

POSTED
Thursday
October 25, 2018

**NORTH SAN DIEGO COUNTY HEALTH
 FACILITIES FINANCING AUTHORITY**

**BOARD OF DIRECTORS
 NOTICE AND MEETING AGENDA**

Monday, October 29, 2018
 11:00 a.m.

Tri-City Medical Center
 Assembly Room 3, Lower Level
 4002 Vista Way, Oceanside, CA

	<u>Time</u>	<u>Page</u>	<u>Target</u>
I. CALL TO ORDER and ROLL CALL	2	.....	11:02
II. PUBLIC COMMENTS.....	5	.....	11:07
<i>(5 minutes allowed per speaker, with a cumulative total of 15 minutes per group – for further details & policy, see Request for Public Comments notices, available in the meeting room)</i>			
III. APPROVAL OF MINUTES			
A. * Monday, October 30, 2017 (ADD A – Pp4-6).....	3	.....2	11:10
IV. INFORMATION ITEM(S)	5		11:15
V. DISCUSSION AGENDA			
A. * Election of Chair of The Authority.....	2		11:17
B. * Election of Vice-Chair of The Authority.....	2		11:19
C. * Election of Treasurer/Controller of The Authority	2	.....3	11:21
D. * Appointment of Secretary of The Authority.....	2		11:23
E. * Establishment of the Date, Time and Place for Regular Meetings of the Board of Directors of The Authority.....	5		11:28
F. * Adoption of Resolution No. 10.29.18(01) – 01, Confirming Election of the Chair, Vice-Chair and Treasurer/Controller of Said Authority; Appointing the Secretary of Said Authority; and Setting the Date, Time and Place for Regular Meetings of the Board of Directors of Said Authority (ADD B – Pp7-9)	5	.....	11:33
VI. FINAL ADJOURNMENT.....			11:33

NEXT MEETING: TBD

North San Diego County Health Facilities Financing Authority Board	
Steve Dietlin, Chair	Diane Hansen, Vice-Chair
Tom Saiz, Treasurer/Controller	Hugh King, Member
Barry Jantz, Member	Ray Rivas, Member
Tanya Howell, Secretary	

NOTE: If you have a disability, please notify us 72 hours prior to the event so that we may provide reasonable accommodations

Meeting Minutes
October 30, 2017

TO: Board of Directors
North San Diego County Health Facilities Financing Authority

MEETING DATE: Monday, October 29, 2018

FROM: Tanya Howell, Secretary

BACKGROUND: The minutes of the North San Diego County Health Facilities Financing Authority Board of Directors meeting held on Monday, October 30, 2017, are respectfully submitted for approval (*Addendum A*).

Motion: X

Individual Action:

Information:

RESOLUTION:

**Confirming Election of the Chair, Vice-Chair and Treasurer/Controller of Said Authority;
Appointing the Secretary of Said Authority; and Setting the Date, Time and Place for
Regular Meetings of the Board of Directors of Said Authority**

TO: Board of Directors
North San Diego County Health Facilities Financing Authority

MEETING DATE: Monday, October 29, 2018

FROM: Tanya Howell, Secretary

BACKGROUND: Pursuant to Article III of the Bylaws of The Authority, the terms of office of the officers of The Authority shall be from the date of election through the date of the first regular meeting of The Authority in the next succeeding calendar year. Accordingly, nominations for the offices of Chair, Vice-Chair and Treasurer/Controller of The Authority, as well as the appointment of a Secretary of The Authority, will be required at this first meeting of 2018.

The current slate of officers is as follows:

- Steve Dietlin, Chair
- Diane Hansen, Vice-Chair
- Tom Saiz, Treasurer/Controller
- Tanya Howell, Secretary (by appointment)

As a reminder, meetings may be held at any location within the District boundaries of either the Grossmont Healthcare District, Palomar Health or the Tri-City Healthcare District.

Attached as Addendum B is a draft of Resolution No. 10.29.18(01)-01 Confirming Election of the Chair, Vice-Chair and Treasurer/Controller of Said Authority; Appointing the Secretary of Said Authority; and Setting the Date, Time and Place for Regular Meetings of the Board of Directors of Said Authority.

