

NOMINATING COMMITTEE

June 1, 2009

MINUTES

CALL TO ORDER: Dr. Newman called the meeting to order at 2:05 PM.

PRESENT: Dr. Donald Newman, Chair, Ms. Helen Galligan, and Ms. Cheryl Fama

REVIEW OF COMMITTEE'S WORK PLAN: Dr. Newman raised his concerns about a possible conflict of interest for candidate Scott Hartley due to his work with MPHS, the Hospital Consortium, and possibly physicians on staff at MPHS. He reported on his conversation with Colin Coffey, the District's legal counsel about this concern. Mr. Coffey advised that the Committee needs to use the interview to inquire into the specifics of Mr. Hartley's work in those areas to help both the Committee and Mr. Hartley understand what, if any, problems this might present. Mr. Hartley was invited into the meeting.

INTERVIEW with Mr. Scott Hartley: Dr. Newman opened the questioning by inquiring into Mr. Hartley's interest in the Board seat. Subsequent questions addressed areas such as his awareness of the District – its history, role today, responsibilities, and work; health care challenges in general and for the District; professional experience and its applicability to the Board's work, and other board experience.

Dr. Newman and Ms. Galligan pursued the nature of Mr. Hartley's work with Sutter, MPHS, and the Consortium. Mr. Hartley described his work for Sutter Santa Rosa – noting that he is on the "Approved counsel list" for Sutter Health, his work for the Hospital Consortium (More than 2 years ago), and his membership on the MPHS Ethics Committee. He also reported that he had done a "small" legal job within the last 6-8 months for MPHS. In addition, he noted that he did not delineate his clients by name on the Form 700 given his need to maintain "Attorney/Client Privilege".

Dr. Newman extended the opportunity for Mr. Hartley to ask questions and/or to add any additional comments. Mr. Hartley expressed his long term commitment to this community and his interest in the important work of the Board. He acknowledged the importance of the MD Loan Forgiveness Program to recruit physicians to this area due to the high cost of living. He expressed the opinion that the scope and nature of his work for Sutter and MPHS should not create true Conflict of Interest issues and if, after we confer with the District's attorney, the Committee needs any further information please let him know.

NEXT STEPS:

Ms. Fama noted that the Special Meeting of the Board at which this committee will report on the interviews for the Board's deliberations and action will be a public meeting held Monday, June 8 at 5 PM in the Checuti Community Center in Millbrae. Mr. Hartley will be given the option to make a 2 minute presentation to the Board and public members in attendance. The meeting will also have an "Oral Comment" period at which time any member of the public will be allowed to speak for up to 2 minutes.

Dr. Newman thanked Mr. Hartley for his interest in the District Board and for his interview time.

The meeting was recessed at 2:55 PM and reconvened at 3:30 PM at which time Dan Andersen was invited into the meeting.

INTERVIEW OF MR. ANDERSEN: Dr. Newman opened the questioning by asking Mr. Andersen if he was still a member of the Peninsula Guardians. Mr. Andersen responded in the affirmative. Dr. Newman asked why he was part of a group still suing the District. Mr. Andersen responded "You will have to ask Vince".

Dr. Newman then noted that, while he has known Mr. Andersen for some time, he did not know exactly what his professional and community service entailed; he asked him to share. Mr. Andersen provided his work history and a summary of his involvement in many civic activities. He expressed his interest in working with the Board to ensure that its funds were directed into programs that serve the health needs of many, rather than some of the past grant recipient organizations where the District funds are used to serve small numbers.

It was noted that he had not submitted his Form 700. He responded that all the recent turmoil in the economy and with the stock market made it very confusing as to what to put on the form.

Dr. Newman extended the opportunity for Mr. Andersen to ask questions or add any further comments. Mr. Andersen commented that he has an understanding of the Board's role, responsibilities, and current members due to his long involvement in the Board's activities, noting that he has missed a number of recent meetings due to scheduling issues.

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Dr. Newman thanked Mr. Andersen for his interest and time and he was excused from the meeting.

Ms. Galligan and Ms. Fama informed Dr. Newman that they had contacted Mr. Coffey during the recess to update him on the information received from Mr. Hartley relative to Conflict of Interest. Mr. Coffey was asked to provide a written response citing the pertinent code sections. The Committee then discussed the three candidate interviews and profiles relative to the needs of the District and the Board.

ADJOURNMENT: The meeting was adjourned at 4:15 PM.

Respectfully written and submitted:

Cheryl A. Fama, C.E.O

Helen C. Galligan, Secretary