

**RESOLUTION NO. 922 OF THE BOARD OF DIRECTORS OF TULARE LOCAL  
HEALTHCARE DISTRICT WAIVING ATTORNEY-CLIENT PRIVILEGE FOR  
SPECIFIC ISSUES ONLY**

**RESOLVED**, by the Board of Directors (the “Board”) of the Tulare Local Healthcare District (the “District”), as follows:

**WHEREAS**, the Board previously retained, as general counsel, the law firm of Herr Pedersen & Berglund, LLP (the “Firm”);

**WHEREAS**, the Firm was terminated as general counsel for the District in or about April of 2015;

**WHEREAS**, a criminal matter is presently pending against Bruce R. Greene of the law firm Baker & Hostetler, LLP, general counsel for the District following the termination of the Firm, in the Superior Court of Tulare County (Case No. VCF401053C) (the “Criminal Matter”);

**WHEREAS**, the District Attorney of Tulare County (“DA”) has convened a Criminal Grand Jury in the Criminal Matter;

**WHEREAS**, in furtherance of the Criminal Grand Jury, the DA has submitted a formal written request to the District requesting that the Board agree to waive the District’s attorney-client privilege with respect only to certain issues related to the Firm’s previous representation of the District, as described hereinbelow;

**WHEREAS**, the Board has determined that it is necessary and appropriate, and in the best interests of the District and the Board, to assist the DA and permit Leonard Herr, Kris B. Pedersen and Rachele Berglund, each an attorney of the Firm, to provide testimony to the Criminal Grand Jury as to the following specific issues:

1. The circumstances and events, including, without limitation, any and all communications related thereto, surrounding the execution and implementation of the Management Services Agreement, dated May 29, 2014, between HCCA and the District, including any amendments thereto;
2. The Client Memorandum from Kris B. Pedersen to the Board, dated May 28, 2014; and
3. The circumstances and events, including, without limitation, any and all communications related thereto, surrounding the disengagement of the Firm and its replacement by Baker & Hostetler, LLP.

**WHEREAS**, the Board desires to waive the District’s attorney-client privilege arising from the Firm’s previous representation of the District as general counsel only insofar as such privilege in any way relates to the specific issues identified immediately above.

**NOW, THEREFORE, BE IT RESOLVED THAT**, each of Leonard Herr, Kris B. Pedersen and Rachele Berglund of the law firm of Herr Pedersen & Berglund, LLP are hereby authorized to

testify before the Tulare County Criminal Grand Jury regarding the above-described issues. Said waiver and authorization is not a general or total waiver of the District's attorney-client privilege, and is intended by the Board to benefit the Tulare County Criminal Grand Jury only and not any third party.

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**PASSED AND ADOPTED**, this Resolution No. 922, at the meeting of the Tulare Local Health Care District Board of Directors held on the 28<sup>th</sup> day of February, 2024, by the following vote:

**AYES:** \_\_\_\_\_

**NOES:** \_\_\_\_\_

**ABSENT:** \_\_\_\_\_

**ABSTAIN:** \_\_\_\_\_

\_\_\_\_\_  
President, Board of Directors  
Tulare Local Health Care District

**IN WITNESS WHEREOF**, I have hereto set my name as Secretary of the District, this 28<sup>th</sup> day of February, 2024

\_\_\_\_\_  
Secretary, Board of Directors  
Tulare Local Health Care District