

**Mountainview Medical Center  
Board of Directors Meeting - Special  
September 30, 2024**

Present: Bill Galt – Chair, Cheri Bailey, Chris Schlepp, Shane Sereday, Rick Seidlitz, Tanya Hill, Rob Brandt – CEO, Tony Pfaff – Cypress Healthcare  
Guests: Karl (project manager) Infusion Architects: Andy, Roger; USDA: Steve, Shelby, Ben

Call to Order

Bill called the meeting to order at 1 p.m.

USDA Loan Application

USDA is presenting the Letter of Conditions with attachments that must be understood and agreed to by MMC. Need to make sure it is an open discussion and everyone fully understands the components.

The floor was opened for any questions, prior to stepping through some of the requirements within the letter. Rob asked about the required 90 days cash on hand, can that be lowered slightly or is set in stone. It is stated from the credit committee to be at the 90. Rob countered that the National average for CAH is 60. 75 is better than 90 (which is a high standard). Previous offer was 75. It is Justified due to the feasibility study and was attainable.

Shelby then reviewed the 29 page document:

- Verification that Benefis is good with the cross default. Will need more detailed discussion with them. Funding is contingent on receipt of 10 million.
- Funding offer is 36,980,000 in total loans with RD, not including Benefis, including equipment.
- Broke into 3, almost 10-million-dollar loans. Construction amount is deferred for 1 year.
- Conditions to be satisfied before construction starts: 10% reserve set aside in a separate identifiable account. Lending institution must collateralize the funds above FDIC with DOCA agreement.
- Will set up automatic accounts to transfer funds.
- Excess land, 60 months to do sales of those tracts, if they are not sold, we figure it out. Question of how you can sell them under a lien. RD issues a release. After hospital is built, within first 12 months must market and sell the property, naturally should occur in 4 years. At year 3 annual visit to check in and discuss.
- Need an update to phase 1 environmental study from Terracon. Tract 1. Phase 2 is at DEQ.
- Insurance, need a fidelity bond.
- Build America, Buy America compliance
- Payments are made with a preauthorized EFT.
- Full time inspector on site. Options discussed later.
- Copy of audit each year after construction complete. Extra request with it.
- Quarterly reports schedule, first year after construction complete.
- Additional debt of any capacity has to have RD approval.
- After 5 years may be requested to refinance on the commercial market

Motion to accept will be conducted in the regular meeting immediately following the adjournment of this meeting.

Public Comment: none

Motion to adjourn made by Rick seconded by Shane at 1:45 p.m.

APPROVED