

**Tulare Local Health Care District
Board of Directors Special Meeting
Tuesday, September 13, 2022, 6:30 PM
Administrative Offices, Modular Building
842 N. Gem, 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/89160883084?pwd=VmlibTZ2ZElyNjA1NVdBK3g1WkF3dz09>

You can also dial in using your phone.

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

Meeting ID: 832 4865 3780

Passcode: 399790

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, Modular Building, 842 N. Gem 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 September 13, 2022, special 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 psmith@tulareregional.org to arrange viewing access to documents.

MINUTES

September 13, 2022

Tulare Local Health Care District Board Members Present:

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

1. Call to Order

President Northcraft called the special meeting to order at 6:32 PM.

2. Public Comment

Joseph Vargas shared concerns regarding the gym parking lot. Philip Smith shared that we are in the process of rectifying the issue.

Alberto Gutierrez advised he is present because of the agenda items listed. He continued with concern for the public's safety regarding the condition of the fence surrounding the tower parking lot.

3. Board Announcements

Director Northcraft announced that the Tulare County Fair begins this week, and he will be participating in the booth along with the Foundation.

Director Jamaica shared that the review of the District's CEO is coming up; please submit comments regarding performance via email to Director Jamaica before the November Board meeting.

Director Jamaica commented that the Adventist banners are gone from the hospital, and they have put up a marquee that says, "Adventist Health Tulare."

4. Discussion and Possible Action regarding the financing of the Proposed Evolutions Project.

Roy Nelson from Wulff, Hansen & Co. ("Wulff Hansen") shared the finance options for the planned solar project with the group. When preparing to plan for approval, Wulff Hansen discovered the necessity of a procedural step requiring the adoption by the District of both an Ordinance and a Resolution that is being presented tonight; both documents must be published. If the Board adopts the ordinance, a thirty (30) day period required by the Ordinance begins; then, at the regular October Board meeting, Wulff Hansen will present the term sheet from Western Alliance for approval, and the District will have the opportunity to lock in the rate at that time. Once the interest rate is locked, the District has fourteen (14) days to close the financing. This same timeline will allow ENGIE to review and lock in the project pricing.

Ashu Jain from ENGIE shared details regarding the Inflation Reduction Act incentives for solar development. There is a provision for direct pay in the Act for public entities, which appears to be about 30%. Ashu Jain mentioned that not all the rules are finalized, and ENGIE is waiting for treasury guidance. The benefit to the District could be anywhere between 15-25% of the project. Ashu Jain commented that ENGIE would complete the paperwork for the direct pay for the District.

Director Fidler asked about being in the negative until year thirteen (13). Roy Nelson advised that this is correct, based on the loan's structure. Director Fidler then asked if the District had to use the property tax for this project. Roy Nelson from Wulff Hansen answered in the affirmative. The property tax already collected by the District would be held to pay payments for the solar project at Evolutions.

5. Discussion and Possible Action to Approve Resolution 913 Authorizing the Commencement of Proceeding in Connection with the Proposed Issuance of Revenue Bonds.

A motion was made by Director Northcraft, seconded by Director Jamaica to approve Resolution 913 authorizing the commencement of proceeding in connection with the proposed issuance of the revenue bonds. Approved 3-2 (Directors Fidler and Avila voting against).

6. Discussion and Possible Action regarding Ordinance 913A Approving a Form Agreement for the Sale of Tulare Local Health Care District Revenue Bonds, Series 2022.

District General Counsel Jason Howard noted item number six has two important components: the first is an Ordinance that is required to be published, and the second part is notice to the public for thirty (30) days regarding the public's right to bring a referendum. A motion was made by Director Northcraft, seconded by Director Taylor to approve Ordinance 913A. Approved 3-2 (Directors Fidler and Avila voting against).

7. Discussion and Possible Action to Approve Additional \$48,700.00 expense for Installation of Awning on Tower.

Nancy Overstreet provided a report to the group, also included in the board packet. The additional expense is due to an additional steel plate on the Tower that needs to be removed. A motion was made by Director Avila, seconded by Director Taylor to approve the additional expense (\$45,000.00). Approved 4-1 (Director Northcraft voting against).

8. Suspend Open Session 7:49 PM– Recess to Closed Session

9. Closed Session

- a. Conference with Legal Counsel – Existing litigation (*pursuant to Ca. Govt. Code § 54956.9*):
 - i. *Boneso Bros. Construction v. Tulare Local Healthcare District, Superior Court for the County of Tulare, Case No. VCU292615.*
 - 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*
- b. End closed session

10. Reconvene Open Session 7:54 PM – Public Report of Action Taken in Closed Session (If Necessary) pursuant to Government Code 54957.1

No actions were reported.

11. Adjournment 7:56 PM– Next regular meeting scheduled for 6:30 PM on Wednesday, September 28, 2022, at Administrative Offices, Modular Building, Northeast corner of Terrace and Gem Street.

Xavier Avila, Board Secretary