CALL TO ORDER

PLEDGE OF ALLEGIANCE

A meeting of the Board of Directors of the Washington Township Health Care District was held on Wednesday, September 25, 2024 in the Board Room at 2000 Mowry Avenue, Fremont and Zoom access was provided. Director Nicholson called the meeting to order at 6:00 p.m. and led those in attendance of the meeting in the Pledge of Allegiance.

ROLL CALL

Roll call was taken: Directors present: William Nicholson, MD; Jeannie Yee; Bernard Stewart, DDS

Absent: Jacob Eapen, MD; Michael Wallace

Also present: Kimberly Hartz; Terri Hunter; Thomas McDonagh; Larry LaBossiere; Nicholas Kozachenko; Cheryl Renaud; Shirley Ehrlich

OPENING REMARKS

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

Director Nicholson noted that Public Notice for this meeting, including Zoom information, was posted appropriately on our website.

COMMUNICATIONS: ORAL

There were no Oral Communications.

COMMUNICATIONS: WRITTEN

There were no Written Communications.

CONSENT ITEMS

There were no items on the Consent Calendar for consideration.

ACTION ITEMS

Director Yee moved that the Board of Directors approve Resolution No. 1267: Roof Replacement Project at 2500 Mowry Avenue, as presented. Kimberly Hartz, Chief Executive Officer, explained that the roof at 2500 Mowry Avenue is 30 years old and is in need of replacement. The District used an informal solicitation process to obtain these bids. This Resolution justifies the selection of Tremco products and the use of an informal selection process. Dr. Stewart seconded the motion.

Roll call was taken:

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

Motion approved.

ANNOUNCEMENTS

There were no Announcements.

ADJOURN TO CLOSED SESSION

Director Nicholson adjourned the meeting to closed session at 6:05 p.m., as the discussion pertained to reports regarding Medical Audit & Quality Assurance Matters pursuant to Health & Safety Code Section 32155, Conference Involving Trade Secrets pursuant to Health & Safety Code Section 32106 (Strategic Planning), and Conference with Labor Negotiators pursuant to Government Code Section 54957.6. Director Nicholson 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 September 26, 2024. The minutes of this meeting will reflect any reportable actions.

RECONVENE TO OPEN SESSION & REPORT ON CLOSED SESSION

Director Nicholson reconvened the meeting to open session at 6:53 p.m. The District Clerk reported that during closed session, the Board approved the closed session minutes of August 14, 29 & 28, 2024 and the Medical Staff Credentials Committee Report by unanimous vote of all directors present.

ADJOURNMENT

There being no further business, Director Nicholson adjourned the meeting at 6:54 p.m.

Signed by: William F. Nicholson	DocuSigned by:
98231C70CEF24F3...	43AFD0E33706040E...
William Nicholson	Bernard Stewart, DDS
Second Vice President	Secretary

RESOLUTION NO. 1267
APPROVING AWARD OF CONTRACTS FOR THE ROOF REPLACEMENT PROJECT AT THE WASHINGTON WEST OFFICE BUILDING

WHEREAS, the WASHINGTON TOWNSHIP HEALTH CARE DISTRICT ("DISTRICT") owns and operates the Washington West medical office building ("West MOB") located at 2500 Mowry Avenue, Fremont, California 94538. The lower tar and gravel roof of the West MOB is more than 30 years old. The DISTRICT has determined that the West MOB's roof urgently needs to be replaced.

WHEREAS, the Project's duration is estimated to be four months. The DISTRICT has determined that the most cost-effective delivery approach for the Project involves contracting directly with a roofing contractor instead of a general contractor. The DISTRICT anticipates engaging Stahl Companies to act as the DISTRICT'S representative under supervision of the DISTRICT'S Construction Management Department.

WHEREAS, the DISTRICT has determined that specifying the TPA fleece-backed adhered roofing system offered by Tremco, Incorporated, an RPM Company ("Tremco") represents a cost-effective, high-value solution for the Project. Tremco is one of the leading roofing product companies in the United States of America. The DISTRICT has a long history using Tremco roofing products. The DISTRICT has determined that Tremco's warranty has performed well on multiple buildings on the DISTRICT'S campus. The DISTRICT has determined that Tremco's representatives are familiar with the DISTRICT'S campus. The DISTRICT has determined that it is not prudent to consider using products from other suppliers of roofing materials in light of (a) the age of the West MOB's roof, (b) the demonstrated performance of Tremco and its warranties on the DISTRICT'S campus, and (c) the risks posed by using unknown suppliers that are unfamiliar with the DISTRICT'S facilities.

