

SPECIAL BOARD MEETING

**Tulare Local Health Care District
SPECIAL Board of Directors Meeting Minutes**

Tuesday, June 11, 2019 6:00 PM

TRMC Administrative Offices (Annex Lab Building, 2nd Floor)

869 North Cherry Street, Tulare CA 93274 (Enter parking lot from Merritt Avenue)

Teleconference Location: Best Western Plus St. Paul North/Shoreview, Media Room

1000 Gramsie Road Shoreview, St. Paul, Minnesota 55126

In attendance:

Kevin Northcraft	Sandra Ormonde CEO TLHCD
Mike Jamaica	Dan Heckathorne, Interim CFO (Wipfli)
Senovia Gutierrez	Jason Howard, Legal Counsel (by telephone)
Xavier J. Avila (by telephone)	Randy Dodd, Adventist Health
Stephen Harrell	

1. Call to Order

Meeting called to order at 6:04 pm

2. Public Comment:

Mary Dennis

3. Announcements – Board

No announcement

4. Adventist Health and Staff Updates

a. Capital Improvements update – NPC-2 Emergency Lighting

Randy Dodd reported that it is the District's responsibility to meet the earthquake safe codes. The estimate for NPC-2 emergency lighting is \$342,000. He indicated that it can be paid without cash with Adventist Health providing the offset. Chuck Kluger, Kluger Architects (on telephone), indicated that alternatives to those outlined in the Capital Project have been reviewed and these alternatives will not work. They do not meet the requirements for lumens and spread. The plan has already been submitted to OSHPD. Sandra Ormonde indicated that since the District is the owner/builder, the District can proceed with one bid if it is a contractor used before. Kluger Architect is the architect of record.

Senovia Gutierrez indicated that the bid excludes utility fees and permits. Sandra Ormonde responded that it is the District's responsibility to pay for utilities and permits.

Mike Jamaica moved to approve the bid proposal from Howe Electric for NPC-2 emergency lighting. Seconded by Steve Harrell. Approved 5-0.

5. Discussion and Action to Approve the following Capital Improvement Project:

a. Howe Electric services for NPC-2 Emergency Lighting

See above

6. Discussion and Action to Approve Request for Adventist Health to pay NPC-2

Emergency Lighting cost and offset cost against the Rent payable pursuant to Lease

Adventist Health will pay the upfront costs with the District offering discount on rent. Dan Heckathorne indicated the loan would still be paid off in 5 years.

Stephen Harrell voted to approve the request for Adventist Health to pay the NPC-2 emergency lighting costs.

Stephen Harrell moved to approve the request for Adventist Health to pay NPC-2 Emergency Lighting costs. Senovia Gutierrez seconded the motion. Approved 5-0.

7. Discussion and Action to Approve First Amendment to the Transition Services Agreement.

Jason Howard reported the amendment will fix timing issues with the transition of the toxicology lab to Adventist Health past the 6/17 date. It requests that employees' transition to Adventist Health. There will be a pay offset to Adventist Health until transferred. Randy Dodd indicated that he met with the employees and they approve the transfer.

Stephen Harrell moved to approve the First Amendment to the Transition Services Agreement. Mike Jamaica seconded the motion. Approved 5-0.

8. Suspend open session – recess to closed session

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

b. 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*).

c. Update and recommendation related to real property at 398 South Street, Earlimart, CA 93218, commonly known as Earlimart Clinic Building and Earlimart property (ground) Lease (*pursuant to Ca. Govt. Code § 54956.8*).

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

Nothing to report

2. Adjournment - Next regular meeting scheduled for 6:30 PM on Wednesday June 26, 2019 at Allied Building Conference Room 2.