



**MINUTES**

**REGULAR BOARD MEETING**

Wednesday, January 9, 2019, 6:00 p.m.

**NEW MEETING LOCATION**

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

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

President Salmon called the meeting to order at 6:04 p.m. and led the Pledge of Allegiance.

Present: Directors Howard Salmon, Barbara Mroz, William (Bill) Leach, Jennifer Jeffries and Kate Schwarz-Frates.

Also present: Legal Counsel Blaise Jackson.

**B. ADDITIONS TO AGENDA**

None

**C. BOARD MEMBER AND PUBLIC COMMENTS**

Barry Meadow expressed concerns about the property on E. Mission regarding zoning: how much will it cost to have it updated and will it affect programs going forward. Spending choices were questioned as well as who is making the choices regarding expenses, in example Galvanized Strategies. Are there measurable outcomes with Blue Zones?

Jeanne Meadow questioned the conditions of the buildings at the Wellness Center. Was it inspected prior to purchase? Also questioned the zoning for the property. She expressed concern about spending. She also has concerns about additional transparency. She questioned what is required for her to have access to all spending records.

**D. PRESENTATIONS**

D1. Public Hearing – Transition to Zone-Based Elections – National Demographics Corporation  
Mr. Doug Johnson attended the meeting on behalf of National Demographics Corporation to provide a presentation on what his company provides in the process of transitioning to zone-based elections. He said his company has been re-mapping districts since 1979, and recently completed the process for Tri-City Health District. The California Voting Rights Act passed in 2002, had been suspended and was reinstated in 2012, mostly impacting schools. In 2016, cities and special districts began to be challenged to make the change from at-large to zone based elections. Private law firms have been sending letters to cities and special districts to enforce this change. Fallbrook Regional Health District is being proactive in moving to do this prior to being required to consider it. Significant cost savings will be realized by doing this.

He said there will be five publicly noticed hearings, the first two (this being the first hearing) prior to developing a new map, the next two to review and discuss the maps, and the final hearing is for the Board to approve a map. Every zone is required to have approximately the same number of people. To the degree possible, the zones should be contiguous,

following roads as much as possible. There is also a requirement to have each current board member in separate zones. Once the maps are drawn and one is selected, the 2020 Election will use the map. Two board seats will be up for election in 2020. The whole board will have been elected by zones with the 2022 election, since the other three seats will be up for election that year. FRHD board members serve 4-year terms. People in each zone will vote every 4 years, rather than every 2 years. Mrs. Meadow inquired about the timing of the request, and Mr. Johnson and legal counsel commented on the letter demand received by Mr. Shenkman in other jurisdictions, the costs associated with same and that FRHD was being proactive by moving forward without receiving such a demand. Mr. Johnson fielded other questions from the public before the hearing was closed.

## E. CONSENT ITEMS

- E1. Approval of November 2018 Financial Statements
- E2. Minutes of December 5, 2018 Finance Committee Meeting
- E3. Minutes of December 12, 2018 Regular Board Meeting

Board members did not pull any of the above items for further discussion.

**Motion:** It was moved by Director Leach, seconded by Director Schwartz-Frates to approve the Consent Items as present.

**Motion carried.** 5-0

## F. REPORTS

Update of Committee Restructuring

- F1. Finance Committee – Chair: Directors Jeffries and Mroz  
Director Jeffries, Chairperson of the Finance Committee for 2019, thanked staff and Director Mroz for providing her an in-service regarding this new responsibility. She said three documents are provided monthly on the website and in paper copy including the Balance Sheet, Income Statements and Profit & Loss Y-T-D Actual vs. Budget. Total cash assets were \$9.1 million as compared to the October total of \$8.7 million. Variances in the budget require explanation. Property tax revenue is under budget, with six months of revenue to come. The LAIF investment account is solid. The CalTRUST account has lost dollars and there has been discussion regarding seeking another investment vehicle. Urgent Care services costs have been a concern and there is ongoing conversation seeking a solution that best serves our District. Total administration cost is under budget. Expenses for the new property on E. Mission continue to be over budget due to the needs of the new property. The Community Health Contracts remain on track with timely disbursements.
- F2. Gov't and Community Relations and Public Engagement Committee – Directors Schwartz-Frates and Mroz  
Director Schwartz-Frates said she is looking forward to the workshop on January 12<sup>th</sup>. She will attend the ACHD training session for new board members. She has asked that there be a link on the District website to the Land Conservancy and its hiking trails. She said she is further researching mechanisms for assistance for community members with difficulty paying for their pharmacy prescriptions with information included on the website. Director Jeffries asked if Board Communication Protocols can be included in discussion at the workshop, and said she is looking forward to the workshop as well.
- F3. Facilities Committee – Directors Leach and Mroz  
Director Leach is also looking forward to the board workshop to determine initiatives and strategic planning. He also looks forward to Facilities Committee meetings to deal with buildings and maintenance.

