

**Tulare Local Health Care District
Board of Directors Meeting Minutes
Wednesday, April 22, 2020 6:30 PM
Evolutions Plaza Conference Room
1425 E. Prosperity Ave., Tulare, CA
(Use Prosperity Avenue entrance north side of Plaza)**

Please note: we will accommodate a maximum of 10 people at the physical location in order to comply with current CDC recommendations.

Electronic participation will still be available via link/phone number below.

Zoom Meeting link and call in information¹:

<https://zoom.us/j/2771572997>

You can also dial in using your phone

United States: [+1 253 215 8782](tel:+12532158782) Use Meeting ID: [277 157 2997](tel:2771572997)

Special notice to individuals with disabilities:

Please email sormonde@tulareregional.org or call [\(559\) 685-3465](tel:5596853465) in order to request any reasonable modification or accommodation as may be needed to observe or participate in this meeting telephonically/electronically.

Availability of Public Records². All public records relating to an open session item on this agenda, which are not exempt from disclosure pursuant to the California Public Records Act, that are distributed to a majority of the legislative body will be available for public inspection at TLHCD Administrative Offices, Annex Lab Building, 2nd Floor, 869 North Cherry Street, Tulare, California at the same time that the public records are distributed or made available to the legislative body.

¹ Pursuant to Executive Order N-29-20 dated March 17, 2020, in order to further combat the spread of the COVID-19 virus California Governor Gavin Newsom has temporarily suspended certain provisions of the Brown Act respecting notice, quorum and accessibility requirements applicable to meetings of local legislative bodies. In accordance with said Order—a copy of which will be made available upon request—and related recommendations by the CDC, a physical location for public participation will be provided on a limited occupancy basis for the April 22, 2020 regular meeting of the Board. To avoid unintentional transmission of COVID-19, interested members of the public are encouraged to observe and participate in this meeting telephonically or electronically using the information provided above. Any member of the public requiring assistance in accessing these offsite technologies should email Sandra Ormonde at sormonde@tulareregional.org or call [\(559\) 685-3465](tel:5596853465) at least three (3) hours prior to the scheduled commencement of this meeting.

² Due to present restrictions related to COVID-19, the District is operating under a modified schedule. Please call [\(559\) 685-3465](tel:5596853465) or email sormonde@tulareregional.org to arrange viewing access to documents.

Minutes

In attendance

Kevin Northcraft - President, District 4
Mike Jamaica - Vice President, District 2
Senovia Gutierrez - Secretary, District 3
Xavier Avila - Director, District 5 (Phone)
Stephen Harrell - Treasurer, District 1
Randy Dodd – AH President (Zoom)

Sandra Ormonde - CEO, TLHCD
Jason Howard - Legal Counsel (Zoom)
Todd Wynkoop – Legal Counsel (Zoom)
Riley Walter – Legal Counsel (Zoom)
Shane Smith – Legal Counsel (Zoom)
Jan Smith – Hospital Foundation (Zoom)

1. Call to Order:

Kevin Northcraft called the meeting to order at 6:43pm.

2. Public Comment:

Alex Gutierrez thanked Sandra for Government Affairs Committee meeting and thanked the Board for using Zoom meeting for the public.

3. Announcements – Board

Mike gave a shout out to Jan Smith for her efforts on distributing the Tulare strong signs.

4. Consent Agenda

- a. 2/26/2020 Regular Board Meeting Minutes
- b. 3/10/2020 Special Board Meeting Minutes
- c. 3/19/2020 Special Board Meeting Minutes
- d. 3/25/2020 Regular Board Meeting Minutes

Stephen Harrell made a motion to approve the consent agenda. Mike Jamaica seconded the motion. Approved 5-0.

5. Evolutions Update – EVO Management

- a. Discussion and action related to Gym Floor Repair
Senovia Gutierrez made a motion to approve the repairs. Steven Harrell seconded the motion. Approved 5-0.
- b. Status of operations
Gym doors closed on March 19th. Have been able to do some deep cleaning projects. Ge is the only full time employee on staff. All 27 employees filed for unemployment. Only 1 received so far. Pro-PT requested the therapy pool be opened. No action was taken, need to discuss with LLC.

6. Tulare Hospital Foundation Update – Jan Smith

Growing with Gratitude
Identify and thank a Superhero from each hospital
Pilot program to offer a facetime service, teleconference

7. Adventist Health Tulare Update – Randy Dodd, President

Business is down. Suspended all non-urgent surgeries for the month of March. Reductions in force, furloughing and flexing work schedules. Prepared for a surge that didn't happen. January and February posted 500k/month. March was approximately 250k. Expect April to be far worse. Started in-patient testing. All admitted are tested. Only 1 positive COVID test. Rural health clinic to open October 2020. Mammography is open and ready. Surgeries will begin within 60 days. All hospitals are impacted from lack of revenue stream. Not a testing site for broad public.

