

**RESOLUTION NO. 905 OF THE BOARD OF DIRECTORS OF
TULARE LOCAL HEALTHCARE DISTRICT**

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

WHEREAS, by and through Resolution No. 904 dated September 22, 2021, passed by unanimous vote of the Board, in general terms and without attribution, the CEO of the District and both Directors serving on the District’s standing Finance and Audit Committee (the “Committee”) were empowered to act as the District’s agents with regard to banking and lending institutions and transactions, and, at the direction of the Board and as necessary for the District’s business, to execute on behalf of and thereby bind the District with respect to all finance, banking and lending documents.

WHEREAS, prior to the passage of Resolution No. 904, Sandra Ormonde, as the District’s CEO, and Mike Jamaica and Senovia Gutierrez, as the Director’s designated by the District to serve on the Committee, had been specifically identified as the District’s agents with respect to all bank-related activities.

WHEREAS, Senovia Gutierrez resigned as a Director of the District, effective October 1, 2021, and Sandra Ormonde resigned as the CEO of the District, effective December 1, 2021.

WHEREAS, Philip Smith, who had been appointed by the Board to fill the Committee seat previously held by Senovia Gutierrez, has replaced Sandra Ormonde as the District’s CEO, effective December 1, 2021.

WHEREAS, _____ has been appointed by the Board to the Committee seat previously held by Philip Smith, effective the date of this Resolution.

WHEREAS, the District’s banking institutions have requested that specific individuals be again identified, by formal resolution, as duly authorized to act as the District’s agents with regard to banking and lending institutions and transactions, including, without limitation, the execution and issuance of payments for Board-approved expenditures or for expenditures approved by the District’s CEO pursuant to any directive issued or limitation set by the Board and/or the District’s Bylaws, or regular payroll distributions, and to execute individually and collectively on behalf of the District, all related financial, banking and lending documents (collectively, the “Documents”).

WHEREAS, the Board, after due consideration, has determined that it is desirable to do so.

NOW, THEREFORE, BE IT RESOLVED that Philip Smith, and Mike Jamaica and _____, as of the date hereof, serving as the District’s CEO and appointed Directors comprising the Committee, respectively, be authorized, directed and empowered (and each of the following as applicable to the extent previously performed is hereby ratified and approved), in the name of the District, on its behalf and at the direction of the Board or, where applicable, the CEO, to execute and deliver on behalf of the District the Documents; and it is further

RESOLVED, notwithstanding the loss of agency by a Board member to carry out the acts contemplated hereby upon removal of said Board member from the Committee, each and every of the Documents previously executed by said Board member in strict accordance with the powers conferred hereby are ratified and approved; and it is further

RESOLVED, that the omission from these resolutions of any agreement, documents, certificate, instrument or other arrangement contemplated by, in furtherance of, or related to, any of the agreements or instruments described in the foregoing resolutions or any action to be taken in accordance with any requirements of any of the agreements or instruments described in the foregoing resolutions shall in no manner derogate from the authority of the persons named herein to take all actions necessary, desirable, advisable or appropriate to consummate, effectuate, carry out or further the transactions contemplated by the Documents, as directed and approved by the Board or the CEO, as the case may be, and the intent and purposes of the foregoing resolutions.

THE FOREGOING RESOLUTION WAS ADOPTED upon motion of Director _____ and seconded by Director _____ at a meeting held on December 8, 2021, by the following vote:

AYES:	_____	By: _____
NOES:	_____	By: _____
ABSTAIN:	_____	By: _____
ABSENT:	_____	By: _____

President, Board of Directors
Tulare Local Healthcare District

IN WITNESS WHEREOF, I have hereto set my name as Secretary of the District, this 8th day of December 2021.

Secretary, Board of Directors
Tulare Local Healthcare District