

**Tulare Local Health Care District
Board of Directors Meeting
Wednesday, May 25, 2022, 6:30 PM
Administrative Offices, Modular Building
869 N. Cherry Street, Tulare, CA
(Northeast corner of Terrace and Gem Street)**

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

Zoom Webinar link and call-in information¹:

<https://us06web.zoom.us/j/87362772526?pwd=MEJIM0pGQWE0M2h2emlSWk5PalFFUT09>

You can also dial in using your phone

United States: +1 253 215 8782 or +1 346 248 7799 or +1 301 715 8592

Webinar ID: 879 3702 2506

Passcode: 953063

Special notice to individuals with disabilities:

Please email cwatkins@tulareregional.org or call [\(559\) 685-3465](tel:559-685-3465)
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 Records.² 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 board members will be available for public inspection at TLHCD Administrative Offices, Construction Trailer, 869 North Cherry Street, Tulare, California at the same time that the public records are distributed or made available to the board members.

¹ Pursuant to Government Code Section 54953(e) (as amended by AB-361), when a legislative body holds a meeting during a proclaimed state of emergency and either (a) state or local officials have imposed or recommended measures to promote social distancing, or (b) the board of the local agency, by majority vote within the last 30 days, has determined that, as a result of said emergency, meeting in person would present imminent risks to the health or safety of attendees, certain provisions of the Brown Act respecting notice, quorum and accessibility requirements applicable to meetings of local legislative bodies are modified to accommodate overriding public health concerns. A physical location for public participation in the February 23, 2022, regular meeting of the Board of Directors will therefore be provided on a limited occupancy basis. 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 Philip Smith at psmith@tulareregional.org or call 559-685-3465 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 or email <mailto:psmith@tulareregional.org> to arrange viewing access to documents.

MINUTES

May 25, 2022

Tulare Local Health Care District Board Members:

Kevin Northcraft	President	District 4
Mike Jamaica	Vice President	District 2
Xavier J. Avila	Secretary	District 5
Margaret Fidler	Treasurer	District 3
Brandon Taylor	Director	District 1

- 1. Call to Order**
President Northcraft called the meeting to order at 6:32 PM.
- 2. Public Comment**
None.
- 3. Board Announcements**
Mike Jamaica - commented regarding the Summer Jubilee hosted by the Foundation.
- 4. Consent Agenda**
The motion was made by Xavier Avila, seconded by Marmie Fidler to approve the consent agenda. Motion approved 5-0.
- 5. Presentation by Ascend Medical Holdings – William Harlan**
William Harlan from Ascend Medical Holdings shared recommendations for Tower and other project financings.
- 6. Presentation by Wulff, Hansen & Co. – Roy Nelson**
Wulff, Hansen & Co. specializes in revenue bonds and refinancing and handled District's last bond refinance. Roy Nelson covered potential Tower financing options and other projects with the group. The Board authorized Philip Smith, Jason Howard, and Roy Nelson to draft an agreement.
- 7. Discussion and Possible Action regarding Evolutions Proposal from ENGIE Services US**
Mr. Jain from ENGIE Services reviewed a revised construction budget with the Board. The presentation covered the Evolutions Solar project as currently proposed. This item was tabled to the Special Board Meeting on June 15, 2022. Motion was made by Kevin Northcraft, seconded by Marmie Fidler, to schedule a Special Meeting in the interim. Approved 4-1 (Xavier Avila voted no). Jason Howard and Philip Smith requested authorization from the Board to talk to ENGIE regarding the contract and services. Xavier Avila shared his concerns with the group regarding financing. Xavier Avila asked Roy Nelson to review the agreement from ENGIE. Roy Nelson from Wulff Hansen commented that he could look at the market and quantify the energy savings. Brandon Taylor noted that the parking lot at Evolutions needs to be repaired. It was noted there would be a June public hearing and get responses along with Roy's review and allow Jason Howard, legal counsel to review the managed services contract.

