

**Board of Directors**  
**Thursday, January 25, 2007**

The Board of Directors of the Peninsula Health Care District met in Regular Session on Thursday, January 25, 2007 at 1745 hours, in the Sierra Rooms at Peninsula Hospital , 1783 El Camino Real, Burlingame, California.

Roll Call: On roll call there were present: Directors: Donald E. Newman, Chair, Rick Navarro, Sue Smith and Helen Galligan.

Also present were: Staff: Maureen A Mignacco, Assistant Secretary; Rachel Marcial, Assistant Secretary; Collin J. Coffey, Legal Counsel, Adam Alberti, Executive Vice President, Singer Associates; Courtney Lodato, Account Supervisor, Singer Associates, and Michael P. Lawson, FACHE.

**OATH OF OFFICE:** Chair Donald E. Newman requested Ms. Maureen Dutil to administer the Oath of Office to Ms. Sue Smith. Ms. Smith repeated the oath after Ms. Dutil and sealed it with a hand shake and signature for the records.

Since Director Ullyot was not yet present, Chair Newman decided to move forward to the Consent Calendar.

**CONSENT CALENDAR:** Chair Newman asked for public comment. There was no response. The Consent Calendar, consisting of the treasurer's report, check disbursement & cash receipt register, finance report, Special Minutes of December 17, 2006 and Regular Minutes of December 25, 2006 was moved by Director Smith and seconded by Director Navarro to approve as submitted. Motion unanimously carried with Director Ullyot absent.

**ELECTION OF OFFICERS:** Director Ullyot arrived at 1805, therefore allowing Chair Newman to proceed with the Election of Officers for the years 2007 to 2009.

Director Newman asked for nominations for Chair. Director Ullyot nominated Director Newman. Director Newman asked for other nominations. None was suggested. Director Newman asked for public comment. There was no response. Director Newman was reappointed as Chairman for 2007-2009. Motion was unanimously carried.

Chair Newman asked for nominations for Vice Chair. Director Smith nominated Dr. Ullyot. Director Newman asked for other nominations. None was suggested. Chair Newman asked for public comment.

Terry Huebner, Burlingame: Ms. Huebner commented that she would have liked to see someone else be Chair for a changed, but only asked that the Chair kindly be a little more patient with the public.

Director Ulliyot was reappointed as Vice Chair for 2007-2009. Motion was unanimously carried.

Chair Newman asked for nominations for Treasurer. Director Navarro nominated Director Smith. Director Newman asked for other nominations. None was suggested. Director Newman asked for public comment. There was no response. Director Smith was reappointed as Treasurer for 2007-2009. Motion was unanimously carried.

Chair Newman asked for nominations for Secretary. Director Smith nominated Director Galligan. Director Newman asked for other nominations. None was suggested. Director Newman asked for public comment. There was no response. Director Galligan was appointed as Secretary for 2007-2009. Motion was unanimously carried.

Chair Newman stated he was not ready to appoint representatives for the MPHS Building Communications, Communications Oversight, Physician Recruitment, California Special District, and San Mateo County Blue Ribbon Task Force. Chair Newman directed the Board to proceed to Oral Communications.

**ORAL COMMUNICATIONS:** Chair Newman called for any Oral Communications at this time, anything that members of the public may address the Board on any item not on the Agenda and on any other matter within the jurisdiction of the District. Speakers are customarily limited to three minutes.

Ruth Jacobs, Burlingame: Mrs. Jacobs stated that the parking lot is so far and complicated for the elderly. It was inconvenient and hazardous for her to park so far from the hospital.

Pat Giorni, Burlingame: Mrs. Giorni stated that she was the only member of the public that attended the Special Meeting held at the Westin earlier this afternoon. She was very impressed with the level and scope of the discussion being held. This was one of the first Special Meetings she has been able to attend. Mrs. Giorni also stated that she wondered how the Board has given grants over the years. She received her Mills directory and had noticed that Mills itself provides financial support to a number of organizations. Why is it that we are funding Senior Focus, which is a Mills program?

