

CALL TO ORDER The meeting was called to order at 1:00 pm by Peter Watercott, President.

PRESENT Peter Watercott, President
John Ungersma MD, Vice President
M.C. Hubbard, Secretary
Mary Mae Kilpatrick, Treasurer

ALSO PRESENT Kevin S. Flanigan, MD, MBA, Chief Executive Officer
Joy Engblade MD, Chief of Staff
Colin Coffey, District Legal Counsel
Kelli Huntsinger, Chief Operating Officer
Carrie Petersen, Chief Accounting Officer
Maria Sirois, Chief Performance Excellence Officer
Alison Murray, Interim Chief Human Relations Officer
Tracy Aspel, Chief Nursing Officer
Sandy Blumberg, Executive Assistant

ABSENT Phil Hartz, Member at Large

OPPORTUNITY FOR PUBLIC COMMENT Mr. Watercott asked if any members of the public wished to comment on any items listed on the Notice for this meeting (*speakers are limited to a maximum of three minutes each*). No comments were heard.

BROWN ACT, COMPLIANCE, AND GOVERNANCE TRAINING Attorney Colin Coffey was present to provide Board education on the topics of the Brown Act; Compliance; and Governance as it relates to Healthcare Districts. The following handouts were provided:

- *Board Member Legal Orientation Manual*, containing information on transparency, ethics, and fiduciary compliance responsibilities
- *Tips for Chief Executive / Staff Success*
- *Orientation Materials for Newly Elected Officials*

Information was also provided on the following:

- Brown Act Guide reference materials
- The People’s Business Guidebook (including information on Public Records Act requests)
- Fair Political Practices Commission Conflict of Interest Rules and Guidelines
- Statement of Director Duties and Responsibilities
- Fiduciary duties and public service
- Healthcare Director’s compliance duties

It was noted that Northern Inyo Healthcare District (NIHD) Board members complete Brown Act and ethics training on a bi-annual basis. Discussion of the following matters also took place:

- The pros and cons of possibly establishing a Board Commitment

Letter

- Discussion of the cautions involving Board members becoming actively engaged with District staff in group staff meetings, etc.
- Review and discussion of Closed Session guidelines, restrictions, and confidentiality issues
- Discussion of cautions regarding what constitutes a serial meeting of the Board
- Discussion of potential conflicts of interest
- Discussion of the role of Directors vs. the role of hospital management
- Handling opportunities for public comment during meetings

ADJOURNMENT

The meeting adjourned at 3:35pm.

Peter Watercott, President

Attest:

M.C. Hubbard, Secretary