



Dear Members,

I am writing to keep you up to date with developments at the hospital.

Conditions for Transfer of Assets to Kalyra

The Board has now formally advised James Brown Memorial Trust (Kalyra) of the conditions which must be met before it will initiate any transfer of assets. These are as follows:

- protect, preserve and carry out any required renovation and restoration of the Tsong Gyiaou building and the 19th century barn building located on the northern boundary of the hospital site;
- permit the McLaren Vale Hospital Volunteers to continue to operate their Op Shop and proceed with the construction of the planned two new sheds along the northern boundary of the hospital;
- honour all of the current lease arrangements which include the Wellbeing Clinic, the SA Ambulance Service, the 5ZZZ Community Radio Station and other lessees located in the Tsong Gyiaou building;
- to the extent reasonably possible protect, preserve and maintain the War Memorial gardens and the avenue of regulated trees;
- as agreed between the parties, preserve and protect certain items of historical interest relating to the former hospital;
- undertake to safely and securely store the legacy medical records of the hospital as required by law;
- allocate at least one seat on the Board of Directors of the James Brown Memorial Trust to a nominee of the Association for a period of at least two (2) years following completion of the proposed merger;
- allow the Association to make use of the Tsong Gyiaou building for meetings as and when necessary until such time as it is finally wound up;
- investigate and consider the establishment of a 'Super Clinic' or 'Health Hub' on the site; and
- agree to undertake an extensive community consultation about the future use of the site, including consultation with the members of the hospital.

It is proposed by the Board that the agreement covering the transfer of assets to Kalyra be structured in three phases:

1. **Consultation Phase:** As soon as reasonably practicable after the execution of the agreement, Kalyra must undertake an externally facilitated consultation process with the community. That consultation process must include in relation to the potential for the site to be used as a 'Super Clinic' or 'Health Hub'.
2. **Asset Transfer Phase:** Provided that the Board (in its reasonable discretion) is satisfied that the consultation process has been comprehensive and Kalyra has given proper regard to the views and wishes of the community obtained via the consultation process in determining the ultimate use of the site, the transfer of the assets of the Association to Kalyra would then be undertaken as soon as reasonably practicable.
3. **Ongoing Protections:** Following the transfer of the assets of the Association, the commitments and covenants on the part of Kalyra set out above in relation to existing lease holders, heritage buildings, the war memorial gardens, and the volunteers etc continue to apply. The right of the Association to appoint one person to sit on the board of Kalyra would also run for two years from the date that the transfer of assets is completed.

The Board is confident that Kalyra will accept the conditions it has proposed.

Legal Action in Magistrates Court

After a Statement of Claim was lodged with the Magistrates Court the hospital retained the services of Andreyev Lawyers to prepare a response. A formal Defence has now been lodged with the Court. No date has yet been set to hear arguments by the plaintiff and the hospital's advocates. I will provide members with further updates on this matter once there is something further to report.

Current Use of the Hospital Site

While the hospital's patient care facilities are closed, activity continues to occur on the site. The volunteers' Op Shop is operating as normal, as is the Wellbeing Clinic, the kitchen and the activities of other lease holders. This will continue to be the situation for the foreseeable future. Even after the planned consultation process on the future use of the site has been completed it is likely to take many months to plan, organise and commence any proposed changes to the site.

Bearing this in mind, the volunteers have decided to proceed with the construction of two new sheds along the northern boundary of the site, immediately adjacent to the Manning Wing. These sheds will be constructed to meet commercial leasing standards and will allow the volunteers to consolidate the Op Shop into one area. The new sheds will provide a much more comfortable and safer environment for the volunteers and for their customers.

Community Engagement Strategy by Democracy

The Board and Kalyra have jointly agreed to retain the services of democracyCo to devise and conduct a community engagement strategy in relation to the future use of the hospital site. A copy of the overview of the strategy has been distributed with this letter.

A primary objective of the strategy is to enable a significant degree of community input to the planning process in the lead up to any final decisions about the future use of the site. The Board's expectation is that there will be a diversity of views about this matter but believes that it is important that the various options be canvassed in the hope that a broad consensus may be achieved about what can be done with the site. Members will be an important resource for democracyCo as they seek to ascertain the opinions and expectations of the broader community.

Membership Renewals

At the time of writing over 200 people have renewed their membership of the hospital. This is necessary owing to the constitutional requirement that memberships be renewed effective July 1st each year. The Board strongly encourages all existing members to renew their membership so that they can play a role in determining the future use of the site. The main office at the hospital will be open between 8.00am and 1pm on Monday, and Thursday each week. People wishing to renew their memberships can do so at these times plus browse in the Op Shop as well.

Annual General Meeting & Election of Board Members

The Annual General Meeting will be held on Wednesday 25 October 2023 at a time and venue yet to be determined. At that meeting at least 4 positions on the Board will be up for election. All members are urged to vote in the election which will determine the composition of the Board for at least the next 12 months. Members who wish to stand for election need to complete the required nomination form which is obtainable from the office. The form will also be accessible from the hospital's website in the near future.

Prospective candidates for Board membership are asked to submit with their nomination a brief curriculum vitae. Also, given the controversy surrounding the issue it would be useful if candidates would state their preferred position regarding the planned transfer of assets to Kalyra and the future use of the hospital site.

Yours sincerely,

A handwritten signature in black ink, appearing to read "Overland". The signature is written in a cursive, flowing style.

Chris Overland
Chair

11 August 2023