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Subject: Palm Drive -- Additional Condition for Dissolution
Date: Monday, July 13, 2020 5:50:23 PM
Attachments: [Articles_20200610.pdf](#)

EXTERNAL

Hi, Mark ???

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On July 2, I sent you a request to LAFCO to impose conditions on the dissolution of the Palm Drive Health Care District at your meeting on August 5. I have a follow-up to that request as well as one additional requested condition.

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As I wrote previously, the Palm Drive District voted 3-2 to give \$200,000 to a brand-new non-profit corporation called ???Gravenstein Health Action Coalition??? (GHAC). When I wrote previously, GHAC was so new that the Articles of Incorporation document had not been posted yet on the state corporation website. Now it has, and I???m attaching a copy for reference.

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At the bottom of the document, the ???Incorporator??? is listed as **Alanna Brogan**, the District Executive Director. The document does not name any directors. In California, if the articles do not name the initial directors, the incorporator(s) can do whatever is necessary to finish setting up the corporation in California, including approving bylaws and electing officers and directors.

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Thus, the District ED has the sole authority to name GHAC directors and approve the GHAC bylaws. As I noted previously, the agent listed for service of process is the District???s counsel, and GHAC???s address is the District office. Clearly, this new entity has been created by the District to hide \$200,000 away from the dissolution process, to be spent later, out of the public eye, for purposes never approved by District voters.

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In addition, I???m asking that another condition be placed on the District upon dissolution: preservation of all District-related records, including correspondence in the private email accounts of District directors that have been used for District business.

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Based on my experience as a former District director, I believe every director has a District email account (@pdhcd.com). When I was on the Board, District counsel urged all District personnel to use these email accounts for District-related business. Unfortunately, in my experience, directors often use private email accounts for District business. Separate from this

email, I will forward a District email sent just last week to all directors. As noted in the message headers, none of the directors is addressed using his/her District email account.

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Therefore, in addition to all @pdhcd.com accounts, here are the accounts I request LAFCO to order preserved:

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stsav8r@yahoo.com (Dennis Colthurst)

eheartt@icloud.com (Eira Klich-Heartt)

richardpower44@gmail.com (Richard Power)

poohcornerfarm@comcast.net (Gail Thomas)

gail.thomas@sonomawestfoundation.org (Gail Thomas)

randy.coffman@winecountrygroup.com (Randy Coffman)

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Please contact me if you have questions or need additional information. Thank you very much.

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Jim Horn, PE, LEED AP

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