

MINUTES
TEHACHAPI VALLEY HEALTHCARE DISTRICT
BOARD OF DIRECTORS MEETING
Tuesday January 15, 2019
Tehachapi Valley Healthcare District Office
305 S. Robinson St.
Tehachapi, CA 93561
4:30pm

Board Present: Mike Nixon, President; Sam Conklin, Vice-President; Christine Sherrill; Duane Moats, Treasurer; William Steele, Secretary attending via teleconference from Wilkinson Student Center, Brigham Young University, Provo UT, 84602 426-645-9372

Staff Present: Lisa Hughes, Business Manager; Scott Nave, Counsel; Caroline Wasielewski, District Manager

I. CALL TO ORDER

A. Oath of Office

President Mike Nixon called the meeting to order at 4:30pm

II. FLAG SALUTE

III. CONSENT AGENDA

A. Approval of Minutes

a. Board Meeting, 12/18/18

b. Strategic Planning, 12/13/18, Receive and File

Strategic Planning Minutes moved to New Business Item B by Director Conklin.
Amended Consent Agenda Approval; MSA SHERRILL/CONKLIN
ROLL CALL 4-0 APPROVED

IV. REPORTS

A. Guild

Board President Mike Nixon announced a change in the agenda. He reported that during the lease agreement negotiations with Adventist Health they did not want the Guild building, so TVHD created a lease 11/2016. The term is 10 years with 2 -10 year options to renew, and the annual amount is \$1. Ms. Weldon asked about the term sheet that she received from TVHD. Mr. Nixon explained that TVHD received information that the Guild was not going to donate to the Healthcare District and in that case, there needs to be an agreement for a market value lease since the District owns the building. The sheet is a moot point now since there is a lease already in place. Ms. Weldon asked if the Guild could disregard the term sheet since it upset and caused worry for members. Mr. Nixon responded in the affirmative.

B. Chief Financial Officer Report (Beedle)

Mr. Beedle began his report with the Income Statement Summary. There was no patient revenue for the month of November. The loss of \$1,993 was better than the budgeted loss of \$35,455. The YTD adjustment to revenue is 27,988. Mr. Beedle compared YTD categories, and showed improvement versus the budget in salaries and purchased services. Supplies were over budget. Overall expenses are lower than budgeted expectations. The net surplus for 5 months of the fiscal year is \$9,692. Dr. Conklin asked about the \$428,932 in cash. Mr. Beedle explained the district did not receive as much cash as budgeted. Mr. Beedle also noted that the actual deficit is because TVHD paid for equipment freight plus sales tax for the Guild purchase of hospital equipment. Mr. Moats thanked the Guild for their contribution for Adventist Health and noted the extra money came from TVHD to pay for the sales tax. The District ended November with a net cash balance of \$457,871 since more money than expected came through the property tax account. A member of the audience, Mr. Biglay, asked Mr. Beedle to clarify between thousands and millions when presenting his report. CFO Beedle finished his report by noting that the \$75,000 in rent is part of the \$27 million already received from Adventist Health. It will show on the report until it paid off. The Board accepted CFO report.

C. Strategic Planning Report

TVHD does not have the keys or official occupancy to 115 W E Street. We are waiting for official notification in writing. It is verbal at the moment. Adventist Health is coordination the removal of the C- Train storage units and trailers. Ryan Beauchamp agreed to renew a lease with TVHD for 305 S Robinson St.

D. District Manager Update

Ms. Wasielewski has requested a bi-weekly meeting with Jeff Lingerfelt. Mountain Pathways is interested in leasing space at 115 W E Street.

Ms. Wasielewski distributed an update from Adventist Health Tehachapi Valley. It showed the increase in Emergency Department Visits, Acute Patient Days and Surgeries.

V. NEW BUSINESS

A. Board Elections

Board President Mike Nixon asked the Board for nominations for a new officer slate to include President, Vice President, Secretary and Treasurer. Bill Steele made a motion to nominate Mike Nixon as President, Sam Conklin as Vice President, Christine Sherrill as Secretary and Duane Moats as Treasurer. Duane Moats seconded the motion. There was no discussion. Mr. Nixon took a roll call vote on the nominated slate of officers: Moats- aye, Conklin- aye, Sherrill- aye, Steele- aye, Nixon- aye. Motion passed.

B. Strategic Planning Minutes – pulled from the Consent Agenda

Dr. Conklin asked the Board what was being covered in Strategic Planning and if the Bylaws had been changed to add it as a Committee meeting. Mr. Nixon responded that the Board passed a resolution to end Building and Planning Committee and Strategic Planning began. Mr. Nixon added that the Board would discuss the scope of the Strategic Planning Committee at the next Board Meeting. Strategic Planning Minutes, 12/13/18, Receive and File

MSA; SHERRILL/MOATS APPROVED

VI. OLD BUSINESS

A. TVHD Grant Policy – update

The Board discussed the TVHD Grant policy and application. Ms. Sherrill spoke about advantages of having a program that would allow the District to look at different grant opportunities on a case-to-case basis. It would good to have just in case there was a group that needed funding, or the District wanted to advance their mission by assisting a local group in their activity. The actual use of funds always requires a vote, so having the program does not automatically mean a use of funds. Sam Conklin voiced his opinion that *because it is tax money he would cancel the program*. Dr. Conklin proceeded to make a motion to do away with the Grant program. Mr. Moats seconded the motion for the purpose of discussion. Mike Nixon reminded the Board that *if the program and application is canceled, they have to start all over again to put it back in place. The Board can always vote No to giving a grant. It is not necessary to disband the entire program*. Mr. Moats said he was in favor of retaining the funds. Mr. Steele commented that he agreed with Nixon and Sherrill that it should be kept in effect, and it allows for potential opportunities for partnerships and affiliations. Ms. Sherrill again noted the Board should keep in place and listen to the District and community as needs arise. Mr. Nixon agreed with the statement. Mr. Moats stated he agreed with Dr. Conklin to get rid of the program. A member of the public, Mr. Biglay, expressed his feelings that the district is already under scrutiny for approving a grant to TVRPD for a proposition that did not have public support. Another member of public, Jane Weldon said the taxpayer is under a burden from taxes and TVHD should pay off the bonds faster. President Nixon called to question the motion to terminate the TVHD Grant program: MOATS- AYE, SHERRILL- AYE, CONKLIN- AYE, NIXON- AYE, and STEELE- AYE. - **MOTION PASSED.**

B. Board of Director Travel

None

VII. PUBLIC COMMENTS ON ITEMS NOT APPEARING ON THE AGENDA

None

VIII. BOARD COMMENTS ON ITEMS NOT APPEARING ON THE AGENDA

Dr. Conklin commented that the oversight by TVHD and relationship between the Board and Guild might be turning adversarial. He said TVHD should have a 'Bond of Friendship' with the Guild. Mr. Nixon agreed and stated there are many rumors spreading and in the course of researching, he realized TVHD had a long-term lease with the Guild. He affirmed the position that TVHD is committed to supporting the Guild as it is part of TVHD.

IX. CLOSED SESSION REPORT

Counsel Scott Nave reported the District Manager Performance Evaluation was tabled. The Board tabled item B.; Item C. was discussed and legal counsel will take action as directed by the Board.

X. ADJOURNMENT

Meeting adjourned at 5:52 pm

Respectfully,

A handwritten signature in cursive script, appearing to read "Christine Sherrill".

Christine Sherrill

Secretary