

**WHITE RIVER HEALTH DISTRICT
1605 GEORGE JACKSON RD., MAUPIN, OR
BOARD OF DIRECTORS SPECIAL MEETING/EXECUTIVE SESSION
MAY 12, 2022
MEETING MINUTES**

(MEETING WAS HELD VIA ZOOM VIDEO PLATFORM)

BOARD MEMBERS PRESENT: Sue Knapp, Laura Taylor, Andrew Houck, Julie Whetzel

BOARD MEMBERS ABSENT: none

GUESTS:

DRHC: Kathryn Mahler Doan, Shelby Dumire, Mike Pendleton

I. CALL TO ORDER:

The meeting was called to order at 9:08 by the Chair, Sue Knapp.

II. INTRODUCTION OF PARTICIPANTS: Participants on the call were identified.

III. REVIEW DRAFT OF WRHD BYLAWS: Kathryn shared a draft of Bylaws for the District. Though there are currently ByLaws in place for the Foundation, and Policies and Protocols for The Board of Directors, we also need to have and approve a set of ByLaws for the White River Health District dba Deschutes Rim Health Clinic, as required by the Dept of Justice. These WRHD ByLaws are adapted from an SDAO template, and define what the district is, how it operates, how we manage financials and borrowing powers, etc. ORS Chapter 198 lists the Codes that apply to OR Special Districts in General, and our ByLaws need to align with that. Kathryn presented a draft for discussion and review. Sue recommended that these bylaws be 'cross-walked' with the Board's Protocols and Procedures already in place to ensure that the Bylaws and Protocols align. Kathryn will revise the draft ByLaws as requested and present them for approval at the next regularly scheduled Board meeting on May 25.

IV. APPROVAL OF CHANGE TO SIGNATORIES FOR RIVERMARK CREDIT UNION AND COMMUNITY BANK

With the departure of Kim Hahn, we will need to change the signatories to the Rivermark account for the DRHC. Sue Knapp moved to remove Kim as the second signatory to the account, and add Julie Whetzel. Andrew Houck seconded. All ayes. Motion carried.

In order to be more efficient and consistent, it was determined that the signatories for the Foundation's Community Bank account should be changed at this time as well. Sue Knapp moved to remove Nina Marvin as signatory to the Community Bank account, and add Shelby Dumire. Laura Taylor seconded. All Ayes. Motion carried.

Sue will work with Community Bank for the Foundation account changes and Kathryn will work with Rivermark CU for the clinic account changes.

Close Public Meeting at 9:36 am

V. EXECUTIVE SESSION per ORS 192.660(2)(i): "To review and evaluate the performance of an officer, employee or staff member..." (this meeting is closed to the public). Prior to entering the Executive Session,

Sue noted the ORS Code and reiterated that this meeting was open only to the Board, was confidential, and no decisions would be made in the Session. Kathryn placed herself and all other non board members into the waiting room. Sue opened the executive Session at 9:36 am. The Executive Session was closed at 10:12 am.

Reopen Public Meeting at 10:13 am

VI. Decisions Subsequent to Executive Session: Andrew Houck moved that the Board will continue to do our due diligence as discussed in the Executive Session. Laura Taylor seconded. All Ayes. Motion Carried.

VII. ADJOURNMENT: The meeting was adjourned at 10:15.

DocuSigned by:

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Sue Knapp, Board Chair

ATTESTATION:

Attest: DocuSigned by:

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Julie Whetzel, Board Secretary