



W A S H I N G T O N

HEALTH CARE FACILITIES

A U T H O R I T Y

Financing the Health Care Future

Board Members

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Lieutenant Governor

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Insurance Commissioner

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Charles Malone

Secretary

Department of Health

Umair A. Shah

Public Member

Steven R. Jacobs

Executive Director

Donna A. Murr

**Washington Health Care Facilities Authority
Special Meeting by Teleconference
Thursday, December 9, 2021 Meeting Minutes**

A special meeting of the Washington Health Care Facilities Authority was held by teleconference. Meeting notices were mailed to all members of the Authority, to all persons who requested such meeting notice, and to those members of the media presently on the mailing list for receiving meeting notices of the Washington Health Care Facilities Authority.

Members Present:

David Schumacher, Governor's Designee, Member, Chair

Lieutenant Governor Denny Heck, Member

Charles Malone, Insurance Commissioner's Designee, Member

Steve Jacobs, Public Member

Authority Staff Present:

Donna Murr, Executive Director

Shannon Govia, Assistant Executive Director and Program Manager

Ashlee Frye, Assistant Executive Director and Chief Financial Officer

Danni Miller, Executive Assistant and Office Manager

Others Present:

Rusty Fallis, Authority Assistant Attorney General

Dan Gottlieb, Authority Bond Counsel, Hillis Clark Martin & Peterson P.S.

Christi Jacobsen, Authority Bond Counsel, Hillis Clark Martin & Peterson P.S.

Brandon Pond, Authority Bond Counsel, Hillis Clark Martin & Peterson P.S.

Mary Turtle, Authority Bond Counsel, Hillis Clark Martin & Peterson P.S.

Bryan Victor, Authority Bond Counsel, Orrick Herrington & Sutcliffe LLP

Robyn Helmlinger, Authority Bond Counsel, Orrick Herrington & Sutcliffe LLP

Raul Ardelean, Authority Financial Advisor, Melio & Company

Dallas Roberts, Office of Lieutenant Governor Denny Heck

Mike Romine, Columbia Valley Community Health

Barry Bendall, Wells Fargo Bank, National Association

John Self, Wells Fargo Bank, National Association

Marc Stasiowski, Wells Fargo Bank, National Association

Mr. Schumacher called the meeting to order at 1:03 p.m. after noting a quorum was present consisting of himself, Lieutenant Governor Heck, Mr. Malone, and Mr. Jacobs.

Review, discussion and possible action regarding the Minutes from the November 10, 2021 Authority Board Meeting.

Upon motion by Mr. Jacobs and seconded by Lieutenant Governor Heck, the minutes of the November 10, 2021 Authority meeting were accepted by a roll call vote of 4-0.

Review, discussion and possible action regarding the application for financial assistance submitted by Columbia Valley Community Health (CVCH).

Mr. Govia summarized the application for financial assistance submitted by Columbia Valley Community Health (CVCH). CVCH is a Federally Qualified Health Care Center (FQHC), providing adult and pediatric primary care including urgent care, midwifery, dental, integrated behavioral medicine, behavior health, pharmacy, lab, diagnostic imaging, WIC nutritional program and nutrition counseling services.

CVCH is applying for a loan in the principal amount of \$24,600,000. The proceeds of the loan will be used to (1) refinance the WHCFA Series 2017 Bond; (2) fund the construction of a new outpatient clinic located in East Wenatchee, WA; and (3) pay costs of issuance.

The financing will be structured as a Quick Loan – private placement with the lender being Wells Fargo Bank, National Association. The primary security will be a Deed of Trust. There are no Certificate of Need issues per CVCH and confirmed by the Department of Health. Feasibility will be determined by the lender. A TEFRA hearing is to be scheduled. The fixed interest rate is estimated at 2.70% with a 10 – year initial term and up to a 30 – year amortization. The depository bank will be Wells Fargo, National Association. CVCH anticipates that it will save approximately \$1,234,670 in interest costs over traditional taxable interest rate financing. Tax-exempt financing will contribute to CVCH’s ability to remove or reduce financial barriers to care for low-income patients.

Based on its review of the application, Hillis Clark Martin & Peterson P.S., Authority Bond Counsel, has determined that CVCH and the proposed project are eligible for financing under the Authority’s statute, but such determination is subject to further due diligence. Mr. Govia urged the Authority’s acceptance of this application.

Mr. Govia introduced Mr. Romine, Chief Financial Officer of CVCH, who summarized the services provided by CVCH.

In response to Mr. Jacob’s inquiry regarding financial risk for medical malpractice, Mr. Romine explained that the federal government provides malpractice coverage to CVCH as an FQHC pursuant to the Federal Tort Claims Act (FTCA). As long as the services that are being provided by CVCH are within the scope of its services approved by the federal government, the FTCA will cover any medical malpractice claims against CVCH. There are no deductibles.

There being no further discussion, upon motion by Mr. Jacobs, seconded by Lieutenant Governor Heck, the application for financial assistance submitted by CVCH was accepted by a 4-0 roll call vote.

Review, discussion and possible action regarding the Proposed Authority Meeting Dates for 2022.

Ms. Murr provided the Proposed Authority Meeting Dates for 2022 for information purposes only; no board action was necessary.

Executive Director's Report

Ms. Murr reviewed the Executive Director's Report presented in the board materials, including the status of Authority financings, financial statements, status report and debt service report.

Adjournment:

There being no further business, the meeting was adjourned at 1:20 p.m.

Steve Jacobs, Secretary