

**COUNTY OF RIVERSIDE
COMMUNITY DEVELOPMENT BLOCK GRANT PROGRAM
APPLICATION FOR CITY OF LAKE ELSINORE
2018- 2019 CITY CDBG ALLOCATION**

I. GENERAL INFORMATION:

Applying Organization Name: Vista Community Clinic

Type of Organization: Non-Profit Organization **X** Faith Based Organization
 For-Profit Organization Institution of Higher Education

Organization Address: 1000 Vale Terrace Drive

City: Vista Zip Code: 92084-5218

Mailing Address: 1000 Vale Terrace Drive

City: Vista Zip Code: 92084-5218

Telephone Number: 760-631-5000 Fax Number: 760-414-3701

Executive Director: Fernando Sañudo

Telephone Number: 760-631-5000, x1131 E-mail: ceo@vcc.clinic

Program Manager: Nannette Stamm

Telephone Number: 760-631-5000, x7145 E-mail: nstamm@vcc.clinic

Grant Writer: Joshua Lazerson

Address (If different from above):

Telephone Number: 760-631-5000, x7099 E-mail: Joshua.N.Lazerson@vcc.clinic

II. ORGANIZATIONAL HISTORY: (This is applicable only if you are a non-profit organization)

Date Organization founded: 6/15/72

Date Organization incorporated as a non-profit organization: 10/10/72

Federal identification number: 95-2815615

DUNS Number: 073383754

Organization Web Address: www.vcc.clinic

Does your Organization expend \$750,000 or more a year in federal funds? YES

Number of paid staff: 664

Number of volunteers: 190

Members/Board of Directors: (Attach)

III. PROJECT ACTIVITY:

A. Name of Project: Providing Lake Elsinore residents access to insurance and health care

B. Specific Location of Project- Attachment 3 (include street address; if a street address has not been assigned provide APN)

Street: 30195 Fraser Drive

City: Lake Elsinore

Zip Code: 92530

APN:

C. CDBG Funds Requested: \$20,000

D. Where will the proposed activity occur (be specific as to the geographic boundaries)? If the project involves a new or existing facility, what is the proposed service/benefit area for the facility?

E. In which City(ies)/Communities does the activity occur? All project activities will take place within the City of Lake Elsinore (focus on Census Tracts 430.01, 430.05, 430.06, 464.02, 464.03 and 464.04).

City (ies): Lake Elsinore

Community (ies):

NOTE: EDA will make the final determination of the appropriate service area of all proposals.

F. If this project benefits residents of more than one community or jurisdiction, have requests been submitted to those other entitlement jurisdictions? (i.e., County district(s) 1st, 2nd, 3rd, 4th, and/or 5th, City of Palm Springs, City of Moreno Valley, City of Riverside, etc.) N/A

G. Check ONLY the applicable category your application represents.

- ☒ Public Service **XX**
- ☐ Homeless Activities
- ☐ Real Property Acquisition (Must consult with EDA prior to submitting application)
- ☐ Housing
- ☐ Rehabilitation/Preservation (please provide picture of structure)
- ☐ Public Facilities (construction)
- ☐ Infrastructure (i.e. Streets, Sewer, Sidewalk, etc.)
- ☐ Other: (provide description) _____

H. Respond to A & B only if this application is for a public service project.

- (a) Is this a NEW service provided by your agency? Yes ☐ No ☒
- (b) If service is not new, will the existing public service activity level be substantially increased or improved?

Use of this funding will support continuation of outreach, education, and enrollment services essential to this relatively new clinic's development and to residents' continued access to health insurance. These particular services become especially important at a time when many members of medically vulnerable populations may have such significant concerns regarding the accessing of institutional services such as healthcare, that they might forgo use of these services. VCC needs to ensure that both current and prospective patients understand that they should have no concerns regarding their legal status in the context of accessing health care services.

V. PROJECT NARRATIVE:

- A. Provide a detailed Project Description. The description should only address or discuss the specific activities, services, or project that is to be assisted with CDBG funds. If CDBG funds will assist the entire program or activity, then provide a description of the entire program or activity:

Approximately 35,000 low-income Lake Elsinore-area residents are not receiving community health center services (UDS Mapper data, 2015 data). In March 2016 VCC inaugurated its VCC: Lake Elsinore clinic to provide comprehensive health services to low-income residents. With City of Lake Elsinore CDBG support, VCC has been able to hire a Certified Enrollment Counselor (CEC) to screen and enroll residents into Medi-Cal, Covered California, CalFresh and CalWorks. This position is also supported by a Community Health Specialist who attends community events, and visits service organizations and public agencies to reach low-income residents and identify people lacking insurance or medical/dental homes, referring them to the CEC. Education provided covers VCC's services, health insurance options, and the clinic's sliding fee scale. VCC is requesting funds to continue this essential outreach, education and enrollment effort, through which all residents without insurance are screened for Medi-Cal, Covered California, CalFresh, and CalWorks eligibility, are assisted in completing applications, and are referred to establish a medical home if they lack one. The number of unduplicated patients served at the VCC: Lake Elsinore clinic in the 12 months ending August 31, 2017 was 2,106. VCC anticipates that the CEC will assist an additional 100 residents in enrolling in health insurance and accessing medical care during the year.

- B. Provide a detailed description of the proposed use of the CDBG funds only (e.g. client scholarships, purchase of specific equipment, rent, supplies, utilities, salaries, etc.):

VCC is requesting \$20,000 in City of Lake Elsinore CDBG funding to be used toward meeting the costs of the Certified Enrollment Counselor (CEC). The salary for this position is \$38,064, with an additional \$7,727 in fringe benefits, including accrued vacation, payroll taxes, worker's compensation insurance, health insurance, disability insurance, retirement, and employee assistance). Thus, the requested funds will cover nearly half of the total cost of this key staff member. The cost of the Community Health Specialist responsible for outreach and education will be covered by other funding.

- C. What are the goals and objectives of the project, service, or activity? How will you measure and evaluate the success of the project to meet these goals and objectives (measures should be qualitative)?

VCC's overarching goal in undertaking this effort is to provide uninsured, low-income residents of Lake Elsinore with access to health insurance (if eligible), and to a Patient Centered Medical Home, which in turn will ensure their long-term access to comprehensive healthcare services.

The project's objective for the July 1, 2018 - June 30, 2019 grant term is as follows: By June 30, 2019, VCC: Lake Elsinore will have succeeded in enrolling 100 unduplicated Lake Elsinore residents in health insurance in the past 12 months, as documented through health insurance application records, enrollment reports, and electronic health records data documenting patient registrations and use of services.

D. Please identify the project milestones using an Estimated Timeline for Project Implementation:

June 2018 -- Outreach, education, and access plan is reviewed and modified as necessary. July 2018 -
- Initiate presentations to organizations and agencies and participation both in community-based and internal events to educate about the clinic and its resources and to identify uninsured persons and link residents with a medical home; Initiate insurance application assistance to residents; Assist patients with re-enrollment as necessary (ongoing). August 2018 -- June 2019 -- Presentations to organizations continue; Continued participation in events; Continued provision of insurance application assistance; CEC data are aggregated monthly, reviewed, and reported to funder as required. June/July 2019 -- Final report submitted.

V. **PROJECT BENEFIT:**

A. Indicate the number of people or households that will directly benefit from your proposal using CDBG funds:

The project will outreach to thousands of Lake Elsinore residents during the year who will benefit directly from knowledge of the clinic and its resources. While VCC will enroll 100 Lake Elsinore residents in insurance during the year, VCC also anticipates that hundreds of low-income residents will benefit from the project's assistance in accessing health care. Many of those enrolling in an insurance program are likely to present with significant unmet healthcare needs (e.g. diabetes, hypertension), as they have not been able afford a regular regimen of preventive healthcare for years. Others will benefit directly from the project, in the sense that they will learn about VCC and its resources when they interact with staff in agencies who have received a presentation from VCC's Community Health Specialist, and therefore are able to direct them to VCC for assistance with applications and receipt of health care and health education services.

NOTE: *This is based on the expected number of clients to be served if the County funds your project for the requested amount:*

B. Indicate the number of unduplicated clients that will be served (**An unduplicated client is counted only once, no matter how many direct services the client receives during a funding year**):

VCC will assist 100 unduplicated Lake Elsinore residents to enroll in health insurance. While the project will reach a larger number of Lake Elsinore residents, and many of those will benefit from that contact in terms of education and health services access, the number above reflects VCC's core anticipated outcome through the work of the Certified Enrollment Counselor.

C. Length of proposed CDBG-funded activities or service (weeks, months, year):

The project will take place over a year (July 1, 2018 -- June 30, 2019).

D. Service will be provided to (check one or more):

☒ **XX** Men

☒ **XX** Women

☒ **XX** Children (Range of children's ages: all)

☐

Families

- ☐ XX Seniors
- ☐ Severely Disabled Adults
- ☐ XX Migrant Farm Workers
- ☐ XX Homeless (Number of beds at facility: _____)

E. What methods will be used for community involvement to assure that all who might benefit from the project are provided an opportunity to participate?

One key aspect of the project proposed will be the continuation of VCC's development of relationships with complementary entities, including private service providers and public agencies in the Lake Elsinore region. One of the most important aspects of VCC's community involvement is that of collaboration with other entities working to meet the needs of a common service population. The relationships VCC is developing and building upon through the outreach it is conducting in this project is creating pathways for involvement between VCC and other service providers. VCC also will continue to interview new patients to draw ideas from them regarding how VCC can best reach uninsured residents and/or those lacking a medical home in the context of the day-to-day life of Lake Elsinore residents.

F. What evidence is there of a long-term commitment to the proposal? Describe how you plan to continue the work (project) after the CDBG funds are expended?

VCC's commitment to the long-term provision of comprehensive health care services in Lake Elsinore is underlined by a number of key realities: (1) VCC received the federal award that facilitated the development of the VCC: Lake Elsinore clinic, and which will provide core funding support to this venture in coming years; (2) VCC invested significant funds in the tenant improvements to the clinic, including the incorporation of dental service capacity; (3) VCC directed a federal grant opportunity for the benefit of Lake Elsinore that was funded and which has led to VCC's fielding of a new mobile dental unit in Lake Elsinore. Finally, VCC would note that its specific commitment to the essential work of the CEC is realized in VCC's willingness to cover the balance of the cost of this full-time position through acquisition of other grant funding and/or use of VCC's own funds.