- F4. Strategic Planning Committee – Directors Salmon and Jeffries  
Director Salmon said planning for 2019 will be discussed at the upcoming workshop.
- F5. Chief Executive Officer – Bobbi Palmer – No report due to the absence of the CEO.
- F6. General Counsel – Blaise Jackson  
Counsel highlighted one of the provisions under the Brown Act having to do with what defines a meeting under the act and what must be noticed, posted and agendaized. He referenced Health & Safety Code 54952.2 b.1 which says that a majority of the members of a legislative body shall not, outside a meeting authorized by this chapter, use a series of communications of any kind, directly or through intermediaries, to discuss, deliberate or take any action on any item of business that is within the subject matter of the jurisdiction of the legislative body. Specific situations are exempt from the meeting notice, e.g., a conference open to the public. Individual board members talking to a member of the public or other individual. A standing committee meeting can have a majority present, but the member creating a quorum cannot participate. Other comments will be limited to other agenda items and Closed Session.

## G. DISCUSSION/ACTION ITEMS

- G1. First Review – Revised Bylaws for District (committee structure)  
The proposed changes to the Bylaws consist of changes to the committee structure. Since this is a first read of the proposed changes to the Bylaws, Counsel said board members are welcome to review the document for any other recommended changes and this item will be placed on the next meeting agenda.
- G2. Consideration of lease with MedPlus Urgent Care  
President Salmon recommended tabling this item to the upcoming board workshop.  
**MOTION:** It was moved by Director Schwartz-Frates, seconded by Director Mroz to table this item to the upcoming board workshop.  
**MOTION CARRIED:** 5-0
- G3. Consideration of Centraforce 2019 bridge contract proposal  
President Salmon said this item will be considered at the board workshop as well and welcomed a motion to table this item to the workshop.  
**MOTION:** It was moved by Director Mroz, seconded by Director Schwartz-Frates to table this item to the upcoming board workshop.  
**MOTION CARRIED:** 5-0
- G4. Consideration of Resolution 424 to change the location of regular meetings  
Counsel said a formal action of the board is required to change the location of regular meetings. President Salmon said the Brandon Street District office has space that can be utilized. Director Schwartz said this location is convenient for access to equipment and records as well. If one or two meetings require a different space, it can be noticed prior to the meeting.  
**MOTION:** It was moved by Director Schwartz-Frates, seconded by Director Leach to approve Resolution 424 moving the regular board meetings to 138 S. Brandon Road.  
**MOTION CARRIED:** 5/0
- G5. Consideration of bank services and opening funds for account  
Citibank had notified the District (as well as other entities) that it would be closing our account. A request for proposal (RFP) was sent out for banking services. Pacific Western Bank in Fallbrook responded to the RFP. The Treasurer and accounting are pleased with their offer. Selecting a new bank must take place prior to February 1. The bookkeeper noted that Pacific Western Bank offers more than double the interest rate of Citibank as well as other services not previously provided.

**MOTION:** It was moved by Director Schwartz-Frates, seconded by Director Jeffries to open an account at Pacific Western Bank and transfer the money in Citibank (\$109,884.70) to Pacific Western Bank.

