



**MINUTES**  
**FALLBROOK HEALTHCARE DISTRICT**  
**REGULAR BOARD MEETING**  
Wednesday, December 14, 2016, 6:00 p.m.  
Fallbrook Public Utilities District, 990 E. Mission Rd., Fallbrook

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

President Gordon Tinker called the meeting to order at 6:00 p.m.

Board members present: Gordon Tinker, Barbara Mroz, Stephen Abbott, Howard Salmon and incoming member William (Bill) Leach.

Also present: Executive Director Bobbi Palmer, Legal Counsel Blaise Jackson and Accountant Kathy Bogle.

President Tinker led the Pledge of Allegiance.

**B. ELECTION OF OFFICERS OF THE BOARD**

B1. Swearing In of New Board Member: William Leach

Legal Counsel Blaise Jackson administered the Oath of Office to new board member William Leach and reappointed board member Barbara Mroz. He provided a brief history of the Oath of Office which is similar to that administered to the President of the United States and all members of Congress. He noted that both board members were appointed to the Board since each had run unopposed.

B2. Nomination and Election by the Board

President Tinker directed Legal Counsel to begin the election of officer's process. Blaise Jackson said he would facilitate the nomination(s) and election process.

**Office of President**

Legal Counsel called for nominations for President.

**Action:** It was moved by Director Salmon, seconded by Director Mroz to nominate Gordon Tinker for President for the ensuing year. Director Tinker accepted the nomination, there were no other nominations and the nominations were closed.

Roll Call Vote:

Ayes: Director Leach, Director Salmon, Director Abbott, Director Mroz and Director Tinker.

Noes: None

Motion carried. Unanimously

Director Tinker was elected President and received the gavel from Legal Counsel.

**Vice President**

Legal Counsel called for nominations for Vice President.

**Action:** It was moved by Director Abbott, seconded by Director Tinker to nominate Howard Salmon for Vice-President. Director Salmon accepted the nomination, there were no other nominations and the nominations were closed.

Roll Call Vote:

Ayes: Director Tinker, Director Mroz, Director Abbott, Director Leach and Director Salmon

Noes: None

Motion carried. Unanimously  
Director Salmon was elected Vice President

### **Office of Secretary**

Legal Counsel called for nominations for Secretary

**Action:** It was moved by Director Tinker, seconded by Director Salmon to nominate Stephen Abbott for Secretary. Director Abbott accepted the nomination, there were no further nominations and the nominations were closed.

#### Roll Call Vote

Ayes: Director Salmon, Director Tinker, Director Mroz, Director Abbott and Director Leach.

Noes: None

Motion carried. Unanimously

### **Office of Treasurer**

Legal Counsel noted the Treasurer is appointed by the President of the Board.

**Action:** President Tinker appointed Barbara Mroz Treasurer of the Board of Directors. The appointment was seconded by Director Abbott.

#### Roll Call Vote

Ayes: Director Abbott, Director Tinker, Director Salmon, Director Leach and Director Mroz.

Noes: None

Director Mroz will serve as Treasurer.

- B3. Committee Assignment(s): Standing and Ad Hoc  
President Tinker said the committee structure for Fallbrook Healthcare District had been discussed at the recent workshop and following discussion, it was agreed that the following committees will remain active: Finance Committee (now a committee of the whole) meeting once monthly; Facilities/Strategic Planning, an ad hoc committee meeting possible twice a year or quarterly; and Government/Public Relations/Community Relations, an ad hoc committee. Appointments to these committees are as follows:

Finance Committee (Committee of the Whole-all members)

Barbara Mroz, Chair

William Leach, Member

Facilities/Strategic Planning, ad hoc

Stephen Abbott, Chair

Howard Salmon, Member

Government/Public Relations/Community Relations, ad hoc

Howard Salmon, Chair

Gordon Tinker, Member

### **C. ADDITIONS TO AGENDA**

There were no additions to the Agenda

### **D. BOARD MEMBER AND PUBLIC COMMENTS**

President Tinker said Myriam Padilla had filled out a card for public comment and called on her. Ms. Padilla said she works for Mental Health Systems and they recently surveyed Escondido and would like to do a perception survey in the Fallbrook area. She said it would be a Safety & Health

survey and they are asking the District to help them to develop questions for this area. The surveys would go out in English and Spanish. She provided a sample survey for the members of the Board to review.

President Tinker said the Board would consider her request and provide a response.

