



Sublette County Hospital District Special Board Meeting Minutes
March 6, 2024 at 4:00 p.m.
By Zoom Only

The Sublette County Hospital District Board of Trustees met for a Special Board Meeting by Zoom on March 6, 2024 at 4:00 p.m. with Dave Bell, Tonia Hoffman, Jamison Ziegler, Ashli Tatro and Kenda Tanner present. Also present by Zoom were Michelle Stauthamer, Shawn Leisure, Lena Moeller, Nathan Pitman, JD Dreyer and Jann Maxfield

At 4:05 p.m., the meeting was called to Order by Chair Tonia Hoffman.

Set Agenda

Dave Bell motioned to set agenda. Jamison Ziegler seconded. All in favor and agenda was approved.

Standing Business – Change Orders

Layton is continuing to use winter condition funds and using the equipment and labor that is needed to keep everything thawed as was agreed to a few weeks ago by the board pending USDA approval of that change order.

Tile, lighting and electrical update was briefly given. Layton received some tile options and is waiting for a final cost on it. Lighting submittal has come back pretty much as expected.

MRI Shielding change order is in USDA que of change order approvals. Drawings for MRI cannot be completed until contract is awarded to a subcontractor. Layton needs the change order approved so they can execute that contract with subcontractor. Layton asked that board approve the MRI Shielding change order of \$114,808 which will be paid for by the Foundation. Letter has been written by the Foundation and given to the USDA. Amount will be added to the GMP and managed by Layton and subcontractor.

Jamison Ziegler motioned to approve PCO-024 Change Order #12 for \$114,808 for magnetic RF Shielding through the vendor Universal Shielding which will be the financial responsibility of the Sublette County Health Foundation. Dave Bell seconded. All were in favor and motion carried.

No new news for switchgear but will leave the item on the agenda for the future in case more information is needed to be discussed.

There are currently 5 or 6 change orders in USDA que that have been there for quite some time. Change orders 9 & 10 were received back from the USDA. There are about 6 change orders in Tonia's que to be signed that

Layton is tracking but have not been submitted to the USDA but wanted to push them through for signatures so USDA is aware the change orders have been being discussed. Some of the change orders are GMP changes and some will be out of the construction contingency. Board needs to give Tonia approval to sign those orders. Nathan reviewed change orders briefly but will discuss each of them more in-depth next week with the board. PCO-022 is the insulation buyout with the insulation subcontractor. Layton did not have the full detail for certain areas at the time of bid and costs were projected at that time and now the cost will be considerably more than what was originally thought. That cost will come out of the construction contingency with a \$0 cost to the GMP. PCO-025 is for the fire suppression subcontractor which is a small increase for bond rate and sales tax. PCO-027 for Great Western Roofing is also a change in price for the bond which will be out of construction contingency. PCO-029 shower drains that were not identified clearly in the drawings and subcontractor just requested material cost for that change and no labor and will be a GMP increase cost of \$5,200.77. PCO-030 is for low voltage and IT scope that has not been fully bought out or incorporated in the project. Premier Site provided sleeves and underground conduit in project prior to pouring of the concrete and that is his cost which will increase GMP \$15,000. PCO-032 is the canopy design change in the back of the building with a cost of around \$5,800 for some steel. Ashli questioned why conduit & sleeves under concrete is a GMP cost increase? Nathan explained that low voltage and IT scope was not identified in project as it was shown to be a future owner vendor. Scope was for owner vendor to be procured down the road and was not included in the original documents. Layton knew it would be a need down the road and Layton erred on the side of caution for number of conduits and sleeves that would be needed. Low voltage vendor is close to having the drawings issued. Layton felt that a motion was not necessary at this meeting to approve these change orders but could go on the agenda for next week and would give more detail regarding each order. Board agreed to place these change order items on the agenda for next week.

Owner Purchased Equipment

JD reported that Susan, equipment rep, was asked to put together a spreadsheet for all equipment and costs to present to the board next week with any changes and budget updates. JD stated that according to Susan we are well within budget on the items. Lena expressed concern about the communication with Susan and that both she and Dawn heard in the owner's equipment meeting today that Susan stated we were over budget. JD will follow up with Susan regarding the budget and her communication. Dawn asked that the spreadsheets be separated out for the LTC and hospital side.