WHEREAS, Tremco has offered for this Project a manufacturer's special 20-year warranty that includes (among other benefits) repairs of failures (including leaks) arising from workmanship or materials or both ("Warranty"). The Warranty comes with a standard maintenance agreement that includes maintenance services in years 2, 5, 10, and 15 of the warranty period. Tremco will not offer the Warranty unless an authorized installer of its products performs the installation work. The DISTRICT has determined that limiting the pool of installers to authorized Tremco installers is reasonable because Tremco's Warranty covers defects in workmanship.

WHEREAS, the DISTRICT received proposals from three authorized Tremco roofing installers through an informal solicitation process. The roofing scope of work covers all elements of the Project except the final plumbing connections inside the West MOB for the new roof drains. State Roofing Systems, Inc. offered to perform the roofing scope of work for a total, lump sum price of $1,815,260.00. Western Roofing Services offered to perform the roofing scope of work for a total, lump price of $2,933,489.00. SF Roofing Service offered to perform the roofing scope of work for a total, lump sum price of $3,075,000.00.

WHEREAS, the DISTRICT has determined that awarding the roofing contract to State Roofing Systems, Inc. for a total contract value of $1,815,260.00 will advance the DISTRICT'S public service mission. The contract sum covers performance and payment bonds for the State Roofing System, Inc.'s work on the Project. The contract sum also covers liability insurance for State Roofing System, Inc.

WHEREAS, the DISTRICT'S Board of Directors must exercise prudent stewardship over the DISTRICT'S resources, including, but not limited to, the DISTRICT'S financial and real property resources.

WHEREAS, costs for the Project have been budgeted in the DISTRICT'S capital budget and in the approved Cancer Center Project budget. $726,000.00 of the total cost of the roofing contract will be allocated to the Cancer Center Project.

WHEREAS, in the judgment of the DISTRICT'S Board of Directors, the value of the Warranty together with the need to select exclusively from Tremco approved installers justify using an informal solicitation process for the roofing contract. Awarding the Project's roofing contract through a formal procurement process offers no advantage to the DISTRICT'S public service mission over the informal solicitation because (a) the DISTRICT will receive the Warranty, (b) the DISTRICT received proposals from three qualified contractors, (c) the recommended bid is the lowest priced bid, and (d) the recommended bid includes liability insurance, a performance bond, and a payment bond.

NOW, THEREFORE, BE IT RESOLVED, that:

1. Based on the foregoing facts, the Board finds that the selection of Tremco roofing products was fair and competitive; guarded against favoritism, improvidence, extravagance, fraud and corruption; prevented the waste of public funds; and obtained the best economic result for the public.

2. Based on the foregoing facts, the Board finds that the use of an informal solicitation process for award of the roofing contract was fair and competitive; guarded against favoritism, improvidence, extravagance, fraud, and corruption; prevented the waste of public funds; and obtained the best economic result for the public.

3. Based on the foregoing facts, the Board also finds that awarding the roofing contract to the lowest responsible bidder using formal procedures would harm the public interest by working an incongruity and traditional competitive procedures would not produce any advantage over the informal solicitation method used for award of the roofing contract.

4. The Board authorizes the DISTRICT'S Chief Executive Officer to enter a contract with State Roofing Systems, Inc. in the amount of $1,815,260 for the Project.

5. The Board also authorizes the DISTRICT'S Chief Executive Office to enter into other necessary contracts for the Project and take any and all further actions which, in the determination of the Chief Executive Officer, are necessary and proper to effectuate the intent of this Resolution.

6. The Board approves allocating $726,000.00 for the roofing contract to the budget for the Cancer Center Project.

PASSED AND ADOPTED by the Board of Directors of WASHINGTON TOWNSHIP HEALTH CARE DISTRICT this 25th day of September, 2024, by the following vote:

AYES: Directors Nicholson, Yee, Stewart

NOES:

ABSENT: Directors Eapen, Wallace

Signed by:
William F. Nicholson
98231C70CEF24F3...
William Nicholson, M.D.
Second Vice President of the Washington Township Health Care District Board of Directors

DocuSigned by:
43AFD0E3370640E...
Bernard Stewart, DDS
Secretary of the Washington Township Health Care District Board of Directors