Community Health Center Board

Special Full Board Meeting Minutes

Date: Friday, May 22, 2026
Time: 5:00 p.m.
Location: Zoom

1. Call to Order

Darrell Wade called the special meeting of the Community Health Center Board to order at 5:00 p.m.

Darrell stated that the special meeting was called under Article IX of the CHCB Bylaws to consider Articles of Impeachment regarding Board member Brandi “Bee” Velasquez.

Darrell stated that the meeting notice and Articles of Impeachment were provided in advance and included the procedural history that the Executive Committee reviewed the Articles under Article IX, voted to support impeachment, asked Ms. Velasquez to resign, and was presenting the Articles to the full Board because Ms. Velasquez declined to resign.

Darrell stated that the purpose of the meeting was to follow the Article IX process, provide Ms. Velasquez notice and an opportunity to be heard, allow the Board to consider the Articles, and determine whether final Board action was appropriate.

Darrell further stated that the meeting was not a general discussion of Board conflict, personal communications, County staff, legal counsel, media, or governance disputes, except to the extent those issues were directly relevant to the Articles before the Board.

2. Roll Call and Quorum

Anirudh Padmala conducted roll call.

Board members present:

- Darrell Wade
- Monique Johnson
- Dani Slyman
- Patrick Thomas
- Yalila Alcaraz

Board members absent:

- Brandi “Bee” Velasquez
- Christine Palermo

Darrell confirmed that a quorum was present and that the Board could proceed with business.

Also present were Board counsel Lindy Laurence and Nicole Hetz of Rational Unicorn Legal Services, PC; Interim Executive Director Anirudh Padmala; and Rachael Banks. Interpreters were also present.

3. Statement of Article IX Process and Notice

Darrell stated that the meeting followed Article IX of the CHCB Bylaws.

Darrell stated that on May 20, 2026, the Executive Committee met to review impeachment-related matters under Article IX, including the Articles of Impeachment regarding Ms. Velasquez. At that meeting, the Executive Committee reviewed the Articles and voted to support impeachment under Article IX. Darrell stated that the Executive Committee did not remove Ms. Velasquez from the Board, but completed the threshold review required by Article IX.

Darrell stated that, as required by Article IX, after the Executive Committee voted to support impeachment, he first asked Ms. Velasquez to step down and resign. Ms. Velasquez declined to resign on May 21, 2026. Because Ms. Velasquez declined to resign, the matter was before the full CHCB for consideration under Article IX.

Darrell stated that proper notice of the special meeting was provided in advance. The notice was sent on May 21, 2026, for a special meeting scheduled on May 22, 2026, at 5:00 p.m., providing more than 24 hours' notice. Darrell stated that the notice identified the date, time, Zoom location, purpose of the meeting, agenda items, potential executive-session authority under ORS 192.660(2)(b), and stated that any final action would occur in open session. Darrell also stated that the Articles of Impeachment were provided in advance for Board review.

Darrell stated that the notice process was intended to satisfy both the CHCB Bylaws and Oregon Public Meetings Law. Darrell stated that under the bylaws, Ms. Velasquez must receive prior notice and a reasonable opportunity to appear and be heard before final Board action on impeachment, and that under Oregon Public Meetings Law, special meeting notice must be provided at least 24 hours in advance and must identify the principal subjects anticipated for consideration.

Darrell stated that Ms. Velasquez had been provided notice and an opportunity to appear and be heard before any final Board action was considered. Darrell noted that Ms. Velasquez was not present at the meeting.

4. Executive Session

Because Ms. Velasquez was not present and had not requested an open hearing, Darrell stated that the Board would consider entering executive session under ORS 192.660(2)(b), which permits executive session to consider dismissal or discipline of, or to hear complaints or charges brought against, a public officer, employee, staff member, or individual agent who does not request an open hearing.

Darrell stated that representatives of the news media were permitted to attend executive session unless excluded by law, that the Board may require that information discussed in executive session not be disclosed, and that no final action or final decision would be taken in executive session. Darrell stated that any final action would be taken after the Board returned to open session.