- 8. Tulare Hospital Foundation Update**
No updates presented.
- 9. Hospital Tower Construction Committee**
The Tower Construction Committee Meeting was canceled due to reconvene with the same agenda next month. Nancy Overstreet gave a brief overview on several projects, including awnings, scope of work for the parking lot, generators, stairs in the basement that need to be installed, and installing new doors in the electrical room.
- 10. Evolutions Fitness & Wellness Center Update**
Janyne Presnell commented that Philip Smith would be presenting the Evo financials under the CEO section. She further noted that May's gym membership retention rate is 93%.
- 11. Discussion and Action Related to the Funding of New Fire Panel**
Philip Smith asked the Board to consider action related to replacing the existing hospital fire panel due to malfunctioning test capability. Mr. Smith noted the bid from Johnson Control (\$86,680.00) was included in the Board packet for consideration. This is a sole-source project to be completed by Simplex due to the proprietary nature of the equipment involved. A motion was made by Xavier Avila, seconded by Mike Jamaica, to identify the need to repair the existing fire panel. Approved 5-0.
A motion was made by Xavier Avila, seconded by Brandon Taylor, to identify it is the District's responsibility to finance the repair. Approved 5-0.
Xavier Avila made a motion, seconded by Brandon Taylor, to apply the project's cost (\$86,680.00) to the loan with Adventist. Approved 5-0.
- 12. Discussion and Action to Approve Resolution 910 Disposal of Surplus Goods**
Mr. Smith advised that the District owns an inoperative 1988 Ford F-350 with vacuum and sweeper attachment. The vehicle is currently located at and awaiting a lien sale by DD Towing in Tulare. A motion was made by Marmie Fidler, seconded by Brandon Taylor, to approve Resolution 910. Approved 5-0.
- 13. Discussion and Possible Action regarding Support Groups sponsored by the District Through its Evolutions Facilities**
Philip Smith shared the following are proposed groups, bereavement group, women's veteran social group proposal, addiction support, diabetes education, and domestic violence. Marmie Fidler commented that she would reach out to Adventists regarding a bereavement group and youth counseling, and mental health. Amy Benton shared that "The Source," located in Visalia, is excellent support for adolescents. Phil Smith commented that the Board desires to encourage the continuance of the meetings free of charge. Philip Smith advised Darla Rambonga wants to form a Women's Veteran Social Group every third Friday from 6:30-8:00 PM at the Evolutions conference room.

14. Chief Executive Officer Report

- a. Property Management Update
 - i. Discussion regarding prospective lease representatives: Philip Smith commented that it seems the Board desires to get the prospective lease representatives to work together as a group. He will work with Smith, Zeeb, Kyle Rhinebeck, and Blake Shawn.
 - ii. Property asbestos remediation and demolition: 874 Permits have gone to the City for demolition, and 922 is permitted for demolition, waiting on the start date
- a. Recap of Adventist Health, Central Valley Network Discussions: Mr. Smith advised Adventist is focused on the Gem and Merritt development. Kevin Northcraft commented that the ER id is doing well, but we have room to grow. Adventist will have added Orth, Cardiac, and Cath lab by the end of the year.
- b. Discussion regarding Assistant Controller working remotely: Stephanie Trueblood will be moving to Tennessee to work remotely.
- c. IT Services Update: It support went out to bid Philip Smith asked Brandon Taylor to review the bids. Mr. Taylor reviewed five separate quotes narrowing it down to the final two based on expertise and cyber security. At this time, there are two quotes, one from EMD and the other from Techcare 360. The final proposal will be presented at the June meeting.

15. Discussion and Action to Approve Resolution 911 Requesting and Consenting to Consolidation of Election Setting Forth the Specification of the Election Order regard to the November 8, 2022 Election

Jason Howard clarified Resolution 911. Philip Smith asked if we would like the District to pay for the public comment or have the candidate pay for the statement; it ranges from \$200.00 – to \$2,000.00. It is not necessary to file a candidate statement. A motion was made by Kevin Northcraft, seconded by Mike Jamaica, to approve Resolution 911 and not to pay for the candidate statement. Approved 5-0.

16. Financial Report

Discussion and Action to Approve Financials:

- a. TLHCD Internal Financial Statements – April 2022

A motion was made by Marmie Fidler, seconded by Mike Jamaica, to approve the financial reports. Approved 5-0

17. Suspend Open Session – Recess to Closed Session at 9:13 PM.

18. Closed Session

- 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 Kern County Case No. BCV-19-103514
- c. Instructions to designated representative related to real property at 1425 E. Prosperity Avenue, commonly known as Evolutions (pursuant to Ca. Govt. Code § 54956.8)
- d. Instructions to designated representative related to leases of real property located in Evolutions Plaza at 1425 E. Prosperity Avenue (pursuant to Ca. Govt. Code § 54956.8)
- e. Discussion and Potential Action regarding public employee evaluation of Chief Executive Officer (*pursuant to Govt. Code § 54957(b)(1)*)
- f. End closed session

19. Reconvene Open Session 9:39 PM – Public Report of Action Taken in Closed Session (If Necessary) pursuant to Government Code 54957.1.

Meeting closed at 10:00 PM.

It was reported out that by consensus, the next Board meeting was scheduled for June 29th at 6:30 PM and the Finance Committee for June 28th at 6:00 PM.

20. Adjournment at 10:42 PM– Next regular meeting is scheduled for 6:30 PM on Wednesday, June 95, 2022, at the Administrative Offices, Modular Building, Northeast corner of Terrace and Gem Street.

Xavier Avila, Board Secretary