

## REPORT TO THE CITY COUNCIL



**DATE:** March 21, 2017

**TITLE:** Appointments to the Health and Wellness Foundation, Board of Directors

**Prepared by:** Linda Kelly, Finance Manager  
**Reviewed by:** Jennifer Mizrahi, City Attorney

### RECOMMENDATION

- 1) Appoint City Manager Charles Maynard to the Desert Hot Springs Health and Wellness Foundation Board of Directors; and
- 2) Appoint a second Board of Director to the Desert Hot Springs Health and Wellness Foundation board filling the final open position to be appointed by the City Council.

### BACKGROUND

The Desert Hot Springs Health and Wellness Foundation Corporation ("Foundation") does not have "members" as that term is defined by California Corporations Code Section 5056, but instead is governed solely by a Board of Directors in accordance with the Foundation Bylaws (Exhibit 1). Pursuant to California Corporations Code Section 5310, any action which would otherwise require approval by a majority of all such members, shall instead require the approval by a majority of the Board of Directors.

According to Article II, Section 4 of the Bylaws, the Foundation Board of Directors is composed of five (5) members who are appointed as shown in the table below. Currently there are three (3) vacancies.

Board Member	Appointed By:
1 Scott Matas	City Council
2 Joe McKee	City Council
3 <b>VACANT</b>	City Council
4 <b>VACANT</b> Martin Magaña	City Council
5 <b>VACANT</b> Kathy Greco	Desert Healthcare District

Staff is recommending that City Manager Charles Maynard be appointed to fill the vacant position previously held by Board Member Magaña and also requests that the City Council fill the second vacancy at this time.

Once these two positions have been filled, Staff will work with the Desert Healthcare District to appoint the final Board Member for the Desert Hot Springs Health and Wellness Foundation Board.

Any director may resign by giving notice to the Secretary of the Corporation, such resignation becoming effective upon receipt of the notice. Directors selected by the City Council may be removed at the discretion of the City Council and Directors selected by the District Board may be removed at the discretion of the District Board.

### FISCAL IMPACT

None.

### EXHIBIT(S)

- 1) Desert Hot Springs Health and Wellness Foundation Board Bylaws