# WHITE RIVER HEALTH DISTRICT
## DESCHUTES RIM CLINIC FOUNDATION
### 1605 GEORGE JACKSON RD., MAUPIN, OR
### BOARD OF DIRECTORS SPECIAL MEETING
### OCTOBER 13, 2021
### SPECIAL MEETING MINUTES

(MEETING WAS HELD VIA ZOOM VIDEO PLATFORM)

*BOARD MEMBERS PRESENT*: Sue Knapp, Jim Holycross, Laura Taylor, Andrew Houck
*BOARD MEMBERS ABSENT*:
*GUESTS*:
*DRHC*: Kathryn Mahler Doan

I.  **CALL TO ORDER of the WHITE RIVER HEALTH DISRICT BOARD of DIRECTORS MEETING**
The meeting was called to order by the Chair, Sue Knapp, at 9:02.

II.  INTRODUCTION OF PARTICIPANTS: Participants on the call were identified.

III.  APPROVE LOAN AGREEEMENET BY WRHD BOARD OF DIRECTORS:
- Sue reviewed the loan commitment letter from Old West Federal Credit Union, noting the terms and conditional requirements of the owner. She explained certain aspects of the $1.5M loan and the benefits and specifics of going with a conventional credit union loan versus a federal USDA loan. A primary purpose of this meeting was for both the District Board and the Foundation Board, in separate meetings, to approve the loan terms and conditions and indicate the respective authorized signer for both. Minutes of this meeting will meet one of the conditional requirements. For the purposes of this loan, the District is the 'Borrower'. There were no significant questions. Motions were made in two parts.
    - o Motion was made by Jim Holycross to approve the loan terms with Old West Federal Credit Union and the required conditions as specified in a commitment letter from Jill Parker. Andrew Houck seconded the motion. There was no further discussion. All ayes. Motion carried.
    - o Motion was made by Jim Holycross to approve Sue Knapp as the authorized signatory for the White River Health District. Laura Taylor seconded the motion. There was no further discussion. All ayes. Motion carried.

IV.  APPROVE NEW SIGNARURE AUTHORITIES:
- Rivermark Credit Union: Sue explained the need to augment the authorized signatures for Rivermark by adding our FNP, Maddy Lawrence. Adding Maddy provides for 3 authorized signatories (Sue, Kim, Maddy).
    - o Motion was made by Laura Taylor to add Maddy Lawrence as the third signer on the Rivermark account. Jim Holycross seconded the motion. There was no further discussion. All ayes. Motion carried.
- Community Bank: Sue explained the need to not add Kim Hahn as the third signatory (Kim had not completed the bank required paperwork so she had not officially been added; but minutes need to reflect the change in direction). Jim Holycross will be added as the third signatory. Signatories for the Community Bank Checking and Savings accounts would then be: Nina Marvin, Sue Knapp and Jim Holycross.
    - o Motion was made by Jim Holycross to add himself as the third signer and not add Kim Hahn to the Community Bank checking and savings accounts. Laura Taylor seconded the motion. There was no further discussion. All ayes. Motion carried.

**V.** PUBLIC COMMENT:  None.

**VI.** ADJOURNMENT:  Chair Knapp adjourned the District Board meeting at 9:20.


## DESCHUTES RIM CLINIC FOUNDATION

*BOARD MEMBERS PRESENT: Sue Knapp, Jim Holycross, Laura Taylor, Andrew Houck*

**I.** CALL TO ORDER of the DESCHUTES RIM CLINIC FOUNDATION BOARD OF DIRECTORS MEETING: The meeting was called to order by Chair, Sue Knapp, at 9:20 AM.

**II.** APPROVE LOAN AGREEMENT BY DESCHUTES RIM CLINIC FOUNDATION BOARD OF DIRECTORS: Sue reminded the Board of what was needed and why – for the Foundation Board to approve the loan terms and conditions and authorize a signer.  The Foundation is considered the 'Guarantor' of the loan.

- o Motion was made by Sue Knapp to approve the loan terms and conditions.  Motion was seconded by Laura Taylor.  There was no further discussion.  All ayes.  Motion carried.
- o Motion was made by Laura Taylor to designate Sue Knapp as the authorized signer for the Foundation on the loan.  Motion was seconded by Jim Holycross.  There was no further discussion.  All ayes.  Motion carried.

**III.** PUBLIC COMMENTS:  None

**IV.** ADJOURNMENT:  Meeting was adjourned by Chair Knapp at 9:25.


ATTESTATION:

Attest:

Laura Taylor, Board Secretary

Sue Knapp, Board Chair

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