**STATEMENT OF INVESTMENT POLICY:** Director Smith stated that she usually brings a complete list of investments and funds. Both documents are available at the District's office if any one is requesting a copy. All documents are appropriate and in compliance with rules and regulations. Attorney Coffey confirmed Director Smith's statements. The Statement of Investment Policy to be approved was moved by Director Smith and seconded by Director Navarro. Chair Newman asked for public comment. There was no response. Motion unanimously carried.

**LONG RANGE STRATEGIC PLANNING:** Chair Newman complimented Ms. Pat Giorni for joining us at the Special Meeting earlier that day. We don't normally get a big crowd. Chair Newman also stated that we will need one or two more meetings, and then will report our Mission statement, plans, and direction for the coming year. Chair Newman asked for comments from the Board. There was no response. He then proceeded to ask for public comment. There was no response. No action was taken on the subject.

**QUARTERLY REPORTS FROM OMBUDSMAN SERVICES OF SAN MATEO COUNTY:** Director Smith commented that the profit and loss they submitted to us seems to be incomplete. The expenses on their reports are not totaled. She requested that Ms. Dutil look into it for a complete report. Chair Newman asked for comments from the Board. There was no response. He then proceeded to ask for public comment.

Pat Giorni, Burlingame: Ms. Giorni recounted the story of her mother who was in a convalescent home in Milbrae and fully supports the Ombudsman Services because it's a service we need. She believes rest care facilities are not what they should be. The Ombudsman Services is our only link between patient and administration in the rest care homes. Director Ullyot inquired on what specifically they do when a call is made to their programs, based on personal experience. Ms. Giorni responded by saying that they come in and do random spot visits. If they are called specifically, they gather the story and talk with administration to work out the details. Director Ullyot recognized Ms. Giorni for her advocacy in the subject matter. The Ombudsman Services is a great layer between doctor and patient. They create layers that are hard to justify sometimes. Ms. Giorni remembered noticing problems with other patients and seeing them always coming back to take care of the problems when they are pointed out. They do a lot of social services that a lot of others can't. There always needs to be a level of compassion when one is old and can no longer care for one's self.

**RECORD RETENTION POLICY:** Director Ullyot recalls a discussion in August 2006 where the Board reviewed the current policy. The Board had decided to retain audio tapes for ninety days because there was little interest in the tapes by both the Board and the public. It furthermore stated that there was no legal requirement to tape meetings because the official record of the meetings are the Minutes. There was no ethical reason to tape the meetings as well. After concerns and interests rose in the continued taping of the meetings, it was decided that the Board would continue taping. Director Smith recalled that it might have been after the Board had voted in August that the concerns were raised. It was in September that the Board decided to continue taping. So, for the record, the Board has never stopped taping their meetings. The official retention policy is that we will tape our meetings. Instead of the ninety day retention, we will change it to permanent records. Director Ullyot continued by saying that the Board assumed it was not important to the public. Director Navarro pointed out that technology

has changed and that we should have a podcast on the website so anyone in the public can retrieve the recordings if need be. Director Smith agreed but her only reservation was that we are in the middle of getting an executive director who will be implementing a whole new infrastructure. If we try to change things right now, it seems premature and should allow the new director to make a determination on the subject. Director Smith also believes that she would like to see cross proposals before we choose one version of taping over the other. She stated that we should leave the policy as it was originally proposed.

Director Galligan interjected by asking Sergio the deterioration of the audio tapes versus cds. Sergio confirmed that the audio tapes will deteriorate. Director Galligan also pointed out that the quality will not be good because it depends on how the speaker is talking. Taping needs to be done but the legal portion of the meeting is the Minutes that are approved at the end. Director Ulliyot motioned that the Board continues taping the meetings. Attorney Coffey confirmed that the motion was appropriate and also that the Records Retention Policy should be approved as presented. The Record Retention Policy was seconded by Director Smith. Chair Newman asked for public comment. There was no response.

Ruth Jacobs, Burlingame: Ms. Jacobs inquired if we are getting kicked out of the current room for meetings. Director Ulliyot responded by stating that the new era following the agreement with Mills would more than likely like an arms length from the building and seek our own headquarters and conference. That would also entail us buying our own equipment. Ms. Jacobs confirmed that there is a definite interest in the public for the audio tapes. She reminded the Board that she would like to continue receiving audio tapes even though they are getting “yucky”. As long as the public is paying for the service, we should receive it.

