

TONOPAH TOWN BOARD
MEETING MINUTES
DECEMBER 9, 2015
TONOPAH CONVENTION CENTER
301 Brougner Avenue, Tonopah, NV 89049

Tonopah Town Board Chairman Horace Carlyle called the meeting to order December 9, 2015 at 7:02 p.m. Also present were Doug Farinholt, Janet Hatch and Duane Downing. Tom Seley was absent. Seventy-five others were in attendance. Chairman Carlyle led in the Pledge of Allegiance.

The Town Board recessed to the Library Board of Trustees at 7:24 p.m. and reconvened as the Town Board at 7:32 p.m.

1. Public comment

None.

2. Review and approval of minutes, in context, from the regular meeting held November 24, 2015.

This item was tabled.

3. Discussion, deliberation and possible decision to accept or decline NV Energy Charging Station Shared Investment Agreement: authorize execution of said agreement, if accepted, and all documents necessary to facilitate said agreement.

Marie Steele, Manager of Electric Vehicles and Renewable Energy, NV Energy talked about the NV Energy Charging Station Shared Investment agreement which is part of the partnership with NV Energy and the Governor's Office of Energy for the Nevada Electric Highway to connect Las Vegas and Reno for electric vehicles drivers in the State of Nevada. We are looking to increase economic development inside of Tonopah bringing electric vehicle drivers here. This program is part of an existing program to expand to the public electric vehicle charging stations. This agreement is an establishment but the Governor's office and NV Energy definitely committed to making this happen so if there are terms of the agreement or financial commitments that make you more comfortable with it we definitely are willing to listen to that because we would love to partner with the Town of Tonopah to bring electric vehicle charging here.

Horace Carlyle remarked that the problem is by comparing the proposal by NV Energy and the proposal by Tesla, the Town would potentially incur substantial amount of costs well beyond the proposed stipends by NV Energy. The long term costs after five years what is going to be paid for electric, the Town is responsible for maintenance, the installation of power which can be \$50,000 to \$100,000.

Marie Steele went on to say that they are willing to talk about that. When the program was designed we were not fully sure what the cost would be to install this. So now that there are more refined estimates, if the fund investment is what you are concerned about. If you would like to come back with the costs and estimates to talk about it, we can.

Horace Carlyle asked Chris Mulkerns to comment about if the Town moves forward with an agreement with Tesla, is the Town limited with going back and trying to work with NV Energy.

Chris Mulkerns replied by saying that the only issue would be if they went ahead with Tesla, they have a design in place that does not include NV Energy's charging stations at the same location.

Duane Downing disclosed that it was discussed earlier that they would not be able to have them both at the same location.

Chris Mulkerns went on to say that they have talked to Marie and to Cameron at Tesla. His comment was if the Town ends up going with both, that they would need to know that so that they could redesign what they have designed to include NV Energy.

Marie Steele replied that from a contract perspective, someone in Beatty will have both NV Energy and Tesla together. There is no preclusion from us to doing it together but the design has to be done for all of the space.

Ms. Mulkerns went on to say that it is all in the timing. It will be discussed in the next agenda item. Tesla is ready to move forward right now.

Duane Downing added that the hang up was that even though the Town would receive \$30,000 in grant funds to assist with this, it was identified very rapidly that would not come close to covering the expense especially when looking at the long term expenses after the contract has finished. The potential cost versus the potential revenue after the five year mark the numbers are not satisfactory. Any business analyst would look at the numbers and say it just does not look good. Tesla made a great offer where it is all on them.

Ms. Steele replied that there could potentially be some maintenance on the equipment. But after the five year lease for electricity charge you are free to charge for the potential maintenance. You can charge for the space per hour or for charging location. That is inside of the laws right now. There can be a potential profit for it after the five year free electricity. It is agreed that Tesla's business model is fantastic. But, the Governor and NV Energy have agreed to have electric vehicle chargers that charge all types of electric vehicles. Tesla vehicles can charge at these charging stations also.

Horace Carlyle asked if the Town moves forward with Tesla that enough space could be left to put NV Energy in later.

Ms. Mulkerns responded that Tesla is looking at the back side right down in front of the new Fire Station at the back of the park. A schematic had been sent from NV Energy that included Tesla spaces but they were on the front side. The District Attorney's office said it would violate the sign law that is in place with Nye County because of the size of the transformer, it being right on the highway, it would impede view of vehicles coming and going out of the parking lot. This is the main reason they went on the back side.

There was discussion about if both Tesla and NV Energy are approved there may be some way to share the development costs from NV Energy to both places so that would be a savings to us. Maybe we do not have that cost at all because technically Tesla is picking that up on their side. But Tesla needs to be notified ahead of time if the Town is going with both so a different design can be created that includes everything.

Now it is unknown that with the canopy being there in that area if all can be done without having to move it or to make room on the back side. If the canopy gets moved though it would change the dynamics of the park.

