

**Tulare Local Healthcare District
Board of Directors Meeting
Wednesday, February 28th, 2024, 6:00 PM
Administrative Offices, Modular Building
842 N. Gem Street
(Northeast corner of Terrace and Gem Street)**

Electronic participation will be available via Zoom

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Meeting ID: 820 0548 9450

Passcode: 753996

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Meeting ID: 820 0548 9450

Passcode: 753996

Special notice to individuals with disabilities:

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Availability of Public Records. 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, will be available for public inspection at TLHD Administrative Offices, Modular Building, 842 North Gem Street, Tulare, California, at the same time the public records are distributed or made available to the majority of the board members.

¹ A Zoom Webinar link to this meeting is being provided for the convenience of members of the public desiring to view this meeting remotely. Any member of the public requiring assistance in the use of any offsite/remote viewing technology should email Eva Edge at eedge@tulareregional.org or call 559-656-1301 at least three (3) hours prior to the scheduled commencement of this meeting. Under the Americans with Disabilities Act of 1990 (ADA), a qualifying person may further request that the District provide a disability-related modification or accommodation for said person to participate in any public meeting of the District. Such assistance includes alternative formats for the agendas and agenda packets used for any public meetings of the District. Requests for assistance shall be made in person or in written form to the Tulare Local Healthcare District at 842 North Gem Street, Tulare, CA 93274, or by telephone at (559) 656-1301. Requests made under the ADA must be received at least 48 hours prior to a scheduled public meeting.

MINUTES

February 28th, 2024

Tulare Local Healthcare District Board Members:

Kevin Northcraft	President	District 4
Mike Jamaica	Vice President	District 2
Xavier J. Avila	Secretary	District 5
Jevon Price	Treasurer	District 3
Kathy Nesper	Director	District 1

1) Call to Order

Director Northcraft called the meeting to order at 6:01 PM with all directors present.

- 2) **Public Comment:** Jayne Presnall introduced Amanda Fiagle, the new Fitness Manager at Evolutions, to the Board. She also informed the Board that the Operations Supervisor position at Evolutions has been filled, and expressed gratitude for the difference Gonzalo Padilla is already making in this position.

3) Announcements – Board

Director Jamaica gave a positive report of his recent volunteer work at the World Agriculture Center. Director Avila congratulated Adventist Health on their successful grand opening of the new Cath lab, and noted that Adventist Health will be holding a residency research event on 02/27/24.

Director Nesper shared an anecdote about a friend who, following a car accident, lacked the financial resources for Physical Therapy. However, the friend found solace in the Evolutions Fitness and Wellness Center, utilizing it as a community resource to independently engage in exercises for recovery and rehabilitation.

Director Northcraft gave positive report of his volunteer work at the recent farm show, noting that this was his 27th year volunteering.

4) Approval of 1/24/24 Regular Board Meeting Minutes and Special Board Meeting 2/1/2024

The minutes from the 01/24/24 regular Board meeting approved with a motion from Director Price and seconded by Director Avila. Motion carried 4-0-1-0 (*Yes-No-Abstentions-Absent*). Director Nesper abstained from voting with reason provided that she was not present for the entirety of the January Board meeting and only attended a portion of the meeting as an audience observer via ZOOM.

5) Adventist Health Tulare Update – Jason Wells, President, Central California Network

No report given.

6) Tulare Hospital & Community Health Foundation Update – Jan Smith, Executive Director

Marmie Fidler spoke on behalf of the Hospital & Community Health Foundation from the audience. She noted that the Foundation was honored to support Adventist Health in its opening of the new Cath lab by donating \$100,000.00.

7) Evolutions Fitness & Wellness Center Update – Jayne Presnell, Executive Director – (*Attachment*)

Jayne Presnell reviewed the staff report for Evolutions Fitness and Wellness Center with the Board.

8) Finance Committee Update – (Attachment)

Discussion and Possible Action to Approve the January 2024 Financials:

Randy Dodd presented the January 2024 financials to the Board, including an updated 6 year cash flow report. It was noted that the cash flow report is available to the Board as a tool to assist with decision making for future and ongoing financial considerations. Motion to approve was made by Director Price and seconded by Director Jamaica. Motion carried 5-0-0-0 (*Yes-No-Abstentions-Absent*).

9) Discussion and Possible Action to Approve Contract with Johnson Controls to complete Fire Panel Drawings for existing hospital – (Attachment)

This agenda item was deferred. No report given.

10) Discussion and Possible Action to Approve Construction Management and Inspector of Record Proposal with Vanir Construction – (Attachment)

Randy Dodd presented a recommendation to renew the contract with Vanir Construction Inc. for continuation of construction management services and reviewed the associated staff report. It was noted that the District has seen a decrease in construction management costs as a result of the current structure. Motion to approve renewal of contract with Vanir Construction Inc. made by Director Price and seconded by Director Avila. Motion carried 5-0-0-0 (*Yes-No-Abstentions-Absent*).