#### **E. PRESENTATION**

- E1. Dr. Winton and Service on FHD Board  
Dr. Winton served on the Board of Directors in 2015 & 2016. His service was recognized with a plaque and token of appreciation. A reception was held honoring Dr. Winton just prior to the meeting.
- E2. ACHD District Certification: Sheila Johnston, Member Services Specialist/Legislative Advocate  
President Tinker said a representative from the Association of California Health Districts (ACHD), Sheila Johnston, was in attendance for a presentation. Ms. Johnston said ACHD awarded Fallbrook Healthcare District a certificate for Best Practices in Governance. Executive Director Bobbi Palmer said specific requirements had to be met to achieve this recognition which is the result of approximately one year of effort.
- E3. North County Fire Protection District/Fallbrook Healthcare District Recognition from Legislators  
Senator Joel Anderson and Assemblywoman Marie Waldron sent certificates of recognition to North County Fire Protection and Fallbrook Healthcare District in acknowledgement of their joint efforts to purchase a new ambulance to help meet the emergency medical needs in our communities.
- E4. Staff Recognition  
Executive Director Bobbi Palmer recognized her staff, Linda Bannerman and Pamela Knox, for having attended the California Special Districts Association Board Clerk/Secretary training and receiving their certificates.

#### **F. CONSENT ITEMS**

- F1. Minutes of October 29, 2016 Board Workshop
- F2. Minutes of November 9, 2016 Regular Board Meeting
- F3. Approval of October 2016 Financial Statements  
**Discussion:** There was no request by any Director to pull an item for discussion.  
**Action:** Howard Salmon moved and Stephen seconded to approve the consent items as presented. Motion carried (5-0).

#### **G. REPORTS**

- G1. Finance Committee – Director Salmon and Mroz  
Committee Chair Howard Salmon recognized Director Mroz and Accountant Kathy Bogle for all of their assistance and support while he served as chair of the Finance Committee. He reported that income for October was \$23,433 with expenses being \$68,713 resulting in a loss of \$45,279. He noted that this is to be expected at this time of year since most income is from property taxes. He reviewed income and expenses year-to-date, noting that the bulk of the District's expenses are monies provided to Community Health Contract recipients. LAIF and Cal-Trust accounts were reviewed as well.
- G2. Community Healthcare Programs Committee – Directors Mroz and Abbott  
Director Mroz said Woman of Wellness (WOW) events are held monthly, except for December. The next event is scheduled for January 5<sup>th</sup>, 2017.
- G3. Gov't and Community Relations Committee – Directors Tinker and Salmon  
Committee Chair Tinker reported that FHD had participated in the Fallbrook Christmas Parade with three directors riding in a 1971 Plymouth Barracuda owned by Ron Minton; the Executive Director in the new ambulance and the FHD truck with two staff members.

He said FHD was well represented.

Director Salmon, who serves on the ACHD Board of Directors, reported that the Little Hoover Commission remains at the top of the list of focus at ACHD. He said Bobbi Palmer has been instrumental in helping ACHD to demonstrate to the Little Hoover Commission that Healthcare Districts are relevant and have a role and provide value in the communities they serve.

G4. Facilities Committee – Director Tinker and Winton

No report.

G5. Long Range Planning Committee – Directors Salmon and Winton

No report

G6. Executive Director – Bobbi Palmer

Bobbi Palmer reviewed multiple health screenings provided through the seven member organizations of the NCCCHI collaborative. Community engagement activities included an Age Well listening forum sponsored by San Diego County. Senior adults provided input regarding the needs of seniors in our community.

Discussions regarding an EMS Health Navigations System pilot program are taking place between NCFPD and FHD. Its goals are to decrease non-emergency calls and increase coordination of care. The design is a “First Responder” model that has been tested in other communities.

Regarding the Little Hoover Commission, she reiterated the importance of health and wellness in our community, especially with the closure of the hospital. When asked by the Commission what it would look like if the money funding the District would go to the County, she responded that it has been our experience that we fought for County health services for the approximately 57,000 residents of our communities in this unincorporated area of North County. She told the Commission that the District has elected representatives that know the community and can better serve the health & wellness needs in a cost-effective way. It would be a considerable disservice to our communities to give District funding to the County.

G7. General Counsel – Blaise Jackson

Legal Counsel said he anticipates bringing to the next meeting a policy for Discussion/Action regarding the use of District related e-mails by members of the Board. He had previously suggested that all board members use the fallbrookhealth.org address provided to them earlier in the year. He said the remainder of his comments would be confined to Discussion/Action items and Closed Session.

## H. DISCUSSION/ACTION ITEMS

H1. FY 2015-2016 Independent Auditor’s Report – Fechter & Company Certified Public Accountants

A teleconference was then initiated with Craig Fechter of Fechter & Company Certified Public Accounts to review the results of the audit they had completed for FHD.

