

SPECIAL JOINT MEETING OF THE  
SAN GORGONIO MEMORIAL HEALTHCARE DISTRICT and  
SAN GORGONIO MEMORIAL HOSPITAL BOARD OF DIRECTORS

August 9, 2022

A Special Joint Meeting of the Board of Directors of the San Gorgonio Memorial Healthcare District and the San Gorgonio Memorial Hospital was held on Tuesday, August 9, 2022, in Modular C meeting room, 600 N. Highland Springs Avenue, Banning, California.

Members Present: Dennis Tankersley (Chair), Joel Labha, Randal Stevens

Excused Absence: Phillip Capobianco, Ehren Ngo

Required Hospital: Steve Barron (CEO), Ariel Whitley (Executive Assistant), Gary Hicks (G.L. Financial), Thomas Jeffry (Legal Counsel)

AGENDA ITEM	DISCUSSION -	ACTION / FOLLOW-UP
<b>Healthcare District Board Call to Order</b>	Healthcare District Chair Dennis Tankersley called the Healthcare District meeting to order at 4:43 pm.	
<b>Hospital Board Call to Order</b>	Hospital Board Chair Susan DiBiasi called the Hospital Board meeting to order at 4:43 pm.	
<b>Public Comment</b>	None	
<b>NEW BUSINESS</b>		
<b>Healthcare District Board Adjourn to Closed Session</b>  <b>Hospital Board Adjourn to Closed Session</b>	Healthcare District Board Dennis Tankersley and Hospital Board Chair Susan DiBiasi requested that Ariel Whitley report the items to be reviewed and discussed/acted upon during Closed Session will be:  ➤ Telephone conference with legal counsel – litigation  The Healthcare District Board adjourned to closed session at 4:44 pm.  The Hospital Board adjourned to closed session at 4:44 pm.	
<b>Healthcare District Board Reconvene to Open Session</b>	The Healthcare District Board reconvened to open session at 5:40 pm.  The Hospital Board meetings reconvened to open session at 5:40 pm.	

AGENDA ITEM	DISCUSSION -	ACTION / FOLLOW-UP												
<b>Hospital Board Reconvene to Open Session</b>	Actions taken/information received during the Closed Session were as follows: <ul style="list-style-type: none"> <li>➤ The Healthcare District Board members, Hospital Board members, and staff participated in a telephone conference with legal counsel regarding litigation.</li> </ul>													
<b>Proposed Action – Authorize Dennis Tankersley, Steven Barron, and Daniel Heckathorne to commence work with the District’s Finance Team to secure working capital financing with Harvey Capital in an amount not to exceed \$9,500,000. (Vote of District Board Members Only).</b>	The Healthcare District Board voted to authorize Dennis Tankersley, Steven Barron, and Daniel Heckathorne to commence work with the District’s Finance Team to secure working capital financing with Harvey Capital in an amount not to exceed \$9,500,000. Final approval of the Resolutions regarding the working capital financing will be brought forth at a later date.  BOARD MEMBER ROLL CALL: <table border="1" data-bbox="449 968 1255 1083"> <tr> <td>Capobianco</td> <td>Absent</td> <td>Labha</td> <td>Yes</td> </tr> <tr> <td>Ngo</td> <td>Absent</td> <td>Stevens</td> <td>Yes</td> </tr> <tr> <td>Tankersley</td> <td>Yes</td> <td colspan="2">Motion carried.</td> </tr> </table>	Capobianco	Absent	Labha	Yes	Ngo	Absent	Stevens	Yes	Tankersley	Yes	Motion carried.		<b>M.S.C., (Tankersley/Steven s) the SGMHCD Board of Directors voted to authorize Dennis Tankersley, Steven Barron, and Daniel Heckathorne to commence work with the District’s Finance Team to secure working capital financing with Harvey Capital in an amount not to exceed \$9,500,000 as presented.</b>
Capobianco	Absent	Labha	Yes											
Ngo	Absent	Stevens	Yes											
Tankersley	Yes	Motion carried.												
<b>Healthcare District Board Adjournment</b>	The Healthcare District special board meeting was adjourned at 6:03 pm.													
<b>Hospital Board Adjournment</b>	The Hospital Board special meeting adjourned at 6:03 pm.													

In accordance with The Brown Act, *Section 54957.5*, all reports and handouts discussed during this Open Session meeting are public records and are available for public inspection. These reports and/or handouts are available for review at the Healthcare District Administration office located at 600 N. Highland Springs Avenue, Banning, CA 92220 during regular business hours, Monday through Friday, 8:00 am - 4:30 pm.

Minute respectfully submitted by Ariel Whitley, Executive Assistant