Mr. Downing added that the whole point of having the canopy was to have a place for people to sit out of the sun at picnic tables, relax and eat their food. Now that the Farmers Market has been moved, there is no issue with not having that particular park in that area because there are plenty of other parks around.

Doug Farinholt asked if there was a time frame this has to be completed by. Ms. Steele answered that there is not really a time limit it is just that they are committed to getting everything accomplished and they have been working intimately with Tesla.

Duane Downing asked how many charging stations are with Tesla. It was answered that there are eight charging stations set up in the schematic design. Ms. Steele added that in Beatty they have eight charging stations. Valley Electric Authority is sharing charges with the Town of Beatty. It is a business entity not a government entity.

Horace Carlyle went on to say that it would be nice to do what Beatty is doing, having both Tesla and NV Energy charging stations existing simultaneously if it is possible. The problem is we do not want to lose Tesla because they are the most suitable project both in the Town's and longevity point of views. After five years NV Energy's clause changes a lot. Everything rolls onto the Town.

Duane Downing said that the Board is not ready to make a decision on this yet. But the Town Staff can be directed to look at the numbers and come up with a proposal that would be acceptable to both. The initial information disclosed was a \$30,000 grant, and that there is nothing else, and if it is going to cost \$300,000 to put these things in no one is going to do it. But if we can notify Tesla that the Town is running with both since they are doing that elsewhere may be it is workable. Maybe they can go to six charging stations and there is two charging stations through NV Energy. Or everything can get reconfigured and there is a total of ten charging stations. There is enough parking room in that area to get this accomplished.

Doug Farinholt added that he has had the opportunity to look at the one in Beatty. The Town of Tonopah has a much better location to be able to work a deal with both Tesla and NV Energy and have charging stations in the area together.

Ms. Steele said if NV Energy has refined numbers to look at and working simultaneously with Tesla, they are committed to getting this accomplished. It would be nice to have the same look on Highway 95 as it does in the Town of Beatty.

Joe Westerlund asked in the areas that NV Energy has shared stations are the asphalt costs, parking lot set up and security costs being shared additionally.

Ms. Steele answered that she does not know the terms of Valley Electric yet but there is a person to talk to that has the answer. This is NV Energy's first shared station in Nevada. But that is what the goal of the Nevada Electric Highway is because next year this will be done in places elsewhere. NV Energy can definitely talk to Tesla about what cost share would make them comfortable too.

Mr. Carlyle asked what type of deal was worked in Beatty as far as replacements and upgrades, etc., because after five years all of it falls onto the Town.

Ms. Steele answered that Valley Electric Authority has a different agreement because this is the beginning of their electric vehicle venture and NV Energy has an established program. She does not know what their exact terms are but she would be happy to share that with the Board when it is disclosed. But if something is completely unacceptable to the Town under these terms they will become red lined. Mr. Carlyle added that he would like the Town Staff to come up with a combination solution to work with both Tesla and NV Energy, and to look at the initial five year and subsequent years costs as well.

Duane Downing went on to say as a Board, we are deciding to direct Staff to work with the NV Energy Grant along with Tesla to see if we can come up with an acceptable agreement for all parties, then that information will be brought back to the Board.

Chuck Fox commented that as of today there will be another electric car company in Nevada. Faraday Future is building another billion dollar auto plant at Apex in North Las Vegas, thus you will probably be dealing with them also. He is not sure if it is compatible with Tesla and whatever else the Board is working on but the company is planning on having cars available by 2017. He thinks it is going to be much sooner than Tesla.

4. Discussion, deliberation and possible decision to accept or decline Tesla Supercharge Agreement; authorize execution of said agreement, if accepted, and all documents necessary to facilitate said agreement.

Horace Carlyle stated it was not a simple agreement based on comments submitted by the District Attorney. He asked if POOL/PACT has any interest in this agreement for review.

Chris Mulkerns answered that the agreement would be sent to them but their involvement is more on the liability side because it is on Town property. If it gets that far then both of the Agreements will be sent to them for their review.

Mr. Carlyle went on to say he supported number four but with one addition, to work with NV Energy so as to combine both facilities. He does not want to impede Tesla and their schedule, but wants to ask to cooperate with NV Energy just as the Town of Beatty has accomplished.

Ms. Mulkerns reminded everyone that yes, it is a shared station in Beatty but the Town of Beatty is not involved with it. It has private property business owned entities dealing with it not government entities.

Mr. Carlyle added that it is the same principle. If they can work with a private land owner, the basic situation or the intent is going to be the same thing. It is getting the public broader service versus cost.

Janet Hatch stated that Tesla sounds promising and there is a complimentary working team here. The concern is since it sounds like Tesla is ready to go, can this be accomplished in phases.