Pat Giorni, Burlingame: Ms. Giorni stated that without the audio tapes the public does not get the same emotion as in the Minutes. The tapes tell the public why decisions come to where it came to be, as well as adding flavor. The Planning Commission in Burlingame found the tapes very useful. Five members of the council were grateful for the audio tapes because they could finally conclude and explain how the council came to their decisions.

Terry Huebner, Burlingame: Ms. Huebner agreed that there is a need for having the tapes permanently. She believed that tapes themselves last pretty long because she has some that date back to the 1990s. It is quite possible that the District has accidentally purchased a bad batch of tapes. Ms. Huebner has requested tapes for years and has plenty of storage room for them because they only take up a box that is seventeen inches long. Motion unanimously carried.

**COMMUNICATIONS OVERSIGHT REPORT:** Director Ulliyot noted that there will be a drafting and completion of the newsletter which will summarize everything with the help of Mr. Adam Alberti. Mr. Adam Alberti acknowledged that we will need a report soon on the reasons for having a strategic planning process and

submitting the outline for review within the next day. Chair Newman asked for public comment. There was no response. No motion was carried.

**PHYSICIAN RECRUITMENT COMMITTEE REPORT:** Director Navarro noted that the physician that was recruited will stay in the community and work. Chair Newman asked for public comment. There was no response. No motion was carried.

**OLD BUSINESS:** There was no old business.

**NEW BUSINESS:** Mr. Colin Coffey stated that the owner of Bricks and Mortar is interested in selling the building. When he is certain of his decisions we should be willing to explore the possibility of purchasing. The November Board meeting expressed interest in getting an appraisal of the property which we have obtained. He further stated that the Board will be meeting in closed session with Mr. Michael Peterson to go over negotiation. We will also talk about zoning issues and value impacts.

Mr. Peterson then proceeded to note that the term sheet notes \$700,000 in cash and that Escrow is thirty days after the agreement. The other party has also asked that we don't decide to back out of the deal if we find something wrong with the building. Director Ulliyot stated that there usually is a phase one report and questioned if there will be one for this building. Mr. Peterson responded that there was an obsolete phase one report that was done five years ago. We do reserve the right to do another phase one report, but if that requires a longer escrow period, that's one issue we need to discuss. Dr. Ulliyot was concerned that that would be a deal breaker for the seller. Mr. Peterson assured him that this wasn't an unreasonable request. They have limited representation and warrant that they don't know anything about the building.

Chair Newman asked for public comment.

**Ruth Jacobs, Burlingame:** She stated that we have previously said that 1600 is a dump. She questioned if we are buying something just to tear it down later.

Mr. Peterson interjected with news stating that the seller believes we should pay the premium. Director Ulliyot motioned to approve new business. Motion carried unanimously.

**CORRESPONDENCE:** The following correspondence was noted and order filed.

A) Correspondence received:

- (1) LAFCO, Agenda for Wednesday, December 20, 2006 Regular Meeting
- (2) Public Works Department Building Division Customer Service Survey
- (3) Letter, dated December 13, 2006, from Peninsula Community Foundation, re: Merger

- (4) Public Hearing Notice from City of Burlingame re: Introduction of Proposed Zoning for the El Camino Real Gateway Corridor, El Camino North Zoning District on January 2, 2007
- (5) Letter, dated January 8, 2007, from Mills-Peninsula Health Services, re: appreciation for support of the Adult Day Health and Alzheimer's Programs
- (6) LAFCo Agenda for Regular meeting on Wednesday, January 17, 2007

**CLOSED SESSION:** As posted on the Agenda, Chair Newman announced the Board would go into Closed Session for a conference with Negotiator (Legal Counsel and/or D. E. Newman) over potential purchase of Real Property at 1600 Trousdale Drive pursuant to Government Code Section 54956.8

**OPEN SESSION:** Chair Newman opened session to public at 6:46PM. No public attended. Attorney Coffey stated there was nothing to report and no action was taken during closed session.

There being no further business, on a motion duly made, seconded, and carried, the meeting was adjourned at 6:48PM.

By: \_\_\_\_\_  
RACHEL MARCIAL, Assistant Secretary

Approved:

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HELEN GALLIGAN, Secretary

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DONALD. E. NEWMAN, Chair

