

Tulare Local Healthcare District
Board of Directors
Special Meeting Minutes
Wednesday, December 6, 2017
Board Convenes at 6:30 pm
City of Tulare Council Chambers
475 N. M Street, Tulare, CA

In attendance:

Kevin Northcraft	Mandy Jeffcoat, Interim Legal Counsel
Mike Jamaica	Niki Cunningham, Interim Legal Counsel
Senovia Gutierrez	Riley Walter, Bankruptcy Counsel
Xavier Avila	Larry Blitz, Interim CEO
Stephen Harrell	Dan Heckathorne, Interim CFO
	Rich Gianello, Consultant

- I. Call to order
Meeting called to order at 6:38 p.m.
- II. Citizen Requests/Public Comments
Comments made by Joe Soares
Dr. Mylene Rucker
- III. Discussion of Resolution 858 setting forth duties and responsibility of the Evolutions Oversight Committee
Mandy Jeffcoat reported that Resolution 858 memorializes in writing the obligations, duties, and restrictions of the Oversight Committee. She recommended the Oversight Committee set the time of their meetings after the 15th of the month. The resolution stipulates that requests for information cannot be more than twice a month. The Oversight Committee will be bound by the Brown Act.
Kevin Northcraft added that the Oversight Committee will advise the Board after each of their meetings.
EVO manager, Paul Atlas, disagreed with the stipulation that information requests cannot exceed twice a month. He preferred once a month and said twice a month could be a “deal killer”
Mike Jamaica moved that Resolution 858 be adopted. Senovia Gutierrez seconded the motion. Motion approved 5-0.
- IV. Consideration of Appointments to the Evolutions Oversight Committee; scheduling of first meeting
Stephen Harrell noted that no women were appointed to the Oversight Committee. He requested the committee be increased to 7 members. Mandy

Jeffcoat advised that contract with EVO cannot be changed because it is binding. Xavier Avila noted that because the Board was bound by the Brown Act, they did not discuss their proposed appointees in advance so they didn't realize no women were appointed. Ed Henry, Oversight Committee appointee, advised he would relinquish his seat. Stephen Harrell accepted Ed Henry's resignation and appointed Linda Crase to replace him. Xavier Avila seconded the appointment and it was approved 5-0. Kevin Northcraft nominated Derek Jackson chair the Oversight Committee. Stephen Harrell seconded. Nomination approved 5-0. Mike Jamaica volunteered to be the Hospital Board liaison to the EVO Oversight Committee.

V. Update on plans to reopen Hospital, clinics, and financing options

Larry Blitz reported sizable progress had been made, although the bankruptcy complicates things. Dan has found most of the bank accounts and has access to 95%. He is putting together a budget. Larry Blitz is conducting weekly phone meetings with the California Department of Public Health. 500 applications for employment have been received and Angie Graziano and Tammy Kegler are conducting interviews. Numerous physicians have contacted Larry Blitz and he will be meeting with them. 25 individuals are currently employed and 512 contracts are being renewed. They will have a report on the financial condition at the December 20th meeting. They are making excellent progress on potential funders. Kevin Northcraft asked for an estimate on the Emergency Department opening. Larry Blitz said there is no estimated opening date.

VI. Acceptance of donations

Kevin Northcraft indicated there are volunteers that would like to work on the landscaping at the hospital. Larry Blitz will look into liability issues with the attorneys.

VII. Consideration of Changes to District's names and logos

Larry Blitz advised the name, Tulare Regional Medical Center, is contained in the policies and procedures and is set with the California Department of Public Health. Xavier Avila proposed involving the public and it was agreed to place on the January 2018 meeting agenda. Kevin Northcraft asked Linda Crase if she had information on the cross with people holding hands logo. She said the logo dates back to 1986. It was intended to represent the community. Dan Heckathorne advised he filed paperwork using the old logo. Melissa Janes said the old logo was blue, but was changed to purple by Shawn Bolouki. Stephen Harrell moved the logo be changed back to the old cross logo. Senovia Gutierrez seconded the motion. Logo adopted 5-0.

VIII. Consideration of Meeting Room for future meetings

Kevin Northcraft reported that a fee of \$200 was paid to use the Tulare City Council Chambers. He indicated Fugazzis was using the Evolutions Community Room tonight necessitating the Board to move the meeting. He cited the increased seating capacity, better sound system, and better parking as reasons why the Council Chambers was selected to hold tonight's meeting. Mike Jamaica said he prefers using the Tulare City Council Chambers for a meeting, but suggested potential meeting space in the future be looked for in the hospital. Senovia Gutierrez concurred. Xavier Avila indicated a preference for the community room at Evolutions. Stephen Harrell cited potential fire code violation at the last Board meeting at Evolutions and said he preferred the City Council Chambers. Public input was requested. Ed Henry asked if an additional fee could be paid to utilize the conference room for closed sessions. Another audience member said the Council Chambers were preferred because the public didn't need to stand. Kevin Northcraft said the December 20 board meeting will be held at the City Council Chambers and advised future meetings will be as well.

IX. Suspend open session – Recess to closed session (if necessary) Conference with Interim Legal Counsel – Existing litigation (Government Code 54956.9)

--In re Tulare Local Healthcare District dba Tulare Regional Medical Center, United States Bankruptcy Court Eastern District of California Case No. 17-13797

--TRMC Medical Staff v. Tulare Local Healthcare District, HCCA et al; Tulare Case No. 264227

Conference with Interim Legal Counsel — Initiation of Litigation (Gov. Code § 54956.9) – 3 matters

X. Adjourn closed session, reconvene open session (if necessary) – Public report of action taken in closed session, pursuant to Government Code 54957.1

Mandy Jeffcoat reported in regards to initiation of litigation: The Board unanimously to initiate litigation against HCCA in connection with the Management Services Agreement. Action will be initiated by way of a counter claim response to the complaint filed by HCCA against the District in State court in Los Angeles. The District will also vigorously defend the complaint filed by HCCA.

Additionally,[the Board has voted unanimously to file a formal complaint with the California State Bar against Baker Hostetler Firm and Bruce Greene in connection with the Boards request pursuant to California rules of Professional Conduct 3-700 to obtain the District's records.

XI. Adjournment

Next Meeting scheduled for 6:30 pm on Wednesday, December 20.