**South County Health District**

**Regular Meeting March 25, 2025**

**Catherine Creek Community Center, Union OR**

**Call to order** 4:02PM by President Susie Wirkkala

**Roll Call**: Present –Debbie Clark, Susie Wirkkala, Chris Power, Beth Callison, and District Manager Adina Ferguson.

**Approval of 3/1/2025 Minutes**: Chris Powers made a motion to approve the minutes as written, Beth Callison seconded. Vote to approve was unanimous with Debbie Clark, Susie Wirkkala, Beth Callison and Chris Powers voting yes.

**Financials:** Financials were reviewed. Board reviewed debit card transactions and income statement for the month. No further discussion.

**Conflict of Interest Statements**: Per the new SCHD Ethics guidelines the following statements were made:

***Debbie Clark***: I have a conflict of interest in that our District Manager, Adina Ferguson is my daughter. I also have a potential conflict of interest in that I hold the purchase contract for our new clinic property.

***Adina Ferguson***: I have a conflict of interest because board member Debbie Clark is my mother.

No other conflicts were stated.

**ACTION ITEMS:**

**Remote Access to Meetings:** Debbie Clark went over the ORS references given to the board by the OGEC trainer at the March 20th training. ORS 192.650 Noted that the board can continue to use written minutes. ORS 192.670 allows in-person only meetings without electronic access. Should the board decide to provide electronic access to board members once SCHD has that technology available, access for the public will need to be added.

The board discussed the information and agreed that once the new clinic is finished so the space is available to pursue electronic meeting access, it makes sense to add telephone conferencing. At a point where there is sufficient staff to operate the technology for a virtual meeting, the district could upgrade if desired. It was noted that no outside person has attended a board meeting in the last five years, so this is not an urgent matter.

**Review and approval of District Manager Job Description:** Debbie Clark noted that she has a conflict of interest because Adina Ferguson is her daughter, and without her the board does not have a quorum present. Chris noted that his preference would be to make some adjustments to the language in the job description to address the process and authority for the District Manager with regards to disciplinary and termination procedures. The board agreed to table the discussion until the next meeting.

**Resolution #03252025** – Designation of District Manager to Represent South County Health District in the Matter of the Business Oregon Loan – Debbie Clark declared her conflict of interest with Adina Ferguson being her daughter. Although there is no direct way for her to realize any profit for herself or her daughter, Debbie noted that she would prefer to abstain from the vote. President Susie Wirkkala called board member Maja LeFever and asked if she would mind joining the meeting for this agenda item. She agreed as she had already reviewed the meeting documents but had decided not to attend due to a possibly contagious illness.

The board discussed the matter. Business Oregon requested that Adina get a formal resolution and supporting minutes so she could sign forms and be the contact person during the loan process. The board would still review and approve moving forward once the loan was approved and President Susie Wirkkala would continue to be our legal representative for closing of the loan.

Chris Power made a motion to approve resolution 03252025-2 allowing Adina Ferguson to represent the district in the matter of the Business Oregon Loan process. Beth Callison seconded. The vote passed with Maja LeFever, Susie Wirkkala, Beth Callison and Chris Powers voting yes and Debbie Clark abstaining.

Adjournment was 4:40PM

**Next meeting is Tuesday, April 29th at 4:00PM**