11) Discussion and Possible Action to install Heating, Ventilation and Air Conditioning systems, previously purchased by the District, at Evolutions Plaza – (Attachment)

Eva Edge presented a recommendation to the Board to approve the installation of the split system HVAC units purchased in 2023 for the Evolutions Fitness and Wellness Center and reviewed the associated staff report. Motion to approve made by Director Price and seconded by Director Avila. Motion carried 5-0-0-0 (*Yes-No-Abstentions-Absent*).

12) Discussion and Possible Action to Approve Security Camera System and Network Upgrades at Evolutions Plaza – (Attachment)

This agenda item was deferred. No report given.

13) Discussion Regarding Banking and Financial Transaction Controls and/or Standards – Director Nesper

Director Nesper expressed interest to District Staff in obtaining a deeper understanding of the District's current Financial Transaction Controls to ensure that the District is operating under best-practice standards. Discussion occurred and Randy Dodd presented a brief summary of current controls. It was also noted that District Staff are currently in progress of conducting an analysis of current operations, which includes financial operations, to ensure best practices are followed.

14) Administrative Director Report

Eva Edge reported on the list of updates to the Board, including review of associated staff reports and discussion regarding:

- a) Performance Indicators and Criteria for Performance Excellence – (*Attachment*)
- b) Follow up to Resolution 921 Banking Authority - Crime Policy Coverage – (*Attachment*)
- c) Community Outreach and Communication
 - i) Web Site and Social Media Update – (*Attachment*)
- d) Additional Updates as Desired by Board or Noted by Staff

15) Discussion and Potential Action Regarding Letters of Opinion in the Legal Cases of Alan Germany, Bruce Greene and Yorai Benzeevi.

Discussion occurred. Motion to approve the drafting of a letter to the California State Bar, subject to review and approval by the Board, made by Kevin Northcraft and seconded by Director Price. Motion carried 5-0-1-0 (*Yes-No-Abstentions-Absent*).

16) Discussion and Potential Action to Approve Resolution 922: Limited Scope Waiver of Attorney/Client Privilege Related to Prior Representation by Herr Pedersen & Berglund, LLP – Jason O. Howard, General Counsel

Discussion occurred. Motion to approve “Resolution 922: Limited Scope Waiver of Attorney/Client Privilege Related to Prior Representation by Herr Pedersen & Berglund, LLP” as written, with addition to include both civil and potential criminal matters, made by Director Avila and Seconded by Director Price. Motion carried 5-0-0-0 (*Yes-No-Abstentions-Absent*).

17) Certificate of Recognition for Linda Crase

Randy Dodd presented a certificate of recognition for Linda Crase, expressing appreciation for her years of service and support in the community and the District. It was noted that the certificate will be given to the family in honor of Linda Crase.

18) Chief Executive Officer Report

Randy Dodd reported on the list of updates to the Board, including discussion regarding:

- a) Property Management & Construction Update
 - i) Leases
 - ii) Property Repairs Update
 - iii) Sale/Use of Properties Update
 - (1) Potential move of District Office to Evolutions Plaza
 - iv) Project Updates
 - (1) Asphalt and Concrete Update for Tower parking lot
 - (2) Engie Solar for Evolutions Fitness & Wellness Center
 - (3) Ongoing Tower Construction Projects
- b) Ongoing conversations and planning with Adventist Health
- c) Investment Update
- d) Additional Project Updates as Desired by Board or Noted by Staff

19) Conclude Open Session

20) Closed Session

- a) Potential Litigation (pursuant to Govt. Code § 54956.9) (two items)
- b) Conference with Legal Counsel – Existing litigation (pursuant to Govt. Code § 54956.9):
 - i) *Tulare Local Healthcare District v. Bruce R. Greene, Baker & Hostetler, LLP; Parmod Kumar, Linda Wilbourn, and Richard Torrez*; Superior Court for the State of California, County of Kern, Case No. BCV-19-103514.
 - ii) *The People of the State of California v. Yorai Benzeevi, Alan W. Germany; and Bruce R. Greene*; Superior Court for the State of California, County of Tulare, Case Nos. VCF401053A/B/C.
- c) Instructions to designated representative (Kevin Northcraft) related to sale of real property at the Tulare Medical Center, parcel number 23 (pursuant to Govt. Code § 54956.8)

- d) Conference with designated representatives (Kevin Northcraft and Jevon Price) regarding employment negotiations for Chief Executive Officer position (*pursuant to Govt. Code § 54957.6*).

21) End Closed Session

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

No action taken.

23) Adjournment 9:57 PM – Next regular meeting is scheduled for 6:00 PM on Wednesday, March 27, 2024, at the Administrative Offices, Modular Building, Northeast corner of Terrace and Gem Street

Xavier Avila, Board Secretary