Standing Business – Pay Applications

Layton requested that board approve they be paid for their January Pay App in the amount of \$2,249,618.44. This amount is just for Layton invoices and all other invoices are included in the January Pay App for the USDA. The USDA January Pay App cannot be finalized and sent to USDA per Lena until the USDA gets numbers finalized for the November and December Pay App. Tonia has also received Layton's invoice for February in the amount of about \$2.9 million. Dave mentioned that in paying this January invoice, it puts the organization at its maximum ability to advance funds.

Dave Bell motioned to pay Layton's January Pay App #8 in the amount of \$2,249,618.44 and at the same time, initiate a transfer from our Wyostar account in that same amount to the First Bank account and once received at First Bank operating account, that the funds will be immediately transferred to the construction account at Bank of Jackson Hole to be disseminated to Layton Construction. Jamison Ziegler seconded.

Discussion was had whether Lindsey and/or Michelle were concerned with the transfer and balance in the operating account and our savings. Lindsey reported that she and Michelle have looked over the operating account and noted that there was a large mill levy payment that was received and that operating account is okay for now and is comfortable and confident that account is fine and that her and Michelle are keeping a close eye of the account. Michelle has spoken to a rep at Kaiser about what options we have for liquidity for the \$1,852,000 that sits at Kaiser in the event that we need those funds for expenses. Dave mentioned that there is a large mill levy payment that will be coming in May and stated to Layton that it may be May before Layton can be paid again unless the USDA starts approving the Pay Apps.

All in favor and motion carried.

Michelle will initiate Wyostar transfer this evening and will contact board members to get signatures.

ARPA grant Pay Application #2 was discussed. ARPA funds are not available yet and Layton stated that the board may need to come to a decision about how to pay the \$557,514 to release some equipment. Nathan will gather documents related to this amount and it will be placed on the agenda for next week. Tonia will follow up with Kari on what documents are needed to submit to ARPA. Nathan stated that he has all of the lien waivers from the vendors for the ARPA Pay App #1 and has sent them to the team.

Standing Business – Draw Schedules & Current Invoices

No items to discuss at this time on these two agenda items.

New Business – Donor Wall

Collin from Davis Architects will be the contact for the donor wall and there is a meeting set up for next week with Davis and several others to discuss project and budget. Board will further review information at next week's board meeting.

Shawn updated board on the change order log that was prepared by previous owner's rep. Shawn stated that he has made several changes as there was a discrepancy between initial budget and contingency. Shawn is working with JD to get finalized numbers to work off of and will update log. Tonia asked Shawn to share with the changes that he has made on the log with her and Ashli so they could all review it prior to the new owner's rep being brought on.

JD asked board for update on new owner's rep. Tonia reported that the board will go into executive session tonight and hopes that board will make a decision on a firm. She reminded everyone that the new OR cannot go to work until they have gone through all of the steps with the USDA and hopes that the USDA will expedite that process and that the USDA understands the urgency of the matter. The contract will also have to be drawn up and reviewed by the Office of General Council.

New Business – Credentialing

No action will be taken regarding the credentialing of Dr. George until after executive session.

Nathan mentioned that CO #9 & #10 came back from USDA with some language with regards to the GMP increase. There are still some items that Kari is fundraising for such as landscaping, garden areas and playground. Board was asked if there are any specific items with the VE and if so, they need to be identified to

the USDA. Nathan was asked to draft a possible change order list and identify any VE's that are known at this time and send it to Tonia and she will add Foundation items that they are working as of now as possible. Shawn reminded board that there is no way to forecast all of the VE items that may be needed and that maybe there should be a disclosure added to USDA letter that there may be other items that come up and that we cannot speak to the unknown.

Public Comments

None

Executive Session

Dave Bell motioned to move into Executive Session at 5:26 p.m. for personnel matters. Ashli Tatro seconded. All were in favor and motion carried.

Executive session ended at 6:23 p.m. and public session was entered back into.

Jamison Ziegler motioned to engage Dr. George as per the contract in administrative file. Dave Bell seconded. All were in favor and motion carried.

Dave Bell motioned that they retain Adams Management as our owner's representative as per their proposal and scope of work, description and fee breakdown contingent to USDA approval. Jamison Ziegler seconded. All were in favor and motion carried.

Tonia and Lena will discuss with the USDA whether the board can move forward with Adams with a letter of intent prior to USDA approval.

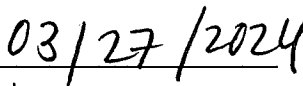
Adjournment

Dave Bell motioned to adjourn meeting. Ashli Tatro seconded. All in favor and motioned carried. Meeting adjourned at 6:30 p.m.

Minutes taken by Jann Maxfield



Tonia Hoffman, Board Chair



Date