



BOARD OF DIRECTORS
SPECIAL BOARD MEETING MINUTES

AGENDA ITEM	DISCUSSIONS/CONCLUSIONS	ACTIONS/FOLLOW-UP/ RESPONSIBLE PARTY
PRESENT AT MEETING:	<p>Board Members: John Mohun, President; Larry Long, Vice President; Dale Chamblin, Treasurer; Karen Sessler, M.D., Secretary; Roger Kahn, Board Member</p> <p>Staff: Bob Schapper, CEO; Virginia Razo, PharmD, Chief Operating Officer; Crystal Betts, Chief Financial Officer; Gail Betz, Compliance Officer; Michelle Cook, Executive Assistant</p> <p>Other: Steve Gross, Legal Counsel; Bill Abalona, Legal Counsel</p>	
1. Call to Order	Mr. Mohun called the meeting to order at 5:36 p.m.	
2. Roll Call	The roll call reflected that all Board Members were present.	
3. Clear the Agenda/Items Not On the Posted Agenda	Mr. Mohun cleared the agenda. He stated the meeting will go into Closed Session first in respect for Legal Counsel's time. Agenda Item 6 will be discussed when the meeting goes back into Open Session.	
4. Input -- Audience	Mr. Mohun asked for audience input. None was offered.	
5. Input – Employee Associations	Mr. Mohun asked for Employee Associations input. None was offered.	
	The meeting proceeded into Closed Session at 5:39 p.m.	
6. Clarification on Physician Contract Review Process	<p>Discussion was held on the contract review process and on the physician contract audit being conducted by the Compliance Office and Legal in the next 3-6 months;</p> <p>Ms. Razo stated there is a provision in the Stark laws that allows for a six month hold over clause. Due to the volume of physician contracts that will need to be reviewed by July for the Governance Committee, she recommended holding these contracts over while the audit is being conducted. Adjustments</p>	



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	to contracts will be made when necessary during the audit; Discussion was held on this recommendation. Dr. Sessler, Mr. Long, Mr. Chamblin, and Mr. Kahn stated their agreement and noted the majority of the Board had not acted to terminate the hold over provision. Mr. Mohun was against upholding the hold over provision.	
7. Closed Session		
A. California Government Code Section 54956.9(d)(4): Deciding whether to initiate litigation (1 case)	Mr. Gross, Mr. Abalona, and Ms. Betz joined the meeting for this agenda item. Discussion was held on a privileged legal matter.	
B. Government Code Section 54957: Chief Executive Officer Monthly Performance Evaluation	No discussion was held.	
8. Open Session	The meeting proceeded into Open Session at 8:42 p.m. Agenda Item 6 was discussed at this time.	
9. Report of Actions Taken in Closed Session	There were no reportable items.	
10. Adjournment	The meeting adjourned at 9:12 p.m.	

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