

**James M. Illig**  
President

**Edward A. Chow, M.D**  
Vice President

**Sonia E. Melara, MSW**  
Commissioner

**Margine A. Sako**  
Commissioner

**David J. Sanchez, Jr., Ph.D.**  
Commissioner

**Steven Tierney, Ed.D.**  
Commissioner

**Catherine M. Waters, R.N., Ph.D.**  
Commissioner

## HEALTH COMMISSION

CITY AND COUNTY OF SAN FRANCISCO

**Edwin M. Lee, Mayor**

**Department of Public Health**



**Barbara A. Garcia, MPA**  
Director of Health

**Mark Morewitz, MSW**  
Executive Secretary

TEL (415) 554-2666  
FAX (415) 554-2665

Web Site: <http://www.sfdph.org>

**MINUTES**  
**HEALTH COMMISSION**  
**FINANCE AND PLANNING COMMITTEE**  
**Tuesday, January 4, 2011, 2:00 p.m.**  
**101 Grove Street, Room 302**  
**San Francisco, CA 94102**

**1) CALL TO ORDER**

Present: Commissioner Steven Tierney, Ed.D. Chair  
Commissioner James M. Illig, Ex Officio Member  
Commissioner Sonia Melara, Member

Excused: Commissioner Edward A. Chow, M.D., Member Excused

The meeting was called to order at 2:03pm.

**2) APPROVAL OF THE DECEMBER 7 FINANCE AND PLANNING COMMITTEE MINUTES**

Action Taken: The Committee unanimously approved the minutes of the December 7, 2010 meeting.

**3) MONTHLY CONTRACTS REPORT**

Jacque Hale, Director of Office of Contract Management and Compliance, gave the report.

Action Taken: The Committee unanimously recommended that the full Commission approve the Contracts Report.

Terry Saltz, SFGH Rebuild Program Manager gave a presentation on the process by which prevailing salaries are determined for Public Works contracts. He explained the allowable prevailing hourly rate contained in the contracts includes the wages paid to the worker; employer's contribution towards health insurance; sick /vacation time accrual; and all taxes that must be paid.

**4) CLOSURE OF POSITIVE DIRECTIONS EQUALS CHANGE**

Jo Robinson, Director of CBHS and Duane Einhorn, Director of Contract Compliance, discussed the history of this contractor and issues that have led to its Board of Directors to notify DPH that it will close as soon as

possible. The DPH contracted with the agency for eight years; since September, 2010, it has been under a Corrective Action Plan due to issues regarding its financial management practices. Another provider was approached to act as fiscal intermediary but upon further investigation, it was determined that the agency did not have the administrative infrastructure to continue functioning.

The DPH is working to transition the agency's clients to other contractors and/or DPH programs.

#### Commissioner Comments/Follow-Up

Commissioner Tierney requested that Ms. Robinson and Mr. Einhorn give a full update on this agency's closure and the transition of its clients at the next Finance and Planning Committee meeting.

#### **5) UPDATE ON WESTSIDE CORRECTIVE ACTION PLAN**

Barbara Garcia, Director, stated that the outstanding issue of the Westside Corrective Action Plan is about its Board Governance and the lack of adherence to term limits set in the Bylaws.

The following are highlights of the discussion of this item:

At present, there are two sets of groups that are claiming to be the Board of Directors to Westside.

1. One group is comprised of two Board members whose terms have expired based on the timeframe listed in the Bylaws; another two individuals in this group were Board members who were suspended due to inappropriate behavior including making threats to staff who were whistleblowers. This group attempted to change the locks and alarm system on January 3, 2011. This group also attempted to terminate the CEO, MaryAnne Jones, Ph.D .
2. The other group claiming to be the Board of Directors includes people whose terms as Board members have not expired. In addition, this group includes several new members who have been recruited using a consultant hired by Ms. Jones.

J. Mark Jenkins , Westside's CFO, stated that all banks and financial institution have accepted the second group as the legal board and therefore will allow them to be signors on all bank accounts; the other group claiming to be the Board does not have access to any of these accounts.

Marshia Herring, DPH Contract Compliance Manager, stated that the agency continues to exceed its units of service and provide quality services to its client population.

Yuliya Oryol, counsel to Westside, stated that the agency is considering taking legal action to protect staff from further threats to their safety and well being.

Ms. Garcia is unsure on whether it is within her purview to decide which group is the legitimate Board of Directors; this impacts how the DPH can proceed with the Corrective Action Plan.

#### Commissioner Comments/Follow-Up

The Commissioners stated that their primary concern is that quality services continue to be delivered to the agency's clients.

The Commissioners thanked the Westside staff for its continued hard work and dedication. It also acknowledged the leadership of Dr. Jones as Westside's CEO during this tumultuous period.

The Commissioners want to insure that staff that are whistleblowers are insured safety.

The Commissioners voiced concern about staff morale as it relates to the quality of services provided to the agency's clients. Dr. Jones stated that she and a mediator are checking in frequently with staff to provide information and support.

Commissioner Tierney advised Ms. Garcia to seek legal counsel from the City Attorney regarding how to move forward with the Corrective Action Plan when there is a question of which group is legally recognized as the agency's Board of Directors. He asked for a full update at a future Finance and Planning Committee meeting.

**6) COMMITTEE ANNUAL CALENDAR**

The Commissioners requested that Mr. Sass , DPH CFO, provide a training on the full DPH budget at a future meeting and asked Mr. Morewitz to calendar the item.

**7) EMERGING ISSUES**

There was no discussion of this item.

**8) PUBLIC COMMENT**

There was no public comment.

**9) ADJOURNMENT**

The meeting was adjourned at 3:54pm.