Motion:

Individual Action: X

Information:

North San Diego County Health Facilities Financing Authority

BOARD OF DIRECTORS

ATTENDANCE ROSTER

[P = Present E = Excused A = Absent D = Designate CD = Chair Designate G = Guest]

CURRENT MEMBERS	MEETING DATES:								
	11/4/16	10/30/17							
Steve Dietlin – Acting Chair	E	P							
Diane Hansen – Vice-Chair	P	P							
Bob Hemker	E	E							
Tanya Howell – Secretary	P	P							
Barry Jantz	P	E							
Ray Rivas	P	P							
Tom Saiz – Treasurer/Controller	P	P							
DESIGNATES									
David Bennett	D - Dietlin								
Blaise Jackson									
Jeff Scott		D (Jantz)							
Dan Steeber	D (Hemker)	D (Hemker)							
AUTHORITY BOND COUNSEL									
Kathleen Leak									
INVITED GUESTS	SEE TEXT OF MINUTES FOR NAMES OF GUEST PRESENTER(S)								

ADDENDUM A

**NORTH SAN DIEGO COUNTY HEALTH FACILITIES FINANCING AUTHORITY
BOARD OF DIRECTORS MEETING MINUTES –MONDAY, OCTOBER 30, 2017**

I. AGENDA ITEM	
A. DISCUSSION	ACTION/COMMENTS
I. CALL TO ORDER & ESTABLISHMENT OF QUORUM	
<ul style="list-style-type: none"> NOTICE OF MEETING: The notice of meeting was posted at all facilities and on the web sites of Palomar Health and Grossmont Health on Monday, October 23, 2017, which is consistent with legal requirements The meeting – held in the Felicita Room on the 2nd floor of the California Center for the Arts Conference Center, 340 N. Escondido Boulevard, Escondido, CA – was called to order at 11:10 a.m. by Chair Steve Dietlin <ul style="list-style-type: none"> All members were either present or had sent a designate in their place (<i>see roster for list of attendees</i>) 	
II. PUBLIC COMMENTS	
<ul style="list-style-type: none"> There were no public comments 	
III. APPROVAL OF MINUTES	
A. Monday, November 4, 2016	MOTION: By Director Saiz, seconded by Director Hansen and carried to recommend approval of the Minutes from the November 4, 2016, meeting of the Authority. All in favor, none opposed.
IV. INFORMATION ITEM(S)	
A. None	
V. DISCUSSION AGENDA	
A. ELECTION OF CHAIR, VICE-CHAIR AND TREASURER/CONTROLLER <ul style="list-style-type: none"> Chair Dietlin opened the floor for nominations Secretary Howell noted that in the past, we've just re-elected the same roster 	MOTION: By Director Saiz, seconded by Director Hansen and carried to re-elect the current slate of officers (Steve Dietlin, Chair; Diane Hansen, Vice-Chair; Tom Saiz, Treasurer/Controller). All in favor. None opposed.
B. APPOINTMENT OF SECRETARY <ul style="list-style-type: none"> Secretary Howell stated that the position of Secretary has been held by the Executive Assistant to the Executive Vice President Finance of Palomar Health since the Authority Board was created 	MOTION: By Director Hansen, seconded by Director Designate Jeff Scott, and carried to appoint the Executive Assistant to the Executive Vice President Finance of Palomar Health as Secretary. All in favor. None opposed.
C. ESTABLISHMENT OF TIME & PLACE FOR REGULAR BOARD MEETINGS <ul style="list-style-type: none"> As there is a 5th Monday in the month of October again next year, Secretary Howell proposed holding the meeting on Monday, October 29, 2018, with the time and location to be determined Chair Dietlin asked if we were still rotating between districts, and Director Saiz said he believed it was Tri-City's turn 	MOTION: By Director Hansen, seconded by Director Saiz and carried to hold the annual regular meeting of the Board for Calendar Year 2018 from 11:00 to 11:30 a.m. on Monday, October 29, 2018, at Tri-City Medical Center. All in favor. None opposed. <ul style="list-style-type: none"> Secretary Howell will confirm a room for the location, then submit an Outlook invitation for the date

**NORTH SAN DIEGO COUNTY HEALTH FACILITIES FINANCING AUTHORITY
BOARD OF DIRECTORS MEETING MINUTES –MONDAY, OCTOBER 30, 2017**

I. AGENDA ITEM

A. DISCUSSION

ACTION/COMMENTS

D. ADOPTION OF RESOLUTION No. 10.30.17(01) – 01, CONFIRMING ELECTION OF THE CHAIR, VICE-CHAIR AND TREASURER/CONTROLLER OF SAID AUTHORITY; APPOINTING THE SECRETARY OF SAID AUTHORITY; AND SETTING THE DATE, TIME AND PLACE FOR REGULAR MEETINGS OF THE BOARD OF DIRECTORS OF SAID AUTHORITY

MOTION: By Director-Designate Scott, seconded by Director Hansen and carried to adopt Resolution No. 10.30.17(01) – 01, as amended to reflect the actions taken in Agenda Items V.A-D. **AYES:** Chair Dietlin, Director Hansen, Director Rivas, Director Saiz, Director-Designate Scott and Director-Designate Steeber. None opposed.