VI. National Objective:

All CDBG-funded activities must meet at least one of the following National Objectives of the CDBG program. Indicate the category of National Objective to be met by your activity:

CATEGORY A: Benefit to low-moderate income persons (must be documented). Please choose either subcategory 1 or 2:

1. Limited Clientele: XX

The project serves clientele that will provide documentation of their family size, income, and ethnicity. Identify the procedure you currently have in place to document that at least 51% of the clientele you serve are low-moderate income persons.

For those persons provided assistance with enrollment in health insurance, proof of income must be furnished, so supporting income determination. For residents registering as patients, VCC collects family size and income data and these are recorded in the electronic health record.

2. Clientele presumed to be principally low- and moderate-income persons:

The following groups are presumed by HUD to meet this criterion. You will be required to submit a certification from the client (s) that they fall into one of the following presumed categories.

The activity will benefit (check one or more)

- ☐ Abused children
- ☐ Battered spouses
- ☐ Elderly persons
- ☐ Severely disabled adults

- ☐ Homeless persons
- ☐ Illiterate adults
- ☐ Persons living with AIDS
- ☐ Migrant Farm workers

Describe the clientele above to be served by this activity:

VCC expects that the great majority of persons to be served through this project will be low-income Lake Elsinore residents (up to 200% of federal poverty level).

Discuss how this project directly benefits low- and moderate- income residents:

The target population consists of low-income residents in Lake Elsinore. Most reside within zip code 92530 where the racial/ethnic composition of residents is as follows: Latino (51%), non-Latino White (35%), African American (4%), Asian (3%), and multiple/other ethnicity (7%). VCC anticipates that approximately 95% of the Lake Elsinore residents reached through the project will have incomes at or below 200% of the federal poverty level. Key benefits of the project include development of these residents' knowledge of and access to quality and affordable health care resources, and access to expert assistance in determining eligibility for, applying for, and gaining access to health insurance and other safety-net resources. Residents also will receive clear, accurate information re: recent changes to law governing undocumented persons' access to health insurance. The City of Lake Elsinore's investment in this activity through its current CDBG award to Vista Community Clinic has had a significant, documentable impact, as the outreach and enrollment activity funded has led to a tremendous increase in the clinic's patient population in the last year, nearly tripling to over 2,000 unduplicated patients.

CATEGORY B: Area Benefit - The project or facility serves, or is available to, ALL persons located within an area where at least 51% of the residents are low/moderate-income.

2010 Census Tract and Block Group numbers:

Total population in Census Tract(s) / block group(s): _____

Total percentage of low-moderate population in Census Tract(s) / block group(s): _____

(Applicant is welcome to contact a County of Riverside, EDA CDBG Program Manager for Census Information)

CATEGORY C: Activities undertaken to create or retain permanent jobs, at least 51% of which will be made available to or held by low/moderate-income persons:

Proposed Job Creation/Retention

Total Jobs Expected to Create:

Total Jobs Expected to Retain:

CATEGORY D: Activities that provide assistance to micro-enterprise owners/developers who are low/moderate-income:

Proposed Assistance to Businesses

New Businesses expected to assist:

Existing Businesses expected to assist:

Enter Total Businesses expected to assist:

VI. FINANCIAL INFORMATION:

A. Proposed Project Budget

Complete the following annual program budget to begin July 1, 2018. If your proposed CDBG-funded activity will start on a date other than July 1, 2018, please indicate starting date. Provide total Budget information and distribution of CDBG funds in the proposed budget.

The budgeted items are for the specific activity for which you are requesting CDBG funding - **NOT** for the budget of the "entire" organization or agency. ***(EXAMPLE: The Valley Senior Center is requesting funding for a new Senior Nutritional Program. The total cost of the program is \$15,000 and \$10,000 in CDBG funds is being requested for operating expenses associated with the proposed activity. The total Activity/Project Budget will include \$5,000 of other non-CDBG funding and \$10,000 in CDBG funds for a Grand Total of \$15,000).***

**TOTAL ACTIVITY/
PROJECT BUDGET**
(Include non-CDBG Funds
and CDBG Funds)

**CDBG FUNDS
REQUESTED-Only**

I. Personnel

A. Salaries & Wages	\$38,064	\$16,625
B. Fringe Benefits	\$ 7,727	\$ 3,375
C. Consultants & Contract Services	\$ 0	\$ 0

SUB-TOTAL	\$45,791	\$20,000
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II. Non-Personnel

A. Space Costs	\$3,136	\$ 0
B. Rental, Lease or Purchase of Equipment	\$ 0	\$ 0
C. Consumable Supplies	\$ 315	\$ 0
D. Travel	\$ 865	\$ 0
E. Telephone	\$ 620	\$ 0
F. Utilities	\$ 410	\$ 0
G. Other Costs	\$ 260	\$ 0

SUB-TOTAL:	\$5,606	\$ 0
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III. Other

A. Architectural/Engineering Design	\$ 0	\$ 0
B. Acquisition of Real Property	\$ 0	\$ 0
C. Construction/Rehabilitation	\$ 0	\$ 0
D. Indirect Costs @ 19.9%	\$10,228	\$ 0
E. Other	\$ 0	\$ 0

SUB-TOTAL:	\$10,228	\$ 0
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GRAND TOTAL:	\$61,625	\$20,000
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(Note: CDBG funds requested must match amount requested in Project Activity, Section III-C above.)

B. Leveraging

List other funding sources and amounts (commitments or applications) which will assist in the implementation of this activity. Current and pending evidence of leveraging commitments/applications must be submitted with application. Attachment 7

Federal: VCC's HRSA NAP contract provides \$599,650 annually in perpetuity to cover billable provider time.

State/Local:

Private:

Fees:

Donations:

Other:

- C. What type of long-term financial commitment is there to the proposal? Describe how you plan to continue the work (project) after the CDBG funds are expended?

VCC's primary commitment is to the long-term maintenance of core services at the Lake Elsinore site. VCC will not open a site if it is not certain that it can meet this commitment. The federal grant monies that VCC received enabled us to move forward with the development of this site, and as these funds are ongoing, they provide base funding sufficient to maintain core services. The clinic site's ability to achieve full sustainability is largely predicated on the development of its patient base and the related generation of revenue, most of which will stem from third-party reimbursements from patients' health plans. VCC's receipt of an additional federal award that was used to purchase and field a mobile dental unit in Lake Elsinore is additional evidence of VCC's long-term commitment both to its Lake Elsinore clinic, and to developing a network of services that, in conjunction with community partners, will reduce barriers to care throughout this service region.

- D. Provide a summary by line item of your organization's previous year's income and expense statement Attachment 8

- E. If this project benefits residents of more than one community or jurisdiction, have requests been submitted to those other jurisdictions? Yes ☐ No ☒

If yes, identify sources and indicate outcome. If no, please explain:

- F. Was this project or activity previously funded with CDBG? Yes ☒ No ☐

If yes, when? Fiscal Years 2015-16 and 2016-17 (current year)

Is this activity a continuation of a previously funded (CDBG) project? Yes ☒ No ☐

If yes, explain: : VCC is requesting the City of Lake Elsinore's support in providing for continued outreach, education, and enrollment services because these services are essential particularly in the early years of a clinic site's development. As noted above, this activity has been critical in expanding this clinic's patient census, and becomes even more critical at a time when some members of the target population believe that accessing health care or signing up for insurance may place themselves and their families at risk.

VII. MANAGEMENT CAPACITY:

- A. Describe your organization's experience in managing and operating projects or activities funded with CDBG or other Federal funds:

VCC has received CDBG and other federal funds for many years. In the last five years VCC has received over \$100,000 in CDGB funds (San Diego and Riverside counties); and has received over \$25 million in federal grants and contracts including \$2 million from the Health Resources & Services

Administration, \$1.8 million from the Substance Abuse and Mental Health Services Administration, \$1.2 million from the Office of Minority Health, \$450,000 from the Administration on Children and Families, and \$300,000 from the Center for Medicare and Medicaid Services.

B. Management Systems

Does your organization have written and adopted management systems (i.e., policies and procedures) including personnel, procurement, property management, record keeping, financial management, etc.?

The primary management system consists of VCC's leadership, including its Board of Directors; the Chief Executive Officer; and the organization's Executive Team, providing leadership in all key domains of organizational activity, including clinical activities, operations, finance, and development. VCC maintains and expands upon its PolicyTech system, which serves as the repository for the whole of the organization's collection of policies and procedures and other key documents and documentation. These policies and procedures speak to HIPAA compliance, incident reporting, risk management concerns, patient confidentiality, medical records maintenance and use, clinical care, and all other aspects of organizational operations. VCC's NextGen Practice Management/Electronic Health Records system provides the capacity to manage electronically many aspects both of clinical practice and organizational operations. VCC's financial accounting system – ACCPAC – monitors assets, cash flow, risk, and grants management elements within the organization's overarching financial management activities. Specific Quality Assurance/Quality Improvement, Risk Management, and Patient Satisfaction sub-committees provide for ongoing review and response to related issues, while providing forums for proactive development of initiatives that seek to improve organizational function in these contexts.

C. Capacity

Please provide the names and qualifications of the person(s) that will be primarily responsible for the implementation and completion of the proposed project:

The Outreach & Enrollment Specialist will report directly to the Enrollment Supervisor, with ultimate oversight provided by the Chief Operating Officer. The Community Health Specialist reports to the Chief Health Promotion Officer.

Chief Operating Officer (COO), Michelle A. Laufman Monroe, B.S., oversees, administers and coordinates all operations at VCC's seven clinic sites. Ms. Monroe served as the Director of Rural Services and Revenue Cycle Manager at San Bernardino Mountains Community Hospital District before coming to VCC, where she took up the Revenue Cycle Director role before becoming VCC's COO last year. Ms. Monroe leads a highly collaborative team of Senior Operations Managers and Clinic Managers, and also supervises Pharmacy department staff.

