

TEHACHAPI VALLEY HEALTHCARE DISTRICT
BOARD OF DIRECTORS MEETING
MINUTES
116 W E Street
Tehachapi, CA 93561
September 21, 2021
Conference Call # 351-888-6527
4:30pm

Board Present: Mike Nixon, Christine Sherrill, William Steele, Duane Moats

Staff Present: Caroline Wasielewski, CEO; Lisa Hughes, Business Manager;
Scott Nave, Legal Counsel via teleconference

I. CALL TO ORDER

Chair Mike Nixon called the meeting to order at 4:32 pm.

II. FLAG SALUTE

III. PUBLIC COMMENTS ON ITEMS NOT APPEARING ON THE AGENDA

None

IV. CONSENT AGENDA

A. Approval of Minutes

1. Board of Directors Meeting, 8/17/2021
2. Receive and File, Community Outreach Committee, 8/10/2021
3. Receive and File, Finance Committee, 8/11/2021
4. Special Board Meeting - Strategic Planning, 8/12/2021

B. Finance Statement of Cash Flows

Consent Agenda Approval

MSA: STEELE/MOATS; 4-0; 1 VACANT SEAT; APPROVED

*The Board took the first item A. off New Business first.

VI. New Business

A. General Obligation Bond Refinancing

Emilio Flores of CFW, Inc. explained a handout in the Board packet about the advantages and process of refinancing approximately \$48 million in outstanding bonds from the Measure 'A' authorization issued in 2013 which could generate approximately \$4 million in taxpayer savings over time. The savings would be realized by reducing the current interest rate of the bonds

from over 4.7% to approximately 3.0% by issuing new bonds to refinance the prior bonds; the term of the bonds will not be extended. Based on prevailing requirements, the new bonds must be issued as taxable bonds, which carry a slightly higher rate than tax-exempt bonds, as the investors may be subject to additional income tax on interest earned. Transaction costs will be paid from the savings generated from the refinancing and all costs are contingent on the closing of the transaction, except for a credit rating fee of approximately \$35,000. The healthcare district must have a credit rating of A3 or higher. The options for the district are to take no action, delay any action for a later time, or to authorize CFW to go forward with the refinancing and produce appropriated documents to be considered at a future meeting. Director Steele made a motion to proceed with refinancing. Director Sherrill seconded the motion. There was no additional board discussion. The motion came to a vote. **MSA; STEELE/SHERRILL; 4-0; APPROVED**

V. OLD BUSINESS

A. CEO Job Description

The board reviewed the updated CEO job description in the meeting packet. A motion by Director Sherrill was entered and seconded by Director Moats. Seeing no additional discussion, a vote to approve was taken.

MSA; SHERRILL/MOATS; 4-0; APPROVED

VI. NEW BUSINESS

A. DHCS IGT Program Enrollment
Tabled

B. Ideas for Community Resource Center

The Board reviewed a handout in the meeting packet that listed items and services that should be included in the Community Resource Center. Chair Nixon asked the Board to review and be prepared to discuss again at the Special Board Meeting on Thursday, October 14, 2021.

C. RFP for Planning, Architectural, Engineering Services

Both these items B and C will be discussed in more detail at the Special Board Meeting to be held on Thursday, October 14, 2021.

D. Mobile Generator Bid

CEO Wasielewski reported the there was one bid returned for the purchase of two 250kVA mobile generators. These will be purchased with funds granted to TVHD by the California Office of Emergency Services. Ms. Wasielewski urged the board to approve the bid due to the backlog of generators and long time to deliver. The bid came from

Valley Power Systems Inc. for \$282,480.42. The total grant funds are for \$300,000. A motion was made by Director Sherrill to approve the bid and purchase. It was seconded by Director Moats. A vote was taken.
MSA; SHERRILL/MOATS; 4-0; APPROVED

E. Vacant Board Seat Applicants

There are two applications for the Board seat left vacant by Dr. Sam Conklin. They are for Lydia Cheney and Carl Gericke. The meeting packet included their applications for board members to review. Chair Nixon asked CEO Wasielewski to invite both applicants to the Special Board meeting on October 14, 2021, and the board will appoint a director at that time.

VII. REPORTS

A. Community Outreach Committee

Director Steele reported to the board on the recent Community Outreach Committee Meeting. The committee received a presentation from a social worker group in Tehachapi and learned about outreach being done for seniors in our area. Mr. Steele then asked Josh Pierce, Community Integration Director for Adventist Health Tehachapi, to speak about the community outreach being done by Adventist Health. Mr. Pierce address the Board and reported on current happenings at Adventist Heath Tehachapi.

B. CEO Report

CEO Wasielewski reviewed her report as submitted in the meeting packet. The board asked Ms. Wasielewski to speak to the newspaper and have an article written that will update the community on demo of the old hospital building.

Board of Director Travel

None

VIII. BOARD COMMENTS ON ITEMS NOT APPEARING ON THE AGENDA

None

IX. CLOSED SESSION

A. Personnel Evaluation: CEO

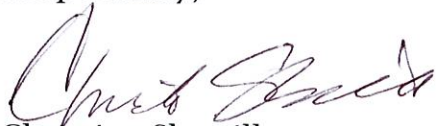
X. CLOSED SESSION REPORT

Board discussed CEO Evaluation and no action was taken.

XI. ADJOURNMENT

Meeting adjourned at 5:47 pm

Respectfully,

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

Christine Sherrill
Secretary