Ms. Mulkerns indicated that the question will need to be brought to Tesla. Tesla asked that if the Town was going to go with both they need to be notified because it will change their design. It has been experienced with NV Energy, getting a design from them in a timely manner, namely three months, is going to be very questionable. Tesla's goal is to break ground as soon as they are able, when it is not too cold to do that.

Duane Downing added they are ready to accept the contract with Tesla but they need to be notified that the Town is considering two additional stations through the NV Energy State grant. We are hoping it does not muddle their design plans.

Ms. Mulkerns responded that the Town has spoken to Tesla and they are willing to redesign to include NV Energy stations. They will be asked what is the consideration now if NV Energy stations are going to be right there can we find a cost savings on our part if they're going to be paying for it anyway as far as putting in the transformer and making it all work. The design

would be just for their stations but with the inclusion that NV Energy is going to be right next to them.

Doug Farinholt indicated that it would be prudent for the Town to coordinate all activities on this so the street will not get torn up twice to lay cable, electricity or whatever.

Ms. Mulkerns added by looking at Tesla's design, they have had meetings with NV Energy, they will be coming from the pole that is at the upper parking lot off of Oddie Street. They will be going under St. Patrick's Street to reach the transformer. They will be paying for it including reconstruction if need be.

Terry Rivero asked if anyone has spoken to Ken Eason about this issue due to it being built on Town property. It could drastically increase the liability insurance for the Town and especially if one of the vehicles catches fire on the property. This could affect how much the tax payer's bill will be also.

Ms. Mulkerns replied that this will be sent to POOL/PACT, which was talked about in the earlier item, and get their input on it to find out what kind of liability the Town will have.

Mr. Rivero went on to add that Beatty's station is on private land. They assume the responsibility as private owners. This is a public entity which is different.

Ms. Mulkerns added that he has a good question. There is liability insurance on all Town property. Whether or not it is going to be enough insurance will be looked into as soon as possible.

Mr. Downing asked if an answer could be produced before the next Board Meeting. Ms. Mulkerns affirmed with a yes. The Board discussed that Mr. Rivero brought up a good point and that they need to speak to POOL/PACT before forming a logical conclusion and coming to a complete decision.

Jim Merlino asked what the benefit to the Town this is. He stated that it might make the Town look more desirable if a person is driving an electric vehicle but since this is in Beatty as being left to private business, why does the Town want to enter into something else that they possibly have to maintain and is the Town going to be able to receive revenue and charge on top of what the power company is going to provide. Mr. Downing responded that what he just asked is a lot of the reasons in past meetings the Board was going to step out of the NV Energy deal. It was the initial and down the road maintenance costs that made the Board step back. NV Energy indicated that it is willing to work with the Town. There is a potential revenue stream down the line but the numbers need to be additionally analyzed, whereas the Tesla Energy has no revenue and the costs are all on them with the exception of the land usage.

The conversation ensued between Ms. Mulkerns, Mr. Downing and Mr. Merlino about how this could be a possible revenue source for the Town and the area businesses. The Tesla charges are for Tesla customers only and they pay for all the costs. The deal is the Town would allow Tesla the use of the land at no cost. They bring the system in, do all the maintenance and take all the risk. The advantage to the Town is there are now charging stations for vehicles that require a recharge after a usual maximum distance of 200 miles. The reason the Town of Beatty did not acquire this themselves is because they did not have Town property in the right location available for use.

Horace Carlyle added that in the next few years if they put in a new Interstate, especially if it bypasses the Town, the Town of Tonopah will have a charging station that will attract hundreds of cars to come off of the highway, recharge, eat lunch and take time to look at the shops. This will produce consolidated tax, room tax if they spend the night; all of this is a positive.

Jeff Galli commented about the new 76 station that they have a large parking lot that could be available.

Ms. Mulkerns and Mr. Downing replied that it is unknown whether Tesla or NV Energy has talked to any of the businesses or private companies in town.

Marie Steele added that with NV Energy's program there is an application process in June soliciting strategic partnerships all across the US 95. The Town of Tonopah was one of the applicants applied to that they did want the city to have it. Private entities did as well but the Town of Tonopah had the best application, the best sustainability background, and it really made the most amount of sense with the location and property the Town has available. But other partnerships NV Energy has, cities and private entities as well, both are seeing great benefit from this as well since 2013.

This item was tabled.

