

A regular meeting of the Board of Directors of the Washington Township Health Care District was held on Wednesday, July 26, 2023 in the Board Room at 2000 Mowry Avenue, Fremont and Zoom access was provided. Director Stewart called the meeting to order at 6:00 p.m. and led those present in the Pledge of Allegiance.

CALL TO ORDER

Roll call was taken. Directors present: Bernard Stewart, DDS; Michael Wallace; William Nicholson, MD; Jacob Eapen, MD; Jeannie Yee

ROLL CALL

Also present: Kimberly Hartz; Tom McDonagh; Larry LaBossiere; Tina Nunez; Paul Kozachenko; Cheryl Renaud; Shirley Ehrlich

Guests: Robert Junqua; Lisel Wells; Jeffrey Sahrbeck; Erica Luna

Director Stewart welcomed any members of the general public to the meeting.

OPENING REMARKS

Director Stewart noted that Public Notice for this meeting, including Zoom information, was posted appropriately on our website. This meeting is being conducted in the Board Room and by Zoom.

There were no Oral Communications.

*COMMUNICATIONS
ORAL*

There were no Written Communications.

*COMMUNICATIONS
WRITTEN*

Dr. Stewart presented the Consent Calendar for consideration:

CONSENT CALENDAR

A. Consideration of Capital Equipment: Stryker Hospital Beds and Gurneys

B. Consideration of Medical Staff: Assist at Surgery Privileges

C. Consideration of Medical Staff: Critical Care Medicine Privileges

D. Consideration of Medical Staff: Emergency Medicine Privileges

E. Consideration of Medical Staff: Endocrinology, Diabetes and Metabolism Privileges

F. Consideration of Medical Staff: General Surgery Privileges

G. Consideration of Medical Staff: Hematology/Oncology Privileges

H. Consideration of Medical Staff: Hyperbaric Medicine Privileges

I. Consideration of Medical Staff: Internal Medicine Privileges

J. Consideration of Medical Staff: Neurology Privileges

- K. Consideration of Medical Staff: Obstetrics Privileges
- L. Consideration of Medical Staff: Pathology Privileges
- M. Consideration of Medical Staff: Physical Medicine & Rehabilitation Privileges
- N. Consideration of Medical Staff: Physician Assistant – Medicine Privileges
- O. Consideration of Medical Staff: Physician Assistant – Surgical Privileges
- P. Consideration of Medical Staff: Plastic Surgery Privileges
- Q. Consideration of Medical Staff: Supervising Physician Privileges
- R. Consideration of Medical Staff: Transesophageal Echocardiography (TEE) Privileges
- S. Consideration of Medical Staff: Use of Lasers Privileges
- T. Consideration of Medical Staff: Vertebroplasty and Kyphoplasty Privileges

Kimberly Hartz, Chief Executive Officer, requested to remove Item A, which will be brought forward to a Board Meeting in the near future.

Director Eapen moved that the Board of Directors approve the Consent Calendar, Items B through T. Director Nicholson seconded the motion.

Roll call was taken:

Bernard Stewart, DDS – aye
Michael Wallace – aye
William Nicholson, MD – aye
Jacob Eapen, MD – aye
Jeannie Yee – aye

Motion Approved.

Director Eapen moved to approve the project budget, which will provide for the implementation of the UCSF – Washington Cancer Center Project in an amount not to exceed \$21,459,094 and grant the Chief Executive Officer the authority to proceed with the project and completion of the necessary documents. Director Yee seconded the motion.

*UCSF – WASHINGTON
CANCER CENTER
PROJECT*

Roll call was taken:

Bernard Stewart, DDS – aye
Michael Wallace – aye
William Nicholson, MD – aye
Jacob Eapen, MD – aye
Jeannie Yee – aye

Motion Approved.

*FIRST READING:
ORDINANCE 2023-01
REVENUE BOND
SERIES A*

Director Stewart stated: Next is Item V. (B) on the agenda. *Ordinance No. 2023-01 Approving a Formal Agreement for the Private Sale of the Washington Township Health Care District Revenue Bonds, 2023-01 Series A. This would need approval by 4/5 of the Members of the Board which is required in order to proceed with the issuance of the said Bonds. This Ordinance approves the form of Bond Purchase Contract for the negotiated sale of the Bonds to the Underwriter pursuant to the California Health and Safety Code. If this Ordinance is adopted, it is subject to public referendum in accordance with Section 32320 of the Health and Safety Code of the State of California and will be returned for a second reading following the expiration of 30 days.*

Director Stewart asked if there were any comments from the members of the public.

There were no questions and no comments regarding this Ordinance.

Director Eapen moved for approval of Ordinance No. 2023-01, “Approving a Formal Agreement for the Private Sale of the Washington Township Health Care District Revenue Bonds, 2023 Series A. Director Wallace seconded the motion.

Roll call was taken:

Bernard Stewart, DDS – aye
Michael Wallace – aye
William Nicholson, MD – aye
Jacob Eapen, MD – aye
Jeannie Yee – aye

Motion Approved.

