

**Tulare Local Health Care District
Board of Directors Meeting
Wednesday, March 23, 2022, 6:30 PM
Evolutions Plaza Conference Room
1425 E. Prosperity Ave., Tulare, CA
(Use Prosperity Avenue entrance on north side of Plaza)**

Electronic participation will be available via Zoom Webinar link/phone number below.

Zoom Webinar link and call in information¹:

<https://us06web.zoom.us/j/87362772526?pwd=MEJIM0pGQWE0M2h2emlSWk5PalFFUT09>

You can also dial in using your phone

United States: +1 669 900 9128 or +1 253 215 8782 or +1 346 248 7799 or +1 301 715 8592

Webinar ID: 873 6277 2526

Passcode: 011017

Special notice to individuals with disabilities:

Please email psmith@tulareregional.org or call (559) 685-3465
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, Construction Trailer, 869 North Cherry 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 in the February 23, 2022, regular 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

Tulare Local Health Care District Board Members:

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

1. Call to Order

President Northcraft called the meeting to order at 6:37 PM.

2. Public Comment

No comments presented.

3. Board Announcements

Northcraft: Mentioned the Board retreat will take place March 5, 2022 at 10:00 AM in the Administrative Offices, Construction Trailer 869 N. Cherry Street, Tulare, CA .

Marmie: Commented there will be a City of Tulare art display for schools at the Museum from 4:00 PM -6:30 PM.

4. Consent Agenda

Motion was made by Marmie Fidler and seconded by Xavier Avila to approve the consent agenda. Motion approved 5-0.

5. Hospital Tower Construction Committee

Update on Tower Projects: Derek Farmer (IOR) discussed several projects including hanging dry wall in basement, sea trains to be cleared out, clean out tower, and visit from Adventist Health CEO.

6. Evolutions Fitness & Wellness Center

- a. Gym Status Update: Memberships increasing. Heater was replaced, men's sauna bench to be repaired, work on site clean-up.
- b. Transition Update - Employee Handbook: A few adjustments suggested by Kevin Northcraft. A motion was made by Kevin Northcraft, seconded by Marmie Fidler to include the requested changes. Motion approved 5-0.
- c. Transition Agreement: Paul discussed the COVID-19 guidance. Kevin Northcraft would like to recognize the Evolutions Team for their continued dedication.
Review of Report from Fitness Management Consultants: Social Media/Marketing analysis provided from the gym consultant. Meeting set to meet with TLHCD member at 12:00 PM or 6:30 PM.

7. Tulare Hospital Foundation Update

No information presented.

8. Adventist Health Tulare Update

No information available. Philip Smith commented the staff is praying that the tower is completed. Adventist Health is ramping up specialty care for the community.

9. Update on District Real Properties Sale/Use/Development Opportunities

- a. Update on Tower Projects: Randy Dobb discussed the Tower beds, noting the existing beds do not meet seismic code 2030 Guidelines. Willie Stokes commented it is not a good idea.
- b. Options for Tower completion and financing: There are four options to complete the Tower as follows:
 - i. Borrow money
 - ii. Realtor investments
 - iii. Adventist Health borrows
 - iv. Bond (\$100,000,000 million)

Kevin Northcraft updated the cost estimate and commented on the continued use of existing beds beyond 2030, further explaining it is not viable.

17. Chief Executive Officer Report

- a. Property Management Update
 - i. Prospective lease representative: Philip Smith shared a few options, Blake Shawn, Dani Blain, Zeeb, and Kyle Rhinebeck
 - ii. Property Repairs: 874/922 Demo, waiting on asbestos testing to proceed.
 - iii. Strategy Session on Tower Completion: The group will schedule a brainstorming and completion of project session.
- b. Project Manager Recruiting Effort Update: Philip Smith commented on the new project manager.
- c. Executive Assistant Recruiting Update: The new EA will start on Monday.

18. Financial Report – Discussion and Action to Approve Financials:

- a. TLHCD Internal Financial Statements – February 2022
- b. Cash Report Update – March 17, 2022

Motion was made by Marmie Fidler, seconded by Mike Jamacia to approve the financials as presented. Motion approved 5-0.

19. Suspend Open Session – Recess to Closed Session at 8:09 PM.

20. Closed Session

- 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 Tulare County Case No. 278333*

- c. Instructions to designated representative related to real property at 1425 E. Prosperity Avenue commonly known as Evolutions (pursuant to Ca. Govt. Code § 54956.8)
- d. 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)
- e. End closed session

21. Reconvene Open Session 8:46 PM – Public Report of Action Taken in Closed Session (If Necessary) pursuant to Government Code 54957.1.

It was reported out that the Evolutions Transition Agreement was approved as drafted. The Board approved to retain Scott Reddie to pursue appeal of disqualification of Michael Lampe as counsel. Meeting closed at 10:00 PM.

22. Adjournment at 10:04 PM– Next regular meeting scheduled for 6:30 PM on Wednesday, March 23, 2022, at the Administrative Offices, Construction Trailer, northeast corner of Terrace and Gem Street.

Xavier Avila, Board Secretary