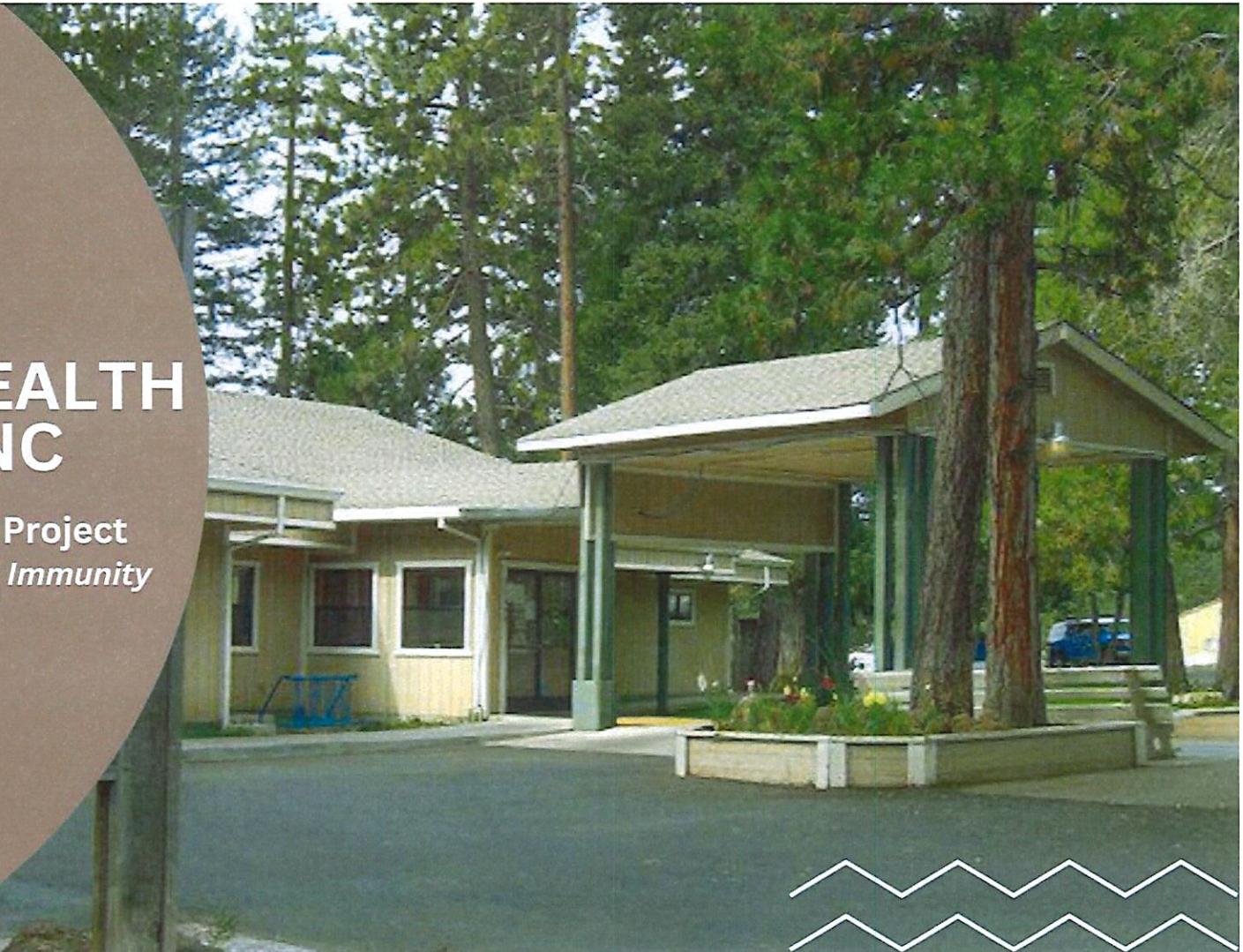




PIT RIVER HEALTH SERVICES, INC

Burney Clinic Expansion Project
Limited Waiver of Sovereign Immunity
Waiver Presentation