5. Deliberation, discussion possible unintended consequences due to the acquisition "the county will receive all of the interest in all of the Prime Care assets, so it will receive secure interest and all of the equipment, all the personal property as accounts receivable or about \$2.5 million." as stated by Attorney Talitha Gray Kozlowski per the article published in Tonopah Times Bonanza & Goldfield News I Thursday, July 23, 2015. No beneficial financial benefit is declared for creditors and no verified appraisal for the value of the assets taken by Nye County is mentioned. The above actions by Nye County may have violated the Joint Plan of Reorganization In re: Prime Care Nevada, INC. DBA Nye Regional Medical Center/Debtor per Case No.: Bk-S-13-20348-LED Chapter 11, per Confirmation Hearing Dates: November 19, 20, and 21, 2014 at 9:30 a.m. See page 5 of 36 per first and 2nd paragraph of page 5 of 36. See page 15 & 16 #5. Reorganized Debtor must do MEANS FOR IMPLEMENTATION OF PLAN, which specified what the Tonopah Town Board requests that District Attorney Mrs. Angela Bellow review above actions taken for the specific financial benefit of Nye County, NV did not violate the provisions of the approved or revised Joint Plan of Reorganization. If there is a conflict based on representing the Town of Tonopah, the Tonopah Town Board requests that independent counsel be retained and be paid for by Nye County.

Horace Carlyle stated that he submitted this item for one reason: property. If you go to the conversations of the BOCC it is about money, gathering possession, loans and pay back. There is no objection to this but the concern is to make sure that if there is property taken from Prime Care, how it is going to be used or is the Town going to get any credit for it. One of the issues is getting to the creditors. Nye County is one of the creditors along with many others based on the settlement agreement. Someone takes 2.5 million dollars in receivables plus all sorts of other tangible property and equipment, what pay back goes against the gathering possession of loans, repayment of debt or the Northern Nye County Tax Hospital District from taxing. So because the property was taken it is a very complex, if you want to look at the back up, it is a very complex settlement agreement. There needs to be an accounting of the assets. The Town has accrued a taxing district to pay back creditors as well as operate, hopefully, a hospital. The less that is needed to pay back, the more functional the hospital district will be. That is the prime motivation. He has asked to have it reviewed by the District Attorney.

Lorinda Wichman, Nye County Commissioner, responded with asking what type of action was Horace Carlyle seeking for the Agenda Item. Mr. Carlyle replied with wanting to have an independent accounting or appraisal of the property that was taken by Nye County and how does it affect any offsets against the loans or paybacks.

Ms. Wichman went on to say that the Declaration of Value was established and signed off on by all the parties involved, \$727,000 that was written off against the loan. All agreed to it, PrimeCare, the County, with James Eason signing off on it, and the attorney that represents us in the bankruptcy case. The District Attorney has nothing to do with it.

Mr. Carlyle requested a copy of the Declaration of Value documentation. Ms. Wichman stated that she was not at liberty to provide anything that comes from the Bankruptcy Court, it has to come from the offices. Either contact Pam Webster at the office or Talitha Gray, which was the Attorney on the case. She asked Mr. Carlyle if there was any other thing he wanted out of the Agenda Item. Mr. Carlyle replied that there was nothing else.

The item was tabled.

6. Deliberation, discussion rescind/vacate Tonopah Town Board actions taken on June 18, 2015 pertaining to Agenda Item #2 & #3. Agenda Item #2. For Possible Action Discussion, deliberation and possible action to accept the reduction in the operating tax rate levied for the Town of Tonopah from \$0.6081 to \$0.4082 for Fiscal Year 2015/2016 pursuant to the creation of the Northern Nye County Hospital Taxing District, as authorized and established by the Nye County Board of County Commissioners. Agenda Item #3. For Possible Action Discussion, deliberation and possible decision to accept the Revised Final Budget for Fiscal Year 2015-2016 for the Town of Tonopah which has been amended to reflect an operating tax rate of \$0.4082, and also to reflect the addition of revenues received in Fiscal Year 2013/2014 generated by the Nye County Sales and Use Tax 2007, and anticipated revenues and associated expenditures relating to this sales tax in the current Fiscal Year 2014/2015, and also the Budget Year 2015/2016. The Northern Nye County Hospital District was not created per the requirements of Joint Plan of Reorganization #5.6. The Tonopah Town continue funding would place us a party attempting to avoid the contractual agreement per the Joint Plan of Reorganization. In addition, per Commissioners and Nye District Attorney comments it is clear that there us no attempt to comply with the agreement that would meet Joint Plan of Reorganization mandated requirements. Currently Nye County Regional Medical Center is closed and its operating license allegedly held in "abeyance" will be cancelled at the end of this year, 2015. Which means we do not need to finance the debt obligations of Nye County. Finally, a review by the Tonopah Board NRS 450.710 2 (c) clearly takes a vote. "The proposal is approved by a majority of the votes cast on the issue by persons in the proposed hospital district".

Horace Carlyle stated that this condition of reorganization to establish a hospital district of which the issue came up in a County Commissioners meeting on October 20, 2015, Agenda Item #9 on the BOCC column. At that time the District Attorney advised about the question on the Hospital Taxing District and how the money is to be used.

