

**MINUTES OF SPECIAL MEETING
BOARD OF DIRECTORS
SEQUOIA HEALTHCARE DISTRICT
December 13, 2017
Conference Room, 525 Veterans Boulevard
Redwood City, CA 94063**

<u>Directors Present</u> Director Faro Director Griffin Director Hickey Director Kane Director Shefren	<u>Directors Excused</u>	<u>Also Present</u> Mr. Michelson, CEO Pamela Kurtzman, CEO-elect Mr. Hudak, Legal Counsel Ms. Stamper, Recorder
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1. Call to Order

President Kane called the meeting to order at 4:30PM.

2. Public Comment/Non-Agenda Items

President Kane asked if there was public comment on non-agenda items. There was none.

3.a. To Fund A One-Time Grant Of Up To \$168,677.50 To Pay For A Remodel Of The Samaritan House Redwood City And The Purchase Of Medical Equipment For The Clinic

Dr. Wong reported to the Board that the Redwood City Samaritan House needs updating and repairs. Walls need to be painted. The carpeting is a hygiene issue and needs to be replaced. They received the furniture originally as a donation from another medical institution and it has seen heavy usage and needs to be replaced. The Volunteer dentists are worried about the state of the aging dental equipment. 89% of the clients are from within the District. Director Shefren volunteers at the clinic and concurs with Dr. Wong. In addition Director Shefren mentioned that although the building is leased and is not expected to be sold, *it is expected to be torn down and rebuilt within 5 to 10 years (approved revision from the 2/7/18 Board meeting), and of the funds used to remodel the clinic, approximately \$100,000 would be in moveable equipment and \$80,000 would be in construction, carpeting and painting.*

Motion: To Fund A One-Time Grant Of Up To \$168,677.50 To Pay For A Remodel Of The Samaritan House Redwood City And The Purchase Of Medical Equipment For The Clinic

By: Director Shefren

Seconded by: Director Griffin

Vote: 4-1 with Director Hickey opposed

Motion Passed

3b. Select Which Zone District Option Will Be Used For The 2018 and 2020 Board Elections

Mr. Mitchell reviewed the similarities and differences of the 3 zone plans. All 3 options meet the redistricting requirements for the CVRA. In all plans, District A is essentially the same and has the natural boundary of the 101. The plans differ with the pairing up of the low density population area west of the 280. Areas of low density population need to be paired with high density population to keep the districts balanced, while still keeping contiguous area, the communities of interest and ethnic populations together. The first plan pairs the low density areas with higher density Atherton and Menlo Park. The second plan gives the low density area to two districts: the top portion to Belmont and the southern portion to the Atherton area. The third plan pairs the low population area with the City of Belmont and portions of San Carlos, and also is the only plan that creates a district most densely populated with a heavily

Latino population. District D would have a 44% Latino population which is the highest of any plan and combined with Asian and African American populations could be considered a coalition district. Coalition districts have a greater chance of electing a candidate by combining their voting power. An election date on a Presidential cycle will maximize a district's voting power vs. a gubernatorial cycle.

Motion: To accept Zone plan #3 to be used for future board elections.

By: Director Shefren

Seconded by: Director Faro

Vote: 4-1 with Director Hickey opposed.

Motion Passed

3c. Effective January 1, 2018, Remove Executive Director, Lee Michelson, As Authorized Signatory On Behalf Of Sequoia Healthcare District As To All Banks And Other Financial Institutions And Designate Pamela Kurtzman, CEO, Selected To Replace Lee Michelson As Being Authorized Signatory

Motion: Effective January 1, 2018, Remove Executive Director, Lee Michelson, As Authorized Signatory On Behalf Of Sequoia Healthcare District As To All Banks And Other Financial Institutions And Designate Pamela Kurtzman, CEO, Selected To Replace Lee Michelson As Being Authorized Signatory

By: Director Shefren

Seconded by: Director Faro

Vote: 5-0.

Motion Passed

3d. Confirm That After December 31, 2017, Lee Michelson Shall Have No Further Authority To Act On Behalf Of Or To Bind The Sequoia Healthcare District With Respect To Contract, Other Written Instruments, Or Otherwise, And That Effective January 1, 2018, Pamela Kurtzman Shall Have All Such Authority As Consistent With Existing Practices

Motion: Confirm That After December 31, 2017, Lee Michelson Shall Have No Further Authority To Act On Behalf Of Or To Bind The Sequoia Healthcare District With Respect To Contract, Other Written Instruments, Or Otherwise, And That Effective January 1, 2018, Pamela Kurtzman Shall Have All Such Authority As Consistent With Existing Practices

By: Director Shefren

Seconded by: Director Faro

Vote: 5-0.

Motion Passed

3e. Effective January 1, 2018, Remove Lee Michelson As Pension Plan Administrator And Designate Pamela Kurtzman To Replace Lee Michelson As The New Pension Plan Administrator

Motion: To waive reading of Resolution 17-3

By: Director Shefren

Seconded by: Director Faro

Vote: 5-0.

Motion Passed

Motion: Effective January 1, 2018, Remove Lee Michelson As Pension Plan Administrator And Designate Pamela Kurtzman To Replace Lee Michelson As The New Pension Plan Administrator

By: Director Shefren

Seconded by: Director Faro

Vote: 5-0.

Motion Passed

3f. Effective January 1, 2018, Designate Pamela Kurtzman To Replace Lee Michelson As Sequoia Hospital Rebuild Project Observer Pursuant to the Terms of the Development Agreement Approved 11/30/07

Motion: Effective January 1, 2018, Designate Pamela Kurtzman To Replace Lee Michelson As Sequoia Hospital Rebuild Project Observer Pursuant to the Terms of the Development Agreement Approved 11/30/07

By: Director Hickey

Seconded by: Director Shefren

Vote: 5-0.

Motion Passed

4. Adjourn to Closed Session

Adjourn to Closed Session For:

- a. CONFERENCE WITH LEGAL COUNSEL - ANTICIPATED LITIGATION
Consideration of litigation pursuant to Government Code Section 54956.9(d)(2) - One potential case
- b. Public Employee Appointment. Title: Chief Executive Officer

5. Reconvene to Open Session

Reconvene to Open Session. There was no reportable action taken in closed session.

6. Adjourn

Motion: At 5:25 PM adjourn meeting.

By: President Kane

Seconded by: Director Faro

All in favor

Motion Passed

The next regular meeting of the Board of Directors of Sequoia Healthcare District is scheduled for 4:30 PM, Wednesday, February 7, 2018, District Conference Room, 525 Veterans Blvd., Redwood City, CA.

Respectfully Submitted,

Jerry Shefren
Secretary