



BOARD OF DIRECTORS BOARD OF DIRECTORS

Luis Avila, President
Becky Campo, Vice-President
Timothy Benefield, Secretary
Anne Stokman, RN, Treasurer

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SPECIAL BOARD OF DIRECTORS MEETING MINUTES
Monday, July 17, 2023 @ 6:30 pm

1. **Call to order at 6:39 pm** by President, Luis Avila

2. **Pledge of Allegiance**

3. **Roll Call**

Directors Present: President, Luis Avila
Vice President, Becky Campo
Treasurer, Anne Stokman
Secretary, Timothy Benefield

Directors Absent: None

Staff Present: CEO, Karin Freese
Ambulance Director, Paul Willette
Health Center Manager, Suzie Benitez
Clinical ED & QI Manager, Jim Whitworth
Clerk of the Board/HR Manager, Cheryle Pickle

District Legal Council: Sam Emerson, Cole Huber, LLP via Zoom

Members of the Public: none

We have a quorum.

4. **Reading of the District's Vision, Mission, and Value Statements:**

Vision: "A locally cultivated, healthier community."
Mission: "To provide, promote, and partner in quality healthcare for all."
Values: "Compassion – Commitment – Excellence"

5. **Public Comment Period**

None

6. **Declarations of Conflict** [Board members disclose any conflicts of interest with agenda items]
None.

7. **Approval of Agenda:**

M/S/C: To approve the agenda as presented.
Directors Stokman/Campo
Ayes: Directors Avila, Stokman, Campo, Benefield
Nays: None
Abstain: None
Motion: Passed

8. **Regular Calendar**

- A. Review of Health Center Master Plan
Ms. Freese reviewed the history of the Health Center Master Facilities Plan (attached). The Health Center building was designed so that B could connect to C. The intent is that we would expand into Suite C when the time to expand came. This expansion could be

either clinic space or for adding services. The cost of the building was \$2.5 million for Suite B and \$2.0 million for Suite C.

The question was asked if the Administration could be moved there. Currently, half of the building is leased to Golden Bear Physical Therapy. Their lease runs till 2027. Keystone has a small corner of the building. They have extended their lease. Currently they are extending for six-month terms. The remaining is a 2,065 sq. foot area that was formerly an orthodontist office. That could leave enough space for offices but not a conference room. The current cost of tenant improvements in the current building is \$500 to \$550 per square foot to renovate the Orthodontic suite to Administrative offices (with no conference room).

Discussion was had and questions were addressed. The question becomes “what is the masterplan for the Health Center, Administration and the Ambulance”. Keeping services on one campus would be beneficial.

There is a community education area planned in the new building project. We will be able to host CPR classes and additional classes i.e., diabetes. The new building would be 73.8% ambulance facilities, 13.5% public areas and 12.8% administration.

B. Review of DPAC Building Project History (2017 to present)

Ms. Freese reviewed the Del Puerto Ambulance and Administration (DPAC) History & Supporting Documents. The floor was opened for questions. Ms. Freese advised that there will be additional documents as time goes by to add to each Board member's Project Binder.

C. Approval to Contract with Building Project Consultant, Bob Walker

Mr. Willette explained that the Board had requested to hire a Project Manager type Consultant. We reached out to WIPFLI. WIPFLI works mainly on larger projects, but they did research and recommended Mr. Walker. When we contacted Mr. Walker, he asked about us to make sure he would be adding value to the project. Once we started explaining the project, he seemed very knowledgeable. He had things right at his fingertips that would be useful to us such as an RFP template. He was a former healthcare architect. Mr. Walker provided a Scope of Work.

Ms. Freese and Mr. Willette contacted references. Spoke to the manager of a project in Texas that had hired Mr. Walker. He stated that Mr. Walker brought Value and Services to them that they were not even aware that they needed. He highly recommended Mr. Walker. During that project he was always available.

Mr. Walker would work with us virtually. He will be guiding and educating the Board on things like the RFP process. He is located in the Midwest.

Mr. Walker has already had a conversation with Eric Wolf. The quote is included in the packet. The majority of the cost is during the first 5 months, and it is a not to exceed price of \$36,040. By the end of 2024 there is \$35,000 and by the end of 2025 the cost is \$14,000. For a total cost of \$84,800.

The board requested that there be some commitments in the contract that Mr. Walker come on site to work with the Board. His time and travel expenses would be reimbursable.

An engagement contract for the updated scope of services will be prepared and reviewed by counsel.

Council has not reviewed the contract. Ms. Freese

M/S/C: The Board of Directors authorize CEO Karin Freese to enter into a professional services agreement with Bob Walker for consulting assistance on the DPAC building project with a not to exceed price of \$125,000 including expenses. To include a minimum of 1 visit for each phase of the project. Upon review of legal council prior to signing.

Directors Benefield/Stokman

Ayes: Directors Avila, Campo, Stokman, Benefield

Nays: None

Abstain: None

Motion: Passed by Roll Call Vote

Adjourned to Closed Session @ 7:30 pm

9. **Closed Session** [Board of Directors may recess to closed session to discuss certain matters as legally permitted. Any action taken shall be reported in open session.]

A. **Gov't Code section 54956.8**

Conference with Real Property Negotiator

Property: APN [0131-024-007131-024-009-000](#)

10. **Reconvene to Open Session – Report of Closed Session**

@8:10 pm Instructions were given to staff. No reportable actions.

11. **Upcoming Regular Board and Standing Committee Meeting Dates Information**

Finance – Wed, July 31, 2023 @ 4:30 PM

Board – Mon, July 31, 2023 @ 6:00 PM

Finance – Wed, Aug 23, 2023 @ 8:00 AM

Board – Mon, Aug 28, 2023 @ 6:00 PM

Finance – Wed, Sep 20, 2023 @ 8:00 AM

Board – Mon, Sep 26, 2023 @ 6:00 PM

Finance – Wed, Oct 25, 2023 @ 8:00 AM

Board – Mon, Oct 30, 2023 @ 6:00 PM

12. **Adjourn @ 8:50 pm**

Respectfully Submitted:



Timothy Benefield, Board Secretary

8/9/23

Date Signed