Chief Health Promotion Officer, Nannette Stamm, MPH, has 12 years of experience managing VCC's health promotion programs. Ms. Stamm has direct responsibility for developing and implementing preventive programs aimed at reducing the incidence of chronic and infectious diseases, and also oversees grant development, and organization-wide outreach efforts. Ms. Stamm's leadership has contributed to the successful development and implementation of numerous innovative community health programs. The Health Promotion Center (HPC) is 100% grant-funded and is one of the largest in San Diego County, with approximately 50 contracts and more than 60 staff. Successful programs include the youth development after-school program Project REACH, violence prevention and substance use prevention among at-risk youth; and HPC's array of HIV programs.

APPLICATION CERTIFICATION

Undersigned hereby certifies that (check box after reading each statement and digitally sign the document):

- X 1. The information contained in the project application is complete and accurate.
- X 2. The applicant agrees to comply with all Federal and County policies and requirements imposed upon the project or activity funded by the CDBG program.
- X 3. The applicant acknowledges that the Federal assistance made available through the CDBG program funding will not be used to substantially reduce prior levels of local, (NON-CDBG) financial support for community development activities.
- X 4. The applicant fully understands that any facility built or equipment purchased with CDBG funds shall be maintained and/or operated for the approved use throughout its economic life, pursuant to CDBG regulation.
- X 5. If CDBG funds are approved, the applicant acknowledges that sufficient non-CDBG funds are available or will be available to complete the project as described within a reasonable timeframe.
- X 6. On behalf of the applying organization, I have obtained authorization to submit this application for CDBG funding. (**DOCUMENTATION ATTACHED** Minute Action and/or written Board Approval signed by the Board President).

DATE: September 29, 2017

Signature: _____

Print Name/Title

Authorized Representative: Fernando Sañudo, Chief Executive Officer

Applicant's Check-list:

The following required documents listed below have been attached. Any missing documentation to the application will be cause for the application to be reviewed as INELIGIBLE.

Yes	No	ATTACHMENT
<input checked="" type="checkbox"/>	<input type="checkbox"/>	1. Members/Board of Directors
<input checked="" type="checkbox"/>	<input type="checkbox"/>	2. Articles of Incorporation and Bylaws
<input checked="" type="checkbox"/>	<input type="checkbox"/>	3. Project Activity Map
N/A <input type="checkbox"/>	<input type="checkbox"/>	4. Project Benefit, Category B, Low Mod Area Maps (Attach if applicable)
<input checked="" type="checkbox"/>	<input type="checkbox"/>	5. Leveraging (Current evidence of commitment)
<input checked="" type="checkbox"/>	<input type="checkbox"/>	6. Income and Expense Statement
<input checked="" type="checkbox"/>	<input type="checkbox"/>	7. Management Capacity (Detailed organizational chart)
<input checked="" type="checkbox"/>	<input type="checkbox"/>	8. Board Written Authorization approving submission of application

2017-2018 VCC Board of Directors

Title	Name	Affiliation
President	Angela Perez, R.N. Contact information: angieqhsrn@gmail.com	Tri-City Medical Center
Vice President	Jose Aponte	County of San Diego
Treasurer	Dionicia Dzwigalski, R.N.	Watkins Manufacturing
Secretary	Olivia Gonzalez	San Diego City Schools
Member	Frieda Brands	Lake Elsinore School District
Member	Raye Clendening	Educational Consultant
Member	Kwan Lee	MartPlan Insurance Agency, Inc.
Member	James Hagar	Hagar and Cotton Law Firm
Member	Michael Hire	Navy/Marine Corp Relief
Member	Antonio Mora	San Diego County Office of Education
Member	Monica Nava	San Diego County Office of Education
Member	Mark Phillipi	State Farm Insurance
Member	Anne Speraw	Community Activist
Member	Joseph Troya	Consolidated Contracting
Member	Sonya Villegas	Buffini & Company

ARTICLES OF INCORPORATION

STATE OF CALIFORNIA



OFFICE OF THE
SECRETARY OF STATE

I, EDMUND G. BROWN JR., Secretary of State of the State of California, hereby certify:

That the annexed transcript has been compared with the record on file in this office, of which it purports to be a copy, and that same is full, true and correct.

IN WITNESS WHEREOF, I execute
this certificate and affix the Great
Seal of the State of California this

OCT 11 1972



Secretary of State

666905

ARTICLES OF INCORPORATION
OF

VISTA COMMUNITY CLINIC

ENDORSE
FILED

In the office of the Secretary of State
of the State of California

OCT 10 1972

EDMUND G. BROWN Jr., Secretary of State
By JAMES E. HARRIS
Deputy

We, the undersigned, hereby associate ourselves together for the purpose of forming a non-profit corporation under the provisions of the General Non-Profit Corporation Law of the State of California and we hereby certify:

I

The name of this corporation is VISTA COMMUNITY CLINIC

II

The specific and primary purposes for which this corporation is formed are to provide free or low cost medical care and related services to low income families, to improve the general quality of such medical care, to expand its functions and to develop new concepts of health care for the economical underprivileged.

III

In the furtherance of such purposes, this corporation shall have the following powers:

- (a) To sue and be sued.
- (b) To make contracts.
- (c) To receive and disburse funds in accordance with the purposes for which they are given.

- (d) To do all other acts necessary or expedient for the administration of the affairs and attainment of the purposes of the corporation.

IV

This corporation is organized pursuant to Part 1 of Division 2 of Title 1 of the Corporations Code of the State of California, known as the General Non-Profit Corporation Law.

V

The County in the State of California where the principal office for the transaction of the business of this corporation is located is the County of San Diego.

VI

The number of directors of this corporation shall be not less than eight nor more than eleven. The exact number shall be specified in the By-Laws.

VII

The names and addresses of the persons who are to act in the capacity of directors of this corporation until the selection of their successors are:

NAME

ADDRESS

WILLIAM DARR

733 Plumosa Avenue

DOROTHY RENO

1001 E. Vista Way
Vista, California 92083

PETRA FEGUEROA

645 Mercantile
Vista, California 92083

MARIA ELENA FLORES

125 Natal Way
Vista, California 92083

ROSA AVILA

1141 Tinamore Place
Vista, California 92083

BERTHA FERGUSON

420 Durian Street
Vista, California 92083

ROBERT PACE, M.D.

1330 E. Fallbrook Street
Fallbrook, California

RUDOLPHO AGUILAR

659 Cocapah
Vista, California 92083

Directors shall not be personally liable for the debts,
liabilities or obligations of the corporation.

VIII

This corporation is organized and shall be operated exclusively for charitable purposes. It is not organized nor shall it be operated for profit. The purposes of this corporation do not contemplate the distribution of gains, profits or dividends to the members thereof. No part of the net earnings of this corporation shall inure to the benefit of any private shareholder or individual. This corporation and its property and assets shall not be used or operated by any person so as to benefit any officer, trustee, director, shareholder, member, employee, contributor or bond holder or any other person through the distribution of profits, payment of excessive charges

or compensations or the more advantageous pursuit of their businesses or professions. No part of the activities of this corporation shall be carrying on propaganda or otherwise attempting to influence legislation. This corporation shall not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office. The property and assets of this corporation shall not be used by this corporation or the members thereof for fraternal or lodge purposes or for social club purposes. This corporation and its property and assets are irrevocably dedicated to the charitable purposes of this corporation and upon liquidation, dissolution or abandonment, the property and assets of this corporation will not inure to the benefit of any private person but will be paid over, distributed and transferred to a fund, foundation or corporation organized and operated for charitable purposes and exempt from taxation under the provisions of Section 501(a) and 501(c) of the Internal Revenue Code and Section 23701(d) of the Revenue and Taxation Code of the State of California, as the Board of Directors of this corporation should determine.

IX

The authorized number and qualifications of members of this corporation, the different classes of membership, if any, the property, voting and other rights and privileges, and their liability to dues and assessments, and the method of collection of dues and assessments shall be as set forth in

the By-Laws.

IN WITNESS WHEREOF, we have hereunto set our ha
this 15th day of May, 1972.

[REDACTED]
WILLIAM PAFF

[REDACTED]
DOROTHY RENO

[REDACTED]
PETRA FEGUEROA

[REDACTED]
MARIA ELENA FLORES

[REDACTED]
ROSA AVILA

[REDACTED]
BERTHA FERGUSON

[REDACTED]
ROBERT PACE, W.D.

[REDACTED]
RUDOLPHO AQUILAR

STATE OF CALIFORNIA
COUNTY OF SAN DIEGO

On June 2nd, 1972

} ss.

the undersigned, a Notary Public in and for said County and State,
personally appeared Robert Pace

to be the person whose name is subscribed to the
within instrument and acknowledged that he executed the
same

FOR NOTARY SEAL OR STAMP

TATE OF CALIFORNIA)
COUNTY OF SAN DIEGO) ss.

On May 15, 1972, before me, the undersigned, a Notary Public in and for said County and State, personally appeared WILLIAM PAFF, DANNY MENDOZA, DORIS DEVEREAUX, DOROTHY RENO, PETRA FEGUEROA, MARIA ELEANA FLORES, POSA AVILA, BERTHA FERGUSON, ~~ROBERTA PAFF~~, and RUDOLPHO AGUILAR, known to me to be the persons whose names are subscribed to the within instrument and acknowledged that they executed the same.

WITNESS my hand and official seal.

[Redacted signature]

Notary Public in and for said county and state.



MEMBERS APPROVAL OF AMENDEMENT

TO

THE ARTICLES OF INCORPORATION

OF

VISTA COMMUNITY CLINIC

The undersigned, constituting the membership of VISTA COMMUNITY CLINIC, a nonprofit corporation of California, in July, 1973, approved the following amendments to the Articles of Incorporation of said corporation:

"RESOLVED: The Articles of Incorporation of this corporation be amended to read as follows:

Article III shall be amended by adding a new subparagraph (e) thereto to read as follows:

'(e) Notwithstanding any of the above statements of purposes and powers, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purpose of this corporation.'

