



**BOARD OF DIRECTORS**  
**SPECIAL BOARD MEETING MINUTES**

AGENDA ITEM	DISCUSSIONS/CONCLUSIONS	ACTIONS/FOLLOW-UP/ RESPONSIBLE PARTY
<b>PRESENT AT MEETING:</b>	<p><b>Board Members:</b> Roger Kahn, Vice President; Larry Long, Secretary; John Mohun, Treasurer; Karen Sessler, M.D., Board Member</p> <p><b>Staff:</b> Bob Schapper, CEO; Virginia Razo, PharmD, Chief Operating Officer; Crystal Betts, Chief Financial Officer; Steve Gross; Jeanne McAuliffe, Executive Assistant</p> <p><b>Others:</b> Steve Gross, Legal Counsel</p>	
1. <b>Call to Order</b>	Mr. Kahn called the meeting to order at 5:02 p.m.	
2. <b>Roll Call</b>	It was noted that all four Board Members were present.	
3. <b>Clear the Agenda/Items Not On the Posted Agenda</b>	The agenda was cleared. There were no changes to the agenda as posted.	
4. <b>Input -- Audience</b>	Audience input was sought, but none was offered.	
5. <b>Closed Session</b>	The meeting proceeded into closed session at 5:04 p.m.	
<b>A. Health &amp; Safety Code Section 32106: Trade Secrets – Proposed New Service, Estimated Date of Public Disclosure, 7/24/13</b>	Mr. Abalona, Attorney joined the meeting for this agenda item. Discussion was held.	
<b>B. California Government Code Section 54956.9(a): Existing Litigation (TFHD vs. CMS)</b>	Discussion was held.	
6. <b>Open Session</b>	The meeting reconvened into open session at 6:	
7. <b>Report of Action taken in closed session</b>	<p>Mr. Kahn reported that in closed session the Board:</p> <ul style="list-style-type: none"> <li>• Resolved the case with CMS by unanimous vote; and;</li> <li>• The Board approved the Agreement For Exclusive Provision of Anesthesia and Related Services by unanimous vote.</li> </ul>	



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<p><b>8. Board Members Reports/Closing Remarks</b></p>	<ul style="list-style-type: none"> <li>• Mr. Kahn stated that each Board Member received an e-mail from a community member, who has requested to be on the agenda for one hour at the next Board meeting to talk about Measure C and the cancer center;</li> <li>• Dr. Sessler asked Mr. Gross how he handles a member of the public's request that an item be placed on the agenda, with his other Boards;</li> <li>• Mr. Gross stated that it is the Board's meeting, he cautioned against giving an outsider control of the agenda and setting a precedent for other requests;</li> <li>• Mr. Schapper suggested Mr. Gross draft a letter that could be used to respond;</li> <li>• Governance Committee will work on a policy to follow in these circumstances for the future;</li> <li>• Mr. Schapper will work with Mr. Gross to prepare a response.</li> </ul>	
<p><b>9. Adjourn</b></p>	<p>The meeting adjourned at 7:05 p.m.</p>	

jlm