

**REGULAR MEETING
BOARD OF DIRECTORS
BEACH CITIES HEALTH DISTRICT
January 26, 2011**

A Regular Meeting of the Board of Directors of the Beach Cities Health District was called to order in the Beach Cities Room of the Beach Cities Health Center at 6:35 p.m.

Members Present: Marie Corr
Dr. Noel Chun
Joanne Edgerton
Dr. Robert Grossman
Vanessa Poster

Members Absent:

Legal Counsel Present: Robert Lundy
Staff Present: Susan Burden, CEO

AGENDA ITEM	DISCUSSION	ACTION OR FOLLOW-UP
Call to Order	Ms. Poster opened the meeting and invited Mr. Sam Edgerton, spouse of Ms. Joanne Edgerton, to lead the salute to the flag.	
Public Discussion	Ms. Poster asked if any member of the public would like to address the Board on any issue not on the agenda. No one from the public stepped forward.	
Swearing In of Board Members Joanne Edgerton Dr. Noel Chun	Ms. Poster administered the Oath of Office to Ms. Joanne Edgerton and Dr. Noel Chun who were sworn in together to begin a new term of office. Ms. Edgerton thanked everyone for the opportunity to serve the public once again and stated that she values the position and looks forward to a very exciting four years. Dr. Chun thanked his constituents for the opportunity to serve as he gets a lot out of the work of the District and finds it very rewarding.	
Election of Officers to the Board of Directors	Ms. Poster opened the floor for nominations for the election of President, President Pro Tem and Secretary/Treasurer to the Board of Directors for 2011. Ms. Poster stated that it is the intent of the Board that the President Pro Tem succeed the	

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	<p>President.</p> <p>Ms. Poster called for nominations for the office of President.</p> <p>Ms. Joanne Edgerton nominated Ms. Marie Corr. There were no further nominations and Ms. Poster closed the nominations.</p> <p>Ms. Poster asked Ms. Corr if she accepted the nomination.</p> <p>Ms. Corr accepted the nomination and was elected to the office of President.</p> <p>Ms. Poster passed the gavel to Ms. Corr to preside over the meeting.</p> <p>Ms. Corr called for nominations for the office of President Pro Tem.</p> <p>Ms. Corr nominated Dr. Robert Grossman for the office of President Pro Tem. There were no further nominations and Ms. Corr closed the nominations.</p> <p>Ms. Corr asked Dr. Grossman if he accepted the nomination.</p> <p>Dr. Grossman accepted the nomination and was elected to the office of President Pro Tem.</p> <p>Ms. Corr called for nominations for the office of Secretary/Treasurer.</p> <p>Ms. Poster nominated Ms. Joanne Edgerton for the office of Secretary/Treasurer. There were no further nominations and Ms. Corr closed the nominations.</p> <p>Ms. Corr asked Ms. Edgerton if she accepted the nomination.</p> <p>Ms. Edgerton accepted the nomination and was elected to the office of Secretary/Treasurer.</p>	<p>It was Moved and Seconded (Edgerton/Chun) to elect Marie Corr to the office of President for 2011. Motion Carried Unanimously</p> <p>It was Moved and Seconded (Corr/Poster) to elect Dr. Robert Grossman to the office of President Pro Tem for 2011. Motion Carried Unanimously</p> <p>It was Moved and Seconded (Poster/Grossman) to elect Ms. Joanne Edgerton to the office of Secretary/Treasurer for 2011. Motion Carried Unanimously</p>
<p>Community Partner Introduction and Presentation to the South Bay Auxiliary in Appreciation of Their</p>	<p>Ms. Corr invited Ms. Jackie Berling, Director of Human Resources, to the podium.</p> <p>Ms. Berling and Ms. Megan Vixie, Manager of Talent Management Services, presented a plaque to Ms. Susan Page, President of the</p>	

