

- CALL TO ORDER** Northern Inyo Healthcare District (NIHD) Board Chair Best-Baker called the meeting to order at 5:00 pm.
- PRESENT** Melissa Best-Baker, Chair
David Lent, Vice-Chair
Laura Smith, Treasurer
Jean Turner, Member at Large
- Christian Wallis, Chief Executive Officer
Allison Partridge, Chief Operations Officer / Chief Nursing Officer
Adam Hawkins, DO, Chief Medical Officer
Alison Murray, Chief Human Resources Officer, Chief Business Development Officer
Andrea Mossman, Chief Financial Officer
Sam Jeppsen, MD, Chief of Staff
- ABSENT** Maggie Egan, Secretary
- TELECONFERENCING** Notice has been posted, and a quorum participated from locations within the jurisdiction.
- PUBLIC COMMENT** Chair Best-Baker reported that at this time, audience members may speak on any items not on the agenda that are within the jurisdiction of the Board.
- Public Comment:** None
- CONSENT AGENDA** **Public Comment:** None
- Motion by Smith:** to approve the Consent Agenda
2nd: Turner
Pass: 4-0
- CHIEF EXECUTIVE OFFICER REPORT** **Jacob Green and Associates**
CEO Wallis presented a proposed contract with Jacob Green & Associates to provide board alignment and CEO performance evaluation consulting services. The item was returned to the Board following prior deferral due to labor negotiations and a broader recognition that the scope extends beyond a single CEO evaluation.
- Public Comment:** None
- Board Discussion:**
Board members discussed prior challenges with conducting cohesive and effective CEO evaluations and the potential value of external expertise to support Board–CEO alignment. Concerns were raised regarding cost and financial priorities, while other members emphasized the complexity of the CEO role and the Board’s responsibility to evaluate performance appropriately.

Motion by Turner: to approve the Jacob Green and Associates Contract
2nd: Lent
Pass: 3-1
Noes: Smith

Rural Transformation

CEO Wallis provided an informational update on the federal Rural Transformation Program, a five-year grant initiative established in 2025 with \$50 billion allocated nationally for rural health systems. He reported that California received \$233 million—exceeding its original request—with funding focused on care transformation, workforce development, and technology.

Public Comment: None

Board Discussion:

The Board discussed program priorities including regional care partnerships, expanded use of telemedicine and technology, and provider recruitment and retention. CEO Wallis noted coordination with neighboring rural hospitals and that grant preparation is underway to allow timely submission once application deadlines are announced.

Update to City Council

CEO Wallis provided an informational update on a recent presentation to the City Council regarding the District's strategic growth planning, including a planned market survey, master facilities plan, and long-range financial plan. He also reported that Dr. Hawkins shared information with City Council on emergency department transfer data to address community misconceptions.

Public Comment: None

Board Discussion:

Board members discussed positive feedback from the City Council and community groups, noting that the outreach helped clarify misunderstandings about emergency department transfers. Dr. Hawkins described favorable responses to similar presentations given to Rotary and other community audiences and emphasized the value of ongoing public education.

FINANCE COMMITTEE

Finance Committee Charter

CEO Wallis presented proposed updates to the Finance Committee Charter as an action item, explaining that the revisions are intended to standardize committee charters across the District for consistency in format, purpose, and structure. He noted that similar updates would also be reviewed through the Governance Committee.

Public Comment: None

Board Discussion:

Board members discussed a proposed clarification regarding committee member appointments by the Board Chair and whether that language should

appear in the charter, the bylaws, or both. The Board agreed that including the language in both documents was acceptable for clarity and ease of reference.

Motion by Turner: to approve the Finance Committee Charter, with a modification to include language clarifying committee appointments by the Board Chair

2nd: Smith

Pass: 4-0

Bond Update

CEO Wallis introduced the bond update to provide clarity and context regarding the District's outstanding bond obligations and to support informed discussion by the Board and community. He noted that the topic is complex and carries real implications for taxpayers, and emphasized the importance of presenting the information in a clear, accessible, and responsible manner.

Compliance Officer Patty Dickson presented an overview of the District's bond history and current structure. She explained the distinction between general obligation bonds, which are repaid by taxpayers, and revenue bonds, which are repaid from District operating revenue. She described the two repayment structures associated with general obligation bonds—current interest and capital appreciation—and explained that capital appreciation bonds defer interest payments, resulting in significant growth of total debt over time. She noted that this repayment structure is no longer permitted under current law, but remains in effect for bonds issued prior to those changes.

She reviewed the historical timeline of bond issuances related to construction of District facilities, including the hospital and supporting infrastructure, and summarized the District's current outstanding debt. She explained that current obligations include a capital appreciation bond with approximately \$6 million in principal and more than \$17 million in accrued interest, additional general obligation bonds totaling approximately \$13.8 million in principal, and roughly \$10 million in revenue bond obligations. She noted that the capital appreciation bond matures in 2035 and, under its existing terms, cannot be prepaid or refinanced.

Detailed bond documentation is publicly available through the Municipal Securities Rulemaking Board's EMMA system, which provides access to official bond statements, audits, and historical financial disclosures for municipal issuers.

