with wives and others. Senator Joel Anderson provided Certificates of Recognition for each of them for their community service as well. Legal Counsel Blaise Jackson presented "tongue in cheek" awards of a top to Gordon Tinker and a magnifying glass to Stephen Abbott.

**E. CONSENT ITEMS**

- E1. Approval of September 2018 Financial Statements
- E2. Minutes of October 3, 2018 Finance Committee Meeting
- E3. Minutes of October 10, 2018 Regular Board Meeting
- E4. Minutes of October 30, 2018 Special Board Meeting

No member of the Board asked to have any of the above items pulled for further discussion.

**Action:** It was moved by Director Abbott, seconded by Director Mroz, to approve the above listed Consent Items as presented.

**Motion carried.** 5-0

**F. REPORTS**

- F1. Finance Committee – Committee of the Whole, Chair: Director Mroz  
Finance Committee Chair Barbara Mroz reported that the Finance Committee of the Whole met on November 7 to review financial statements through September 2018. She said during Public Comment Period Accountant Kathy Bogle provided a commentary to the Board regarding her recommendations for financial oversight. In review of the financial statements there were no major variances and it was noted that during a period of growth some accounts will exceed budget. Property taxes collected during the past three months totaled \$68,348 with a large check anticipated to be received in December. The LAIF account had a balance of \$1,472,559 at the end of September, and the CalTRUST account balance was \$6,742,213. Recommendations made by the auditors will be further discussed at the next Finance Committee meeting.
- F2. Gov't/Public Relation/Community Relations Committee – Directors Salmon and Tinker  
Director Salmon said he had no report at this time. However, he wanted to express his sincere appreciation to Directors Tinker and Abbott for their years of service on the Board of Directors and his respect for both of them.
- F3. Facilities/Strategic Planning Committee – Directors Abbott and Salmon  
Director Abbott said he had no report and appreciated the opportunity to express his feelings about having served on the Board. He said while serving on this Board there were multiple challenges, e.g., closure of the hospital and the sale of the building & property. He noted that there were also rewards along with the challenges, and when he talks about team building, he uses this Board as an example of how well people can work together to achieve a common goal. He said he considers it an honor to have served on the FRHD Board. Gordon echoed Stephen's statements and thanked the staff for their support.
- F4. Chief Executive Officer – Bobbi Palmer MBA MSW  
In the process of developing a collective impact model to support Fallbrook Regional Health District (FRHD) goals, the Community Health Contracts (CHC) along with the collaborative efforts of CentraForce, NCCCHI and Galvanized Strategies, the following concepts for 2019 will be implemented.
- Funders and implementers collectively understand that social problems, and their solutions, arise from the interaction of many organizations within a larger system.
  - Progress depends on working together toward the same goal and measuring the same thing.
  - Large-scale impact depends on increasing cross-sector alignment and learning among many organizations.
  - Business sectors are an essential partner for collective impact.
  - Organizations share best practices and lessons learned.
- Phase 1 is complete, and we are now in Phase 2. We are now going to seek additional funding.
- F5. General Counsel – Blaise Jackson  
Counsel Blaise Jackson provided an update to the election results. The outcome of several races has yet to be determined. He said the remainder of his comments would be confined to the Discussion/Action Item and Closed Session.

**G. DISCUSSION/ACTION ITEMS**

- G1. Consideration and Adoption of Resolution No. 423 – The Intention To Transition From At-Large To District-Based Elections Pursuant To Elections Code 10010(E)(J)(A) – 1<sup>st</sup> Reading  
President Tinker asked Counsel to provide information regarding this item. Blaise Jackson said this resolution expresses the intention of FRHD to move from at-large voting

to district-based elections thereby providing for a more equitable representation of the residents within the District. This method of electing members to the governing body of FRHD would mean that a candidate must reside within an election district that is a divisible part of FRHD’s jurisdiction and is elected only by voters residing within that election district. Mr. Jackson explained that the Board is taking this action now with the understanding that it will be the decision of this board, not a decision forced upon them. There was a question regarding how this would be implemented with only two seats up for election in 2020.

The CEO said she has already engaged with Best, Best & Krieger to implement this process. Counsel said there are other firms that might be less costly. Discussion ensued. Director Leach said he would be interested in pursuing a proposal from legal counsel or other firms which might be less costly.

Discussion: There was discussion regarding the difference between construction contracts and professional services contracts.

**Action:** Director Leach moved to table this action item to a special meeting to take place at noon on Friday, November 16, at the Wellness Center.

**Roll Call Vote:**

AYES	_____	Directors Leach, Salmon, Abbott, Mroz and Tinker
NOES	_____	None
ABSENT	_____	None
ABSTAIN	_____	None

**H. ITEMS FOR SUBSEQUENT MEETINGS**

H1. Other Director/Staff discussion items

H1a. Item(s) for future board agendas

H1b. Announcements of upcoming events:

- **NCCCHI** meeting – 1<sup>st</sup> Wednesday, November 7, 2:00-2:30pm, Fallbrook Wellness Center, Health Under One Roof, Rm 2, 1636 E. Mission Rd. Fallbrook
- **Finance Committee of the Whole** meeting – 1<sup>st</sup> Wednesday, November 7, 5:00pm, Fallbrook Wellness Center, Community Room, 1636 E. Mission Rd. Fallbrook
- **Christmas Parade** – 1<sup>st</sup> Saturday, December 1, 5:00pm – Main Ave., Downtown Fallbrook
- **Woman of Wellness** meeting – 1<sup>st</sup> Thursday, January 3, 6pm – Fallbrook Wellness Center, Community Room, 1636 E. Mission Rd., Fallbrook
- **Wellness Advisory Committee** meeting – 2<sup>nd</sup> Wednesday, January 9, 5:00-6:00pm, Fallbrook Wellness Center, Community Room, 1636 E. Mission Rd., Fallbrook
- **Board of Directors Workshop** – Saturday, January 12, 8:00am – Fallbrook Wellness Center, Community Room, 1636 E. Mission Rd., Fallbrook
- **Community Collaborative for Health & Wellness Committee (CCH&W)** meeting – 3<sup>rd</sup> Wednesday, January 16, 9:00-10:30am, Fallbrook Wellness Center, Community Room, 1636 E. Mission Rd., Fallbrook

H2. **Next Regular Board meeting/Swearing-In of New Board Members/Election of Officers of the Board** – Wednesday, December 12, 6:00pm, Fallbrook Wellness Center, Community Room, 1636 E. Mission Rd., Fallbrook

**I. CLOSED SESSION**

The Board adjourned into Closed Session at 6:45 p.m.

- I1. Personnel Matters Pursuant to Government Code Section 54957 – Annual Evaluation of Chief Executive Officer

**J. RETURN TO OPEN SESSION**

**K. DISCUSSION/ACTION ITEMS**

- K1. Chief Executive Officer Contract Approval. No action taken.

**L. ADJOURNMENT**

There being no further business, the meeting was adjourned at 9:14 p.m.

  
Howard Salmon, Board Vice President

  
Board Secretary/Clerk