

**Tulare Local Health Care District
Board of Directors Special Meeting
Wednesday, October 26, 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/81897317212?pwd=OWpFQVZKVGVMQks1cmFGSWVtUzE0dz09>

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: 818 9731 7212

Passcode: 530276

Special notice to individuals with disabilities:

Please email cwatkins@tulareregional.org or call [\(559\) 656-1301](tel:5596561301)
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 on October 26, 2022, a 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

October 26, 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 (via Zoom)	Director	District 1
Mike Jamaica	Director	District 2

1. Call to Order

President Northcraft called the meeting to order at 6:33 PM.

2. Public Comment

Paul Atlas shared concerns regarding the flooring at Evolutions.

Sally Boucher commented on the Evolutions parking lot asphalt deterioration.

Steve Harrell, Director Area 3 Tulare City Council member, announced, that he has set aside \$100 thousand dollars in funds to assist with projects related to the Hospital Tower. He further noted that proposals should be submitted to the City Council of Tulare for final approval.

3. Board Announcements

None.

4. Consent Agenda

Director Avila made the motion, seconded by Director Fidler, to approve the consent agenda as presented. Motion approved 5-0.

5. Hospital Tower Construction Committee – John Atilano/Roy Magdaleno/Nancy Overstreet

Nancy Overstreet gave an update on Tower Project(s) such as awning installation, parking lot bids, and generators.

6. Tulare Hospital Foundation Update – Jan Smith, Director of Philanthropy

Jan Smith advised Adventist Tulare has seen an estimated 26,563 in the ED, roughly two thousand a month. The Foundation donated three new wheelchairs to the hospital.

The Foundation will submit a proposal to the District to place a digital sign in front of the Foundation building on Cherry Street. Ms. Smith has been working with the City of Tulare and contractors on specifications.

The Festival of Trees will take place on November 17th which is a Thursday; it will be blended with the Great Gatsby Christmas. Jan Smith announced they have two new trustees in the community joining the Hospital Foundation. There will be more to come.

Sheri Pereira shared additional information regarding the NPC2 upgrade, Cath Lab, Out Patient Cardiology, Mammography, and MRI update with the group.

7. Discussion and Potential Action to Approve MDM Proposal – John Roberts

The Board considered the proposal for the limited parking lot repair adjacent to the Panera project at the Prosperity Center. The proposed repairs to the drive aisles are potentially covered under the Access and Ingress/Egress Easement Agreement previously signed by the District and Mr. Robert’s development company. A portion of the north/south drive aisles along the shared property boundary are in poor condition and in need of repair. After evaluation by the Board, it was determined it would be best to get additional estimates along with estimates to repair the east side gym parking lot. The item was tabled until November’s Board meeting.

8. Discussion and Potential Action regarding Western Alliance Bank Financing proposal for the Energy Services Contract with ENGIE Services U.S. Inc. – Roy Nelson, Bud Levine, Rob Pankratz, Wulff & Hansen.

The Board elected to move items #8, #9, and #10 after closed session to allow more time to consider the financing presented.

9. Chief Executive Officer Report

- a. Follow-up on State Audit: further review of grant funding is required
- b. State Audit 2018 response: 3 out of 12 findings have not been addressed, bidding control, disbursement control, and appropriate controls on public funds.
- c. Rotary/Adventist Health update:
 - b. IT transition: few items remain, but the transition is almost complete
- e. Evolutions
 - i. Flooring update: estimates provided for transparency
 - ii. Membership update: Increase in memberships
- f. Budget Summary

Philip Smith presented the items listed.

10. Financial Report

Discussion and Action to Approve Financials:

- a. TLHCD Internal Financial Statements – September 2022
- b. Evolutions Internal Financial Statements – September 2022

A motion was made by Director Fidler, seconded by Director Jamaica to approve the Financial Statements as presented. Approved 5-0.

11. Suspend Open Session at 8:35 PM – Recess to Closed Session

12. Closed Session

- a. Potential Litigation (*pursuant to Ca. Govt. Code § 54956.9*).

- b. Conference with Legal Counsel – Existing litigation (*pursuant to Ca. Govt. Code § 54956.9*):
 - i. *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;
 - ii. *Boneso Bros. Construction v. Tulare Local Healthcare District, Superior Court for the County of Tulare, Case No. VCU292615.*
- c. Discussion and Potential Action regarding public employee evaluation of Chief Executive Officer (*pursuant to Govt. Code § 54957(b)(1)*).
- d. End closed session.

13. Reconvene Open Session at 9:50 PM – Public Report of Action Taken in Closed Session (If Necessary) pursuant to Government Code 54957.1

14. Discussion and Potential Action regarding Western Alliance Bank Financing proposal for the Energy Services Contract with ENGIE Services U.S. Inc. – Roy Nelson, Bud Levine, Rob Pankratz, Wulff & Hansen.

The Board considered the financing options with Western Alliance regarding the energy services contract. A motion was made by Director Northcraft, seconded by Director Jamaica. Director Avila, Director Taylor, and Director Fidler voted against.2-3.

Director Northcraft left the meeting at 10:00 PM.

15. Adjournment at 10:05 PM by Mike Jamaica – Next regular meeting is scheduled for 6:30 PM on Wednesday, November 16, 2022, at the Administrative Offices, Modular Building, Northeast corner of Terrace and Gem Street.

Xavier Avila, Board Secretary