



**BOARD OF DIRECTORS -  
SPECIAL BOARD MEETING MINUTES**

AGENDA ITEM	DISCUSSIONS/CONCLUSIONS	ACTIONS/FOLLOW-UP/ RESPONSIBLE PARTY
<p><b>12PRESENT AT MEETING:</b></p>	<p><b>Board Members:</b> John Mohun, President; Karen Sessler, M.D., Secretary; Dale Chamblin, Treasurer; Roger Kahn, Board Member Larry Long, Vice President (participated via teleconference); <b>Staff:</b> Bob Schapper, Chief Executive Officer; Virginia Razo, PharmD, Chief Operating Officer; Jayne O'Flanagan, Director of Human Resources; Paige Thomason, Director of Marketing; Patricia Barrett, Executive Assistant <b>Others:</b> Steve Gross, Legal Counsel; Maia Schneider, Contractor; Gregory Moser, Legal Counsel [<i>participated via teleconference</i>];</p>	
<p>1. <b>Call to Order</b></p>	<p>Mr. Mohun called the meeting to order at 12:00 p.m.</p>	
<p>2. <b>Roll Call</b></p>	<p>The Roll Call reflected that all Board members were present. Larry Long participating via teleconference</p>	
<p>3. <b>Clear the Agenda/Items Not On the Posted Agenda</b></p>	<p>The agenda was cleared. There were no changes made to the posted agenda.</p>	
<p>4. <b>Input -- Audience Employee Associations</b></p>	<p><b><i>Greg Moser joined the meeting via teleconference at 12:03 Bob Schapper, Paige Thomason and Maia Schneider joined the meeting at 12:05</i></b></p> <p>The Director of Human Resources addressed the board and reminded them of the District's policy on the use of the <i>Just Culture Model</i> when discussing and addresses issues. A review of the model and <i>Just Culture</i> philosophy was provided, and a recommendation was made that <i>Just Culture</i> consultant/educator, Paul LeSage, be engaged should the board be interested in <i>Just Culture</i> facilitation and training.</p>	



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	No employee association staff.	
5. <b>Closed Session:</b>	The meeting proceeded into closed session at 12:09 p.m.  Staff other than the CEO and Clerk of the Board was excused.	
A. <b>Government Code Section 54957: Chief Executive Officer Monthly Performance Evaluation</b>	Discussion was held on a privileged matter.	
6. <b>Open Session</b>	Mr. Mohun called the open session to order at 2:13 p.m. <b><i>Jayne O'Flanagan, Director of Human Resources departed meeting; Virginia Razo, Director of Pharmacy and Chief Operating Officer joined the meeting; Kara Fox, News Editor with Moonshine Ink joined the meeting</i></b>	
7. <b>Report of any Reportable Actions Taken in closed session</b>	There were no reportable items from closed session.	
8. <b>Investigation of Potential Conflict of Interest</b>	Chair introduced District Counsel to provide background on the agenda topic and how it relates to the July 11 Moonshine Ink article pertaining to the Chief Executive Officer's (CEO) potential conflict of interest.  Attendees were reminded that Director Long is participating telephonically.  Counsel shared that the Board has been aware of a potential conflict of interest issues referenced in the Moonshine Ink article and the issues are currently under review. A discussion will be conducted with staff regarding a response to the article.	



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	<p>Director Mohun shared that an investigation has been underway for several months related to the conflict of interest issue.</p> <p>Marketing reported that they have fully cooperated with all media requests. It was stated that unethical statements were included in the article and had no relationship to the results the hospital has experienced over the years.</p> <p>Kara Fox, news editor at Moonshine Ink inquired about the inaccuracies and unethical statements included on the article.</p> <p>Moonshine would welcome meeting privately with the Board and providing an opportunity to respond in the next issue on August 8<sup>th</sup>. The response deadline for this issue is no later than July 28<sup>th</sup>.</p>	
<p>9. <b>Adjourn</b></p>	<p>The meeting adjourned at 2:27 p.m.</p>	

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