The issue primarily was the Bankruptcy Reorganization Agreement specifying that they had to use certain NRS's. He went on to speak about a comment from the Minutes of the BOCC on October 20, 2015. Commissioner Wichman had said NRS 450 required that there be a hospital by the individual who was providing the service to the District. It did not say that the hospital had to be in Tonopah. A hospital in Reno would qualify. Because Renown is a world known and staffed hospital, there is nothing in the NRS that said Nye County cannot do this. She said that this was

Functional Home Rule and the County could do what was necessary to take care of its citizens unless the law says not to.

On Page 4 of the October 20, 2015 minutes, Mrs. Angela Bello, District Attorney, stated that she had already provided her advice and would not have any other course. The language Ms. Wichman referred to was NRS 457.10, which handles the bankruptcy manner. When reviewing the second part of the statute it identified a hospital district that was a specific type and created by the vote of the people. She said this is not the type of district the board created and felt it should be reviewed by the Tax Department.

One of the issues is the bankruptcy agreement under the NRS. Quote, "This is back from the organization plan, this is not an option, and this is a mandated requirement under bankruptcy court. The agreement with the hospital district on the effective date or as soon as practical, hereafter reorganized debtor, is authorized to show and enter into an agreement with a hospital district consistent with NRS 450.710 to NRS 45.751, for reorganized debtors provision of hospital related medical service to the residents of Nye County." Under NRS 450.710, "Creation of the District for sole purpose of contracting for services of hospital", one of the provisions is 2C; "the proposal is approved by the majority of the votes cast on the issue by persons in the proposed hospital district." Unfortunately this provision was not followed.

If the Court or Ms. Wichman has an exception, just like provided, for discounting debt from \$2.5 Million, plus all other assets for \$700,000, he would support a hospital district. There is no indication of where Nye County has conformed to the NRS.

Lorinda Wichman stated that now the Agenda Item is partially understood. Some of it has been hard to understand. But it is realized that all of it is generated out of the October 20th meeting about the comments made by Angela Bellow during that meeting. On October 21st, a letter was received from Ms. Bellow, which outlined her concerns about this whole thing.

Ms. Wichman went on to say that earlier during this evening meeting Mr. Carlyle made a statement that the Library Board Budget was about half of what was anticipated. The Department of Taxation figures provided were not reliable. Now Mr. Carlyle is stating that we need to get an approval or the legal opinion of the Department of Taxation for Nye County to figure out what they are supposed to do. The opinion of the District Attorney is, "that the issue here is whether a hospital district tax can be collected if there is no full service hospital is meant solely to provide some things such as telemedicine services and/or clinic".

Ms. Wichman's response to the comment was using NRS 449.012 through 450.760, there is only one reference to anything other than the services of a hospital, which is found in NRS 449.012, which provides the definition of hospital as, "an establishment for the diagnosis, care and treatment of human illness, including care available 24 hours each day from persons licensed to practice professional nursing under the direction of a physician, service of a medical laboratory, a medical, radiological, dietary and pharmaceutical service." There is nothing in the subject statutes to direct or restrict how those services are delivered. Renown is recognized throughout Nevada as an excellent provider of hospital services as defined in NRS 449.012 as quoted above. The anticipated agreement with Renown will provide the services of a hospital, either through telemedicine, transport or referral to a hospital in Reno or another appropriate facility. Nye County's EMS provides for the 24 hour access by the way of transport until such time as the local facility can grow into a full range of services. With the exception of the new technology available in telemedicine, this is much the same as the services in the past. With that one exception. One

has to walk before they can run with this agreement. They have to have a basis here before they can expand it.

Ms. Wichman went on to quote Ms. Bello, "At the meeting I stated my opinion. It would be prudent to run the proposed plans by the Tax Department, and advise the Board of the same, but you rejected that advice apparently from what you stated in part at the hearing and from your email because you feel confident or at least willing to risk the recent changes, justifying use of the hospital districts tax revenues to solely support something such as telemedicine, etc. services."

Ms. Wichman read some of her response to Ms. Bello by stating that the NACO white paper on Functional Home Rule was for informational purposes only. As stated in the white paper, SB 29 Grants County's Limited Functional Home Rule is a limited form of authority to pass ordinances and act upon matters of local concerns that are not otherwise governed by state or federal laws. It is believed that the basic premise will apply. The District Attorney's interpretation of NRS is literal and it is agreed that a literal interpretation should be used when the law specifically restricts an activity. However in NRS 450.630 the use of the word 'shall' then requires the Board of Trustees to carry out the spirit and intent of the NRS. Ms. Bello also stated in her letter that the State does have an interest in how taxes are spent and regulate them by statute. The law is not silent on which tax is to be used for. It stipulates that the specific tax is only used for the purpose to what it is raised. Resolution 2015-17, creating the Northern Nye County Hospital District states "it was further resolved that the provisions of NRS 450.550 to and including NRS 450.760 relating to County Hospital District B and the same are hereby adopted". This is followed by Ordinance of 2015-6 which created the Board of Trustees.