The last sentence of Article VIII is amended to read as follows:

'This corporation and its property and assets are irrevocably dedicated to the charitable purposes of this corporation and upon liquidation, dissolution or abandonment, the property and assets of this corporation will not inure to the benefit of any private person but will be paid over, distributed and transferred to a fund, foundation or corporation organized and operated for charitable purposes and exempt from taxation under the provisions of Section 501 (a) and

501 (c) (3) of the Internal Revenue Code and
Section 23701 (d) of the Revenue and Taxation
Code of the State of California, as the Board
of Directors of this corporation should deter-
mine."

IN WITNESS WHEREOF, we have hereunto set our hand.

DATED:

9-22-74


SUZANNE BOTELLO

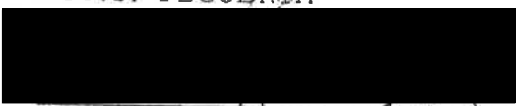
9-22-74


DOROTHY REING


9-17-74


PETRA FEGUEO

9-17-74


WILLIAM F. TARGISH

9-17-74


BERTHA FERGUSON


9-17-74


CHUCK HALE

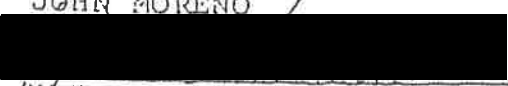
9-17-74


PEGGY ANN WEICKGENANT

9-17-74


JOHN MORENO

9-17-74


(M) STONEBURNER

TAX BOARD

CALIFORNIA 95847

November 19, 1974

In reply refer to
362:WGL:mp

Vista Community Clinic
114 Hillside Terrace
Vista, CA 92083

Purpose: Charitable
Form of Organization: Corporation
Accounting Period Ending: June 30
Organization Number: 666905

Based on the information submitted and provided, your present operations continue unchanged or conform to those proposed in your application, you are exempt from state franchise or income tax under Section 23701d, Revenue and Taxation Code. Any change in operation, character or purpose of the organization must be reported immediately to this office so that we may determine the effect on your exempt status. Any change of name or address also must be reported.

You are required to file Form 199 (Exempt Organization Annual Information Return) or Form 199B (Exempt Organization Annual Information Statement) on or before the 15th day of the 5th month (4-1/2 months) after the close of your accounting period. See annual instructions with forms for requirements.

You are not required to file state franchise or income tax returns unless you have income subject to the unrelated business income tax under Section 23731 of the Code. In this event, you are required to file Form 109 (Exempt Organization Business Income Tax Return) by the 15th day of the 3rd month (2-1/2 months) after the close of your annual accounting period.

Contributions made to you are deductible by donors as provided by Sections 17214 through 17216.2 and 24357 through 24359 of the Code, unless your purpose is testing for Public Safety.

If the organization is incorporating, this approval will expire unless incorporation is completed with the Secretary of State within 30 days.

Exemption from federal income or other taxes and other state taxes requires separate applications.

This exemption effective as of July 1, 1973.

Albert D. LeBel
Supervisor
Exempt Organizations

☐ cc: Secretary of State (Corp.)
cc: Registrar of Charitable Trusts

District Director

Internal Revenue Service

Date: JUN 15 1973

In reply refer to LA-E

Code 421:150

Tel. 213-688-

Vista Community Clinic
645 Mercantile Street
Vista, California 92083

Purpose: Charitable
File Returns with Internal Revenue Service Center: Philadelphia
Accounting Period Ending: June 30
Address Inquiries to District Director of Internal Revenue: Los Angeles,

Gentlemen:

Based on information supplied, and assuming your operations will be as stated in your application for recognition of exemption, we have determined you are exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code.

We have further determined you are not a private foundation within the meaning of section 509(a) of the Code, because you are an organization described in section 170(b)(1)(A)(vi).

You are not liable for social security (FICA) taxes unless you file a waiver of exemption certificate as provided in the Federal Insurance Contributions Act. You are not liable for the taxes imposed under the Federal Unemployment Act (FUTA).

Since you are not a private foundation, you are not subject to the excise taxes under Chapter 42 of the Code. However, you are not automatically exempt from other Federal excise taxes.

Donors may deduct contributions to you as provided in section 170 of the Code. Bequests, legacies, devises, transfers, or gifts to you or for your use are deductible for Federal estate and gift tax purposes under section 2055, 2106, and 2522 of the Code.

If your purposes, character, or method of operation is changed, you must let us know so we can consider the effect of the change on your exempt status. Also you must inform us of all changes in your name or address.

(over)

L-179(8-72)


7 If your gross receipts each year are normally more than \$5,000, you are required to file Form 990, Return of Organization Exempt From Income Tax, by the 15th day of the fifth month after the end of your annual accounting period. The law imposes a penalty of \$10 a day, up to a maximum of \$5,000, for failure to file a return on time.

You are not required to file Federal income tax returns unless you are subject to the tax on unrelated business income under section 511 of the Code. If you are subject to this tax, you must file an income tax return on Form 990-T. In this letter we are not determining whether any of your present or proposed activities are unrelated trade or business as defined in section 513 of the Code.

You need an employer identification number even if you have no employee. If an employer identification number was not entered on your application, a number will be assigned to you and you will be advised of it. Please use that number on all returns you file and in all correspondence with the Internal Revenue Service.

Please keep this determination letter in your permanent records.

Sincerely yours,


District Director



District Director

Internal Revenue Service

Date: JUN 15 1971

In Reply Refer to LA-1

Code 421:150

Tel. 213-688-

Vista Community Clinic
645 Mercantile Street
Vista, California 92083

File Returns with Internal Revenue Service Center: Philadelphia,
Accounting Period Ending: June 30
Address Inquiries to District Director of Internal Revenue : Los Angeles,
Gentlemen:

Based on information supplied, and assuming your operations will be as stated in your application for recognition of exemption, we have determined you are exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code.

We have further determined you are not a private foundation within the meaning of section 509(a) of the Code, because you are an organization described in section 170(b)(1)(4)(vi).

You are not liable for social security (FICA) taxes unless you file a waiver of exemption certificate as provided in the Federal Insurance Contributions Act. You are not liable for the taxes imposed under the Federal Unemployment Act (FUTA).

Since you are not a private foundation, you are not subject to the excise taxes under Chapter 42 of the Code. However, you are not automatically exempt from other Federal excise taxes.

Donors may deduct contributions to you as provided in section 170 of the Code. Bequests, legacies, devises, transfers, or gifts to you or for your use are deductible for Federal estate and gift tax purposes under section 2055, 2106, and 2522 of the Code.

If your purposes, character, or method of operation is changed, you must let us know so we can consider the effect of the change on your exempt status. Also you must inform us of all changes in your name or address.

(over)

L-173(8-72)


7 If your gross receipts each year are normally more than \$5,000, you are required to file Form 990, Return of Organization Exempt From Income Tax, by the 15th day of the fifth month after the end of your annual accounting period. The law imposes a penalty of \$10 a day, up to a maximum of \$5,000, for failure to file a return on time.

You are not required to file Federal income tax returns unless you are subject to the tax on unrelated business income under section 511 of the Code. If you are subject to this tax, you must file an income tax return on Form 990-E. In this letter we are not determining whether any of your present or proposed activities are unrelated trade or business as defined in section 513 of the Code.

You need an employer identification number even if you have no employees if an employer identification number was not entered on your application, a number will be assigned to you and you will be advised of it. Please use that number on all returns you file and in all correspondence with the Internal Revenue Service.

Please keep this determination letter in your permanent records.

Sincerely yours,


District Director

Vista Community Clinic

BYLAWS

**AMENDED AND RESTATED BYLAWS
OF
VISTA COMMUNITY CLINIC, INC.**

ARTICLE I

NAME

Section 1. Name of Corporation

The corporation is to be known in law as Vista Community Clinic (hereinafter, the "corporation").

Section 2. Principal Office

The principal office for the transaction of the business of the corporation is hereby fixed and located at San Diego County, California. The Board of Directors may at any time, or from time to time, change by resolution the location of the principal office from one location to another in said County.

ARTICLE II

STATUS AND PURPOSE

Section 1. Non Profit Status

The corporation is a non -profit corporation and its activities shall be conducted for that purpose in such a manner that no part of its net earnings shall inure to the benefit of any member, official, or individual. Upon dissolution of the corporation, and after payment of just debts and liabilities, any remaining assets of the corporation shall be distributed to organizations enjoying an exempt status under Sections 501(c)(3) of the Internal Revenue Code, as amended, or successor provisions.

Section 2. Purpose

The purpose for which this nonprofit corporation is formed is to provide health care and health education to those for whom access to traditional medical care is limited by economic, social, cultural or physical barriers. Said services shall be provided to its patients on a sliding fee scale, but services shall be provided to the medically underserved regardless of their ability to pay for those services.

Following is the Mission statement of the corporation:

"To advance community health and hope by providing access to premier health services and education for those who need it most"

ARTICLE III

MEMBERSHIP

Section 1. Members

The corporation shall have no members. Any action which would otherwise require approval by a majority of all members or approval by the members shall require only approval of the Board of Directors. All rights which would otherwise vest in the members shall vest in the directors.

Section 2. Associates

Nothing in Article II shall be construed as limiting the right of the corporation to refer to persons associated with it as "members" even though such persons are not members, and no such reference shall constitute anyone a member, within the meaning of Section 5056 of the California Nonprofit Public Benefit Corporation Law. The corporation may confer by amendment of its Articles or by these Bylaws some or all of the rights of a member, as set forth in the California Nonprofit Public Benefit Corporation Law, upon any person or persons who do not have the right to vote for the election of directors or on a disposition of substantially all the assets of the corporation or on a merger or on dissolution or on changes to the corporation's Articles or Bylaws, but no such person shall be a member within the meaning of said Section 5056.