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<p>Continual Monetary Support of the Beach Cities Health District's Programs and Services - Susan Page, President</p>	<p>South Bay Auxiliary in appreciation of its continued financial contributions in support of the District's programs.</p> <p>Ms. Page expressed her appreciation for the recognition and invited members of the South Bay Auxiliary who were present to stand and be recognized.</p>	
<p>Recognition of Volunteer Retirement</p> <p>Marv Barab, Peer Counselor, Community Care Services</p>	<p>Ms. Corr invited Ms. Marilyn Rafkin, Director of Older Adult Services, to the podium.</p> <p>Ms. Rafkin introduced Mr. Marv Barab, Peer Counselor, Community Care Services. Ms. Rafkin presented an overview of Mr. Barab's eight years and one thousand hours of service as a peer counselor. Ms. Rafkin commended Mr. Barab for the emotional support and compassion he showed to his clients and wished him well in his retirement.</p> <p>Mr. Barab expressed his appreciation to everyone and stated that the District has been a very important part of his life.</p>	
<p>Review and Approval of the Minutes of the November 17, 2010 Regular Meeting</p>	<p>The Board reviewed the minutes of the November 17, 2010 Regular Meeting.</p>	<p>After review, it was Moved and Seconded (Chun/Poster) to approve the minutes of the November 17, 2010 Regular Meeting. Motion Carried Unanimously</p>
<p>Program and Staff Reports</p> <p>Chief Medical Officer</p>	<p>Ms. Corr invited Dr. Lisa Santora, Chief Medical Officer, to the podium.</p> <p>Dr. Santora presented an overview of the healthy menu selections that are being implemented by the District and expressed her appreciation to the Board for their support.</p> <p>Dr. Santora reported that the Vitality City initiative is progressing at full speed. Thus far, more than twenty focus groups were hosted by the cities of Hermosa Beach, Manhattan Beach and Redondo Beach. More than five hundred community volunteers came together and presented ideas as broad as purpose to master bicycle planning and walkability.</p> <p>Dr. Santora presented an update on the smoking ordinance that is under consideration by the City of Hermosa Beach to ban smoking in</p>	

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<p>the Month of November 2010</p> <p>Approve Checks No. 50381 through 50613 totaling \$437,467.21 for Accounts Payable for the Month of December 2010</p>		<p>totaling \$744,804.30 for Accounts Payable for the Month of November 2010. Motion Carried Unanimously</p> <p>It was Moved and Seconded (Chun/Poster) to approve Checks No. 50381 through 50613 totaling \$437,467.21 for Accounts Payable for the Month of December 2010. Motion Carried Unanimously</p>
<p>Mid-Year Review of Financial Results of Six Months Ended December 31, 2010</p>	<p>Mr. Steve Groom, Chief Financial Officer, presented a Mid-Year year financial review of six months ended December 31, 2010, that included the following topics:</p> <ul style="list-style-type: none"> ◆What we budgeted ◆Actual results ◆Recap of revenue expenses and capital spending ◆Looking forward <p>In summary, Mr. Groom reported that at Mid-Year the District is:</p> <ul style="list-style-type: none"> ◆Ahead of budget at \$115,000 ◆Lease revenue is ahead at \$113,000 ◆Expenses are favorable at \$24,000 ◆Vitality City - \$600,000 budget modification ◆Future leases greatly improves long-term outlook. 	
<p>Review of Beach Cities Health District's Employee Retirement Plan</p>	<p>Ms. Corr stated that this Agenda item will be taken out of order. Ms. Corr invited Mr. Groom and Ms. Berling to the podium.</p> <p>Mr. Groom and Ms. Berling presented an overview of the Beach Cities Health District's Employee CalPERS Retirement Plan, that included the following topics:</p> <ul style="list-style-type: none"> ◆Managing Future Pension Costs ◆CalPERS Pension Funding Overview ◆Workforce Demographics ◆Current Landscape ◆History - Origins of "the problem" - assumptions ◆BCHD Advantages ◆Factors of Future Costs 	

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	<ul style="list-style-type: none"> ◆BCHD Financial Forecast ◆CaLPERS Cost: Pool ◆Current Landscape <p>In summary the staff recommendation was to continue to monitor developments:</p> <ol style="list-style-type: none"> 1. Watch as others take lead on cost-sharing shifts and cost forecasting 2. Allow two-tier systems to get more in-line with BCHD 3. Watch other government agencies for potential legal fallout. 4. Be mindful of recruitment and retention strategies 	
<p>Policy Committee</p> <p>Discussion and Potential Action Item:</p> <p>New Policy Number: 2180 – Code of Ethics</p>	<p>Ms. Corr opened up the discussion and review of New Policy Number: 2180 – Code of Ethics.</p> <p>See Exhibit A for a transcript of the discussions of the Board of Directors regarding the New Policy Number: 2180 – Code of Ethics.</p> <p>Ms. Poster made a motion to approve New Policy Number 2180 – Code of Ethics as amended.</p>	<p>After Review, it was Moved and Seconded (Poster /Corr) to approve New Policy Number 2180 – Code of Ethics as amended. Motion Carried Unanimously</p>
<p>Properties Committee</p>	<p>Dr. Chun reported the following:</p> <ul style="list-style-type: none"> ◆Silverado Senior Living’s 1st Floor expansion project is underway ◆Beach Cities Child Development Center lease has been signed. ◆UCLA meeting regarding campus concept plan 	
<p>Strategic Planning Committee</p>	<p>Ms. Poster reported that the Strategic Planning Committee did not meet. Committee members will be polled for a meeting date to review the Vitality City blueprint.</p>	
<p>Old Business</p>	<p>There were no reports.</p>	
<p>New Business</p> <p>Review of Beach Cities Health District’s Employee Retirement Plan</p>	<p>This Agenda item was taken out of order.</p>	
<p>Board Member Reports</p>	<p>Ms. Poster asked Mr. Lundy what events had to be reported.</p>	