**MOTION CARRIED:** 5-0

- G6. Update designation of individuals authorized to deposit or withdraw funds in LAIF Account

With the recent election having taken place, discussion ensued regarding the need for new signatories to deposit or withdraw funds in the Local Agency Investment Fund (LAIF)

**MOTION:** It was moved by Director Leach, seconded by Director Schwartz-Frates, to designate the President, Vice-President and Treasurer to be authorized as signatories to the LAIF account.

**MOTION CARRIED:** 5-0

Director Jeffries asked how many signatures are required to withdraw funds from the account. At the present time, just one is required.

**MOTION:** It was moved by Director Jeffries, seconded by Director Schwartz-Frates to require two signatures for any withdrawals from the LAIF account.

**MOTION CARRIED:** 5-0

- G7. Recommendation from accountant for amount transferred quarterly from LAIF account to Citibank account

Accountant Kathy Bogle said that since the Operations Account will be with Pacific Western Bank it should be noted that it is no longer with Citibank. Ms. Bogle said it is her recommendation that on a quarterly basis, funds equal to the expenses related to wellness initiative expenses for the quarter be transferred from the LAIF account to the Operations Account in Pacific Western Bank. The dollar amount will be brought to the Board for approval each quarter.

**MOTION:** It was moved by Director Jeffries, seconded by Director Mroz to approve the process of transferring quarterly funds from the LAIF account to the Operating Account for the cost of community-based expenses.

**MOTION CARRIED:** 5-0

- G8. Call for Nominations – San Diego Local Agency Formation Commission  
President Salmon said the San Diego Local Agency Formation Commission (LAFCO) has called for nominations for one seat on the Commission. They meet once a month at the County Administration building on Pacific Highway. All special districts in the County have a total of one seat on LAFCO. Director Bill Leach offered to have his name submitted for nomination.

**MOTION:** It was moved by Director Jeffries, seconded by Director Schwartz-Frates to submit Director Bill Leach for nomination to LAFCO, with Director Schwartz-Frates as an alternate.

**MOTION CARRIED:** 5-0

## H. ITEMS FOR SUBSEQUENT MEETINGS

- H1. Other Director/Staff discussion items

H1a. Item(s) for future board agendas

H1b. Announcements of upcoming events:

- Wellness Advisory Committee meeting – 2<sup>nd</sup> Wednesday, February 13, 5:00-6:00pm, 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, 10:30-12:00am, Fallbrook Wellness Center, Community Room, 1636 E. Mission Rd., Fallbrook



- NCCCHI meeting – 1<sup>st</sup> Wednesday, February 6 2:00-3:30pm, FRHD Administrative Office, 138 S. Brandon Rd., Fallbrook
- Finance Committee of the Whole meeting – 1<sup>st</sup> Wednesday, February 6, 5:30pm, FRHD Administrative Office, 138 S. Brandon Rd., Fallbrook
- Woman of Wellness – 1<sup>st</sup> Thursday, February 7, 6pm – FRHD Administrative Office, 138 S. Brandon Rd., Fallbrook

President Salmon noted that the District will be moving the events taking place at the Wellness Center to the District Administration Office while consideration is given to the work required at the Wellness Center.

H2. Next Regular Board meeting – Wednesday, February 13, 2019, 6:00pm

**I. CLOSED SESSION**

The Board adjourned into Closed Session at 7:28 p.m.

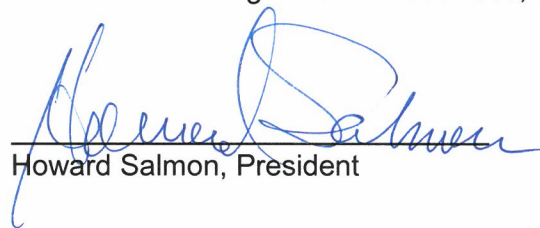
- I1. Conference with Legal Counsel Concerning Exposure to Litigation Pursuant to Gov't Code 54956.9(d)(2) – one case

**J. RETURN TO OPEN SESSION**

The Board returned to Open Session at 7:57 p.m. No action was taken in Closed Session.

**K. ADJOURNMENT**

There being no further business, the meeting was adjourned at 7:57 p.m.

  
Howard Salmon, President

  
Board Secretary/Clerk