ANNOUNCEMENTS

There were no announcements.

Director Stewart adjourned the meeting to closed session at 6:10 p.m., as the discussion pertained to reports regarding Medical Audit & Quality Assurance Matters pursuant to Health & Safety Code Sections 32155, Conference involving Trade Secrets pursuant to Health & Safety Code section 32106, and Conference with Labor Negotiators pursuant to Government Code section 54957.6. Director Stewart

*ADJOURN TO CLOSED
SESSION*

Board of Directors' Meeting

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stated that the public has a right to know what, if any, reportable action takes place during closed session. Since this meeting was being conducted in the Board Room and via Zoom, there is no way of knowing when the closed session will end, the public was informed they could contact the District Clerk for the Board's report beginning July 27, 2023. The minutes of this meeting will reflect any reportable actions.

Director Stewart reconvened the meeting to open session at 7:57 pm. The District Clerk reported that during the closed session, the Board approved the closed session meeting minutes of June 19 & 28, 2023 and the Medical Staff Credentials Committee Report by unanimous vote of all Directors present.

RECONVENE TO OPEN SESSION & REPORT ON CLOSED SESSION

There being no further business, Director Stewart adjourned the meeting at 7:57 pm.

ADJOURNMENT

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Bernard Stewart
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Bernard Stewart, DDS
President

DocuSigned by:
Jeannie Yee
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Jeannie Yee
Secretary

**WASHINGTON TOWNSHIP HEALTH CARE DISTRICT
ORDINANCE NO. 2023-01**

**APPROVING A FORMAL AGREEMENT FOR THE PRIVATE SALE
OF THE WASHINGTON TOWNSHIP HEALTH CARE DISTRICT
REVENUE BONDS, 2023 SERIES A**

WHEREAS, the Board of Directors (the “Board”) of Washington Township Health Care District (the “District”), a local health care district organized and existing under and pursuant to The Local Health Care District Law of the State of California (the “Authorizing Law”), has determined to issue its Revenue Bonds, 2023 Series A (the “Bonds”) in an aggregate principal amount of not to exceed \$40,000,000, pursuant to the Authorizing Law; and

WHEREAS, the District has determined that financial market conditions and the needs of the District dictate that the Bonds be sold pursuant to private sale; and

WHEREAS, the Authorizing Law requires the adoption of this Ordinance prior to the sale of the Bonds at private sale; and

WHEREAS, there has been presented to this meeting of the Board a form of Bond Purchase Contract respecting the purchase and sale of the Bonds (the “Bond Purchase Contract”), to be entered into by and between the District and BofA Securities, Inc., as underwriter (the “Underwriter”);

NOW, THEREFORE, BE IT ORDAINED by the Board of Directors of Washington Township Health Care District as follows:

Section 1. The foregoing recitals are true and correct.

Section 2. The formal agreement between the District and the Underwriter, substantially in the form of the Bond Purchase Contract on file with the Secretary of the Board and presented to this meeting, is hereby approved. The Chief Executive Officer of the District, or her designee, is hereby authorized and directed to approve the final terms of sale of the Bonds and to evidence the District’s acceptance of the offer made thereby by executing and delivering the Bond Purchase Contract in substantially said form, with such changes therein as the officer executing the same may require or approve, such approval to be conclusively evidenced by the execution and delivery thereof; provided, however, that the Bonds shall have a final maturity of no more than 31 years, their true interest cost shall not exceed 6.0% per annum, the principal amount shall not exceed \$40,000,000 to finance additions, improvements and betterments to the District’s facilities, the equipping of the same and the payment of fees and expenses incurred in connection therewith), and the Underwriter’s discount shall not exceed 1.0%. The District represents that the aggregate principal amount of the Bonds does not exceed 50% of the average of the District’s gross revenues for the preceding three fiscal years and that the estimated cost of the acquisition, construction, improvement, betterments and equipping of the District facilities is no less than the aggregate principal amount of the Bonds.

Section 3. The entering into of the Bond Purchase Contract and the adoption of this Ordinance shall be subject to referendum as provided by Section 9140 of the Elections Code of the State and in accordance with Section 32321 of the Authorizing Law.

Section 4. The Secretary of the Board is directed to cause this Ordinance to be published once a week for two successive weeks in a newspaper of general circulation within the District, in accordance with Section 9303 of said Elections Code and Section 32321 of the Authorizing Law.


Section 5. This Ordinance shall take effect thirty (30) days after the date of its adoption.

PASSED AND ADOPTED this 26th day of July, 2023, at a regular meeting of the Board of Directors of the Washington Township Health Care District conducted in Fremont, California, upon notice duly given, at which a quorum of members of said Board were present and acting throughout, by the following vote, representing the approving votes of no less than 4/5 of the membership of the Board of Directors of the District:


AYES: Directors Stewart, Wallace, Nicholson, Yee, Eapen

NOES:

ABSENT:

DocuSigned by:

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President, Board of Directors, Washington
Township Health Care District

DocuSigned by:

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Secretary, Board of Directors, Washington
Township Health Care District