- Secretary Howell will amend the resolution to reflect the actions taken and the vote, and will then forward it to Chair Dietlin for signature

VI. BOARD MEMBER COMMENTS

- None

VII. ADJOURNMENT

- There being no other comments, questions or concerns, Chair Dietlin declared the meeting adjourned at 11:16 a.m.
- The next regular meeting of the Board will be at 11:00 a.m. on Monday, October 29, 2018, in Assembly Room 3 in the Lower Level at Tri-City Medical Center, 4002 Vista Way, Oceanside, CA 92056

CHAIR:

Steve Dietlin

SECRETARY:

Tanya Howell

ADDENDUM B

North San Diego County Health Facilities Financing Authority

Resolution No. 10.29.18(01)-01

A RESOLUTION CONFIRMING ELECTION OF THE CHAIR, VICE-CHAIR AND TREASURER/CONTROLLER OF SAID AUTHORITY; APPOINTING THE SECRETARY OF SAID AUTHORITY; AND SETTING THE DATE, TIME AND PLACE FOR REGULAR MEETINGS OF THE BOARD OF DIRECTORS OF SAID AUTHORITY.

WHEREAS, Palomar Health, a local healthcare district duly organized and existing under the laws of the State of California ("PH") and Tri-City Healthcare District, a local healthcare district duly organized and existing under the laws of the State of California, have heretofore executed a joint exercise of powers agreement (the "JPA Agreement"), which JPA Agreement established and created the North San Diego County Health Facilities Financing Authority (the "Authority"); and,

WHEREAS, on May 11, 2007, pursuant to a request received from Grossmont Healthcare District, a local healthcare district duly organized and existing under the laws of the State of California ("Grossmont"), and a "public agency" as such term is defined in the JPA Agreement, the Board of Directors of the Authority (the "Board") approved the addition of Grossmont as an additional Member (as such term is defined in the JPA Agreement) in accordance with the provisions set forth in Section 19 of the JPA Agreement; and,

WHEREAS, the Board adopted bylaws, as amended to the date hereof (the "Bylaws") on May 27, 2005; and,

WHEREAS, pursuant to the JPA Agreement and the Bylaws, the Board desires to elect a Chair, a Vice-Chair and a Treasurer/Controller and to appoint a Secretary; and,

WHEREAS, pursuant to the JPA Agreement and the Bylaws, the Board desires to establish certain provisions regarding the holding of regular meetings;

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Authority, as follows:

Section 1. Pursuant to Section 4D.(1) of the JPA Agreement, _____ is hereby elected Chair of the Authority, _____ is hereby elected Vice-Chair of the Authority, _____ is hereby elected Treasurer/Controller of the Authority, and the executive assistant to the Chief Financial Officer of Palomar Health is hereby appointed Secretary of the Authority.

Section 2. Regular meetings of the Board shall be held at 15615 Pomerado Road, Poway, California 92064; 456 E. Grand Avenue, Escondido, California 92025;

2185 Citracado Parkway, Escondido, California 92029; 975 S. Andreasen Drive, Escondido, California 92029; 120 Craven Road, San Marcos, California 92078; 4002 Vista Way, Oceanside, California 92056; 6250 El Camino Real, Carlsbad, California 92009; 9001 Wakarusa Street, La Mesa, California 91942; or such other location as the Board may designate from time to time by resolution of the Board. The annual regular meeting of the Board to be held each year pursuant to Section 4C.(2) of the JPA Agreement shall be held at INSERT DISTRICT NAME AND ADDRESS, from INSERT TIME on the ____ day of MONTH, 2019, or such other time and/or date as shall be specified by the Chair of the Authority in a written notice calling such regular meeting, which written notice shall be delivered by the Secretary of the Authority to each member of the Board, the Chair of the Authority, the Vice Chair of the Authority, and the Treasurer/Controller of the Authority, and publicly posted at least seventy-two (72) hours prior to the date of such regular meeting.

Section 3. This Resolution shall take effect from and after its adoption.

Passed and Adopted by the Board of Directors of the North San Diego County Health Facilities Financing Authority this 29th day of October, 2018.

**North San Diego County Health Facilities
Financing Authority**

By: _____
Steve Dietlin, Chair

I hereby certify that the foregoing is a full, true and correct copy of a resolution duly passed and adopted by the Board of Directors of the North San Diego County Health Facilities Financing Authority at a meeting thereof held in accordance with law on October 29, 2018, by the following vote of the members thereof:

AYES:

NOES:

ABSENT:

ABSTENTIONS:

Tanya Howell, Secretary