Loren Ellery, PRHS CEO
Angie Wilson, PRHS BOD

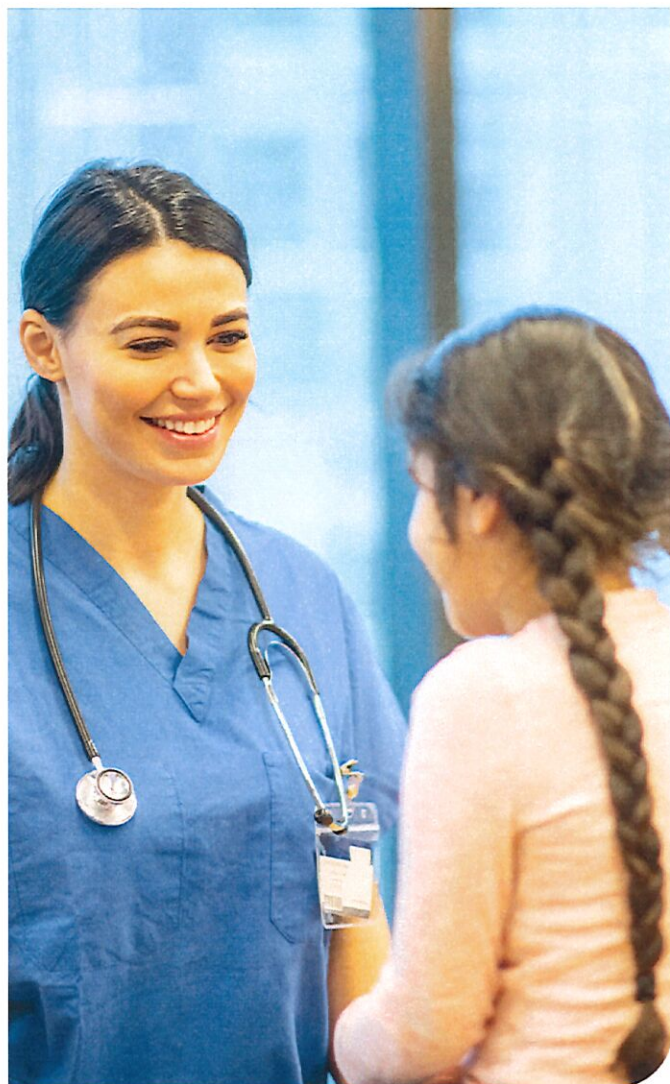




Pit River Health Service

Mission Statement

"To provide the highest quality healthcare services to our patients making all possible efforts to raise the standards of healthcare for our tribal members and others we serve"



Current Considerations



Lack of space to meet the healthcare needs of our patient population

Space needs are paramount to our ability to expand primary care services



Cost of Care

Healthcare costs for Purchased and Referred Care continue to rise, transportation and hardship for our patients are barriers we must overcome



Recognizing our Opportunities

Our increased ability to expand facilities, claim 105(L) leasing costs, increase billable encounters to sustain healthcare services and strengthen our Tribal Self-Governance is our responsibility



Our Burney Clinic Expansion Project



Expanding Primary Care

Lab services, Pharmacy, Xray, Optometry, Medical, Dental and Behavioral Health expansion of space and clinical staffing



Sustainability

PRHS transitioned into a Tribal Medicaid FQHC designation, increasing our ability to bill for expanded services, evidenced in our 3rd party revenue outcomes