AGENDA ITEM	DISCUSSION	ACTION OR FOLLOW-UP
	<p>Mr. Lundy responded that the only requirement legally to report is if the Board has gone to any events at the District's expense.</p> <p>Ms. Poster had no report.</p> <p>Ms. Edgerton had no report.</p> <p>Dr. Grossman reported that he attended an ACHD meeting in Sacramento.</p> <p>Dr. Chun reported that he attended the following meeting/events:</p> <ul style="list-style-type: none"> ◆Hermosa Beach Chamber of Commerce Installation dinner ◆Meeting with UCLA <p>Ms. Corr had no report.</p>	
Announcements/ Questions and Referrals to Staff	There were none.	
Adjournment	Ms. Corr moved to adjourn the meeting in memory of the late Cathy L. Rubin, founder of Rover Rescue.	There being no further business, Ms. Poster Moved to adjourn the meeting. Meeting adjourned at 8:30 p.m,

The next Regular Meeting of the Beach Cities Health District Board of Directors is scheduled for Wednesday, February 23, 2011 at 6:30 p.m. in the Beach Cities Room of the Beach Cities Health Center, located at 514 N. Prospect Avenue, Redondo Beach, California

EXHIBIT A

DISCUSSION REGARDING NEW POLICY 2180 - CODE OF ETHICS BOARD OF DIRECTORS REGULAR MEETING JANUARY 26, 2011

Participants:

Beach Cities Health District Board of Directors:

Marie Corr, Dr. Robert Grossman, Joanne Edgerton, Dr. Noel Chun, Vanessa Poster

Legal Counsel:

Mr. Robert Lundy

Marie Corr

If you look in your packet as background from two months ago, there was some discussion as to clarifying steps of, how do I say it, I don't want to say penalty, if there's a violation so to speak what were the different steps to take to, punish isn't the word, address, sanction.

Vanessa Poster

Discipline/sanction.

Marie Corr

There is some suggested language our Legal Counsel proposed that amends 2180.6 that I believe talks about a formation of an Ad Hoc Committee which would have to be less than a quorum of the Board would have to be two members of the Board who would do the investigation, so to speak. The creation of that Ad Hoc Committee would be public determined during an open meeting but my understanding, Mr. Lundy, is that the discussions of that Ad Hoc Committee, the investigations would be closed.

Mr. Lundy

Actual meetings of the Ad Hoc Committee could be non Brown Act meetings, so those could be private discussions of that Ad Hoc Committee would be closed.

Vanessa Poster

As long as they are less than a quorum.

Mr. Lundy

That's right. Then that committee however, has no real power. All they have are advisory authority to give advice but since the lowest level of or sanction or discipline is an advisory letter, that committee could issue an advisory letter which is really just stating what their recommendations are or their advice that would both go to the Board, so the Board could then actually take no action if they felt nothing further than advice was necessary. That same letter could go from the committee to that Board member so you have the effect of an advisory letter being issued by the Ad Hoc Committee, now the letter itself is still a public record.

Marie Corr

Right.

Mr. Lundy

So whenever the public, if they were aware of it, could make a request for that but that takes the affirmative action of the public to make that request.

Vanessa Poster

Wouldn't that be part of the board packet?

