

**PACIFIC COMMUNITIES HEALTH DISTRICT
REGULAR MEETING MINUTES OF THE BOARD OF DIRECTORS
Monday, March 21st, 2016**

PRESENT: Ralph Breitenstein, MD, Chairperson
Fred Postlewait, Director at Large
Bonnie Saxton, Treasurer
David Long, MD, Vice Chair
Kath Schonau, RN, BSW, CCM, Secretary

ABSENT: None

ALSO PRESENT: David Bigelow, Pharm. D, CEO, SPHS
Kathryn Doksum, Coast Finance Director, SPHS
Jamie Kraft, Recorder
Lisa Ely, Administrative Assistant
Ursula Marinelli, PCHD Foundation Director
Jon Conner, Facilities Director
Chris Minor, Legal Counsel

CALLED TO ORDER: Chairperson Breitenstein called the Regular Monthly meeting of the Board of Directors to order at 4:02 p.m., in the Education Conference room at Samaritan Pacific Communities Hospital.

ASSISTIVE HEARING DEVICES:

Chairperson Breitenstein announced that hearing devices are available with 24 hr. prior notice.

CITIZEN COMMENTS: Chair Breitenstein opened the meeting for citizen comments. Hearing none, the meeting proceeded.

CONFIRMATION OF AGENDA ITEMS: Chair Breitenstein requested confirmation of the meeting agenda. It was agreed to add an Executive Session to the agenda.

Approval of Minutes After review of the minutes, *Director Schonau made a motion to approve the February 16th, February 23rd, and March 4th 2016 meeting minutes as presented. The motion was seconded by Director Saxton and carried by a unanimous voice vote.*

TEFRA Hearing – Director Breitenstein announced the following: “The next item on the agenda is a public hearing. The purpose of the public hearing is to allow members of the public to express any opinions with respect to the issuance by the district of its general obligations bonds in an amount not to

exceed \$57,000,000. The bond proceeds will be used to construct hospital and office facilities, to remodel and update existing buildings, to make other site improvements including demolition of older structures, and to pay costs of issuing the bonds. All financed facilities, projects and improvements will be located at or in immediate proximity to 930 SW Abbey St., Newport, OR, and will be owned by the District and operated by Samaritan Health Services. Are there any members of the public who would like to provide comments? Hearing no comments and with no written comments received, the meeting proceeded. The meeting was opened at 4:05pm and closed at 4:09pm.

Resolution 16-02 Authorizing Sale of General Obligation Bonds - After review by the board, *Director Postlewait made a motion to adopt Resolution 16-02 Authorizing Sale of General Obligation Bonds and Director Saxton seconded the motion. The motion was adopted by a unanimous voice vote with five in favor and none opposed.*

Financial Reports/February 2016 – Kathryn Doksum presented the February 2016 financial reports for review and approval. Presented were the Check and Deposit Detail reports, Net Asset/Liabilities reports, and the Profit and Loss Statement. There was discussion regarding the “treatment” of legal fees in the financial reports, whereas separating bond legal expenses from regular legal expenses. Kathryn Doksum will contact Signe Grimstad, CPA regarding classification. *There was a motion made by Director Schonau and seconded by Director Postlewait to approve the financial reports as presented. Motion carried by a unanimous voice vote.*

Legal Report – Chris Minor reported that there have been several meetings on the topics of Bond Counsel and Bond Issuance. The next meeting will be held on March 23rd at 10:30am. Mr. Minor also reported that in his discussion with Piper Jaffray, he stressed the importance that board members must have no indemnification, obligation or personal liability regarding the issuance of General Obligation bonds. Mr. Minor sent an email to Piper Jaffray on behalf of the PCHD outlining this information.

Hospital Report – David Bigelow updated the board regarding ongoing meetings for planning the new hospital. A meeting was held recently on 3/16/16 with topics which included defining the project schedule and budget, creating a 3 month time line and the public input process to be determined. There is also ongoing discussion with Samaritan North Lincoln Hospital regarding the possibility of merging service lines between the two sites. Mr. Bigelow will report information as it becomes available at future meetings.

Construction Update – The old computer training trailer was removed from the campus on Friday, March 18th. The Waldport clinic project is now complete with the clinic fully functional and occupied.

PCHD Asset Disposal – Kathryn Doksum presented a list of surplus equipment for Board consideration. Some of the equipment dates back to 2001 and all have been fully depreciated. *There was a motion made by Director Saxton to approve the disposal of the surplus equipment as customary. The motion was seconded by Director Schonau and carried by a unanimous voice vote.*

Resolution 16-03 Public Records Policy – After discussion, *there was a motion made by Director Saxton and seconded by Director Long to adopt Resolution 16-03. The motion was adopted by a unanimous voice vote with five in favor and none opposed.*

Executive Session - The board entered into Executive session at 4:45pm and adjourned Executive Session at 5:25 pm.

ADJOURN: As there was no further business to come before the Board, Chairperson Breitenstein declared the meeting adjourned at 5:30 p.m.



Jamie Kraft, Recorder
PACIFIC COMMUNITIES HEALTH
DISTRICT



Kath Schonau, BSN, RN
PACIFIC COMMUNITIES HEALTH
DISTRICT