ARTICLE IV

BOARD OF DIRECTORS

Section 1. Number and Qualifications of Directors

The Board of Directors shall consist of not less than nine (9) and not more than twenty (20) members, none of whom shall be paid employees or immediate family members of paid employees of the corporation. The Board of Directors shall reflect the diversity of the community in which it serves in terms of such factors as ethnicity, race, gender, age, and economic status. At least two (2) members of the Board shall be based in Orange County, California – either residing in Orange County or primarily working in Orange County or within a 25-mile radius of the City of La Habra. At least 51% of the Board of Directors shall be the users of the services of the corporation who live within the corporation's service area. Said members of the Board of Directors shall be referred to as the "Patient Representative Directors". The remaining members of the Board of Directors (those who are not Patient Representative Directors) shall be representative of the community the corporation serves and shall be elected for their expertise in community affairs, trade union matters and other commercial, industrial or social services within the community. Not more than one-half of these non-Patient Representative Directors may be health professionals deriving more than ten percent of their income from the health industry, and the non-Patient Representative Directors

shall live or work within the corporation's service area. Said Board members shall be referred to as "Community Representative Directors".

Section 2. Powers of Directors

A. General Powers of Directors

All of the general powers of the corporation shall be vested in Board of Directors having not less than nine (9) and not more than twenty (20) members. The Board of Directors shall exercise all of the authority and responsibility afforded the corporation by its charter and these Bylaws except as limited by law. The Board of Directors assumes the formal, legal responsibility and authority for the operation of the corporation's clinics and facilities. The Board of Directors shall have the power to establish the policies and mission of the corporation and may delegate to the CEO or others, such powers, privileges and purposes it deems appropriate, unless expressly prohibited by law.

B. Specific Powers of Directors

The Board of Directors shall have all the authority to oversee the operations of the corporation granted to it by law, including the specific powers and responsibilities as follows:

- i. Selecting, evaluating and dismissing the corporation's Chief Executive Officer.
- ii. In consultation with the CEO and upon the review and recommendation of the same by its Human Resources sub-committee, establishing the corporation's personnel policies and procedures including its hiring and termination procedures, wages to be paid and adjustments to the same, fringe benefits and policy of non- discrimination.
- iii. Approving financial policies and priorities, including a system to assure accountability for the corporation's resources.
- iv. Approving the corporation's 330 Grant application and annual project budget.
- v. Approving the corporation's annual financial audit and federal and state tax returns.
- vi. Evaluating the corporation's activities including services utilization patterns, productivity, patient satisfaction, achievement of project objectives and development of a processes for hearing and resolving patient grievances
- vii. Assuring that the corporation is operated in compliance with applicable federal, state and local laws and regulations
- viii. Adopting health care policies and procedures including scope, availability of services, days and hours of operation and quality of care audit procedures and approving the corporation's quality control procedures including its Clinical Practices Manual Policy and Procedures Manual.

Section 3. Term of Office

Except as set forth herein, the term of the directors shall be three years, with the term of (as near as possible) one-third of the Board of Directors expiring each year. Said terms shall commence on June 1 of each year. Every June, the Board of Directors shall have elections to fill the positions of those directors whose terms are expiring. Directors whose terms are expiring may be re-elected to serve a new term. If a new Board member is elected to fill a vacancy on the Board of Directors at a time other than June, his or her term shall expire on the date of the former Board member whom he or she replaced. If the number of Board members is expanded, the terms of the new positions shall initially be set so as to retain (as near as possible) a schedule that one-third of the terms expires each year. However, if the expiration of a Board member's term will cause the Board of Directors to be out of compliance with this section of these Bylaws and/or Section 330 of the Public Health Services Act, that Board member's term shall be extended until such time as that Board member is replaced by a newly elected director and the Board of Directors is no longer out of compliance with these Bylaws and Section 330 of the Public Health Services Act.

Section 4. Vacancies and Resignation

Vacancies in the Board of Directors shall be filled by vote of a majority of the remaining directors. A vacancy or vacancies in the Board of Directors shall be deemed to exist in case of death, resignation or removal of any director or the absence (whether excused or unexcused) of a director from three consecutive regular meetings for whatever reasons. A letter shall be sent by the President of the corporation to any director missing three consecutive regular meetings of the Board of Directors informing that person that he or she is no longer a member of the Board of Directors. A person automatically removed from the Board of Directors for missing three consecutive regular meetings of the Board of Directors is eligible for re-election to the Board of Directors.

Subject to the provisions of Section 5226 of the California Nonprofit Public Benefit Corporation Law, any director may resign effective upon giving written notice to the President of the Board of Directors, or Secretary of the Board of Directors or CEO of the corporation, unless the notice specifies a later time for the effectiveness of such resignation. If the resignation is effective at a future time, a successor may be selected before such time to take office when the resignation becomes effective.

The Board of Directors may declare vacant the office of a director who has been declared of unsound mind by a final order of court, or convicted of a felony, or found by a final order or judgment of any court to have breached any duty arising under the California Nonprofit Public Benefit Corporation Law.

Section 5. Rights of Inspection

Every director shall have the absolute right, at any reasonable time, to inspect and copy all books, records and documents, except patients' confidential records, and to inspect the physical properties of the corporation.

Section 6. Compensation

The directors shall receive no compensation for their services.

Section 7. Annual Evaluation

On an annual basis, the Board of Directors shall conduct a "self-evaluation" of itself.

ARTICLE V

MEETINGS OF BOARD OF DIRECTORS

Section 1. Place of Meeting

Regular meetings of the Board of Directors shall be held at any place within the San Diego County which has been designated from time to time by resolution of the Board of Directors or by written consent of all members of the Board of Directors. In the absence of such designation, regular meetings shall be held at the principal office of the corporation. Special meetings of the Board of Directors may be held either at a place so designated or at the principal office.

Section 2. Regular Meetings

The Board of Directors shall hold regular meetings on the last Thursday of each month unless that day is a legal holiday and, in that event, the meeting will be held on the next succeeding business day or on such other day as the Board of Directors shall deem appropriate. Said meetings shall be held at such time and place as designated from time to time by resolution of the Board of Directors. Written notice of the time, date, place and agenda of each regular meeting of the Board of Directors shall be given to reach Board member at least five (5) business days before the scheduled meeting. Said notice may be given by e-mail or by regular mail.

Section 3. Special Meetings

Special meetings of the Board of Directors for any purpose or purposes shall be called at any time by the President or by any two directors. Special meetings shall also be used to discuss and review the strategic plan for the corporation.

Written notice of the time and place of special meetings shall be delivered personally to each director or sent to each director by mail or by other form of written communication, charges prepaid, addressed to him/her at his/her address as it is shown upon records of

the corporation, or if it is not so shown on such records or is not readily ascertainable, at the place in which the meetings of the directors are regularly held. Such notice shall be mailed at least seventy-two (72) hours prior to the time of the holding of the meetings. Meetings may be called by telephone communication provided 36 hours' notice is given prior to the time of the holding of the meetings.

The transactions of any meeting of the Board of Directors, however called and noticed and wherever held, shall be as valid as though had at a meeting duly held after regular call and notice, if a quorum be present and if either before or after the meeting, each of the directors not present signs a written waiver of notice or a consent to holding such meeting or an approval of the minutes thereof. All such waivers, consents or approvals shall be filed with the corporate records or made a part of the minutes of the meeting.

Section 4. Annual Meetings

The Board of Director's regular June meeting shall also be deemed to be its annual meeting, at which the Board of Directors shall elect officers and, as needed, directors.

Section 5. Minutes

All the Board of Directors meetings shall be recorded by written minutes which shall include the recommendations made and actions taken. Copies of the minutes of all the Board meetings shall be available to the entire Board of Directors.

Section 6. Quorum

At all meetings of the Board of Directors, one half plus one of the total number of Board members then in office shall constitute a quorum for the transaction of business.

Section 7. Action without Meeting

Any action required or permitted to be taken by the Board of Directors may be taken without a meeting if all members of the Board shall individually or collectively consent in writing, telephonically, or by e-mail to such action. Such consent or consents shall have the same effect as a unanimous vote of the Board of Directors and shall be filed with the minutes of the proceedings of the Board of Directors.

ARTICLE VI

OFFICERS OF THE BOARD

Section 1. Officers

The officers of the corporation shall be the President, Vice-President, Secretary, Treasurer, and Immediate Past President and such other officers as the Board of Directors may designate.

Section 2. President

The President shall preside at meetings and have such other duties as are prescribed by these Bylaws or by the Board of Directors.

Section 3. Vice-President

The Vice-President shall preside in the absence of the President and shall assume his/her duties in case the President is incapacitated.

Section 4. Secretary

The Secretary shall keep or cause to be kept, at the principal office or such other place as the Board of Directors may order, a book of minutes of all meetings of the Board of Directors and its committees, with the time and place of the holding, whether regular or special, and if special, how authorized, the notice thereof given the names of those present at the Board of Directors and committee meetings, and the proceedings thereof. The Secretary shall keep, or cause to be kept, at the principal office in the State of California, the original or copy of the corporation's Articles and Bylaws, as amended to date.

The Secretary shall give, or cause to be given, notice of all meetings of the Board of Directors and any committees thereof required by these Bylaws or by law to be given and shall have such other powers and perform such other duties as may be prescribed by the Board of Directors. -

Section 5. Treasurer

The Treasurer will keep and maintain adequate and correct books and records of account of the properties and business transactions of the corporation. Said books and records will at all times be open to inspection by any director of the corporation. The Treasurer shall also serve as the Chair of the corporation's Finance Committee and will perform any other and further duties as may be required by law or as may be prescribed or required from time to time by the Board of Directors or these Bylaws.

Section 6. Immediate Past President

The Immediate Past President shall serve as a member of the Board of Directors' Executive Committee and shall further serve as the Board of Director's liaison with the corporation's Clinic's Auxiliary and the Board of Trustees. In addition, the Immediate Past President shall conduct any meeting of the Board of Directors if both the President and Vice-President are absent from such meeting and perform such other duties as may be prescribed by the Board of Directors or these Bylaws.

Section 7. Election and Removal

The Board of Directors shall elect the officers at the annual meeting, which shall be the regular meeting in June. Officers shall serve for one year or until their successors are elected and qualified. The President may serve a maximum of three (3) consecutive one year terms. In the event of a vacancy between annual meetings, officers may be elected at any regular or special meeting of the Board of Directors to serve an interim term which shall run from date of election until the next annual meeting, provided that notice of such meeting and election has been provided to all the members of the Board of Directors not less than fourteen (14) days prior to such meeting.

