



BOARD OF DIRECTORS BOARD OF DIRECTORS

Anne Stokman, RN, President
Timothy Benefield, Vice-President
Becky Campo, Secretary
Luis Avila, Treasurer

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BOARD OF DIRECTORS MEETING MINUTES
Monday, August 26, 2024 @ 6:00 pm

1. **Call to order at 6:10 pm** by President, Anne Stokman

2. **Pledge of Allegiance**

3. **Roll Call**

Directors Present: President, Anne Stokman
Vice President, Timothy Benefield
Treasurer, Luis Avila
Secretary, Becky Campo

Staff Present: CEO, Karin Freese
Ambulance Director, Paul Willette
Health Center Manager, Suzie Benitez
HR Manager, Robert Trefault
Clerk of the Board/Financial Accounting Manager, Maria Reyes-Palad
Clinical Ed and QI Manager, Jim Withworth
Medical Director, Jose Rodriguez MD

District Legal Council: Dave Ritchie, Cole Huber, LLP

Public: Ms. Sylvia Ramirez

We have a quorum.

4. **Reading of the District's Vision, Mission, and Value Statements:**

Vision: "A locally cultivated, healthier community."
Mission: "To provide, promote, and partner in quality healthcare for all."
Values: "Compassion – Commitment – Excellence"

5. **Public Comment Period**

Ms. Freese reported candidacy filing had closed with a contest on Zone 3. Ms. Ramirez is not eligible for appointments until December 6, 2024.

6. **Declarations of Conflict** [Board members disclose any conflict of interest with agenda items]
None.

7. **Approval of Agenda:**

M/S/C: To approve the agenda as presented.

Directors Benefield/Avila

Ayes: Directors Stokman, Benefield, Avila, Campo

Nays: None

Abstain: None

Motion: Passed

8. **Consent Calendar*** [Routine committee reports, minutes, and non-controversial items]

A. *Approve Finance Committee Minutes – June 22, 2024

- B. *Approve Finance Report & Warrants for the month ending June 30, 2024
- C. *Approve Board Meeting Minutes – July 29, 2024
- D. *Approve Finance Report & Warrants for the month ending July 31, 2024
- E. *Approve Board Meeting Minutes – August 12, 2024

M/S/C: To approve the consent calendar items as presented.

Directors Campo/Avila

Ayes: Directors Stokman, Benefield, Avila, Campo

Nays: None

Abstain: None

Motion: Passed

9. Regular Calendar

- A. **Any Consent Calendar items moved to the Regular Calendar*
- B. Renewal of Health Center Medical Director's Contract

Ms. Freese reported Dr. Rodriguez' ten (10) years with the district which current contract is going to expire by the end of August of 2024.

Dr. Rodriguez expressed how appreciation with the management team and employees that brought interest of continuing to serve the district for more years. Mentioned as well were the growth, quality of service and huge changes in the district within his ten year tenure.

Staff was recommending to renew Dr. Rodriguez' contract for another five (5) year with an annual rate of \$340,260 as a family physician plus \$118,000 per year as the Health Center's Medical Director

M/S/C: To approve renewal of Health Center's Medical Director's contract for another five (5) years with a total annual rate of \$ 458,260.

Directors Campo/Avila

Ayes: Directors Stokman, Benefield, Avila, Campo

Nays: None

Abstain: None

Motion: Passed with Roll Call Vote

Adjourned to Closed Session @ 6:13pm

- 10. Recess to Closed Session** *[The Board of Directors may recess to closed session to discuss certain matters as legally permitted. Any action taken shall be reported in open session.]*

Gov't Code section 54957: Public Employment Employee Performance Evaluation

Title: Chief Executive Officer

- 11. Return to Open Session @ 7:38pm – Report of Closed Session**

- 12. Regular Calendar (continued)**

- C. Review Chief Executive Officer's Compensation & Contract

Management team expressed recognition of the CEO's leadership for eight (8) years that resulted accomplishment of the district goals.

Mr. Trefault presented the CEO salary range market analysis report wherein using business entities

or agencies as last year's evaluation process for comparison. Recommendation of a new annual salary of \$ 235,000 was proposed.

Board stated their individual reasoning of supporting and not supporting the proposed mid salary amount for the CEO's new salary rate. A roll call vote was made that resulted with two (2) oppositions that made the district's counsel, Atty. Ritchie laid out various options. Further discussions between the Board and CEO ensued.

Temporary recess was called for another five minutes at 8:16pm.

Board discussions ensued.

A compromise proposal was made with an increase of \$25,000 to current annual rate.

Board recommended review of CEO evaluation policies and procedures to have a clear and defined outline for future year reference.

M/S/C. To approve CEO's new salary compensation to increase by \$25,000.

Directors Campo/Benefield

Ayes: Directors: Stokman, Benefield, Campo

Nays: Avila

Abstain: None

Motion: Passed – Roll Call Vote by majority

13. Written Reports *(Directors may raise any questions they have)*

- A. Administration – Ms. Freese
- B. Ambulance – Mr. Willette
- C. Health Center – Ms. Benitez
- D. Human Resources – Mr. Trefault
- E. Legislative Watch List – Ms. Freese
- F. Community Health Needs Assessment – Director Stokman/Ms. Freese

14. Strategic Plan

- A. FY 2024-25 Draft Strategic Plan with Prioritized Objectives, SMART Goals, and Action Plan

Ms. Freese presented the summary of the fiscal year's Board Objectives and Goals. Goals were discussed and identified in their respective priority order.

Possible vacancy on Zone 2 was also announced due to the Board member's personal reason.

A comprehensive list of prioritized goals will be provided to Board as per discussed.

Adjourned to Close Session @ 9:07pm.

15. Closed Session *[Board of Directors may recess to closed session to discuss certain matters as legally permitted. Any action taken shall be reported in open session.]*

- A. Health & Safety Code 321069(c)(2) District Health Care Trade Secret (i.e., necessary to initiate a new district service or program or add a district health care facility and, if prematurely disclosed, create a substantial probability of depriving the district of a substantial economic benefit).

- 16. **Return to Open Session @ 9:16pm – Report of Closed Session Actions**
- 17. **Director Correspondence, Comments, Future Agenda Items**
- 18. **Upcoming Regular Board and Standing Committee Meeting Dates**
 - Finance – Wed, Sep 25 @ 6:00 PM Board – Mon, Sep 30 @ 6:00 PM
 - Finance – Wed, Oct 23 @ 6:00 PM Board – Mon, Oct 28 @ 6:00 PM
 - Finance – Wed, Nov 20 @ 6:00 PM Board – Mon, Nov 25 @ 6:00 PM
- 19. **Adjourned @ 9:17pm**

Respectfully Submitted:



Becky Campo, Board Secretary

Date Signed 10/23/2024