Exhibit 1

BLOSS MEMORIAL HEALTHCARE DISTRICT (BMHD)
BOARD OF DIRECTORS MEETING
BOARD ROOM
Thursday, November 30, 2023
2:00 pm

CALL TO ORDER

Kathy Flaherty, Chair, called the meeting to order at 2:00 pm.

ROLL CALL

Board Members Present:	Vacant, Zone 1; Vacant Zone 2; Kathy Flaherty, Chair, Zone 3; Al Peterson, Treasurer, Zone 4 and Bob Boesch, Secretary, Zone 5
Others Present:	Kory Billings, CEO; Fily Cale, Executive Assistant; Dawnita Castle, CFO; Tom Ebersol, Legal Counsel; Buffy McDaniel, Public Member; Edward Lujano, CFHC CEO and Peter Mojarras, CFHC COO
Absent:	None

APPROVAL OF AGENDA

A motion was made / seconded, (Bob Boesch / Alfonse Peterson) to approve the November 30, 2023 as presented. Motion carries.

PUBLIC COMMENTS

None.

APPROVAL OF MINUTES

A. Approval of October 26, 2023 Board of Directors Meeting Minutes, Exhibit 1

A motion was made / seconded, (Alfonse Peterson / Bob Boesch) to accept and approve the October 26, 2023 Board of Directors meeting minutes as presented, Exhibit 1. Motion carries.

B. Approval of October 30, 2023 Special Board of Directors Meeting, Exhibit 1a

A motion was made / seconded, (Bob Boesch / Alfonse Peterson) to accept and approve the October30, 2023 Special Board of Directors meeting minutes as presented, Exhibit 1a. Motion carries.

FINANCIAL REPORT

A. Approval of October 26, 2023 Finance Committee Meeting Minutes, Exhibit 2

A motion was made / seconded, (Alfonse Peterson / Bob Boesch) to approve and accept the October 26, 2023 Finance Committee Meeting Minutes, Exhibit 2. Motion carries.

B. October District Financials, Exhibit 3

Dawnita Castle reported that for October, BMHD had a net loss before depreciation of $285,000 compared to a net gain of $135,294 last year. Net income was a loss of $69,262, which pertained to the decrease of value in the market investments. The total decrease was $80,000; there was a donation that BMHD had given to CFHC which decreased the two, for radiology equipment of $76,000 and this has to be recorded as an expense.

Expenses include $9,743 of Sierra Kings cost with two more months to be allocated.

BMHD operating cash is at $3,317,610 and Days Cash on Hand has increased to 868 days.

C. October Payroll, Electronic Payments & Check Register, Exhibit 4

A motion was made / seconded, (Alfonse Peterson / Bob Boesch) to accept the October total payroll of $9,168.92; total accounts payable of $529,881.63 for a grand total disbursement of $539,050.55, Exhibit 3. Motion carries.

CHIEF EXECUTIVE OFFICER REPORT

A. Bloss Site Update

Flooring and painting have been completed; base boards are next and internet has been installed. Administrative staff will be ready to move in within the next several weeks. Furniture is backlogged for now.

B. Meeting with ACHD Staff

He contacted the Association of California Healthcare Districts (ACHD) and set up a meeting, which Edward Lujano, former BMHD CEO and Fily Cale were a part of. It was an overview of a CEO welcome, and that they are available for any assistance. A welcome package was received today from ACHD earlier today.

C. Exploring Banking Options

He has met with Dawnita Castle, CFO, several times regarding the frustrations of dealing with the current banking structure. And the lack of communicating with the current bank, as they don't use email and their technology is limited.

He is exploring options to report back to the board of directors of potentially moving the general checking accounts to another institute.

D. Credit Card Applications for Lowe's and Visa

BMHD needs to establish some form of credit cards. An application has gone out to Lowe's as the maintenance department currently bills everything CFHC and CFHC then bills BMHD. This is working and will continue to work, until BMHD gets their own card.

He is waiting to hear from American Express as well as a Visa card.

E. Outdated Policies & Procedures and Employee Handbook

The employee handbook is outdated as BMHD has not hired someone in seventeen years. An outside agency has been hired to review the manual at a cost of $300 and bring it up to date with all federal guidelines. Once this is completed, then we'll look at the policies and procedures individually.

Sabrina Cooksey, HRO, has been of great assistance.

An address has also been established as the post office has the physical address as 1691 Third Street. However, receiving mail will be at 257 E. Bellevue Road, #334, this is the UPS Store in Atwater.

F. Direction on Hire Staff

Kory Billings added that he is looking for direction from the board as to hiring the next phase of staff, which would be an executive assistant. He has worked with Sabrina Cooksey, HRO, and they have developed a plan, working criteria and price range. This executive staff would answer directly to him and he would be the one to hire and fire.

Thomas Ebersole, Legal Counsel, added that this is an update as Kory Billings is informing the board on how he is moving forward. If the board has a problem with it, they can have it on a future agenda, so that they can have a different direction.

Kory Billings, also added, that yesterday and this morning there were some issues with heating and cooling, particularly in the dental surgery center. Any variance makes it so that they can or cannot perform a surgery. Yesterday it was too cold and a potential solution was to leave the heater on over night and this morning the temperature in the surgery center was 90 degrees, which is above their threshold. A meeting will be held with Carrier next week on site, they have been the only ones to have responded to BMHD regarding heating and air conditioning. This will be to deal specifically with the dental surgery center as the units are either on or off.