Ms. Wichman continued on saying that it was a grave misjudgment of putting this on the Agenda as it is written. The purpose of the tax levy for the Northern Nye County Hospital District is clear. The District Attorney clearly states in her email that according to the NRS, the Nye Regional Medical Center is clearly a hospital, not something else. The Board of County Commissioners and the Hospital District will continue to maintain the hospital in the District while doing everything possible to ensure that the facility will again become the home of excellent extended services. The last statement of her email stated that she has not opined that it is absolutely unlawful for the Hospital District to enter into an agreement to support the services being offered by Renown. Only that she has serious concerns regarding the same and she does not think it prudent to take risks regarding the use of tax payer's dollars.

Ms. Wichman went on with the last paragraph indicating that there was unsureness whether or not the actions taken by the Board were in conflict with the NRS. The public statement during the Board of County Commissioners Meeting stated that the Board cannot use the District Taxes to support an agreement with Renown. It has caused a delay in getting an agreement including with Renown. It needs to be withdrawn publically. The District Attorney has talked to Renown's attorneys. There is now a draft agreement with Renown. Ms. Wichman addressed Horace Carlyle directly by thanking him for helping the District Attorney.

Ms. Wichman closed with reading a letter from Talitha Gray, Bankruptcy Attorney with acclaim of being one of the top ten Attorneys in the State of Nevada. The letter had reviewed the Items submitted by Horace Carlyle, December 9, 2015. Ms Wichman read the part of the letter where Mr. Carlyle References 5.6 of the plan. It states partially that Agenda items 2 and 3 are based on several statements that should be addressed separately. The joint plan of reorganization "only requires that on the effective date or as soon as practicable thereafter, the reorganized debtor is authorized to and shall enter into an agreement with the hospital district consistent with the NRS's that have been discussed." The letter goes on to say that "the reorganized debtor's

provision of hospital and related medical services to the residents of Nye County, (see Section 5.6 of the plan), until the Northern Nye County Hospital District was formed there was no ability for the Hall Hospital District to enter into the contemplated contract with the reorganized PrimeCare. The Hospital District was approved on May 29, 2015 and the Northern Nye County District Board of Trustees was approved on July 21, 2015, with an effective date of August 10, 2015. Until the Hospital District was formed and the Board of Trustees was approved and effective, there was no practical means by which the Hospital District and the reorganized PrimeCare could enter into an agreement for the provision of the medical service. Thus there could be no violation of Section 5.6 of the Plan. As the result of the fact that Nye Regional Medical Center closed on August 21, 2015, an agreement was not and could not be reached with reorganized PrimeCare. There was no violation of Section 5.6 of the Plan. Moreover the Plan does not impose any obligation from Nye County, the Hospital District or the Town of Tonopah. Rather it only imposes an obligation on the reorganized PrimeCare, stating reorganized debtor, is authorized to and shall enter into an agreement. Even if there were a breach it would be reorganized PrimeCare's breach resulting from Nye Regional Medical Center's closure, not Nye County, not the Hospital District, and not the Town of Tonopah".

Horace Carlyle stated he had one question which was NRS 450.710, 2C; has the County complied with it. Ms. Wichman replied with not only did the County comply with it but he did also, reminding him that 2C states that, "a Board of County Commissioners shall not create a Hospital District per lent to this Section unless it determines that the proposal was approved by a majority of the votes cast on the issues by persons in the proposed Hospital District." As a Board Commissioner member Ms. Wichman felt she represented her vote pretty good. So the emphasis on this section would indicate to the reader that there is an uncertainty this requirement was fulfilled by the Board of County Commissioners. Please refer to the Minutes of the teleconference held on June 19, 2015, which will provide a Roll Called Vote of the representatives of all the affected taxing districts within the hospital district boundaries. The vote was unanimously in favor and you cast the vote for the Town of Tonopah. Ms. Wichman continued on by saying that whatever has been done that somebody can poke a hole in, that is wonderful, but it is not going to stop from moving forward with the efforts that have been put into getting the hospital agreement with Renown. It is a 99% positive chance that there is not a Legislator in the State of Nevada that will find fault with what has been accomplished. She stated, "We are responsible for the health, welfare and safety of the people that are traveling through and the people who live here. That is our primary goal and job."

Ed Tomany, resident of Tonopah, stated that it appears that everyone had a lesson in government organization or reorganization. He and others were present at the meeting dated October 20, 2015. During that meeting the District Attorney challenged the legality of the Board's action. She inferred that she was going to seek the opinion of the Tax Department and then he asked whether she did this or not. Ms. Wichman replied that yes the District Attorney indicated that at the meeting, but it is unknown whether she spoke to them or not. It is going to be assumed that she did what she said she was going to do. They have been asked to appear before the Local Government Finance Committee in January. It will be assumed that the Tax Department will be asking some questions, because of some issues the District Attorney has brought up.