Mr. Lundy

It could be sent by mail in advance to the Board members and if it's not on the Agenda, for example, the Board does not have to bring the issue back and put it back on the Agenda, if it receives the letter and no member of the Board asks that it be put on the Agenda for Board action. So the whole process could potentially end with a mere recommendation upon which the board takes no action and does not schedule Board action. Now if it's something where the Board members feel, well this is serious enough, that we need to go to the next level, for example, an admonition letter or ultimately public censure, then that recommendation would come to the Board and the Board would then decide to, you know, talk about what additional sanctions might be considered

Marie Corr

I see.

Marie Corr

So, the recommendation would come to the Board from the Ad Hoc Committee.

Mr. Lundy

Then if it's anything beyond just talking, in essence what would happen in the lowest level is the Ad Hoc Committee would write this advisory recommendation or letter and the Board would then take no subsequent action and no public discussion; it would not be agendaized for the next meeting. That's the lowest level of activity, so it sort of ends at the Ad Hoc Committee. Anything beyond that would then go on the Agenda of the Board and that might be, again this admonition letter, it might be a discussion of possible public censure, clearly that would be a public discussion.

Vanessa Poster

In forming the Ad Hoc Committee, if the President of the Board, has on the agenda, I'd like to form an Ad Hoc Committee to do an investigation on a Code of Ethics. I appoint me and Joanne Edgerton to that Ad Hoc Committee period end of public discussion. It's just an appointment of the President there's no vote on the members of an Ad Hoc Committee.

Mr. Lundy

That's right. I think you have a choice really at the Board level of whether you're simply asking the Ad Hoc Committee to see if any Board member may have intentionally violated.

Vanessa Poster

Right. You don't have to say what it is.

Mr. Lundy

Or, the Board may feel that's not giving enough guidance so the Board has that discretion. It could also say we want this particular Board member to be looked into. That does become public but not necessarily with deliberations of the Ad Hoc Committee.

Dr. Chun

Mr. Lundy, if the Ad Hoc Committee comes up with this letter and they generate it it's part of public record which kind of defeats the purpose of having a lower level of whatever, is it possible for the Ad Hoc Committee or a representative from the committee to say this was our consensus and meet one-on-one with the offending party or something like that.

Mr. Lundy

What you're saying is not give written advice, purely verbally.

Dr. Chun

Yes.

Mr. Lundy

I think that would be a possibility.

Dr. Chun

Because then you don't have this record because once you have a part of the public record then it's not really any worse or different than giving a public censure.

Vanessa Poster

The private advisory letter cannot begin without the full vote of the Board to the person.

Mr. Lundy

If it's coming from the Ad Hoc Committee and it's just advice to the Board that is copied to the Board member I think that's (inadubile)

Vanessa Poster

Mr. Lundy, that's not what he's saying. He's saying can the Ad Hoc Committee meet with, well I guess they could as part of the investigation.

Dr. Chun

That's a Brown Act violation so you would have to have a representative from the Ad Hoc Committee.

Mr. Lundy

The Chairman of the Ad Hoc Committee could convey verbally to them what the discussions or deliberations were at that meeting.

Vanessa Poster

As part of the investigation.

Dr. Chun

Because that way it's not written down.

Mr. Lundy

[Nodded in agreement.]

Vanessa Poster

If the Ad Hoc Committee decides to send a letter, to write a letter, they recommend writing a letter they send everybody on the Board a copy of that letter and whether or not it gets on the Board Agenda depends probably on the person who is being targeted, if that person wants to have a public discussion or not, or if the board feels there is further discussion that's necessary based on....

Mr. Lundy

That is correct.

Dr. Chun

So then you have a tiered way of approaching it at least.

Marie Corr

You've created a tier finally.

Vanessa Poster

The minutes need to clearly reflect this discussion that we just had so that if this ever happens, which we do not anticipate with this Board, but that we understand how this policy can be implemented in that the Board President can appoint an Ad Hoc Committee as an agenda item without a vote of the Board because it's the appointment of an Ad Hoc committee is just who the Board President says is on the Ad Hoc Committee.

Mr. Lundy

No the appointment of the Ad Hoc Committee is a Board action.

Vanessa Poster

A vote?

Mr. Lundy

It's a vote to appoint the committee. Because you have to define the limited scope of the committee, who's on the committee, that is a Board action.

Vanessa Poster

So it is a Board action, the Board votes on it, and the direction to that committee can be as vague as that discussion allows, based on who is part of that discussion.

Mr. Lundy

That is correct.

Dr. Chun

You can say it's just an ethics investigation or you say it's an investigation of this person.

