

TEHACHAPI VALLEY HEALTHCARE DISTRICT  
BOARD OF DIRECTORS MEETING  
MINUTES

116 W E Street  
Tehachapi, CA 93561  
October 20, 2020

4:30pm

**Board Present:** Mike Nixon, President; Sam Conklin, Vice-President; Duane Moats, Treasurer; Christine Sherrill, Secretary; William Steele

**Staff Present:** Lisa Hughes, Business Manager; Caroline Wasielewski, District Manager; Chet Beedle, CFO via Teleconference; Scott Nave, Counsel

**Guest Speakers:** Misty Cantrell, Adventist Health

**I. CALL TO ORDER**

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

**II. PUBLIC COMMENTS ON ITEMS NOT APPEARING ON THE AGENDA**

No public present.

**IV. CONSENT AGENDA**

**A. Approval of Minutes**

1. Finance Meeting, 9/9/2020, Receive and File
2. Strategic Planning, 9/10//2020, Receive and File
3. Board Meeting, 9/15/2020, Receive and File
4. Special Board Meeting, 10/2/2020

Consent Agenda Approval

**MSA: SHERRILL/STEELE; 5-0, APPROVED; APPROVED**

**V. OLD BUSINESS**

**A. Termination of Hospital Remodel Project and Architect Contract**

Legal counsel stated that since the Board is going in a different direction with the old hospital building, most likely demolition, the architect contract could be terminated without cause. Director Moats made a motion to terminate the contract with the architect, Studio. Legal counsel with work with Ms. Wasielewski to write and send a letter.

**MSA; MOATS, STEELE; 5-0 APPROVED**

**B. Thrift Store Lease**

Legal Counsel Nave explained that the lease for 101 W E St. (Guild building) is currently sitting with Adventist Health and JLL. They are having issue with a force

majeure section or "pandemic clause". Counsel has been in communication with AH legal and they are very interested in continuing the lease. Mr. Nave can bring back a revised version of the lease that contains the pandemic language for Board review and approval. Director Steele motioned for Scott Nave, Mike Nixon, and Caroline Wasielewski to negotiate the lease on behalf of the TVHD Board.

**MSA; STEELE, SHERRILL; 5-0 APPROVED**

**W. NEW BUSINESS**

**A. PSPS Grant**

District Manager Wasielewski presented a grant opportunity that would award the district \$300,000 to use to purchase generators and other important items to help the constituents of the healthcare district in the event of a Public Safety Power Shutoff. The Board discussed the importance of the opportunity and a motion was made and seconded to have Ms. Wasielewski to go forward with the grant application.

**MSA; MOATS, STEELE; 5-0 APPROVED**

**B. Grant Company**

This item was tabled.

**C. Revenue Bond Review-informational**

Legal counsel Scott Nave a handout to the Board that explained the intricacies of revenue bonds and other forms of potential financing for special district projects. Board president asked the CFO how much the district relies on the ad valorem taxes. It is used for the operation of the district. He also recommended that there be a rent projection for the proposed new building. No action was taken.

**D. New Facility Project**

Board president Mike Nixon asked the Board members to bring pictures or ideas of how they see the new building that could be build at 115 W E Street. He stated that the Board needs an idea of what the building will look like, then they can work on the next phase which would be the rest of the block. He added that the sooner there is a visual, the sooner we can go to the City and get them updated. Director Conklin mentioned that TVHD needs more physicians and asked how we can get doctors to come to Tehachapi. President Nixon agreed this a great question, and perhaps living quarters will be a good draw.

**VI. REPORTS**

**A. Chief Financial Officer Report (Beedle)**

CFO Beedle reviewed the Variance Report. He reported that \$410,976.78 is the agreed upon amount that is still owed to Adventist Health by TVHD. From 2016-current, TVHD has paid \$4,696,370.41 to Adventist Health for various recoupments. He then reviewed the July Cash Flow which shows the entire fiscal year. He reviewed revenue and expenses. Almost all operating income comes from non-operating income sources. The finance committee recommended that the cash flow report be a cleaner report and easier to understand.

**B. District Manager Report**

Ms. Wasielewski explained all that she had to mention was already reported on.

**C. Strategic Planning Report/Ad Hoc Committee**

There was a meeting with Adventist Health and different partnership options were discussed. One option was for TVHD to get financing and provide all the funds

needed to build a new medical center on the new hospital site. The question arose if Adventist Health could donate the plans to the new medical center if TVHD was building it. The answer was yes. A different option is to have TVHD donate \$2.5 million or work with grant writers to find awards of \$2.5 million.

Board of Director Travel

None

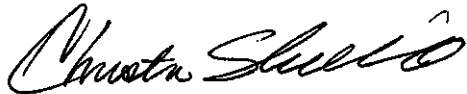
VII. BOARD COMMENTS ON ITEMS NOT APPEARING ON THE AGENDA

None

VIII. ADJOURNMENT

Meeting adjourned at 5:39 pm

Respectfully,



Christine Sherrill  
Secretary