

**PACIFIC COMMUNITIES HEALTH DISTRICT
SPECIAL WORK SESSION MEETING
MINUTES OF THE BOARD OF DIRECTORS
Tuesday, November 14, 2017**

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

ALSO PRESENT:

Chris Minor, Legal Counsel	Lesley Ogden, CEO
Kathryn Doksum, CPA	Ursula Marinelli, Director, Coast Fdtn Corp
Jon Conner, Director of Plant Engineering	Doug Boysen, CAO, SHS
Dan Smith, SHS CFO	Julie Manning, VP Mktg &PR, Comm Hlth
Cathy Sandoval, Director, Coast Fdtn Mjr Gifts	Ryan Combs, COO
Lisa Ely, Recorder	

CALLED TO ORDER: Chairperson David Long called the Special Work Session meeting of the Board of Directors to order at 4:07 p.m. in the Conference Room at Samaritan Medical Supplies.

ASSISTIVE HEARING DEVICES: Chairperson David Long noted that there were no public attendees.

CITIZEN COMMENTS: No members of the public were present.

CONFIRMATION OF AGENDA ITEMS: Chairperson David Long announced this meeting intended for a Special Work Session regarding the Lease and Operating Agreement between Samaritan Pacific Health Services and the Pacific Communities Health District.

Doug Boysen asked the board if a PowerPoint presentation could be reviewed prior to any discussion. This may help answer some of the board's questions – the agreement has not been reviewed in a while as well as Samaritan Pacific Health Services performance over the last 15 years.

Chris Minor reviewed the following: History since inception and/or affiliation and the basics of the document created in 2002, which included concepts of SHS to operate and provide health care and services. Chris also reviewed the provision consults and parameters for termination by either party. SHS's obligation is to make an investment and to ensure agreement specifics and met. Addendums and Amendments have been put into effect to acknowledge lease and rent payments in acquiring property. An example includes the CHE agreement.

Doug Boysen presented an overview of the affiliation between PCHD and Samaritan and the benefits from this affiliation to the Board. Highlights of the presentation included: a financial overview of PCH since the affiliation began, the new and enhanced facilities that have been brought to the community, programs and provider services, the successful implementation of a Primary Care Medical Home, recruitment and retention opportunities and challenges, wages and benefits, the benefits of being affiliated with a larger organization, the grant support for the community (nearly \$6 million in Lincoln County), enhanced community health education and chronic disease management, community benefit investments (which includes social accountability grants to PCH communities of \$500,000 over 15 years to local organizations), charity care, and potential next steps for SHS.

Conclusion: Chairperson David Long suggested the PCHD Board and the SPHS Board meet annually for a combined session for an over-all view on progress and agreements.

Ralph Breitenstein suggested that two members of the PCHD Board form a work group with CEO, Lesley Ogden and COO, Ryan Combs – potentially every other month to have ongoing communication.

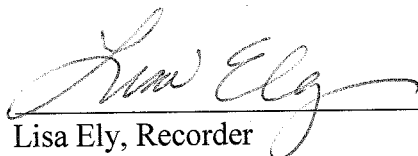
NEW BUSINESS: Arbitrage with PFM. Chris Minor asked the PCHD Board if one item of business could be addressed before adjournment. The arbitrage service agreement, which is an IRS requirement, and indicates the District, must show the calculation providing assurance there is no rebate due to the IRS from interest earned on borrowed money.

Director David Long proposed a motion to sign the arbitrage contract. Ralph Breitenstein moved to approve an annual reconciliation. Bonne Saxton seconded. Motion carried by a unanimous voice vote.

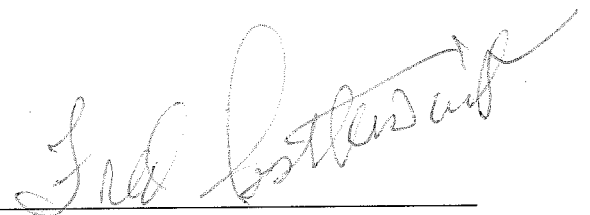
Question arose; should the PCHD Board keep the next PCHD Board Meeting in November since the one remaining item of business was handled in this session?

Director David Long proposed a motion to cancel the November 11, 2017 Regular Board meeting. Kath Schonau moved to approve cancelation of meeting. Bonnie Saxton seconded. Motion carried by a unanimous voice vote.

ADJOURN: As there was no further business to come before the Board, Chairperson David Long declared the meeting adjourned at 6:31 p.m.



Lisa Ely, Recorder
PACIFIC COMMUNITIES HEALTH
DISTRICT



Fred Postlewait
PACIFIC COMMUNITIES HEALTH
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