Pamela Heemstra, resident of Tonopah, stated that it is understood that the license will end by the end of December. Ms. Wichman answered that there was a very nice gentleman who is ignoring the license expiration until the opportunity presents itself to get up and running with Renown. There is no expiration date on his kindness. The draft agreement with Renown is being worked on. It has been alluded to her a couple times now that they have a plan to bring urgent care in

much quicker than they presented to the Board of County Commissioners in their plan. It has also been alluded to that they have hired a Primary Provider to take over and start working in January.

Duane Downing reiterated what was said before that the Agenda Items could have been handled differently, it created a lot of panic around Town, and this is the largest Town Board Meeting he has seen in his six years. There could have been a lot more research being done and communication because information is difficult to get. Misinformation can create panic.

Ms. Wichman said she made one campaign promise, which was to respond to all phone calls, emails, and letters from everyone. Not just the Town Board Members. She is listed on the Website. If you have a question about a Board of Commissioners Agenda, something that took place or something that is not understandable, pick up the telephone and call. There will be no pretending to have all the answers but will try to find them. Mr. Downing agreed that he can attest to the fact she will answer the phone and try to get an answer. He will do the same when he is not working in a different capacity and is available for the Town. The information needs to be put out there. Everyone needs to do their civic duty and pay attention. The County Commissioner meetings are recorded and put online for reviewing at any time.

Jo Eason, a Tonopah resident, made a comment that she has resided in Tonopah for 23 years. This is the second time the BOCC has held the fate of the hospital and the community in their hands. Had there not been a facility in the community 15 to 16 years ago she would have lost her oldest son. It took the combined efforts of our hospital who boasted an incredible nursing staff, Flight for Life Crews and Renown to save him. In the end Renown credited our hospital for saving his life. It is something she will be forever grateful for. That being said Renown is a well-known and respected medical facility throughout the entire State of Nevada. If they are willing to take a chance on Tonopah, knowing the current state of affairs with the community, why is their opposition or a questioning of it? The lack of understanding, and communication between the Board, the County, and the community cannot continue. It has nearly jeopardized the hospital the wellbeing of the community and the surrounding neighbors. Two things can make or break a community such as this, schools and medical facilities. Please do not allow it to happen.

Betty Reed, a Tonopah resident, stated that she has been a resident for over 40 years. She worked for the hospital for a long time. When it was stated that this issue would be tabled, it should actually be 'killed'. It should be over with and done. The Commissioner has done everything she can to see that the facility is up and running. Renown has been contacted, the NRS has been gone through, just 'kill' the item.

Mr. Carlyle made statement about he has supported the Hospital District and the Town has supported the Hospital District. He wants to make one thing clear: He has no authority except if it is by the consensus of the Board. Every one of the Board Members are not his puppet, they are independent as is being well observed by all present tonight. They have custodial care of the Public's money, if there is an error in any decision that has been written by the Board on the expenditures, they are liable. They are not forgiven when making mistakes. There is no justifying anything, the Board just has to be very careful. Commissioner Whitman is in the same position. What she does is monitored and she is liable for. There are more rules and regulations to trip her up than a person can count. But through it all she gets up and does an astounding job.

He is not asking for forgiveness or consent for what has been submitted. It was his duty to submit it. He wanted to ensure that what he has submitted will be on the public record. It is important because if there is an issue later it will all be documented. The County Commissioners have done an outstanding job quoting the NRS's and documenting things that were not available to him or

he did not have knowledge of. There is no apologizing for placing this Item on the Agenda for it has brought the Community together as witnesses. It will now not be considered just a rumor. If there is a legal challenge in the future it is all documented and not being just of opinion. It is a hope that this makes a difference in arriving to the goal of having a functioning Health Center that will eventually evolve into a lifesaving institution.

Mr. Downing made a couple quick clarifications, by tabling the Item with no action it “dies on the vine”. It would have to be resubmitted to be placed back on the Agenda as an Agenda Item. Even if it was to go to a vote nobody would make a motion on it. So, “it is dead on the vine”. The Board is around to do everyone’s will. To be representatives of you. That is why the Board voted to go with the Hospital Taxing District. A third of the budget coming in was dedicated for that purpose. The Board knows that is what the Community needs and wanted. If this was to go for a vote tonight there would be no way he would rescind it. This is what is needed.

The item was tabled.

7. Department Budget Reports

There was no issue with the Budget Reports.

8. Town Board Member’s/Department Manager’s/Nye County Commissioner’s comments

No Comments.

9. Closure of meeting, pursuant to NRS 288.220 for purposes of conferring with Town’s management representative regarding labor negotiation issues, and other personnel issues.

No action taken by the Board.

10. Closed meeting, pursuant to NRS 288.220 for purposes of conferring with Town’s management representative regarding labor negotiation issues, and other personnel issues.

No action taken by the Board.

