

Board of Directors' Meeting

April 23, 2025

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A meeting of the Board of Directors of the Washington Township Health Care District was held on Wednesday, April 23, 2025 in the Medical Oncology Conference Room, Second Floor, Suite # 243 at 2500 Mowry Avenue, Fremont and Zoom access was provided. Director Wallace 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: Michael Wallace; William Nicholson, MD; Jeannie Yee; Bernard Stewart, DDS; Jacob Eapen, MD

ROLL CALL

Also present: Kimberly Hartz; Terri Hunter; Ajay Sial; Paul Kozachenko; Cheryl Renaud; Shirley Ehrlich; Ali Hanousek

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

OPENING REMARKS

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

There were no Oral Communications.

*COMMUNICATIONS:
ORAL*

There were no Written Communications.

*COMMUNICATIONS:
WRITTEN*

There were no Items on the Consent Calendar for consideration.

CONSENT CALENDAR

Kimberly Hartz, Chief Executive Officer, provided a brief statement in consideration of the budget for additional seismic regulations called NPC-5 Compliance Standards which focused on non-structural components. The additional seismic regulations dictate emergency capabilities the hospital needs to build or develop in order to maintain functionality after a major seismic, or other catastrophic event. In particular, they dictate that Washington Health needs to provide 3 days of potable water independent of Alameda County Water District and 3 days of hospital sewer waste independent of the Union Sanitary District.

*ACTION ITEM:
CONSIDERATION OF
SEISMIC NON-
STRUCTURAL
PERFORMANCE
CATEGORIES (NPC-5)
PROJECT*

Dr. Nicholson moved that the Board of Directors direct the Chief Executive Officer to execute the appropriate contracts, documents, and arrangements to complete the (NPC-5) design not to exceed \$937,159. Director Eapen seconded the motion.

Roll call was taken:

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

Motion approved.

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Kimberly Hartz, Chief Executive Officer, spoke about the importance of an integrated Enterprise Resource Planning (ERP) system. An integrated ERP helps to manage and improve the efficiency of key business functions including those in Finance and Accounting, Human Resources and Supply Chain. Our current ERP systems do not integrate well with each other. It is recommended that Washington Health move forward with Workday.

*ACTION ITEM:
CONSIDERATION OF
INTEGRATED
ENTERPRISE
RESOURCE PLANNING
SOLUTION (ERP)*

Director Nicholson moved that the Board of Directors authorize the Chief Executive Officer to enter into the necessary contracts and proceed with the purchase of hardware, software, implementation services and other fees for a total amount not to exceed \$4,928,000. Director Eapen seconded the motion.

Roll call was taken:

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

Motion approved.

ANNOUNCEMENTS

There were no Announcements.

*ADJOURN TO CLOSED
SESSION*

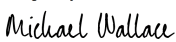
Director Wallace adjourned the meeting to closed session at 6:05 p.m., as the discussion pertained to reports regarding Medical Audit & Quality Assurance Matters pursuant to Health & Safety Code Section 32155 and Conference involving Trade Secrets pursuant to Health & Safety Code Section 32106 (Strategic Planning). Director Wallace 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 Medical Oncology Conference 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 April 24, 2025. The minutes of this meeting will reflect any reportable actions.

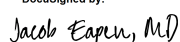
Director Wallace reconvened the meeting to open session at 8:00 p.m. The District Clerk reported that during the closed session, the Board approved the Closed Session Meeting Minutes of March 17 & 26, 2025 and the Medical Staff Credentials Committee Report by unanimous vote of all directors present.

*RECONVENE TO OPEN
SESSION & REPORT ON
CLOSED SESSION*

There being no further business, Director Wallace adjourned the meeting at 8:01 p.m.

ADJOURNMENT

Signed by:

Michael Wallace
President

DocuSigned by:

Jacob Eapen, MD
Secretary