

KERN REGIONAL CENTER

3200 N. Sillect Avenue • Bakersfield, CA 93308 • (661) 327-8531

Board of Directors Board Policy Review Task Force

Minutes February 19, 2015

Present: Susan Lara, Chair
Quanah Mason
Beth Himelhoch, Facilitator
Lorie Stewart, Secretary
Tracy Brown
Steve Esselman, Vice President via conference call
Duane Law, KRC CEO

I. ACTION AND DISCUSSION ITEMS – BOARD ACTIVITIES:

A. 2015 Bylaws Revision – Review of recommendation from General Counsel:

The Board Policy Review Task Force reviewed a copy of revised Bylaws provided by General Counsel, Gary Ray. There were several revisions to the bylaws and the committee discussed the revisions, additions and deletions. Specifically, the committee discussed the addition of language which would allow for Board members who live in rural areas to attend the meeting by telephone and via web conference. The committee agreed to ask Gary Ray to add this language to the bylaws. The committee also expressed concerns regarding confidentiality during closed sessions and the possibility of hacking. Susan agreed to seek guidance from Gary Ray regarding confidentiality during closed sessions and Duane commented that KRC would acquire technology that is HIPAA compliant and web safe. Susan also agreed to inquire with Gary about a sentence in the old bylaws that discussed the CFP and acquiring Bonds since it was removed from the revised version. Susan also agreed to ask Gary Ray for a Resolution of the Board once the bylaws have been approved and adopted.

M/s/c---(Brown/Mason) to approve the revised Bylaws to go to the full Board for approval with an addition for the tele-visual component for public Board meetings also mentioning closed sessions recommended by Gary Ray and to confirm with him why the Bond section was taken out and to ask him to write a Resolution of the Board for approval of the revised Bylaws. 4-0-0.

B. RFP Policy C-9 Review and revision (if needed) of Board Policy C-9 Use of RFP's to Address Service Needs:

The Board Policy Review Task Force also reviewed Board Policy C-9 Use of RFP's to Address Service Needs and they received an original copy as well as a red-lined copy which showed the revisions made. Susan reported that

during the last meeting scheduled, those in attendance reviewed the policy and suggested changes which is reflected in the red-line copy. Duane commented that KRC is asking for additional language under item number 6 due to the fact that at times the qualified vendors are already inundated with work and by giving them another project that KRC needs they could possibly not do a qualitative job. KRC is seeking approval from the Board that if Community Services has exhausted the RFP process, they would like to do a direct procurement. This would allow KRC to contact another vendor and ask them for their consideration to respond to the RFP.

M/s/c---(Mason/Brown) to approve the revised C-9 policy to go to the full Board for approval. 3-0-1. Lorie Stewart abstained from casting her vote.

C. Whistleblower Policy P-4 – Review and revision (if needed) of Board Policy P-4 Whistleblower:

The Board Policy Review Task Force received copies of the original P-4 Whistleblower policy as well as a red-lined version which listed all revisions. Additionally, the committee also received Harbor Regional Center and Golden Gate Regional Center’s Whistleblower policy. Susan reported that during the last meeting, the committee also reviewed Inland Regional Center’s Whistleblower policy. Lorie Stewart commented that she liked how Harbor Regional Center’s whistleblower policy listed contact information for various individuals of contact. Duane confirmed that the contact information would be added to the revised version. The committee discussed the option of changing the contact from Audit/Finance Committee to the Executive Committee since any whistleblower complaints received would be addressed by the Executive Committee. The committee also discussed various ways to address concerns and issues brought to either individual Board members or through the secured form of communication.

M/s/c---(Brown/Mason) to approve the revised policy P-4 Whistleblower with the addition of contact information for those individuals who will be responsible for receiving Whistleblower complaints. 4-0-0.

II. OPEN DISCUSSION:

None

The next meeting will be held on **Tuesday, April 28th at 5:30PM** at Kern Regional Center.