Strengthening Tribal Self-Governance

Expanding our facility space increases our 105(L) lease claim to the IHS

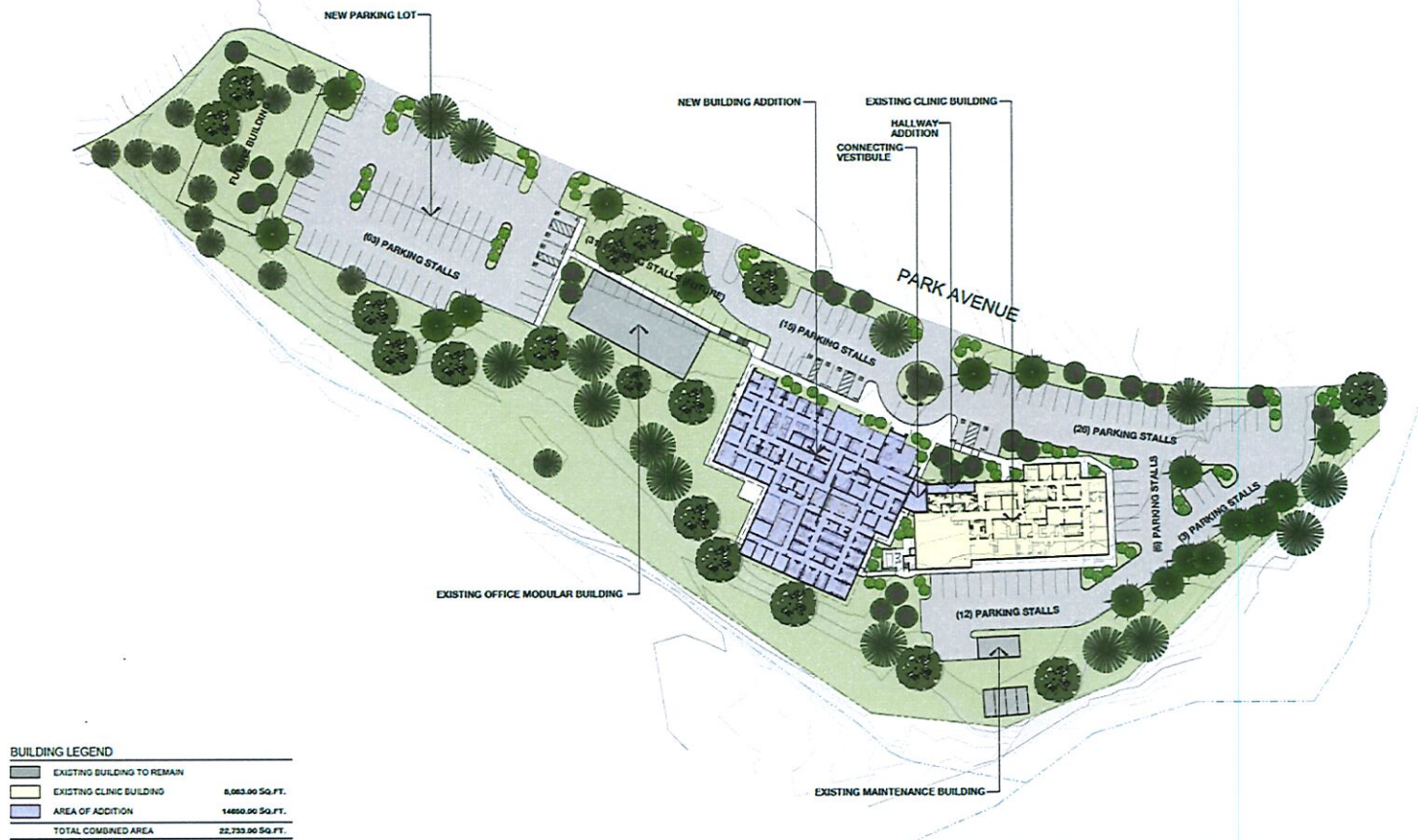
PRHS Burney Clinic Expansion

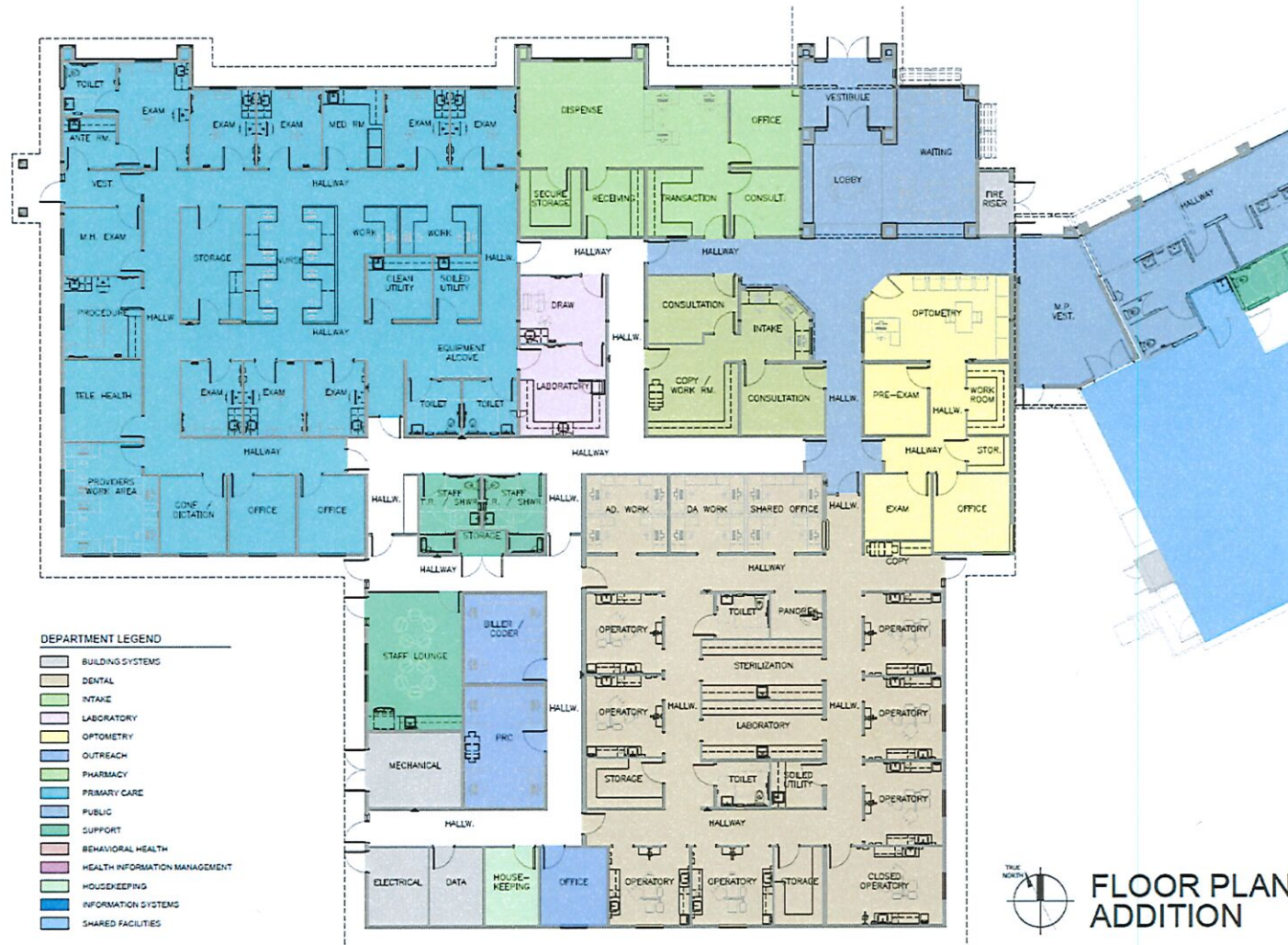


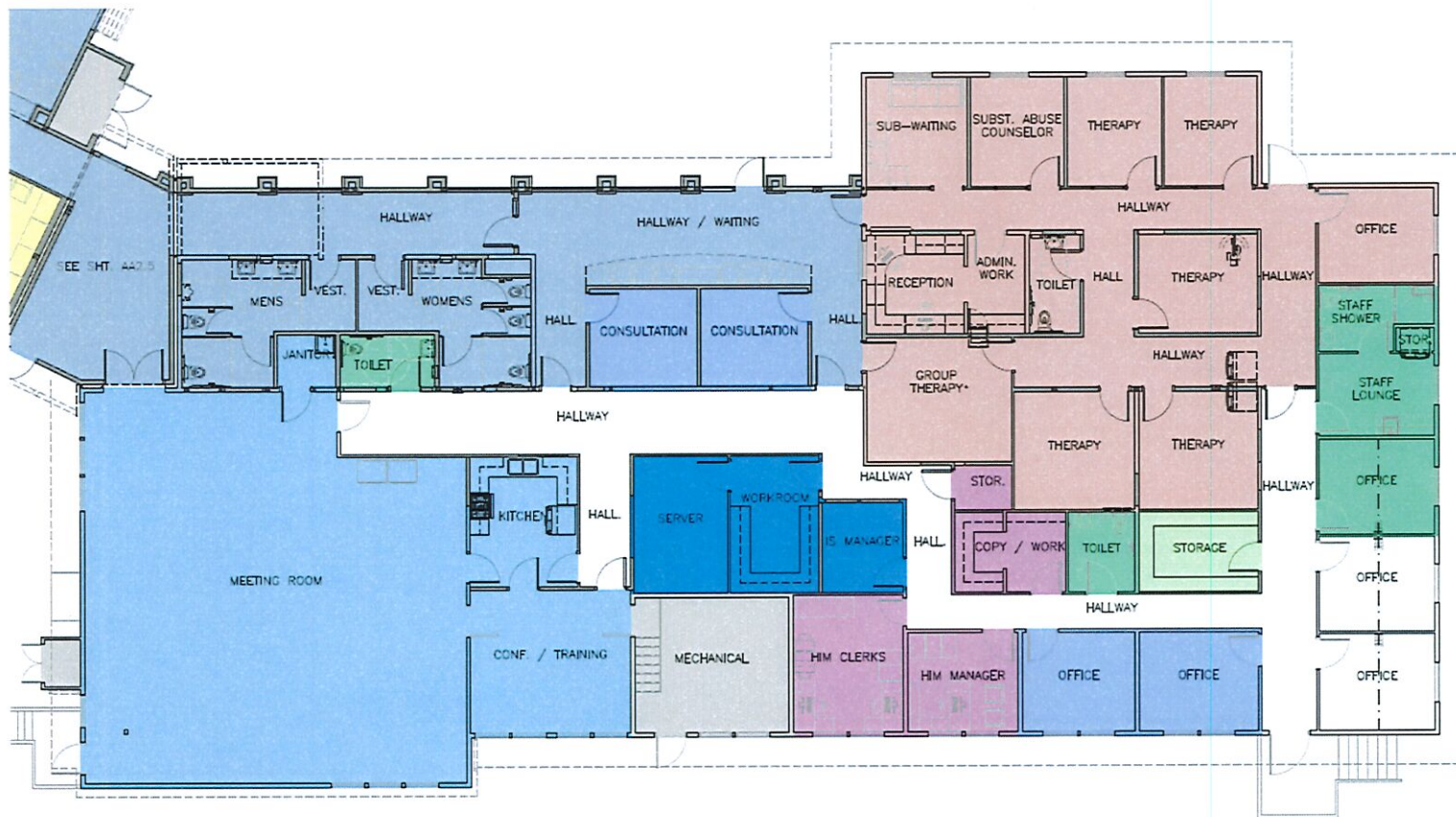
ELEVATION

New facility will provide additional services within the Burney clinic including onsite Pharmacy, Optometry, X-ray, expanded Laboratory services, expanded Medical, Dental, Community Health, Behavioral Health services and provide space for visiting specialty care providers.

The expansion of space will increase from 6,578 SQFT to 22,700 SQFT (3.5x increase). In addition, is projected to provide 24 new jobs, increasing our staffing from 64.5 FTE to 88.5 FTE.

