

PIONEERS MEMORIAL HEALTHCARE DISTRICT
207 West Legion Road, Brawley, CA 92227
SPECIAL MEETING OF THE BOARD OF DIRECTORS

Monday, April 10, 2023
5:00 pm
PMH Auditorium

Minutes

PMHD MISSION: Quality healthcare and compassionate service for families of the Imperial Valley

In compliance with the Americans with Disabilities Act, if you require special accommodations to participate in a board meeting, please contact the District at (760) 351-3250 at least 48 hours prior to the meeting

I. CALL TO ORDER (*time: 5:00 pm – 5:15 pm*)

President Santillan called the meeting to order at 5:04 pm in the PMH Auditorium

A. Roll Call

BOARD MEMBERS:

Katy Santillan, President
Enola Berker, Vice President
Rachel Fonseca, Secretary
Linda Rubin, Treasurer
Nick Aguirre, Asst. Secretary/Treasurer

STAFF:

Damon Sorensen, Interim CEO
Carly Loper, CFO
Sally Nguyen, General Counsel

GUESTS:

Carly Zamora, Chief of Clinics

B. Approval of Agenda

A motion was made to approve the agenda by Director Aguirre, seconded by Director Rubin. **The motion was unanimously carried.**

II. BOARD MEMBER COMMENTS

There were no comments.

III. PUBLIC COMMENTS – At this time, the Board will hear comments on any agenda item and on any item not on this agenda. If any person wishes to be heard, he or she shall stand; address the chairperson and state the subject, or subjects, upon which he or she desires to comment. Time limit for each speaker is 5 minutes. A total of 15 minutes shall be allocated for each item. (*time: 5:15 pm – 5:30 pm*)

There were no comments.

IV. OLD BUSINESS (*time: 5:30 pm – 5:45 pm*)

There was no old business.

SECTION

V. **REVIEW OF OTHER ITEMS FOR CONSIDERATION** – The Board will consider and may take action on the following: *(time: 5:45 pm – 6:45 pm)*

A. Discussion and Possible Approval of Secondary Signing Authority within District

Currently, there is only one person on-campus who has signing authority for the District. The Board members can sign, but they are not always available. The District policy does not allow interims to have signing authority. Director Santillan asked if Ms. Sally Nguyen, Legal Counsel, or Ms. Aracely Smith, Compliance Officer, can take over signing authority. Ms. Nguyen advised that it should not be her as a lot of the signatures are for contracts and she would be the one litigating a contract if it came to that. Ms. Loper advised that she will be out in May for several weeks, so we will definitely need a second signer. Mr. Sorensen reported that there are a lot of different documents that require signature and sometimes time is of the essence. Director Rubin noted that Ms. Smith is here all the time and sees all contracts, so that makes sense. A motion was made to assign signing authority to Ms. Smith for the District by Director Rubin, seconded by Director Aguirre. **The motion was unanimously carried.**

VI. **CLOSED SESSION** – The following matters will be considered by the Board in closed session; the Board will reconvene in open session to announce any action taken on matters considered in closed session. *(time: 6:45 pm – 7:55 pm)*

A. **CONSIDERATION OF MATTERS INVOLVING TRADE SECRETS** – Safe Harbor: Health and Safety Code §32106, subparagraph (b)

1. Based on the Board's prior findings regarding Trade Secret classification, as contained in Resolution 2023-01, consideration, and discussion of possible initiation of the following:
 - a. Updating Certain District Strategic Planning Initiatives


VII. **RECONVENE TO OPEN SESSION** *(time: 7:55 – 8:00 pm)*


A. Take Actions as Required on Closed Session Matters

There were no reportable actions taken in closed session.

VIII. **ADJOURNMENT** *(time: 8: 00 pm)*

The meeting was adjourned to the next meeting.


Board Secretary


Clerk of the Board