Section 8. Vacancies

A vacancy in any office because of death, resignation, removal or other reason shall be filled by the Board of Directors, with due notice.

ARTICLE VII

MANAGEMENT OFFICERS **Chief Executive Officer**

Section 1. Chief Executive Officer

The Board of Directors shall hire a Chief Executive Officer who will serve at the pleasure of the Board of Directors. The Chief Executive Officer shall be non-voting ex-officio member all Standing Committees of the Board of Trustees. The Board of Directors shall perform an annual performance evaluation of the Chief Executive Officer.

Section 2. Duties

Under the powers and subject to the limitations described in Article IV, Section 2 of these Bylaws, the Board of Directors delegates to the Chief Executive Officer the management of the corporation, including the corporation's various clinics and facilities under policies established by the Board of Directors.

- (a) The Chief Executive Officer shall be responsible for hiring and supervision of employees in accordance with a Personnel Policy Manual adopted by the Board of Directors. He/she will work with a Medical Director who is a physician to provide effective medical care and maintain proper medical records.
- (b) The Chief Executive Officer will be the Chief Executive Officer of the corporation and shall keep, or cause to be kept, adequate and correct accounts of the properties and business transactions of the corporation. The Chief Executive Officer shall deposit all monies and other valuables in

the name and to the credit of the corporation with such depositories as may be designated by the Board of Directors. The Chief Executive Officer shall disburse the funds of the corporation only in accordance with policies established by the Board of Directors.

- (c) The Chief Executive Officer shall regularly provide financial statements to the Board of Directors at times determined by the Board of Directors.
- (d) The Chief Executive Officer shall attend monthly Board of Directors meetings except for executive sessions and shall prepare and present monthly reports on the status of the clinics' and facilities' operations.
- (e) The Chief Executive Officer shall perform the other duties set forth in his or her job description and other duties as may be assigned by the Board of Directors.

ARTICLE VIII

COMMITTEE ORGANIZATION

Section 1. Standing Committees and Auxiliary Organizations

The Board of Directors may from time to time authorize standing committees, auxiliary organizations, advisory committees and other groups, and to oversee the activities of such committees, organizations and groups, that will assist the corporation in achieving its objectives. Such organizations and the members of such organizations shall serve at the pleasure of the Board of Directors. All committees and committee members serve at the pleasure of the Board of Directors. The President shall appoint the members and chairmen of such other standing committees for one year terms after each annual meeting and may fill any vacancies which occur.

ARTICLE IX

STANDING COMMITTEES

Section 1. Executive Committee

The Executive Committee is composed of the officers of the corporation, including the President, Vice President, Secretary, Treasurer and Immediate Past President of the Board of Directors. The Executive Committee may meet to establish the agenda, discuss important issues in order to develop recommendations for the Board of Directors' approval.

Section 2. Finance Committee

The Finance Committee shall consist of a minimum of three (3) members and a maximum of nine (9) members. In addition to the CEO, the corporation's Chief Financial Officer shall be an ex officio, non -voting member of the Finance Committee. The Finance Committee meets on a regular basis to review and approve financial policies, establish and monitor investment policies and investments, establish and monitor endowment funds, and approve and monitor the corporation's budget.

Section 3. Board Compliance Committee

The Board of Directors shall establish a Compliance Committee (the "Board Compliance Committee") to oversee and evaluate the corporation's Compliance Program and to make recommendations to assist the Board of Directors in approval and oversight of the development, maintenance and implementations of the corporation's Compliance Program policies and activities. Some of the duties and responsibilities of the Board Compliance Committee are to (a) identifying areas of risk; (b) oversight of Compliance Program activities; (c) monitoring, audits and investigations; (d) establishing and monitoring policies and procedures; (e) evaluation of effectiveness; and (f) developing strategy.

Section 4. Nominating Committee

The Nominating Committee is chaired by a member of the Board of Directors. The Nominating Committee will recommend a slate of officers to the Board of Directors for consideration on an annual basis. In addition, the Nominating Committee will serve as the Board Membership Development Committee and will recommend existing directors for whom term limits are expiring for continued membership, and will move prospective directors forward for consideration based on FQHC criteria, expertise, and willingness to serve. The CEO shall be an ex officio, non -voting member of the Nominating Committee.

Section 5. Board of Trustees Committee

The Board of Trustees is an advisory committee appointed by the Board of Directors for the purpose of advocacy, ambassadorship, and resource development for the corporation. The Board of Trustees meets bimonthly to develop short and long term resource development strategic plans which are moved to the Board of Directors for approval. A minimum of one member of the Board of Directors will serve on the Board of Trustees. Board of Trustee members may be invited to serve on other committees based on their expertise and interest.

Section 6. Personnel Committee

The Personnel Committee meets on a regular basis to review and recommend approval of personnel policies, perform the Chief Executive Officer's annual evaluation and recommend approval of compensation, review and recommend approval of the

corporation's compensation and benefit program, review and recommend approval of job descriptions and paylines, and act as the grievance committee in the event a formal grievance is filed by an employee of the corporation. The corporation's Human Resource Director shall be an ex officio, non -voting member of the Personnel Committee.

Section 7. Continuous Quality Improvement Committee

The Continuous Quality Improvement Committee (CQI Committee) is established by the authority of the corporation's Board of Directors as a standing committee whose primary purpose is to provide for an effective Quality Management Program for the corporation. The CQI Committee meets monthly and the Medical Director of the corporation is the chair of the CQI Committee. The chair of the CQI Committee shall work in conjunction with the other members to identify specific areas of medical care to be measured as quality indicators, recommend policy and determine benchmarks. The members of the CQI Committee are selected from among the corporation's operation, administrative and clinical staff.

Section 8. Ad Hoc Committee's

Ad Hoc Committees are those committees which are established from time to time as the need for special projects arise. The Building Committee is an example of an ad hoc committee.

ARTICLE X

AMENDMENT OF THE BYLAWS

Except as otherwise provided herein, these Bylaws may be altered, amended, or repealed and new Bylaws may be adopted by an affirmative vote of a majority of the directors present at any regular or special meeting, a quorum being assembled, provided that written notice of such meeting, setting forth in detail the proposed Bylaws revisions with explanations therefore, be given not less than seven (7) days prior to such meeting.

ARTICLE XI

OTHER PROVISIONS

Section 1. Execution of Documents

The Board of Directors may authorize any officer or officers, agent or agents, to enter into any contract or execute any instrument in the name of and on behalf of the corporation and such authority may be general or confined to specific instances; and, unless so authorized by the Board of Directors, no officer, agent or other person shall have any power or authority to bind the corporation by any contract or engagement or to pledge its credit or to render it liable for any purpose or to any amount.

Section 2. Construction and Definitions

Unless the context otherwise requires, the general provisions, rules of construction, and definitions contained in the General Provisions of the California Nonprofit Public Benefit Corporation Law and in the California Corporations Code shall govern the construction of these Bylaws.

Section 3. Notice and Waiver of Notice

Whenever any notice is required by these Bylaws to be given, personal notice is not meant unless expressly so stated; and any notice so required shall be deemed to be sufficient if given by depositing the same in a post office box in a sealed, post-paid wrapper addressed to the person entitled thereto at his/her last known post office address and such notice shall be deemed to have been given on the day of such mailing. Any notice required to be given under these Bylaws may be waived by the person entitled thereto.

Section 4. Fiscal Year

The fiscal year of the corporation shall be from July 1 to June 30.

Section 5. Liabilities and Property Rights of Members

No director of the corporation elected shall be personally liable to its creditors for any indebtedness or liability, and any and all creditors shall look only to its assets for payment.

Section 6. Indemnification of Directors

- (a) The corporation shall, to the maximum extent permitted by the California Corporations Code, have power to indemnify each of its directors against expenses (including attorney fees and court costs), judgments fines, settlements, and other amounts actually and reasonably incurred in connection with any proceeding arising by reason of the fact that any such person is or was an agent of the corporation, and shall have power to advance to each such director expenses incurred in defending any such proceeding to the maximum extent permitted by law.
- (b) Reference is made to the Agreement and Plan of Merger, dated as of September 30, 2015, between the corporation and The Gary Center, a California nonprofit public benefit corporation (the "Merger Agreement"). Notwithstanding anything to the contrary in these Bylaws, the corporation shall provide all rights to indemnification, advancement of expenses and exculpation existing in favor of the individuals who on or prior to the Closing Date (as defined in the Merger Agreement) were directors, officers, employees or agents of The Gary Center as provided in The Gary

Center's articles of incorporation or bylaws as in effect immediately prior to the Closing Date with respect to acts or omissions occurring on or prior to the Closing Date. Such rights shall survive the Closing (as defined in the Merger Agreement) and shall continue in full force and effect in accordance with the terms of such articles of incorporation or bylaws, and shall not, for a period of at least six years after the Closing Date, be amended, repealed or modified in any manner that would adversely affect the rights of any such person, unless such amendment or modification is required by applicable law.

ARTICLE XII-

CONFLICTS OF INTEREST

Member of the Board of Directors and officers of the corporation shall sign and conduct themselves in accordance with the conflict of interest policy adopted by the Board of Directors and in effect at the time. Clinic business must be conducted in a manner which prohibits conflicts of interest or the appearance of conflicts of interest by Board members, employees, consultants, and those who provide services or furnish goods to the corporation. No Board of Directors member shall be an employee of the corporation's clinics or facilities or an immediate family member of an employee of the corporation's clinics or facilities.

ARTICLE XIII

DISSOLUTION

Upon dissolution of the corporation and after payment of all just debts and liabilities (including reserving sufficient assets for payment), all remaining assets of the corporation shall be distributed to organizations enjoying a tax exempt status under section 501(c)(3) of the Internal Revenue Code, as amended , or any successor provisions.


