

**Tulare Local Health Care District
Board of Directors Special Meeting
Wednesday, December 12, 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:559-656-1301)

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 November 16, 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

December 12, 2022

Tulare Local Health Care District Board Members Present:

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

1. Call to Order

President Northcraft called the meeting to order at 6:31 PM.

2. Public Comment

None.

3. Announcements – Board

4. Recognition of Marmie Fidler for Service to District

5. Administer Oath of Office to Director (Appointed) Brandon Taylor

The Oath of Office was administered to Brandon Taylor by Notary Public Paula Tucker.

6. Administer Oath of Office to Director (Elect) Jevon Price

The Oath of Office was administered to Jevon Price by Notary Public Paula Tucker.

7. Brief Recess – Reception for Newly Appointed/Elected Directors and Guests

8. Election of Officer(s)/Standing Committee Appointment(s)

Director Price was elected Treasurer of the Board of Directors. A motion was made by Director Avila, seconded by Director Jamaica. Approved 5-0

Director Price was appointed to the Finance Committee with a motion by Director Avila, seconded by Director Jamaica. Approved 5-0

Director Avila nominated Director Price to the Tower Construction Committee. A motion was made by Director Avila and seconded by Director Jamaica. Approved 5-0

9. Discussion and Action regarding the Approval of the CEO Severance Agreement for Philip Smith.

Jason Howard advised by a vote of the Board of Directors, it was approved to dismiss Philip Smith, CEO, and offer Mr. Smith a Severance Agreement. Director Avila moved to approve the Severance Agreement, seconded by Director Jamaica. Approved 5-0

10. Discussion and Action Related to Recruitment Search Process and Timeline for Chief Executive Officer Position.

Director Northcraft gave a brief overview of the timeline to recruit a new CEO.

11. Discussion and Action regarding Appointing Randy Dodd as CEO on an Interim Basis While Recruitment Search is Conducted for Permanent CEO.

Director Northcraft commented on the dedication Randy Dodd has to the hospital. Randy Dodd noted there is unfinished business. He is excited to have the opportunity to serve as the Interim CEO. A motion was made by Director Northcraft and seconded by Director Jamaica to approve the appointment of Randy Dodd as Interim CEO. Approved 5-0.

12. Discussion and Action regarding Compensation to be Paid to Interim CEO (if Appointed by the Board).

A motion was made by Director Northcraft and seconded by Director Jamaica to approve the appointment of Randy Dodd as Interim CEO. Approved 5-0.

13. Discussion and Action to Approve Resolution 916 Granting General Banking Signatory Authority to Sandra Ormonde and/or Interim CEO and Directors Serving on the Finance Committee.

Jason Howard summarized you would be approving Resolution 916 and authorizing the signers. A motion was made by Director Northcraft and seconded by Director to approve Resolution 916 as presented. Approved 5-0.

Discussion and Potential Action regarding Final Approval/Ratification of Energy Services Contract with ENGIE Services U.S. Inc. – District General Counsel.

Jason Howard gave a brief overview of the updated contract provided by ENGIE. After a brief discussion, a motion was made by Director Northcraft and seconded by Director Avila. Approved 5-0

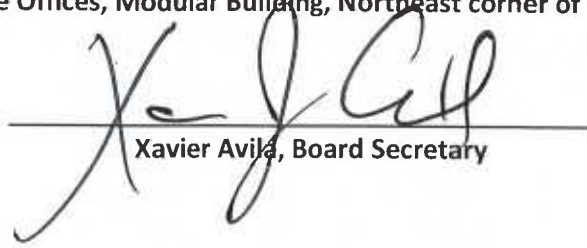
14. Suspend Open Session at 7:23– Recess to Closed Session.

15. Closed Session 7:34

- a. Conference with Legal Counsel – Existing litigation (*pursuant to 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; and
 - ii. *Boneso Bros. Construction v. Tulare Local Healthcare District*, Superior Court for the County of Tulare, Case No. VCU292615.
- b. Public Employee Employment and Appointment regarding Chief Executive Officer position (*pursuant to Gov. Code § 54957(b)(1)*).
- c. Conference with agency designated representative on labor negotiations regarding Chief Executive Officer position (*pursuant to Govt. Code § 54957.6*).
- d. End closed session.

16. Reconvene Open Session – Public Report of Action Taken in Closed Session (If Necessary) pursuant to Government Code 54957.1.

17. Adjournment at 8:22– Next regular meeting is scheduled for 6:30 PM on Wednesday, December 21, 2022, at the Administrative Offices, Modular Building, Northeast corner of Terrace and Gem Street.



Xavier Avila, Board Secretary