Edward Lujano stated that at one time the dental surgery center did have a system that was independent and has not been working for years. When the big chiller was replaced, the independent chiller that runs the dental surgery center, was not replaced because the pipes have never been used and are corroded. The interior tenants only have what is coming in through the big system.

Kory Billings will also be meeting with the CEO from Blue Cloud on Wednesday to let them know of some of the options BMHD may have.

Edward Lujano commented that it's been interesting working with Kory Billings slowly handing the ropes over and watching Kory understand the systems. They've met here and there and work together, it's a good partnership and being able to just make that transition a lot smoother for everyone. He is looking forward to working with Kory as they continue growing and separating at the same time.

OLD BUSINESS / REPORTS

A. October Castle Family Health Centers, Inc Report, Exhibit 5

Peter Mojarras added that there has been an ongoing issue with heating and cooling in the building and Kory Billings is learning more about this.

He thanked the board of directors for the radiology equipment at the Atwater Site, which has been installed and now has to go through the physicist's reports. The one for the Castle Site is waiting for the room to be painted.

CFHC has been doing very well, they saw 1,000 more patients this month in comparison to last year. Credit goes to staff and providers in creating better access to the patients. There is a tremendous amount of growth in optometry services.

Also, CFHC will be participating in the Atwater Christmas Parade tomorrow with a float and golf cart.

CFHC's medical service has been established in the community, he along with Mr. Lujano have been in the community since 2006 and became a community health center look-a-like in 2010. They have many challenges and one is that in a few years, health care workers being paid $25 and they are looking at better ways to serve the community. They continue to be interested in someday purchasing the building.

He is also asking that BMHD let CFHC know when the lease for Day Break is reviewed. This would be a lease directly between BMHD and Michael Chai and CFHC would release the lease back to Michael Chai.

B. Sports Physicals Grant Update, Exhibit 6

Peter Mojarras thanked the BMHD for the support to the community. CFHC has completed 812 sports physicals with 55 remaining. Once the 55 have been completed, it will come up to $52,000, which is the grant provided to CFHC.

Next month he will be requesting an additional 150 sports physicals above the 855 that was approved. This will be for the summer sports practices.

C. CFHC Grant Request from Ung Goodwin Trust, Exhibit 7

Peter Mojarras stated that over the years, CFHC used the money from the Ung Goodwin Trust and historically it has been between $7,000 - $8,000. He is requesting a grant for optometry exams for the qualifying age under the program, flu shots and to pay for bills for those under a hardship situation.

Kory Billings stated that based on the Investment Committee report there is roughly $7,500 set aside in that account.

A motion was made / seconded, (Alfonse Peterson / Bob Boesch) that the proceeds of $7,500 from the Ung Goodwin Trust investment account be donated to CFHC for eye exams, flu shots and pay accounts in the business office for seniors age 60 and older who reside in Merced County, Exhibit 7. Motion carried.

NEW BUSINESS

Bob Boesch asked what is going to be done about the open board seats. Kathy Flaherty responded that interviews will be conducted as several people are interested in the two open seats.

BOARD MEMBER REPORTS

Alfonse Peterson reported that the Investment Committee had met with ThiesenDueker. The reports the board of directors received showed a lot of the information that was discussed.

Kory Billings added that they recommended no policy changes currently. BMHD is slightly down, but did do some investing in T-bonds, which worked for BMHD, not losing a significantly more. ThiesenDueker also said that knowing a couple of the accounts to pay out in the near future, they are prepared for that and that money has already been pulled; it will not affect BMHD significantly as it is already pulled out and reserved.

Alfonse Peterson commented that BMHD had locked in some fairly significant interest rates compared to where it was. There are also some short-term treasuries at 10 years.

Kathy Flaherty reported that the American Cancer Society Cancer Action Network thanked all of their sponsors on their website and had a separate thank you page on their website thanking BMHD for their continued support, the BMHD logo was included.

She also received a letter from CFHC, which she read, regarding the sale of the Castle facility and their continued interest in purchasing the property and building. CFHC would like to schedule a meeting soon to discuss the process of the appraisal and the next steps.

APPOINTMENTS / CEREMONIAL MATTERS

None.

AGENDA FOR CLOSED SESSION

PUBLIC EMPLOYEE APPOINTMENT, EMPLOYMENT, PERFORMANCE EVALUATION, DISCIPLINE, DISMISSAL OR RELEASE PURSUANT TO GOVERNMENT CODE §54957(b)

The regular board meeting adjourned into closed session at 2:40 pm.

The meeting reconvened into public session at 2:51 pm.

Direction was given to staff to continue negotiations on the lease for Day Break Adult Day Health Care Center with Michael Chai.

NEXT MEETING DATE

The next Board of Directors meeting will be held on Thursday, January 4, 2024 at 2:00 pm in the Board Room.

ADJOURNMENT

As there was no further business, the meeting adjourned at 2:52 pm.

Respectfully Submitted,

Fily Cale
Fily Cale
Executive Assistant

Bob Boesch
Bob Boesch
Board Secretary