

**Southern Coos Health District
Board of Directors
Special Meeting Minutes
July 20, 2021
6:00 p.m.**

I. Call to Order

This special meeting of the Board of Directors for Southern Coos Health District was called to order at 6:00 p.m. by Brent Bischoff, Secretary.

Members Present: Brent Bischoff, Secretary; Norbert Johnson and Mary Schamehorn, Directors. **Administration:** Jeremiah Dodrill, CFO; Douglas Crane, Medical Staff Vice Chief of Staff. **Others Present:** Robert Miller, Counsel and Kim Russell Executive Assistant.

Addition to Agenda: Motion to identify board representative authorized check signer for the District.

II. New Agenda Item: Health District Board Member Authorized Check Signer

Jeremiah Dodrill, CEO, provided a summary of the District signing authority of CEO, CFO and Board member check signer. A banking resolution is required to be signed by the officers of the board and minutes of the motion naming the authorized member must be presented to the bank. Minutes from tonight's meeting with the motion, if passed, will be approved at the July 22 regular meeting so that this can be resolved without delay. Election of Officers is on the July 22 regular meeting agenda.

Mary Schamehorn **moved** that Brent Bischoff, as the current presiding officer, be appointed as district board member bank signer. Norbert Johnson **seconded** the motion. Brent Bischoff **accepted** completing the quorum. **Motion passed with quorum of 3.**

III. Consideration of Interim CEO

Mr. Bischoff led the discussion as facilitator noting the importance of the decision to select a CEO, with discussion tonight regarding the process on how to proceed with hiring of interim and permanent CEO. The interim appointment allows some flexibility for appointment. The CEO position description was reviewed. Status of hospital activities such as the need to fill the Medical Imaging Manager position and review bids for the hospital shingle replacement construction project. The desire is for Administration to establish a relationship of trust and bring a fresh perspective to provide value back to the board of directors. Strategic Planning will need to be on hold for placement of the permanent CEO. The intent of the Board is to fill the interim role as quickly as possible. The news article was out today about the CEO transition and several candidates have already submitted letters of interest and resumes.

Jeremiah Dodrill, CFO, has been serving as presiding officer; stating his concern for the continued momentum of Health District objectives, noting significant improvements in their respective areas by the individual Executive Team members. Dr. Crane expressed concern for staff morale and trust in leadership. Discussion regarding the CEO/CFO combined role filled by one individual led to recognition of the importance of the work of the CFO and decision to identify a second individual as Acting, Interim, and/or Permanent CEO. Deborah Ellis, former CNO, has tendered her availability if needed to perform duties of Acting CEO (as she had performed in 2020). The need to fill the two open board positions prior to hiring the permanent CEO was noted. The current pool of candidates includes those who expressed interest in the permanent position, where the interim period would allow for an evaluation period. An Acting CEO would bridge the gap until the screening and interviews of interim/permanent candidates can be completed. Mr. Miller was consulted regarding recruitment and interview requirements; he will forward information to the board. If Ms. Ellis accepts the invitation to perform the duties of Acting CEO, Mr. Bischoff will notify staff through internal email communication.

Norbert Johnson **moved** to name Deborah Ellis, RN/BSN, as Acting CEO while interim candidates are considered. The motion was then modified for Deborah Ellis to be named Acting CEO until an interim candidate is secured. **Discussion:** 30-60 days will allow the board to appoint new members to positions 1 and 3. An Interim CEO could be in place up to 6 months before permanent CEO recruitment and interview process is complete. Mary Schamehorn **seconded** the motion. Brent Bishoff voted in favor. **Motion passed with quorum of 3.**

A special meeting will be setup to conduct 1-hour interviews as soon as possible once candidates can confirm availability and the meeting can be publicly noticed. SCHHC Human Resources will conduct the routine criminal background checks and other appropriate hiring procedures. A set of 8-10 interview questions will be developed; board members are to forward their desired questions to Mr. Bischoff, Secretary, for compilation. Mr. Miller will forward information to the board on requirements for interviews to be held in Executive or Open Session and will contact Special Districts of Oregon for additional supporting information. Members confirmed their availability on Tuesday, July 27. SCHHC Human Resources will be asked to confirm candidate availability. Any decisions will be announced at another meeting to follow.

IV. Discussion Regarding Open Board Positions 1 and 3

An advertisement was placed this week in local print publication and on the Southern Coos website announcing the open board positions with instructions for interested persons to forward a letter of interest and resume addressed to the Board of Directors, 900 11th Street SE, Bandon, OR 97411 or by email to: community@southerncoos.org by August 6, 2021. Special meetings may be held to complete the review process for new appointees to be sworn-in as soon as possible. Discussion continued regarding potential candidates from previous members and those who participated in the May 2021 elections.

V. Open Discussion

Mr. Miller asked if the board would accept a motion to thank the presiding officer, Jeremiah Dodrill, for his service accommodating CEO responsibilities this last week. Mary Schamehorn **seconded** the motion. **All in favor. Motion passed with appreciation from all in attendance.**

VI. Adjourned 7:16 p.m.

The meeting was adjourned at 7:16 p.m. The next regular meeting of the Southern Coos Health District Board of Directors will be Thursday, July 22, 2021 at 6:30 p.m.


Brent Bischoff, Chairman


Mary Schamehorn, Secretary

Approved 7/22/21