ADOPTION OF BYLAWS

Certificate of Secretary of

VISTA COMMUNITY CLINIC

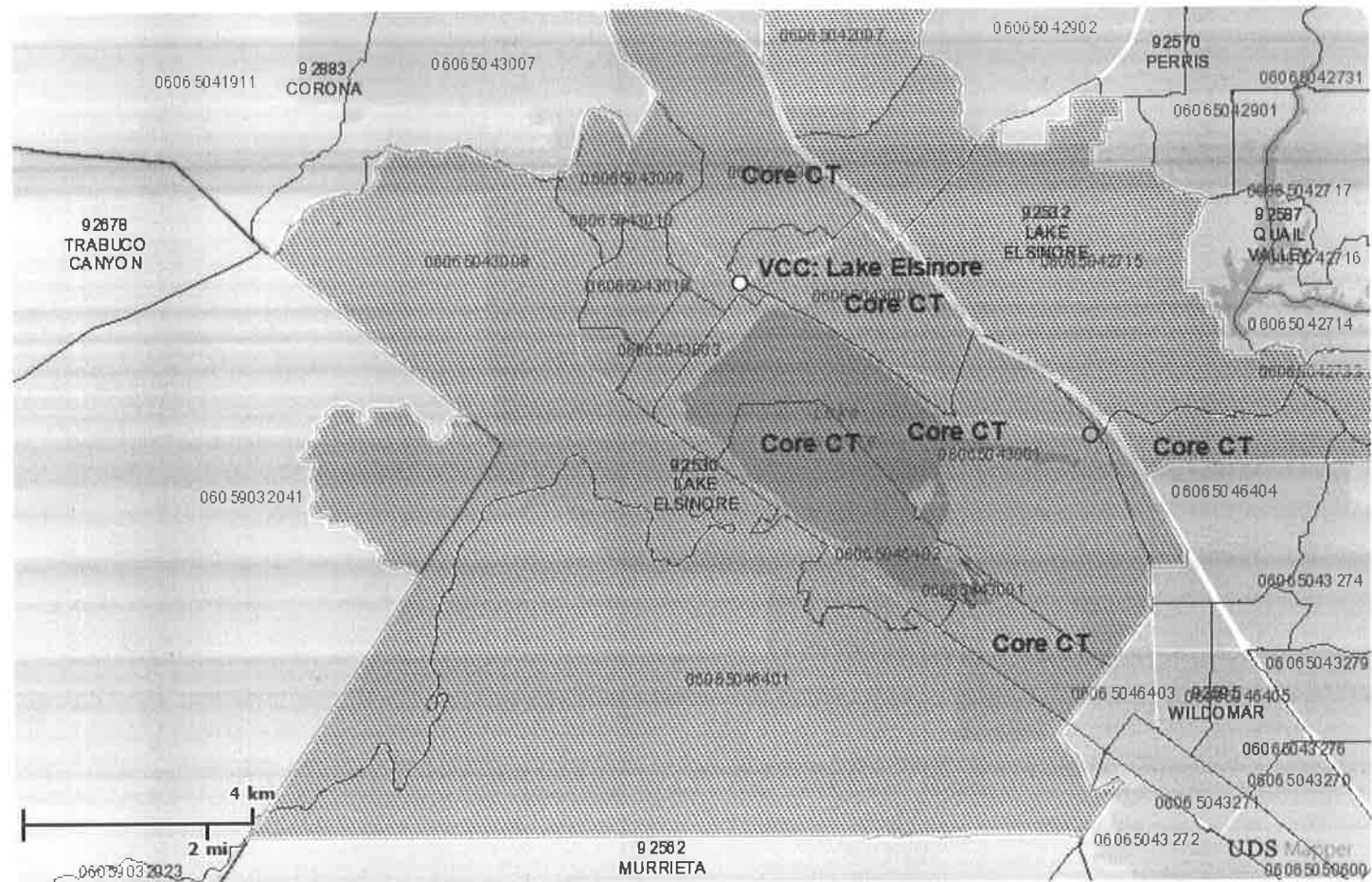
a California Nonprofit Public Benefit Corporation








I hereby certify that I am the duly elected and acting secretary of said corporation and that the foregoing Bylaws comprising fourteen (14) pages, constitute the Bylaws of said corporation as duly adopted at meeting of the Board of Directors thereof held on OCTOBER 29, 2015.

Secretary

VCC: Lake Elsinore Project Activity Map



-  States
-  Counties
-  ZCTAs
-  Census Tracts
-  Selected ZCTAs
-  HCP Grantee Service Access Points
-  HCP Look-Alike Service Access Points

**FEDERAL NOTICE OF AWARD FOR LAKE
ELSINORE CLINIC (LEVERAGING)****HRSA Electronic Handbooks (EHBs) Registration Requirements**

The Project Director of the grant (listed on this NoA) and the Authorizing Official of the grantee organization are required to register (if not already registered) within HRSA's Electronic Handbooks (EHBs). Registration within HRSA EHBs is required only once for each user for each organization they represent. To complete the registration quickly and efficiently we recommend that you note the 10-digit grant number from box 4b of this NoA. After you have completed the initial registration steps (i.e., created an individual account and associated it with the correct grantee organization record), be sure to add this grant to your portfolio. This registration in HRSA EHBs is required for submission of noncompeting continuation applications. In addition, you can also use HRSA EHBs to perform other activities such as updating addresses, updating email addresses and submitting certain deliverables electronically. Visit <https://grants3.hrsa.gov/2010/WebEPSEExternal/Interface/common/accesscontrol/login.aspx> to use the system. Additional help is available online and/or from the HRSA Call Center at 877-Go4-HRSA/877-464-4772.

Terms and Conditions

Failure to comply with the remarks, terms, conditions, or reporting requirements may result in a draw down restriction being placed on your Payment Management System account or denial of future funding.

Grant Specific Condition(s)**1. Due Date: Within 30 Days of Award Release Date**

Submit a revised SF 424A, Line Item Budget, and Budget Narrative Justification for the Federal award of \$404,210. The Federal amount refers to only the Federal section 330 Health Center Program grant funding for this award, not all Federal grant funding that an applicant receives. Also include the budget breakdown for non-Federal resources. (Refer to budget requirements in the Service Area Funding Opportunity Announcement or Budget Period Renewal Non-Competing Continuation guidance for budget format.)

The budget justification must detail the costs of each line item within each object class category. For the Personnel line item, you must include the following for each employee supported by funds from this award: name of employee; base salary; % FTE on the grant; and amount of Federal funds (wages and % of fringe benefits) to be paid for the budget year. This personnel information requirement also applies to subawards/subcontracts supported by Federal funds from this grant.

Federal grant funds may not be used to pay the salary of an individual at a rate in excess of Federal Executive Level II of the Federal Executive Pay scale (currently \$183,300). This amount reflects an individual's base salary exclusive of fringe benefits and income that an individual may be permitted to earn outside of the duties to the applicant organization (i.e., rate limitation only limits the amount that may be awarded and charged to HRSA grants.)

Please contact your Grants Management Specialist for specific submission instructions.

Failure to submit the Federal Budget within 30 days will result in denial of access to funds in the PMS account related to this Grant.

Program Specific Condition(s)**1. Due Date: Within 30 Days of Award Issue Date**

Within 30 days of this Notice of Award, the grantee must submit into HRSA's Electronic Handbook a revised equipment list and revised budget narrative/justification. The revised information should only include the use of NAP One-Time funding and not include any other budget issues within the grant.

2. Due Date: Within 30 Days of Award Issue Date

Within 30 days of this Notice of Award, the grantee must submit revised schematic drawings and a site plan into HRSA's Electronic Handbook.

Grant Specific Term(s)

1. This Notice of Award (NoA) is issued to support your New Access Point (NAP) application submitted in response to HRSA-15-016 to establish new access point(s) to provide primary health services at all site(s) identified on Form 5B of the NAP application in alignment with the scope verification conditions on this NoA. This NoA provides \$404,210 for the period August 1, 2015 through February 29, 2016, for a total of 7 months. Of this amount, \$130,595 is to support one-time activities and \$273,615 is provided to support operational NAP activities. This decision increases your ongoing target level of support by \$589,650.

ONGOING
SUPPORT FOR LE
SITE

2. Health Center Program New Access Point (NAP) grantees are expected to achieve full operational capacity as outlined in the NAP application within two years of receiving Federal section 330 grant support. This includes service to the number of unduplicated patients projected on Form 1A by December 31, 2016. Progress will be monitored through the

annual Budget Period Progress Report and Uniform Data System report. Failure to serve the projected number of unduplicated patients by December 31, 2016 may result in the reduction of Health Center Program grant funding.

3. New and/or improved space resulting from the One-Time Funding project may only be used for purposes consistent with Section 330 of the Public Health Service (PHS) Act (42 U.S.C. §254b). Use of improved space for other purposes inconsistent with the Health Center Program requires Prior Approval.
4. Operational funds awarded through this New Access Point (NAP) grant cannot be re-budgeted for one-time funding activities (i.e., minor renovation and/or moveable equipment purchases).
5. This NAP One-time funding has been awarded based upon the information provided in the application. Proposed A&R activities or fixed equipment not identified in the one-time funding project(s) may not be funded without prior approval. If this occurs, please contact this assigned Project Officer to discuss.
6. Applicants that are not required to file a Notice of Federal Interest, acknowledge with the receipt of the Notice of Award that the Federal interest exists in real property and equipment and will be maintained in accordance with 45 CFR Part 75 Uniform Administrative Requirements, Cost Principles, and Audit Requirements for HHS Awards. The recipient shall maintain adequate documentation to track and protect the Federal interest. For real property, adequate documentation will also include communications between the lessor and the lessee related to protecting such interest, in accordance with the standard award terms and conditions. Such documentation should be available for subsequent review by HRSA.
7. Funds in this award associated with the One-Time Funding alteration/renovation project are restricted and may not be drawn down until all program- and grant-specific conditions of this award have been met. The only exceptions to this restriction on drawdown are limited pre-construction activities related to meeting one of these conditions, such as expenses for completing architectural and engineering plans, meeting licensing and permitting requirements, historic preservation consultation with the State Historic Preservation Office/Tribal Historic Preservation Office, and preparing the Environmental Assessment.
8. Pre-award costs such as architect's and consultant's fees necessary to the planning and design of the project may be considered for funding as long as they are included in the application, are allowable costs under the authorizing legislation and were not incurred more than 90 days prior to award issue date. It should be noted that such pre-award costs are undertaken at the applicant's risk. Consultation with the Grants Management Specialist is needed to determine if such costs will be permitted.
9. Effective December 28, 2014, all references to OMB Circulars for the administrative and audit requirements and the cost principles that govern Federal monies associated with this award are superseded by the Uniform Guidance 2 CFR 200 as codified by HHS at 45 CFR 75.
10. All sites proposed on Form 5B of the approved New Access Point (NAP) application must be open and operational within 120 days of the Notice of Award. Failure to verify that all sites are operational within the 120-day period referenced within the scope verification condition(s) above will result in the placement of a Progressive Action condition on your award. This Progressive Action condition will require that the proposed site(s) be approved and verified as implemented through a Change in Scope request. In addition, until the Progressive Action condition is lifted, restrictions will be placed on your grant award requiring that all drawdown of Health Center Program grant award funds from the Payment Management System (PMS) must have prior approval of the HRSA Division of Grants Management Operations (DGMO). If implementation of all proposed sites is not documented within the specified timeline described in the Progressive Action condition, HRSA will proceed with the withdrawal of support through the cancellation of all or a portion of the NAP grant award.
11. Requests for carryover of unobligated balances from one budget period to the next require prior approval by HRSA. Requests to carryover operational NAP funds will not be approved, unless indicated in the term on this award describing the funding amount.