Following the presentation, CEO Wallis discussed potential paths forward and areas for further evaluation. He explained that initial inquiries indicate the capital appreciation bond cannot be refinanced or prepaid under its existing structure, but that staff will continue confirming payment schedules with Inyo County and ensuring a shared understanding of future obligations. He noted that the District is working to identify bondholders through the Depository Trust & Clearing Corporation (DTCC), which serves as the central clearing and settlement organization for bond ownership records, and will explore whether

voluntary restructuring discussions or legal review may present any viable options. He emphasized that these efforts are exploratory and focused on diligence, transparency, and responsible stewardship.

The Board welcomed Amy Shepherd, Inyo County Controller, and Christie Martindale, Inyo County Treasurer-Tax Collector, both of whom participated in the discussion. Ms. Shepherd explained how annual bond repayment amounts are determined and incorporated into tax rates, noting statutory limits on annual adjustments. She emphasized the importance of timely, accurate communication between the District and the County to ensure proper rate setting and to reduce unexpected impacts to taxpayers. Ms. Martindale described her role in issuing tax bills and responding to taxpayer inquiries, noting that recent increases have generated heightened public concern and reinforcing the importance of coordinated communication.

Public Comment: None

Board Discussion:

Board members discussed the significant tax rate increase experienced this year and the contributing factors, including the acceleration of bond repayment schedules, prior under-collection that the District absorbed internally, and the addition of school bond obligations in the same tax cycle. It was noted that this combination resulted in an unusually noticeable impact to taxpayers in a single year. Board members acknowledged community concern and emphasized the importance of clear, consistent, and thoughtful communication as future impacts are anticipated.

Questions were raised regarding how the bonds were originally approved and what information was available to voters at the time. It was noted that voters approve bond authority based on projected impacts and rely on the governing board to manage issuance and repayment responsibly over time. Board members expressed a shared view that, while historical context is important, the focus should remain on understanding current obligations, evaluating available options, and communicating openly and responsibly with the community going forward.

2026 Budget

CEO Wallis provided an informational overview of the 2026 budget development process, highlighting a more participative approach involving department heads in building line-item budgets based on historical data and anticipated operations. He outlined an iterative timeline beginning with expense budgets, followed by revenue alignment, with the goal of presenting a complete budget to the Board in May for adoption by June 30.

Public Comment: None

Board Discussion:

Board members expressed support for starting the budget process earlier and involving department leadership to improve accuracy, accountability, and

ownership. Discussion emphasized that budgets are projections subject to change and that the new process is expected to improve over time as data quality and staff familiarity increase.

Financial and Statistical Reports

CFO Mossman presented the November financial and statistical reports, noting that the District exceeded budget expectations due to early recognition of IGT revenue, though the month still reflected an operating loss absent that timing impact. She reviewed key variances in revenue and expenses, cash performance, bond covenant metrics, and initiatives underway to improve volumes, expense control, and cash collections.

Public Comment: None

Board Discussion: None

Motion by Smith: to accept the financial and statistical report
2nd: Lent
Pass: 4-0

GOVERNANCE
COMMITTEE

Advocacy Platform

The Governance Committee reported on the development of a proposed Board advocacy platform, following prior Board direction to clarify advocacy priorities. The platform focuses on legislation affecting critical access hospitals, rural health care, special district governance, and broader health care issues, with a structured process for tracking and prioritizing bills during the legislative session.

Public Comment: None

Board Discussion: None

Motion by Lent: to approve the Advocacy Platform
2nd: Turner
Pass: 4-0

Civility and Code of Conduct Policy

Staff presented a proposed update to the Civility and Code of Conduct Policy, noting that the only substantive change was the addition of media-related language intended to clarify how media inquiries should be handled. The revisions were shown as redline additions to the existing policy.

Public Comment: None

Board Discussion:

Board members discussed concerns that the media language, as written, could be overly restrictive and unclear, particularly regarding informal interactions with media following public meetings and discussion of items already addressed in open session. Members emphasized the importance of protecting

board members, maintaining community confidence, and avoiding statements that could be perceived as representing the full Board without authorization, while also supporting transparency and public education.

Action:

Referred back to the Governance Committee for further review and refinement of the media-related language, including clarification of intent and consideration of examples from other districts.

Governance Committee Charter

Public Comment: None

Board Discussion: None

Motion by Turner: to approve the Governance Committee Charter

2nd: Lent

Pass: 4-0

Onboarding and Continuing Education of Board Members Policy

Public Comment: None

Board Discussion: None

Motion by Lent: to approve the Onboarding and Continuing Education of Board Members Policy

2nd: Smith

Pass: 4-0

Purchasing and Signature Authority

Public Comment: None

Board Discussion: None

Motion by Smith: to approve the Purchasing and Signature Authority

2nd: Turner

Pass: 4-0

CHIEF OF STAFF REPORT

Motion by Turner: to approve the Medical Staff Reappointments 01/01/2026-12/31/2027

2nd: Smith

Pass: 4-0

Medical Executive Committee Meeting Report

Dr. Jeppsen presented the MEC report, highlighting operational updates including emergency physicians performing scheduled procedures during radiologist absences and the addition of a new echocardiography machine

providing advanced 3D imaging and automated cardiac measurements. She also reported the onboarding of a new hospitalist, Dr. Kozlova, and noted positive patient satisfaction results in outpatient medicine.

Public Comment: None

Board Discussion: None

GENERAL INFORMATION FROM BOARD MEMBERS None

ADJOURNMENT Adjournment at 7:10 pm.



Melissa Best-Baker
Northern Inyo Healthcare District
Chair

Attest: 

Maggie Egan
Northern Inyo Healthcare District
Secretary