

**Tulare Local Healthcare District  
SPECIAL Board of Directors Meeting**

**Minutes**

**Wednesday, October 03, 2018 6:30 PM** Evolutions

Fitness & Wellness Center

1425 E. Prosperity Ave., Tulare CA 93274

<b>In attendance:</b>	<b>Kevin Northcraft</b>	<b>Dan Heckathorne</b>	<b>Interim CFO</b>
	<b>Mike Jamaica</b>	<b>Rich Gianello</b>	<b>Wipfli</b>
	<b>Senovia Gutierrez</b>	<b>Todd Wynkoop</b>	<b>Legal Counsel</b>
	<b>Xavier Avila</b>	<b>Riley Walter</b>	<b>Bankruptcy Counsel</b>
	<b>Stephen Harrell</b>		

**1. Call to Order**

Meeting called to order at 6:30 pm

- 2. Public Comment:** Dr. Patricia Drilling  
Jana Peaton  
Dr. Betre  
Walter Gorelick

**3. Announcements – Board**

Mike Jamaica announced that he was advised by Pete Vanderpoel that the Tulare County Board of Supervisors will be meeting on October 23 to consider endorsement of Measure H

Kevin Northcraft announced that a VIP reception will be hosted by Adventist Health on October 9 from 5-7 pm and a ribbon cutting will be held on October 15 at 9 am

Todd Wynkoop reported that the District attorney advised that a hearing will be held on Friday regarding the seizure of a bank account held by Dr. Benzeevi containing \$937,000.

**4. Consent Agenda Items**

**5. Review and Action on TLHD Resolution 863 approving select Adventist Health Policies related to hospital operations during the Interim Management Services Agreement period of TRMC operations.**

Mike Jamaica moved to approve TLHD Resolution 863 to adopt the policies adopted by the MEC. Stephen Harrell seconded the motion. Board approved 5-0

**6. Discussion on modifications to management services agreement by and between Tulare Local Hospital District D/B/A Tulare Regional Medical Center and Adventist**

**Health for the period beginning on or about September 2018 through on or about January 2019**

No action taken

**7. Discussion and Action on new bank account pursuant to management services agreement between Tulare Local Hospital District and Adventist Health**

- a. Authorization to establish bank account with Wells Fargo Bank in the name of Tulare Local Hospital District for Adventist Health management services agreement operations

Stephen Harrell moved to approve establishing a bank account with Wells Fargo Bank in the name of Tulare Local Hospital District for Adventist Health. Xavier Avila seconded the motion. Board approved 5-0

**8. Discussion and Action on cyber insurance coverage policy**

Xavier Avila moved to approved cyber insurance coverage policy. Mike Jamaica seconded the motion. Board approved 5-0

**9. Discussion and Action on maintenance and other projects related to opening Tulare Regional Medical Center**

- a. Status of repair and maintenance projects  
See report given by Dan Heckathorne

**10. Request for Proposal for non-hospital related legal assistance**

Kevin Northcraft met with staff to work on the RFP. The RFP will be advertised soon. No action taken

**11. Consideration for recruitment of CEO/CFO for Tulare Local Healthcare District**

No action taken

**12. Update on rental of District properties**

Stephen Harrell reported that leases have been negotiated for Fugazzis, Top o Morn, and Revive. Negotiations for the former Women's Pavilion are ongoing. There will be a meeting of property owners for the property that the District owns three lots on Cherry. The District owes \$15,000 in common maintenance fees, but other property owners said they are not interested in recouping the past fees owed. Stephen Harrell will attend the property owner meeting.

**13. Suspend open session – recess to closed session**

Moved to closed session at 7:40 pm

**14. Closed session**

- a. Conference with Interim Legal Counsel- Existing litigation (*pursuant to Ca. Govt. Code § 54956.9*)

(1) In re Tulare Local Healthcare District dba Tulare Regional Medical Center --

United States Bankruptcy Court Eastern District of California Case No. 17-13797  
(2) HCCA v. Tulare Local Healthcare District, and Counterclaim, U.S. Bankruptcy  
Court Eastern District of California Adv. Proc. No. 17-01095 – B  
(3) TRMC v. Celtic Leasing-- U.S. Bankruptcy Court Eastern District of California  
Adv. Proc. No. 18-01008

- b. Conference with designated negotiators Richard Gianello and Todd Wynkoop regarding the potential real property lease of the Tulare Regional Medical Center to Adventist Health (*pursuant to Ca. Govt. Code §54956.8*). Report and action on Deloitte Fair Market Valuation Report
- c. Conference on Medical Executive Committee recommendations for granting TRMC staff privileges for physicians.
- d. Review and action on contracts with physicians/physician groups to provide clinical services to patients of TLHD/TRMC (*pursuant to Ca. Govt. Code §54957*):
  - i. Call Coverage Agreement by and Between Tulare Local Healthcare District D/B/A Tulare Regional Medical Center and Fateh Entabi, M.D.
  - ii. Radiology Department Professional and Medical Director Services Agreement by and among Tulare Local Healthcare District D/B/A Tulare Regional Medical Center and Los Angeles Radiology Medical Associates, Inc.
  - iii. Professional Services Agreement by and between Tulare Healthcare District D/B/A Tulare Regional Medical Center and Microcorre Diagnostic Laboratory
  - iv. Anesthesia Department Professional and Medical Director Services Agreement by and among Tulare Local Healthcare District D/B/A Tulare Regional Medical Center and Paramount Anesthesia Associates, Inc.
  - v. Emergency Department Professional and Medical Director Services Agreement by and among Tulare Local Healthcare District D/B/A Tulare Regional Medical Center and Vituity
  - vi. Hospitalists Professional and Medical Director Services Agreement by and among Tulare Local Healthcare District D/B/A Tulare Regional Medical Center and Vituity
- e. Review and Discussion of the California Legislative Audit Office Draft Report (*pursuant to CA. Govt. Code § 54975.75*)
- f. Conference with designated negotiators Kevin Northcraft and Stephen Harold regarding the lease and memorandum of lease by and between EVO Management and Tulare Local Health Care District (*pursuant to CA. Govt. code § 54956.8*)
- g. Conference with designated negotiator Kevin Northcraft regarding the real property commonly referred to as Evolutions (*pursuant to Govt. code § 54956.8*)
- h. End closed session

**15. Reconvene Open Session – Public report of action taken in closed session (if necessary)  
pursuant to Government Code 54957.1**

**16. Adjournment** *Next special board meeting scheduled for 6:30 PM on Wednesday October 10, 2018 at Evolutions Fitness and Wellness Center.*