

# ADJOURNED REGULAR BOARD MEETING MINUTES

August 03, 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	Director	District 1
Mike Jamaica	Director	District 2

### **1. Call to Order**

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

### **2. Public Comment**

Alex Gutierrez shared concerns regarding the need to repair the gym parking lot.

### **3. Board Announcements**

None.

### **4. Discussion and Possible Action regarding the Proposed Evolutions Project with ENGIE, Resolution 912.**

The project includes a planned solar project and energy savings components.

Mr. Jain noted the only change was the escalation and the guaranteed amount. Mr. Howard confirmed that there were changes made to the contract specifically with respect to the pricing and the number of days the district has to secure financing from 30 days to 180 days. So, if the district cannot find financing during that period or if the board does not agree with the financing options they have 180 days to back out of the deal and if the price changes the board has an escape there as well. Mr. Nelson shared finance possibilities with the board and reviewed the updated cost analysis with the board. Mr. Nelson shared that there is one common thing all the buyers would require because of the bankruptcy of the district. The investors would require the pledge and segregation for the revenue bonds which is the property taxes. Western Alliance is interested in doing business with the district. Mr. Jain commented if you meet the production you are okay, if there is no shortfall it is not needed. Mr. Jain noted the only way the guarantee goes into effect is if the kilowatt hours are not met. Mr. Dodd advised it could take up to 14 years to recover the \$400M that would be required of the district. What would be the ability to recover the asset in the long run, Mr. Dodd asked. Mr. Dodd further explained there are only a hundred thousand dollars possibly and not millions saved. Mr. Taylor asked if we are obligated to the financing of the contract? Yes, the district would be liable for the amount financed for this project at Evolutions, Mr. Nelson advised. Mr. Taylor would like to explore other options. Mr. Avila commented we have obligations to pay off the bankruptcy, and we do not have the money to put into solar. He feels the right project can benefit us going forward. Mr. Avila commented if Evolutions cannot support itself, we should sell it to someone who can. Marmie Fidler shared she is worried that we have a Tower to complete, and we

may not have the money to complete our other projects. Mr. Northcraft shared this is helping the environment and improvements will need to be paid for. Mr. Avila commented the chlorine maker, when you install a half-a-million dollar system the person that doesn't do their homework has problems. Mr. Levine advised the pool cleansing systems does not have a guarantee.

In the contingency clause, it would read If the district cannot obtain financing, and the district gets to choose its financing options. A motion was made by Kevin Northcraft to approve Resolution 912 with contingencies and subject to a review of the chlorine system. Jason Howard shared that the resolution is my oral motion, acceptable financing bid and further analysis of the chlorine machine, and final approval of the chlorine machine. The motion is to move forward with this contract, subject to Mr. Levine completing the final review. Brandon Taylor seconded the motion. 2-2 Mike will defer to later.

**5. Suspend Open Session – Recess to Closed Session 8:05 PM**

**6. Closed Session 8:07 PM**

- a. Potential Litigation (*pursuant to Ca. Govt. Code § 54956.9*)
- b. Conference with Interim Legal Counsel – Existing litigation (*pursuant to Ca. Govt. Code § 54956.9*):
  - i. *In re Tulare Local Healthcare District dba Tulare Regional Medical Center – United States Bankruptcy Court Eastern District of California Case No. 17-13797*
  - ii. *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*
- b. Instructions to designated representative related to real property at 1425 E. Prosperity Avenue commonly known as Evolutions (*pursuant to Ca. Govt. Code § 54956.8*)
- c. Instructions to designated representative related to leases of real property located in Evolutions Plaza at 1425 E. Prosperity Avenue (*pursuant to Ca. Govt. Code § 54956.8*)
- d. Discussion and Potential Action regarding public employee evaluation of Chief Executive Officer (*pursuant to Govt. Code § 54957(b)(1)*)
- e. End closed session

**7. Reconvene Open Session 8:35 PM – Public Report of Action Taken in Closed Session (If Necessary) pursuant to Government Code 54957.1.**

Reported out of closed session was the Medline settlement was approved for \$82,500.00. Approved 5-0. Resolution 912 was approved. Approved 3-2

**8. Adjournment at 8:25 PM– Next regular meeting is scheduled for 6:30 PM on Wednesday, August 24, 2022, at the Administrative Offices, Modular Building, Northeast corner of Terrace and Gem Street.**

  
Xavier Avila, Board Secretary