Vanessa Poster

It depends on the situation but that part is all public. That Ad Hoc Committee is appointed for its limited term that Ad Hoc Committee can do an investigation where they meet together and do things or individually are assigned particular tasks where they can meet with other individual Board members without creating a serial

meeting which would be a violation of the Brown Act. It could end there or that Ad Hoc Committee could decide on 1, 2 or 3 of the tiered responses for discipline which would be sent to the Board members, every Board member would receive, and if it got on an Agenda because any Board member said this has to go on an Agenda then that letter is discussed at a public meeting. Did I review that correctly?

Mr. Lundy

I think you reviewed it very well.

Marie Corr

Does it just take one person, one Board member to want it on the Agenda?

Vanessa Poster

Yes.

Mr. Lundy

Which is standard policy for putting items on the Agenda.

Vanessa Poster

I call Susan-I say put it on the Agenda.

Dr. Chun

Staff can also put things on the Agenda too, basically anybody can.

Marie Corr

So the tiers we're talking about, so there is a way to keep all of this, I mean besides the public disclosure of the Ad Hoc Committee other than that but just for my clarification if we're going to the policy as amended or as the red line policy, the private letter, the private admonition and the public censure all those levels would be public.

Vanessa Poster

There's nothing private about it

Mr. Lundy

Yes they are public.

Marie Corr

I just wanted to clarify that.

Dr. Chun

So the only thing that wouldn't be public is, if the representative of the Ad Hoc Committee met directly with the offending party and said you know we met, this is what our recommendation is.

Vanessa Poster

Right. This is what we think happened, what do you think?

Dr. Chun

This is going to be our recommendation to the Board, you know if you don't address this or that sort of thing.

Marie Corr

So arguably there is a fourth option.

Dr. Chun

Yes, and if they feel strongly about it they can generate a letter which it doesn't necessarily need to be promulgated but is part of public record and is discoverable and then if they even feel strongly about it they can come back to the Board with strong recommendations for a public censure. I think that achieves your objective of what you wanted to do.

Vanessa Poster

I make a motion to accept the Code of Ethics as amended with the alternative Board Policy 2180.6 which includes the wording about the Ad Hoc Committee.

Marie Corr

Seconded the motion.

Marie Corr

Any public comment?

Dr. Grossman

We're not defining here what a violation of the Code of Ethics is.

Vanessa Poster

Yes, that's what this whole thing is about

Dr. Chun

You're supposed to be nice and respectful. My biggest concern with this is that we live in a very politically polarized world and its potential that in the future you may get some very strong opinions but I don't think strong opinions or confrontation is necessarily bad as long as it's germane to the topic at hand and as long as people are respectful. A lot of people are very passionate about what they believe in. I wouldn't want to have any kind of policy that would squelch constructive destruction sort of thing or something like that. Sometimes I think people need to rattle the cage depending upon what's going on.

Marie Corr

Correct.

Dr. Chun

You know as long as it's not like that.

Dr. Grossman

Well maybe I'm missing it. I don't see where we're defining what a violation of the Code of Ethics is.

Vanessa Poster

You're just looking at that one section not the whole thing.

Marie Corr

The pages before sets forth the policy and it does define what we should be doing.

Dr. Chun

So the Code of Ethics are: there are no seditious cabals, no cliques or anything like that though how you enforce that I don't know.

Marie Corr

The Ad Hoc Committee.

Dr. Chun

People are supposed to be courteous, responsive, positive, and route questions through the appropriate channels. They are supposed to have a working relationship with the CEO and the Director should function as part of the whole. So I guess those are the primary directions and if you are failing in substantially in one of those things it's a matter that needs to be addressed.

Vanessa Poster

Dr. Grossman: Do you see it now?

Dr. Grossman

Yes, I'm up to speed.

Dr. Chun

I mean it's pretty vague. Be reasonable that's all.

Marie Corr

Mr. Lundy is there any case law on this or is there a reasonable persons standard in terms of what's considered ethical conduct in public meetings?

Dr. Chun

No such thing.

Mr. Lundy

I'm not aware of any particular standards. I think the standards are really set by the public body itself and really these sanctions are very limited in terms of what can be done. You can't remove a director from office, that's up to the voters. These are really more statements by the Board with different levels of emphasis either advisory or ultimate public censure, but even public censure doesn't take away the powers or the rights of that director; this is not a removal process.

Marie Corr

Right.

Vanessa Poster

I call the question for a vote.

Marie Corr

All in favor say aye. Any opposed? Hearing none, so ordered.