8. Adventist Health Tulare – Capital Improvements

a. IT Server Room AC Upgrade

i. Discussion and Action to Approve IT Server Room AC Upgrade Proposal

Senovia Gutierrez made a motion to approve the proposal. Steve Harrell seconded the motion. Approved 4-1 with Kevin Northcraft in dissent.

ii. Discussion and Action Determining Financial Responsibility

Adventist Health will pay the additional 8-12% increased difference in proposals. Xavier Avila made a motion to declare the remaining financial responsibility as the District's. Steve Harrell seconded the motion. Approved 5-0.

iii. Discussion and Action to Approve Adventist Health Payment of Project Expenses as Offset Against Rent Pursuant to the Lease

Mike Jamaica made a motion to approve the project as offset against rent. Steve Harrell seconded the motion. Approved 5-0.

b. Miscellaneous Projects

None

9. Update and Next Steps toward the Revenue Bonds Refunding and related City of Tulare Line of Credit Payoff – Ben “Bud” Levine and Roy Nelson, Wulff Hansen & Co.

Waiting on tax information.

10. Discussion and Possible Actions related to Tower Funding Options

Senovia Gutierrez wants to focus on option 2, getting funds from other sources. Committee will consist of Mike Jamaica and Senovia Gutierrez. No action was taken at this time.

11. Discussion and Action to Approve Resolution 887 Declaring Certain Furniture, IT Hardware and Medical/Non-medical Equipment and Supplies as Surplus Property

Steve Harrell made a motion to approve Resolution 887. Senovia Gutierrez seconded the motion. Approved 5-0.

12. Discussion and Action related to Letter of Appreciation to the Public

Senovia Gutierrez made a motion to approve the letter. Mike Jamaica seconded the motion. Approved 4-0-1 with Steve abstaining.

13. Discussion and Action to Approve First Amendment to the Chief Executive Officer Employment Agreement

Table until May.

14. Chief Executive Officer Report

- a. Property Management Update
 - i. Adventist Health Leases
All leases have been approved. Waiting on signature for parking lot lease. Rent payments will begin in May.
 - ii. Property Repairs
Construction trailer pipeline repairs. Failing roof at 874 N. Cherry where security team sits.
- b. Evolutions IT Update
Waiting on Comcast to finishing porting numbers. At which point we can cancel.
- c. Tower
Temporary power. Generator upgrade.
- d. Insurance
Applications have gone out.
- e. Staff Update
Vacancy still open. Still using Teresa.

15. Financial Report

Discussion and Action to Approve Financials:

- a. TLHCD Internal Financial Statements – March 2020
- b. Cash Report Update – April 17, 2020
- c. TLHCD Internal Financial Statements – February 2020
See attached financials.

16. Suspend Open Session – Recess to Closed Session at 8:35pm.

17. Closed Session – 8:55pm

- a. Potential Litigation (*pursuant to Ca. Govt. Code § 54956.9*).
- b. Conference with Interim Legal Counsel – Existing litigation (*pursuant to Ca. Govt. Code § 54956.9*):
 - i. *In re Tulare Local Healthcare District dba Tulare Regional Medical Center -- United States Bankruptcy Court Eastern District of California Case No. 17-13797*
 - ii. *Tulare Local Health Care District v. Bruce R. Greene, et al.*, Superior Court for the State of California for Tulare County Case No. 278333
- c. Instructions to designated representative, Kevin Northcraft, related to 4 acres real property contiguous to but not a part of the real property at 1425 E. Prosperity Avenue commonly known as Evolutions (*pursuant to Ca. Govt. Code § 54956.8*).
- d. Instructions to designated representative, Kevin Northcraft, related to real property at 1425 E. Prosperity Avenue commonly known as Evolutions (*pursuant to Ca. Govt. Code § 54956.8*).

e. End closed session- 10:20pm.

**18. Reconvene Open Session – Public Report of Action Taken in Closed Session (If Necessary)
Pursuant to Government Code 54957.1**

The Board reported out approval of Addendum No. 7 to Vacant Land Purchase Agreement and Joint Escrow Instructions, which provided for extensions to the Close of Escrow.

19. Adjournment – Next regular meeting scheduled for 6:30 PM on Wednesday, May 27, 2020 at location to be determined.

Senovia Gutierrez, Secretary

DRAFT