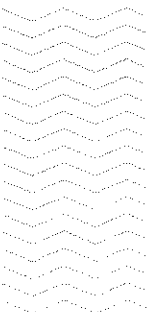







Burney Clinic Project Financing

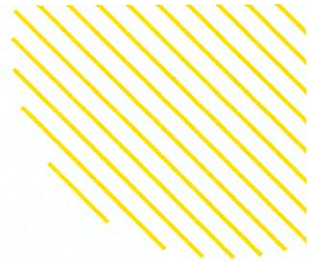
Sources of PRHS New Burney Clinic Construction Funding



PRHS Capital Fund (from CSC Settlements, ARPA, etc.)	\$5,108,857
2022 M&I and Equipment Funds	\$190,000
2022 BEMAR	\$60,000
Small Ambulatory Program funds	\$2,000,000
USDA Emergency Rural Healthcare Grant	\$1,000,000
2023 M&I	\$190,000
New Market Tax Credit (Net Benefit)	\$2,154,600
USDA Loan (will first come from Native Am. Bank)	\$6,260,400
Order of Magnitude Budget for New Burney Clinic:	\$16,963,857



Burney Clinic Expansion Project



Project Planning

Project planning has been completed with the PRHS BOD, Clinic Leadership and contracted professionals



Project Management

Project Management is on track for potential start of construction for August 2023.



General Contracting

Contractor has been procured under strict procurement process and approval by USDA



Limited Waiver of Sovereign Immunity

Limited waiver of sovereign immunity is next step in securing construction and financing contracts

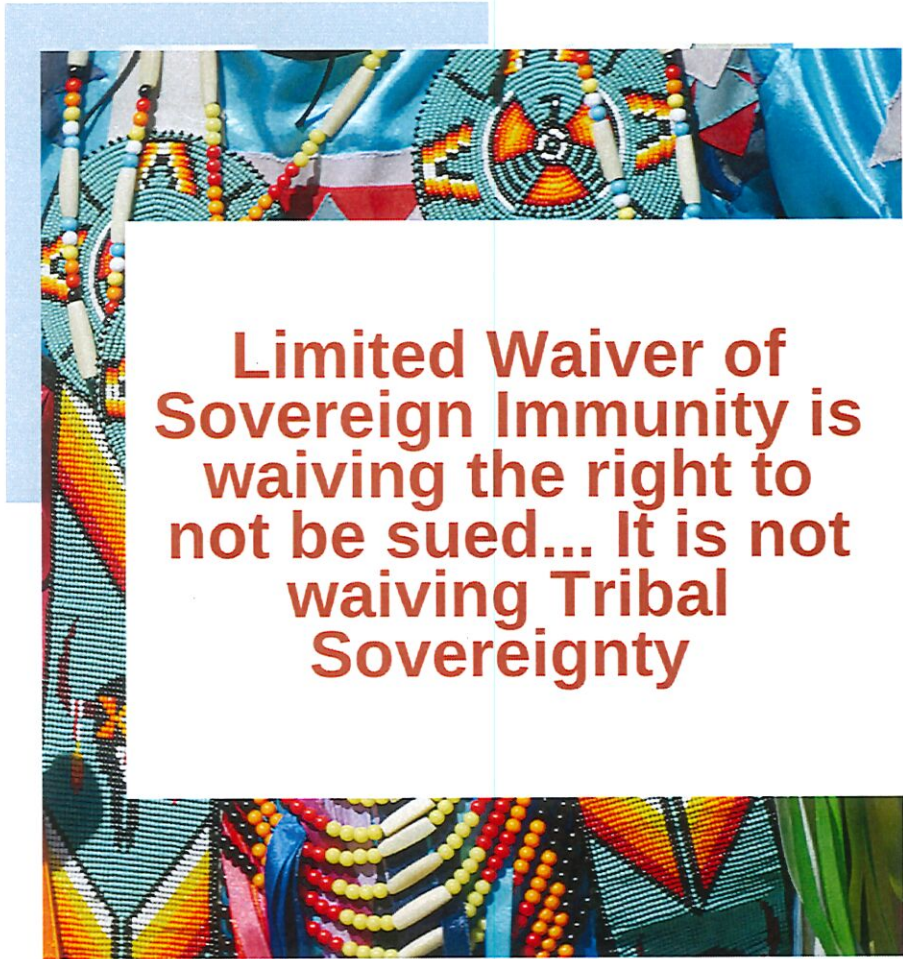
Limited Waiver of Sovereign Immunity

When a tribe enters into a commercial endeavor it is investing its time, energy, and resources, and its business partner is doing the same. It is a reasonable business practice for all parties to want to protect their business investments.

