

**DESERT HEALTHCARE FOUNDATION
BOARD OF DIRECTORS
MEETING MINUTES
December 19, 2017**

A Meeting of the Board of Directors of the Desert Healthcare District was held in the Arthur H. "Red" Motley Boardroom, Palm Springs, CA.

Attendance

Members

Les Zendle, MD – President
Kay Hazen – Director
Mark Matthews – Treasurer
Jennifer Wortham, Dr.PH – Director

Absent

Carole Rogers, RN –
Vice- President/Secretary

Staff

Herb K. Schultz, CEO - *Telephonic*
Chris Christensen, CFO
Donna Craig, Senior Program Officer
Alejandro Espinoza, Program Officer and Outreach Director
Andrea S. Hayles, Clerk to the Board

Legal Counsel

Jeffrey G. Scott

Guests

None

CALL TO ORDER

The meeting was called to order at 4:24 p.m. by President Rogers.

APPROVAL OF AGENDA

President Rogers asked for a motion to approve the agenda.

#17-42 MOTION WAS MADE by President Zendle and seconded by Director Matthews to approve the agenda.

Motion passed unanimously.

Roll Call Vote:

**AYES 4 Director Hazen; Director Matthews; Director Wortham;
 President Zendle**

NOES: 0

ABSTAIN:

ABSENT: 1 Vice-President Rogers

Motion Passed 4-1

PUBLIC COMMENT

None

CONSENT AGENDA

Submitted for approval:

1. Board Minutes
 - a. Meeting Minutes of November 28, 2017
2. Finance and Administration
 - a. Consideration for approval Foundation November 2017 Financial Statements.
F&A approved December 12, 2017

**#17-43 MOTION WAS MADE by Director Matthews and seconded by Director Hazen approve Consent Agenda.
Motion passed unanimously.**

Roll Call Vote:

**AYES 4 Director Hazen; Director Matthews; Director Wortham;
 President Zendle**

NOES: 0

ABSTAIN:

ABSENT: 1 Vice-President Rogers

Motion Passed 4-1

DESERT HEALTHCARE DISTRICT CEO REPORT

None

FINANCE & ADMINISTRATION COMMITTEE

1. Draft Minutes of the December 12, 2017 F&A Committee Meeting

OLD BUSINESS

1. cvHIP Metrics
Alejandro Espinoza, Program and Outreach Director, provided an update on the cvHIP metrics explaining that homelessness searches have increased.

2. cvHIP Marketing Proposal
Herb K. Schultz, CEO, explained O'Bayley Communications proposal that does not include an advertising budget, and that the Communications and Marketing Director will work with O'Bayley Communications on the advertising aspects of the proposal. The Board will support the project for one year, approving costs not to exceed \$72,000, including milestones, and reassess the proposal in one year.

#17-44 MOTION WAS MADE by Director Hazen and seconded by President Zendle to approve the cvHIP Marketing Proposal costs not to exceed \$72,000 and to include milestones.

Motion passed unanimously.

Roll Call Vote:

AYES 3 Director Wortham; Director Hazen; President Zendle

NOES: 1 Director Matthews

ABSTAIN:

ABSENT: 1 Vice-President Rogers

Motion Passed 3-2

3. Strategic Plan Infrastructure: Policy and Research Function
 - a. CA Endowment Program Support Grant Agreement

Herb K. Schultz, CEO, explained the Strategic Plan Infrastructure with the hiring of a new Chief Operating Officer and Communications and Marketing Director, and a partnership with University of California Riverside for policy and research.

#17-45 MOTION WAS MADE by Director Matthews and seconded by Director Zendle to approve The California Endowment Program Support Grant Agreement.

Motion passed unanimously.

Roll Call Vote:

**AYES 4 Director Matthews; Director Wortham; Director Hazen;
President Zendle**

NOES: 0

ABSTAIN:

ABSENT: 1 Vice-President Rogers

Motion Passed 4-1

- b. Health Policy Analyst & Community Health Analyst Job Descriptions

Herb K. Schultz, CEO, described the Health Policy Analyst and Community Health Analyst job descriptions explaining that the positions are hired by the District for allocated funding to the Foundation with District personnel overseeing both positions. Director Hazen's suggests that the Board consider that the two positions work for the Foundation since it is a one-year grant funded position, and defining the personnel's intention and interest for continuation after one-year. Further clarity is necessary on whether the analysts will be one-time, one-

year contracted employee positions. Mr. Schultz stated that he and the CFO will obtain clarification on expectations, including working with Counsel to amend the job descriptions. The Board directed Staff to provide quarterly reports on the progress of deliverables, policy briefs, forums, and progress on community health indicators.

#17-46 MOTION WAS MADE by President Zendle and seconded by Director Wortham to direct Staff to work with the contract analyst at The California Endowment and the Foundation's Legal Counsel on modifications, including adjusting the job descriptions and subsequent documentation to the Foundation from the District/Foundation to solely Foundation.

Motion passed unanimously.

Roll Call Vote:

AYES **4 Director Matthews; Director Wortham; Director Hazen;
President Zendle**

NOES: **0**

ABSTAIN:

ABSENT: **1 Vice-President Rogers**

Motion Passed 4-1

NEW BUSINESS

None

LEGAL COUNSEL COMMENTS & REPORTS

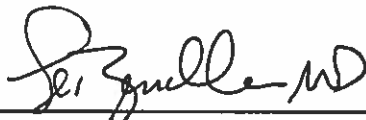
No report was given.

DIRECTOR'S COMMENTS & REPORTS

ADJOURNMENT

The meeting was adjourned at 5:07 p.m.

ATTEST: _____



Les Zendle, MD, President

Desert Healthcare Foundation Board of Directors

Minutes respectfully submitted by Andrea S. Hayles, Clerk of the Board