Motion: Monique Johnson moved that the CHCB enter executive session under ORS 192.660(2)(b) to consider dismissal or discipline of, or to hear complaints or charges brought against, Brandi "Bee" Velasquez, who had not requested an open hearing. The motion stated that no final action or final decision would be made in executive session and that any final action would occur after the Board returned to open session.

Second: Dani Slyman seconded the motion.

Vote: The motion passed without opposition.

The Board entered executive session.

5. Presentation of Articles of Impeachment in Executive Session

During executive session, Monique Johnson presented the Articles of Impeachment regarding Brandi "Bee" Velasquez under Article IX of the CHCB Bylaws.

Monique stated that the Articles had been reviewed by the Executive Committee, that the Executive Committee voted to support impeachment, that the Chair first asked Ms. Velasquez to resign, and that Ms. Velasquez declined to resign. Monique stated that the Articles were therefore before the full CHCB for consideration.

Monique stated that the Articles were not based on disagreement alone or on the fact that Ms. Velasquez raised governance concerns. Monique stated that Board members may raise legitimate governance concerns, and that the issue was the repeated manner in which those concerns had been raised, escalated, and characterized as emergencies or compliance failures without sufficient grounding in the bylaws, the Co-Applicant Agreement, or established Board processes.

Monique summarized the Articles by title and general basis:

- Article I: Improper assertion of authority and attempted initiation of Board action outside the procedure required by the bylaws.
- Article II: Mischaracterization of governance issues as emergency compliance matters.
- Article III: Improper external escalation of internal governance disputes and reputational harm.
- Article IV: Improper interference with Board and staff governance boundaries.
- Article V: Creation of procedural risk through unilateral communications, demands, and meeting-process disruption.
- Article VI: Pattern of disruptive and obstructive conduct impairing Board function.
- Article VII: Disregard of legal and governance guidance.

- Article VIII: Use of off-agenda materials and meeting disruption in a manner that created governance and public-meeting risk.

Because Ms. Velasquez was not present, she did not provide a response during the meeting. The Board then discussed the Articles.

6. Return to Open Session

Following discussion in executive session, Dani Slyman moved to conclude executive session and return to open session. Monique Johnson seconded the motion.

A roll call vote was taken to return to open session. The motion passed.

The Board returned to open session.

Darrell stated that the CHCB had returned to open session. Darrell stated that the Board met in executive session under ORS 192.660(2)(b), that no final action or final decision was made in executive session, and that any final action must occur in open session.

7. Motion and Vote on Articles of Impeachment

Darrell stated that the Board could now consider whether to take action on the Articles of Impeachment.

Motion: Monique Johnson moved that the CHCB approve the Articles of Impeachment regarding Brandi "Bee" Velasquez and remove Ms. Velasquez from the Community Health Center Board under Article IX of the CHCB Bylaws, effective immediately.

Second: Patrick Thomas seconded the motion.

A roll call vote was taken.

Vote:

- Darrell Wade: Approve
- Monique Johnson: Approve
- Dani Slyman: Approve
- Patrick Thomas: Approve
- Yalila Alcaraz: Approve

Result: The motion passed 5-0. Brandi "Bee" Velasquez was removed from the Community Health Center Board under Article IX of the CHCB Bylaws, effective immediately.

8. Next Steps

Darrell stated that any remaining governance issues, including officer succession, committee appointments, Board matrix updates, recruitment, and records corrections, would be addressed through ordinary Board process at a future properly noticed meeting.

9. Adjournment

There being no further business on the special meeting agenda, Darrell adjourned the meeting at 5:33 p.m.

Signed:_________________________________ Date:________________
Dani Slyman, Acting Secretary

Signed:_____Darrell Wade/s/____________________________ Date:________7/13/26________
Darrell Wade, Acting Board Chair

Minutes approved, elctronically, at the July 13th, 2026 Public Meeting