Tribal sovereign immunity can prevent a lender or business partner from protecting its investment. Whenever a tribe or an unincorporated instrumentality of the tribe enters into a contract or agreement, sovereign immunity is implicated.

A lender or business partner will likely seek a method to protect its investment through a Limited Waiver of Sovereign Immunity.

The decision to approve a Limited Waiver of Sovereign Immunity is a governmental decision (PR Constitution Article VII, Powers Section 3, Reserved Powers (a)).



**Limited Waiver of
Sovereign Immunity is
waiving the right to
not be sued... It is not
waiving Tribal
Sovereignty**

Limited Waiver of Sovereign Immunity

Who can bring a claim

A waiver should specify who can bring a claim, (e.g. the general contractor but not any other party, including any successor or assignee of the contractor).

Types of claims allowed

A waiver should specify claims to enforce the contract and any related disputes. A waiver can bar alternative theories of recovery, such as tort claims.

Choice of Forum

If State or Federal court jurisdiction exists, it may be a forum to which all parties can agree. However, arbitration has become a common mechanism for dispute resolution, and waivers may include arbitration with suit to enforce the arbitration and any arbitration award.

Limited Waiver of Sovereign Immunity

Choice of Law

Generally, a waiver should include a statement specifying the choice of law (e.g., the jurisdiction under whose laws the waiver is subject) to be applied by the court hearing the claim.

Judgement Amount

A basic way in which a waiver can be limited is to a maximum dollar amount. The limitation may be based on the total contract amount or on some other figure.

Duration of the Waiver

A waiver may be limited in duration. Generally, the relevant period is determined by the specific circumstances involved with the contract (e.g., the length of the construction contract).



PRHS LIMITED WAIVER OF SOVEREIGN IMMUNITY

- The PRHS Limited Waiver of Sovereign Immunity is specific to the Burney Clinic Expansion Project only.
- It is specific to Construction and Financing Agreements only.
- It is for the duration of the expansion project estimated to be complete in 2.5 years
- It does not jeopardize the Pit River Tribes assets, as it is limited to the PRHS
- It will be in the jurisdiction of State Court and Law and includes arbitration
- It is specific to the total cost of recovery of construction contract and financing agreement

General Membership Vote

**To approve: Membership Resolution 23-04-01
AUTHORITY FOR PIT RIVER HEALTH SERVICES, INC. TO WAIVE
ITS LIMITED SOVEREIGN IMMUNITY IN CONTRACTS AND
AGREEMENTS RELATED TO THE CONSTRUCTION OF THE NEW
BURNEY HEALTH CARE FACILITY**

Considerations:

VOTE OF YES

Would allow PRHS to utilize Limited Waiver of Sovereign Immunity specific to the Burney Clinic Expansion Project. (Construction and Financing)

Limited Waiver of Sovereign Immunity would be specific to the expansion project and is estimated to be complete in 2.5 years.

VOTE OF NO

Would deny the PRHS from authorization of a Limited Waiver of Sovereign Immunity and would jeopardize the loss of construction contract and funding agreements.

The project would likely end and no expansion would occur

BURNEY CLINIC EXPANSION FUNDING

PRHS Capital Fund	\$5,108,857
2022 M&I and Equip Funds	\$190,000
2022 BEMAR	\$ 60,000
Small Ambulatory Grant	\$2M
USDA Emergency Rural HC Grant	\$1M
2023 M&I and Equip Funds	\$190,000
New Market Tax Credit (net)	\$2,154,600
<u>USDA Loan (NAB)</u>	<u>\$6,260,400</u>

Total Funding: \$16,963,857



Thank You

The image features a central white rectangular box with a thin brown border, containing the text "Thank You" in a bold, blue, sans-serif font. This box is part of a larger abstract composition of brown geometric shapes. To the left of the box is a large brown triangle pointing right, with a thick black outline. To the right of the box is a large brown triangle pointing left, also with a thick black outline. Above the box is a smaller brown triangle pointing down, and below it is a smaller brown triangle pointing up. The entire design is set against a plain white background.