

**TRI-CITY HEALTHCARE DISTRICT
AGENDA FOR A SPECIAL MEETING
OF THE BOARD OF DIRECTORS
June 2, 2016 – 10:00 a.m.
Assembly Rooms 2&3 - Eugene L. Geil Pavilion (Lower Level)
Tri-City Medical Center
4002 Vista Way, Oceanside, CA 92056**

The Board may take action on any of the items listed below, unless the item is specifically labeled "Informational Only"

	Agenda Item	Time Estimate
1	Call to Order/Roll Call/Pledge of Allegiance	3 min.
2	Approval of Agenda	
3	Public Comments – Announcement Members of the public may address the Board regarding any item listed on the Board Agenda prior to Board action on the agenda item. Per Board Policy 14-018, members of the public may have three minutes, individually, to address the Board of Directors	
4	Oral Announcement of Items to be Discussed During Closed Session	3 min.
5	Motion to go into Closed Session	
6	Closed Session	4 hrs
	a. Hearings on Reports of the Hospital Medical Audit or Quality Assurance Committees (Authority: Health & Safety Code, Section 32155)	
7	Motion to go into Open Session	
8	Open Session	
9	Report from Chairperson on any action taken in closed Session (Authority: Government Code, Section 54957.1)	5 min.
10	Consideration of appointment of managers for Tri-City Real Estate Holding & Management Company, LLC	5 min.
11	Presentation by Chief Compliance Officer, Cheryle Bernard-Shaw– Information Only "Maintaining an Ethical Work Place" – Compliance Guidance for Managers	1 hour/ 30 min
12	Adjournment	

Dated: May 31, 2016

Note: Any writings or documents provided to a majority of the members of Tri-City Healthcare District regarding any item on this Agenda will be made available for public inspection in the Administration Department located at 4002 Vista Way, Oceanside, CA 92056 during normal business hours.

Note: If you have a disability, please notify us at 760-940-3347 at least 48 hours prior to the meeting so that we may provide reasonable accommodations.

**WRITTEN CONSENT OF MEMBERS
OF
TRI-CITY REAL ESTATE HOLDING AND MANAGEMENT COMPANY LLC
*A California Limited Liability Company***

The undersigned, being the members of Tri-City Real Estate Holding and Management Company LLC, a California limited liability company (the "Company"), acting pursuant to the California Limited Liability Company Act and the Operating Agreement of the Company, hereby adopt the following resolutions and consents to the actions authorized thereby:

Appointment of Managers

WHEREAS, the following individuals were designated as the Managers of the Company on October 5, 2015: the Chief Executive Officer of Tri-City Healthcare District (Tim Moran), the Chief Operating Officer of Tri-City Healthcare District (Kirkpatrick "Kapua" Conley), and the Chief Financial Officer of Tri-City Healthcare District (Steven Dietlin).

WHEREAS, it is in the best interest of the Company that Steven Dietlin continue to serve as a Manager of the Company but pursuant to his new position as the Chief Executive Officer of Tri-City Healthcare District, rather than his previous position as the Chief Financial Officer of Tri-City Healthcare District.

WHEREAS, Tim Moran resigned from the Company leaving a vacancy in the position of Managers of the Company.

WHEREAS, it is in the best interest of the Company to appoint the following officer of the undersigned as a new Manager of the Company: the Chief Financial Officer of Tri-City Healthcare District (Ray Rivas).

RESOLVED, that undersigned Members of the Company jointly appoint the following as the Managers of the Company until their successors are appointed: the Chief Executive Officer of Tri-City Healthcare District (Steven Dietlin) and the Chief Financial Officer of Tri-City Healthcare District (Ray Rivas).

FURTHER RESOLVED, that the Managers have the authority to bind the Company as set forth in the Operating Agreement of the Company.

Therefore, pursuant to the resolutions adopted hereby, the Managers of the Company shall be as follows:

Manager	Chief Executive Officer (Steven Dietlin)
Manager	Chief Operating Officer (Kirkpatrick "Kapua" Conley)
Manager	Chief Financial Officer (Ray Rivas)

IN WITNESS WHEREOF, the undersigned have executed this Written Consent of Member effective on June ___, 2016.

MEMBER:

Tri-City Healthcare District,
a California healthcare district

By: _____

Name: Steven Dietlin

Title: Chief Executive Officer

MEMBER:

Tri-City Hospital Foundation,
a California nonprofit corporation

By: _____

Name: Glen Newhart

Title: Chief Development Officer