Discussion: Mr. Fechter reviewed the audited financial statements for year-ended June 30, 2016. There were several questions from members of the Board which were answered to their satisfaction.

**Action:** On motion duly made by Director Salmon, seconded by Director Mroz, the Audited Financial Statements through year-ended June 30, 2016 were recommended for approval as presented. Motion carried (5-0).



- H2. Extension of Real Estate Listing Agreement – Cushman & Wakefield – Travis Ives  
**Discussion:** President Tinker said the District had entered into an agreement with Cushman & Wakefield, a nation-wide real estate company for a broker to locate a buyer for the hospital building. Since that business has not been concluded, a letter extending the agreement for an exclusive listing and commission agreement through June 30, 2017 was before the Board for consideration.
- Action:** Director Abbott moved and Director Mroz seconded approval to extend the agreement with Cushman & Wakefield for an exclusive listing and commission agreement through June 30, 2017. Motion carried (5-0).
- H3. Resolution No. 415 to Change Name of District to (Attachment)  
1. Fallbrook Regional Health District  
2. Fallbrook Township Health District  
3.  
**Discussion:** Executive Director Bobbi Palmer said she had met with the Board of Directors in a workshop to consider the direction for Fallbrook Healthcare District. There was discussion regarding changing the name of the District to better reflect the services provided and who is served by the District (not just Fallbrook). Two possible names were proposed and were brought for the Board's consideration at this meeting. There was further discussion. The resolution was drafted by Legal Counsel and he said an effective date is also required.
- Action:** It was moved by Director Abbott, seconded by Director Salmon to approve Resolution #415 changing the name of Fallbrook Healthcare District to Fallbrook Regional Health District effective February 1, 2017. Motion carried (5-0).  
Roll call vote:  
Ayes: Directors Abbott, Leach, Mroz, Salmon and Tinker  
Noes: None  
Absent: None  
Abstain: None
- H4. Mission/Vision  
**Discussion:** President Tinker said there had been discussion at the workshop regarding the Mission and Vision Statement. Directors proposed changes and developed a revised Mission & Vision Statement which was brought to the Board for approval. President Tinker read the revised statement. There were no changes proposed to the revised document.
- Action:** On motion duly made by Director Salmon, seconded by Director Abbott to approve and adopt revised Mission & Vision Statement. Motion carried (5-0).
- H5. A+ Urgent Care Extended Hours Contract Services  
**Discussion:** President Tinker said a new Memorandum of Understanding with A+ Urgent Care was presented to the Board for consideration. President Tinker called on Dr. Timothy Coen as he had submitted a request under Public Comment to speak regarding this matter.  
Dr. Coen reiterated his previous comments opposing this action. He said he did not agree with the District's action to support this urgent care service to Fallbrook as several other providers existed in the community.

**Action:** Director Abbott moved and Director Mroz seconded to approve the six-month Memorandum of Understanding with A+ Urgent Care. Motion carried (5-0).

**I. ITEMS FOR SUBSEQUENT MEETINGS**

- I1. Other Director/Staff discussion items  
I1a. Item(s) for future board agendas  
No recommendations  
I1b. Announcements of upcoming events:
- NCCCHI meeting – 1<sup>st</sup> Wednesday, January 4<sup>th</sup>
  - Woman of Wellness – Thursday, January 5<sup>th</sup> 6pm, Fallbrook Library
  - Fallbrook Chamber of Commerce “Chamber Member Expo” – Wednesday, January 18<sup>th</sup> 4:30-7:30pm, Pala Mesa Resort, 2001 Old Highway 395
- I2. Next Regular Board meeting – Wednesday, January 11, 2017, Fallbrook Public Utility District Board Room

**J. CLOSED SESSION**

- J1. CONFERENCE WITH REAL ESTATE NEGOTIATOR REGARDING SALE OF REAL PROPERTY PER GOVT CODE 54956.8 -Conference shall include Price and Terms.  
District Negotiator: Travis Ives  
APN #s 105-811-01 and 103-246-51. (Former Hospital Property – 624 Elder Street/138 Brandon Road)”

The Board adjourned to Closed Session at 7:35 p.m.

**K. RETURN TO OPEN SESSION**

The Board reconvened into Open Session at 8:16 p.m.

**L. ADJOURNMENT**

There being no further business, the meeting was adjourned at 8:16 p.m.

  
\_\_\_\_\_  
Gordon Tinker, President

  
\_\_\_\_\_  
Stephen Abbott, Secretary