Funds for one-time funding activities (i.e., minor renovation and/or moveable equipment purchases) must be obligated within one year from this Notice of Award. If this date is beyond the end of your current budget period, a carryover request must be submitted to use one-time funds in the next budget period. To carryover one-time funding, the appropriate amount must be shown as un-obligated (UOB) on line 10.h of the Annual Federal Financial Report (FFR), SF 425. In addition, a Prior Approval Request to carry over these funds must be submitted through EHB immediately following the FFR submission. Please consult the Grants Management Specialist for questions regarding submission of the FFR and/or Prior Approval Requests to carry over UOB funds.

**VISTA COMMUNITY CLINIC
REVENUE AND EXPENSE REPORT
AS OF 6/30/17**

REVENUE:

Patient Fees	36,442,086
Contracts	17,252,687
Other Revenue	2,822,500
Total Revenue	<u>56,517,274</u>

EXPENSES:

Salaries	31,666,777
Fringe Benefits	6,587,447
Patient Contract Services	1,783,210
Non-Patient Contr Svcs	1,488,881
Supplies	3,962,366
Communications	365,451
Travel	450,791
Equipment	897,427
Facilities	1,950,582
Insurance	287,686
Financing	237,464
Advertising	514,456
Depreciation	1,968,420
Amortization	19,900
Other	714,949
Outreach	274,567
Admin Allocation	0
Total Expenses	<u>53,170,372</u>

NET: 3,346,902

**Vista Community Clinic
Balance Sheet as of June 2017**

*******Assets*******

Cash

Cash	\$ 10,798,440
Investments	\$ -
Total Cash & Cash Equivalents	\$ 10,798,440

Other Assets

Accounts Receivable	\$ 2,891,488
OB Panel Receivable	\$ 63,459
Grants Receivable	\$ 940,789
A/R-Other	\$ 1,515,197
Prepays	\$ 763,908
Inventory - Pharmacy	\$ 12,811
Deposits	\$ 97,342
Other Assets	\$ 279,600
Total Other Assets	\$ 6,564,594

Fixed Assets

Land-Vale Terrace	\$ 894,006
Land-995 Vale Terrace	\$ 625,000
Land-Grapevine	\$ 825,000
Land-Pier View	\$ 214,402
Land-La Tortuga	\$ 1,362,622
Land-La Habra	\$ 78,847
Construction in Progress	\$ 27,973
Building-Vale Terrace	\$ 1,146,827
Building-Women's Center	\$ 8,480,982
VTB Parking Garage	\$ 7,088,387
Building-Grapevine	\$ 3,503,528
Building-La Habra	\$ 105,971
Building-Pier View	\$ 499,027
Building-Horne	\$ 319,048
Building-La Tortuga	\$ 3,188,927
Leaseholds	\$ 546,882
Vans	\$ 65,581
Equipment	\$ 4,565,130
Total Fixed Assets	\$ 33,538,137

Other Assets

Board Designated Cash	\$ 6,952,099
Total Other Assets	\$ 6,952,099

Total Assets

\$ 57,853,270

*******Liabilities*******

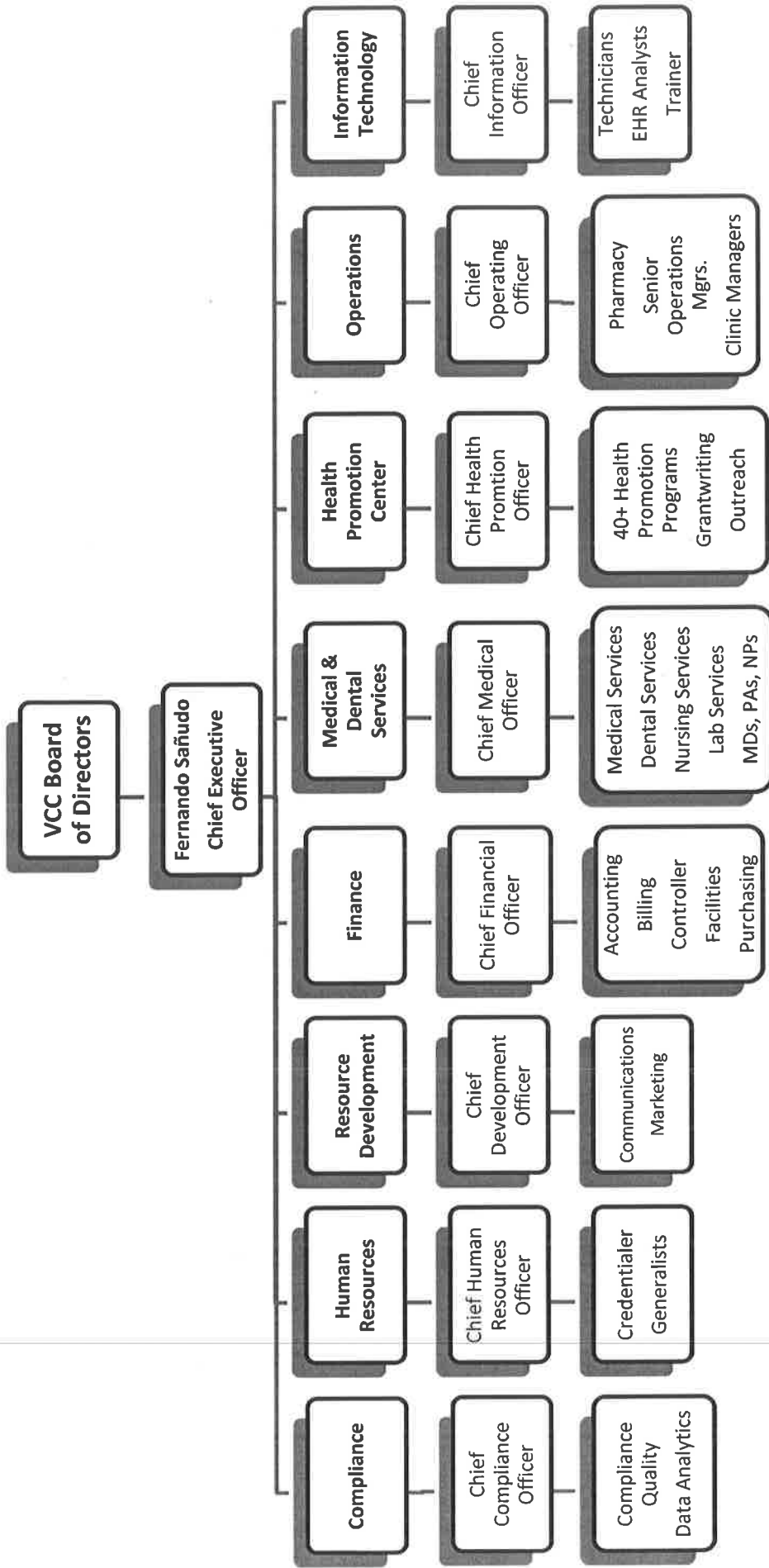
Accounts Payable	\$ 1,659,175
Accrued Payroll	\$ 1,426,521
Accrued Vacation	\$ 1,321,552

Deferred Revenue	\$ 423,345
Home Loan	\$ 19,680
CNB Loan	\$ 2,629,592
CHFFA Loan	\$ 505,407
TCE Loan	\$ 1,225,786
Total Liabilities	\$ 9,211,058

***** Fund Balance *****

Beginning Fund Balance & Reserve	\$ 45,295,311
Current Excess/Deficit	\$ 3,346,902
Total Fund Balance	\$ 48,642,212

Total Liabilities and Fund Balance	\$ 57,853,270
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September 28, 2017

Riverside County EDA
ATTN: CDBG Program
3403 10th Street, Suite 400
Riverside, CA 920501

RE: 2017-18 Community Development Block Grant Program

Dear Riverside County CDBG Staff:

At its September meeting, the Vista Community Clinic Board of Directors approved submission of the enclosed grant application for CDBG funds through the Riverside County and City of Lake Elsinore funding mechanisms.

These funds will be used to link low-income and uninsured residents to primary care, dental care and behavioral health services. VCC's Outreach and Enrollment staff member will continue to conduct outreach in Lake Elsinore and surrounding communities and educate residents about the healthcare services available at the clinic, regardless of residents' ability to pay. This staff person is also a trained enrollment counselor than helps individuals and families to complete Medi-Cal, Covered California and CalFresh applications.

Should you have any questions related to our organization generally, and/or this application specifically, please feel free to contact our Chief Executive Officer, Fernando Sañudo, at (760) 631-5000, x1131 or at ceo@vcc.clinic.

Sincerely,

Angela Perez, R.N.
President