11. Discussion, deliberation, and possible decision on labor negotiations, issues and other personnel matters presented in the closed meeting.

No action taken by the Board.

12. Correspondence

Tonopah Room Tax Report, November 2015

Tonopah Convention Center Report, December 1, 2015

State of Nevada Department of Taxation, November 30, 2015

Mammoth Mechanical, Inc. Quote 1051, Revised 2nd Time

Round Mountain Town Board Notice of Possible Quorum, December 10, 2015

Round Mountain Regular Meeting Agenda, December 8, 2015

Nye County Assessor, December 7, 2015

Tonopah Town Office Email, December 7, 2015

NyE Communities Coalition, Tonopah News, December, 2015

J. Michael Schaefer, JD letter, December 1, 2015

Tonopah Public Utilities Report, November 23, 2015 to December 9, 2015
Nye County Water District Governing Board Meeting, December 14, 2015
Tonopah Emergency Management, Tonopah Ambulance Challenges, December 6, 2015

13. Approval of vouchers for payment.

The Board reviewed and signed the vouchers. Duane Downing made the motion to approve the vouchers for payment. Doug Farinholt seconded. Tom Seley was not present. No further discussion. Motion carried 4-0.

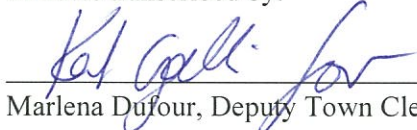
14. Public comment

None.

15. Adjourn

The meeting adjourned at 9:06 p.m.

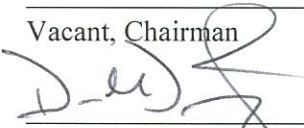
Minutes transcribed by:



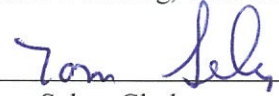
Marlena Dufour, Deputy Town Clerk

Approved:

Vacant, Chairman



Duane Downing, Vice-Chairman



Tom Seley, Clerk



Janet Hatch, Member

Doug Farinholt, Member

TONOPAH LIBRARY BOARD OF TRUSTEES
MEETING MINUTES
DECEMBER 9, 2015
TONOPAH CONVENTION CENTER
301 Brougher Avenue, Tonopah, NV 89049

The Tonopah Library Board of Trustees meeting was called to order December 9, 2015 at 7:24 p.m. by Janet Hatch. Also present were Horace Carlyle, Duane Downing, and Doug Farinholt. Tom Seley was absent. Seventy-five others were in attendance.

1. Public comment

None.

2. Review and approval of minutes, in context, from the regular meeting held November 24, 2015.

This item was tabled.

3. Discussion, deliberation and possible action to approve closing the Tonopah Public Library on December 26, 2015 and January 2, 2016.

Chris Mulkerns indicated that Diane Ryals could not be present at the meeting. They are asking to have the Library closed on December 26, 2015 and January 2, 2016 because both of the days are Saturdays after holidays and they are only open just three hours those days.

Horace Carlyle made the motion to approve closing the Tonopah Public Library December 26, 2015 and January 2, 2016. Duane Downing seconded. No further discussion. Motion carried 4-0.

4. Library Budget Report

Horace Carlyle commented that for the period until November 30, 2015 the Property Tax Revenue collected was up \$5,696.00. It is still far below what the projected was initially based on Solar Reserve and things. Based on the abatement for Solar Reserve, it appears that the figures that were given by the Department of Taxation are not realistic or reliable.

Chris Mulkerns stated for everyone's information that the draft audit for the Library is not ready for presentation, but based on what is coming out for 2015 and which was presented at the end of June, the amount is about half of what was told then that was going to be collected. It looks like it is going to be the same again for this year.

5. Library Board Member's/Department Manager's comments

Horace Carlyle stated that Diane Ryals and her husband are still working on the Library. Process has slowed down due to no heat available to be able to paint. Electricity has not been established yet.

Janet Hatch thanked the volunteers that have been working on the Library. They have been working very hard in giving their time. It is exciting to see the progress.

Doug Farinholt said people that have not been to the Library lately need to visit it, then give their feedback because it has come a long way. It is really impressive of what has been done.

6. Correspondence

None.

7. Approval of vouchers for payment

The Board reviewed and signed the vouchers. Duane Downing motioned to approve the vouchers as presented for payment. Janet Hatch seconded. No further discussion. Motion carried 4-0.

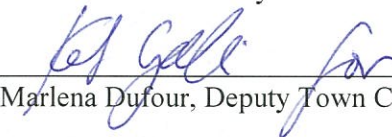
8. Public comment

None.

9. Adjourn

The meeting adjourned at 7:32 p.m.

Minutes transcribed by:



Marlena Dufour, Deputy Town Clerk

Approved:



Tom Seley, Chairman



Janet Hatch, Vice-Chairman



Duane Downing, Clerk

Vacant, Member

Doug Farinholt, Member