

**MENDOCINO COAST HEALTHCARE DISTRICT BOARD SPECIAL MEETING
MINUTES**

Members Present: Lee Finney, Paul Katzeff, Susan Savage, Sara Spring, Jade Tippet

Guests: Attorney Alexander Henson, Supervisor Ted Williams

Public Attendees: 1 person from the public attended plus 12 persons via Zoom

DATE: February 8, 2023

TIME: 6:00 PM

PLACE: Redwood Room, Adventist Mendocino Coast Hospital
700 River Dr.
Fort Bragg, CA

Call to Order – Lee

The meeting was called to order at 6:01 PM

I. Approval of Agenda – Lee

Moved by Jade, seconded by Susan to approve the agenda. Sara challenged the agenda as the Zoom link was not included on page 1 of the agenda and therefore invalidated the meeting. Legal counsel confirmed that adequate public notice was given to the public in multiple places in the agenda and website. The chair ruled that including the link as Appendix A of the agenda, the physical posting of the link at the office window, and posting on the District website were adequate and proceeded with the meeting.

VOTE:

Lee: YES

Paul: YES

Susan: YES

Sara: NO

Jade: YES

The agenda was approved.

II. Board Comments - Lee

Board members offered information to share with the public.

III. Community Comments – Lee

Comments from the community were received concerning the location of the Zoom link on the published agenda, concerns about legal counsel, lack of prior availability of the treasurer's report, the location of tabbed documents in the agenda, lack of a consent calendar, and confusion over the start time of the meeting.

IV. Board Interim Counsel – Lee

Moved by Jade, seconded by Susan to approve the engagement agreement with Alexander T. Henson as Interim Counsel.

VOTE:

Lee: YES
Paul: YES
Susan: YES
Sara: NO
Jade: YES

The agreement with Mr. Henson as Interim Counsel was approved.

Moved by Susan, seconded by Paul to form an ad hoc committee ASAP to issue a Request For Proposal, research applicants, and make a recommendation to the full board for permanent counsel.

VOTE:

Lee: YES
Paul: YES
Susan: YES
Sara: YES
Jade: YES

Lee appointed Lee and Sara will serve on this ad hoc committee.

V. Fiscal Controls - Jade

Moved by Jade, seconded by Paul to establish a fiscal controls policy to govern authority to expend district funds.

VOTE:

Lee: YES
Paul: YES
Susan: YES
Sara: ABSTAIN
Jade: YES

The fiscal controls policy as distributed is adopted.

VI. Microsoft 365 - Lee

Jade moved, seconded by Paul to adopt a resolution naming Lee as the administrator of the MCHCD Microsoft 365 portal.

VOTE:

Lee: YES
Paul: YES
Susan: YES
Sara: NO
Jade: YES

Lee is designated as administrator for the District's Microsoft 365 portal.

VII. Audit – Jade

Moved by Sara, seconded by Jade to approve the engagement agreement with Dingus, Zarecor & Associates to perform a customary audit for 2021 and 2022.

VOTE:

Lee: YES
Paul: YES
Susan: YES
Sara: YES
Jade: YES

The engagement agreement with Dingus, Zarecor & Associates is approved.

Moved by Susan, seconded by Paul to create an ad hoc committee to complete the reconciliation process begun by the previous board to reconcile bank statements from July 1, 2020, with the Moss Adams report to rectify any incorrect dispositions of money in various accounts.

VOTE:

Lee: YES
Paul: YES
Susan: YES
Sara: YES
Jade: YES

Lee appointed Sara and Susan to serve on this committee. Jade will provide all bank statements as requested.

VIII. Motion to Table – Sara

Moved by Sara, seconded by Jade, to table items 5, 6, and 7 under Old Business pertaining to Standing Committees, Ad Hoc Committees, and Board Retreat.

VOTE:

Lee: YES
Paul: YES
Susan: YES
Sara: YES
Jade: YES

Items 5, 6, and 7 are tabled.

IX. Change of Mailing Address to a P.O. Box – Jade

Moved by Sara, seconded by Susan to establish a Mendocino Coast Healthcare District P.O. Box to help ensure District mail is timely received.

VOTE:

Lee: YES
Paul: YES
Susan: YES
Sara: YES
Jade: YES

A District P.O. Box will be arranged.

X. Agenda Packet Format - Susan

There was discussion about whether agenda packets with all relevant tabs should be posted and shared as 1 PDF document or as separate files. It was agreed, as suggested by the public, to post both individual documents and 1 complete file with all tabs and links to the referenced document.

XI. 516 Cypress Street Address Change Request – Jade

Moved by Jade, seconded by Susan to complete and submit the necessary form to the City of Fort Bragg to establish separate addresses for suites A and B at 516 Cypress Street as requested by Anchor QM. After discussion, the motion was withdrawn.

XII. Expanding the Number of Directors – Paul

Paul invited members of the Board to consider expanding the Board to include broader representation from various ethnic and cultural communities in the District.

XIII. Disposal of Stored Medical Equipment - Sara

Moved by Jade seconded by Susan to authorize Sara to update the inventory of stored medical equipment, prepare a surplus property resolution, and to spend up to \$500 to complete this.

VOTE:

Lee: YES
Paul: YES
Susan: YES
Sara: YES
Jade: YES

Sara is authorized to update the inventory and spend up to \$500 on this project and may ask other Board members to assist.

XIV. Motion to Adjourn

Moved by Susan, seconded by Jade to adjourn.

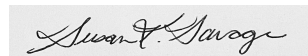
VOTE:

Lee: YES
Paul: YES
Susan: YES
Sara: YES
Jade: YES

The meeting was adjourned at 9:04 PM.

I hereby certify that all the information contained in these minutes is true and correct.

Respectfully submitted,



Susan K Savage, Secretary