



NOTICE OF *SPECIAL* BOARD MEETING OF
THE UPPER SAN JUAN HEALTH SERVICE DISTRICT dba PAGOSA SPRINGS MEDICAL CENTER
Wednesday June 6, 2018 at 12:30 PM

For Phone Attendance, Call: 970-507-3778

The Board Room (direct access – northeast entrance)
95 South Pagosa Blvd., Pagosa Springs, CO 81147

AGENDA

- 1) **CALL TO ORDER:** Call to Order by Vice-Chair Matt Mees; confirmation of quorum.
- 2) **DECISION AGENDA** (Matters to be discussed and possible action by the Board)
 - a) [Consideration of Resolution 2018-08](#) regarding the District's consent to the assignment of Goodford, LLC's interest in the Dodie Cassidy building/property to the *PSMC Foundation*.
 - b) Background as discussed at a work session of the District Board on June 1, 2018:
 - (1) History: In 2000, the District entered into a fifty-year land lease, through January 31, 2050, with Goodford, LLC so that Goodford, LLC could construct a building on the leased land. Goodford, LLC constructed the building that is now known as the Dodie Cassidy building. Goodford, LLC constructed the building to support the District at a time when the District had no money to construct a building and there was insufficient space for healthcare-related services. In order to make the space better available to PSMC's needs, Goodford, LLC has approached PSMC's Foundation about acquiring Goodford's interest in the building and the leased land. The PSMC Foundation, which exists solely to benefit the District, seeks to acquire Goodford LLC's interest so that it can help the District continue to make healthcare available in the Pagosa Springs community.
 - (2) Foundation Approval: The PSMC Foundation Board has met and concluded that it is in the best interests of the District for the PSMC Foundation to pursue the transaction to acquire Goodford, LLC's interest in the lease/building.
 - (3) Need For District Approval of the Assignment of Interests: This matter is before the District Board because the assignment of interests from Goodford, LLC to the PSMC Foundation is subject to the District's consent.
- 3) **EXECUTIVE SESSION:** The Board reserves the right to meet in executive session for any other purpose allowed pursuant to C.R.S. Section 24-6-402(4) and such topic is announced at open session of the meeting.
- 4) **ADJOURN**

**UPPER SAN JUAN HEALTH SERVICES DISTRICT
D/B/A PAGOSA SPRINGS MEDICAL CENTER**

**Formal Written Resolution 2018-08
June 6, 2018**

WHEREAS, the Board of Directors of Upper San Juan Health Service District ("USJHSD") has reviewed, in a work session held on June 1, 2018, the proposed assignment of lease from Goodford, LLC to the PSMC Foundation for the Dodie Cassidy Building (the "Lease").

NOW, THEREFORE, THE BOARD OF DIRECTORS OF THE UPPER SAN JUAN HEALTH SERVICE DISTRICT HEREBY RESOLVES that the District Board consents to the assignment of Lease and authorizes the District Chair, the Vice-Chair or the Secretary/Treasurer to sign, if requested, further documents affirming such consent.

Greg Schulte, as Chairman of the Board