CALL TO ORDER

A meeting of the Board of Directors of the Washington Township Health Care District was held on Wednesday, June 24, 2026 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 present in the Pledge of Allegiance.

ROLL CALL

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

Also present: Kimberly Hartz, Chief Executive Officer; Tina Nunez, Senior Vice President & Chief Administrative Officer; Terri Hunter, Vice President & Chief Nursing Officer; Ajay Sial, Senior Vice President & Chief Financial Officer; Harjit Randhawa, Vice President & Chief People Officer; Paul Kozachenko, Legal Counsel; Cheryl Renaud, Executive Assistant to the CEO & District Clerk; Shirley Ehrlich, Executive Assistant II

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. This meeting is being conducted in the Board Room and by Zoom.

COMMUNICATIONS: ORAL

The following people commented:
Jessica Ulloa, Emmanuel Rivera, Sabrina Rodriguez.

COMMUNICATIONS: WRITTEN

There were no Written Communications.

CONSENT CALENDAR

Dr. Nicholson presented the Consent Calendar for consideration:

A. Consideration of Upgrade to Encoder / Cloud Services

B. Consideration of Purchase Order Addendum: Request for Washington Radiologists Medical Group (WRMG)

Director Eapen moved that the Board of Directors approve the Consent Calendar Items A & B. Director Yee seconded the motion.

Roll call was taken:

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

Motion Approved.

ACTION ITEMS: RESOLUTION NO. 1285, 1286 AND 1287: COREBRIDGE DOCUMENTS

Kimberly Hartz, Chief Executive Officer, introduced Paul Kozachenko, Legal Counsel, who provided an overview and recommendations for Action Items A, B & C for Resolution No. 1285, 1286 and 1287.

The District provides several retirement-related benefits to its employees, including the 403(b) Employer Matching Contributions Plan, the 403(b) Tax Deferred Compensation Plan, and the 457(b) Deferred Compensation Plan. The current plan documents were adopted in 2022 as restatements of the prior plan documents (the "Restatements") to permit Corebridge Financial, the District's retirement plan service provider, to perform the administrative services required for the administration of the District's benefit plans.

Action Item A: Resolution No. 1285 would ratify three amendments executed by the Chief Executive Officer at Corebridge Financial's request near the end of 2025. Corebridge required these amendments to support the efficient administration of the District's retirement plans. Resolution No. 1285 also confirms the 2022 adoption of the Restatements.

Director Nicholson inquired if the Board of Directors or any members of the public had comments or questions. Hearing none, Director Eapen moved to approve Resolution No. 1285: Resolution of the Board of Directors of Washington Township Health Care District Ratifying Chief Executive Officer's Execution of Amendments to the Washington Township Health Care District Tax Deferred Savings Program, the Washington Township Health Care District Employer Matching Contributions Plan and the Washington Hospital Deferred Compensation Plan, and Confirming the Restatements of the Plans Executed in 2022. Director Stewart seconded the motion.

Roll call was taken:

William Nicholson - aye
Jeannie Yee – aye
Bernard Stewart – aye
Jacob Eapen – aye
Michael Wallace – aye

Motion Approved.

Action Item B: Resolution No. 1286 would approve an amendment to the 403(b) Employer Matching Contributions Plan to clarify that hours of service performed as a non-benefitted employee are not counted for purposes of eligibility, vesting, or allocation of employer matching contributions. The amendment would also confirm that employer matching contributions are provided only in accordance with applicable collective bargaining agreements and employment contracts that expressly address the 403(b) Employer Matching Contributions Plan.

Director Nicholson inquired if the Board of Directors or any members of the public had comments or questions. Hearing none, Director Eapen moved to approve Resolution No. 1286: Resolution of the Board of Directors of Washington Township Health Care District Approving an Amendment to the Washington Township Health Care District Employer Matching Contributions Plan. Director Yee seconded the motion.

Roll call was taken:

William Nicholson - aye
Jeannie Yee – aye
Bernard Stewart – aye
Jacob Eapen – aye
Michael Wallace – aye

Motion Approved.

Action Item C: Resolution No. 1287 would delegate authority to the Chief Executive Officer to execute technical, administrative, or legally required amendments to the plans and to authorize designated staff members to execute such amendments and provide routine administrative approvals necessary for day-to-day plan administration.

Director Nicholson inquired if the Board of Directors or any members of the public had comments or questions. Hearing none, Director Eapen moved to approve Resolution No. 1287: Resolution of the Board of Directors of Washington Township Health Care District to Grant Authority to the Chief Executive Officer to Execute Technical, Administrative Amendments to Pension Plans and to Authorize Designated Staff Members to Execute Such Amendments and to Provide Routine Administrative Approvals Necessary for Day-to-Day Plan Administration. Director Wallace seconded the motion.

Roll call was taken:

William Nicholson - aye
Jeannie Yee – aye
Bernard Stewart – aye
Jacob Eapen – aye
Michael Wallace – aye

Motion Approved.

ACTION ITEM: ADOPTION OF ADMINISTRATIVE POLICY FOR MEASURE B PARCEL TAX

Paul Kozachenko, Legal Counsel, provided an overview on the Adoption of Administrative Policy for Measure B Parcel Tax. He made the recommendation that the Board approve the Administrative Policy governing administration of the Measure B parcel tax and authorizing the District's retained Administrator (SCI Consulting Group) to carry out day-to-day administration activities on the District's behalf. Adoption will formalize procedures for levy calculation, exemptions, appeals, tax roll submission, and fiscal accountability, aligning District practice with the Measure B ordinance and state law, and leveraging SCI's technical capacity and established processes.

Director Eapen moved that the Board find that: (1) the Administrative Policy implements the voter-approved Measure B parcel tax by establishing clear procedures for levy administration, appeals, and fiscal oversight; and (2) the Policy's separate-fund, audit, and annual reporting provisions satisfy applicable Government Code section 50075 requirements; and further move that the Board adopt the Policy and authorize SCI Consulting Group to administer the annual levy and coordinate with Alameda County consistent with the Policy.

Director Eapen further moved to authorize the Chief Executive Officer, in consultation with Legal Counsel, to make non-substantive edits to the Policy necessary for formatting, clarity, or to conform to County submission requirements, provided no material changes are made to the Policy's substance. Director Wallace seconded the motion.

Roll call was taken:

William Nicholson - aye
Jeannie Yee – aye
Bernard Stewart – aye
Jacob Eapen – aye
Michael Wallace – aye

Motion Approved.

ANNOUNCEMENTS

There were no Announcements.

ADJOURN TO CLOSED SESSION

Director Nicholson adjourned the meeting to closed session at 6:30 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; Agency designated representative(s): Kimberly Hartz, Chief Executive Officer.

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 June 25, 2026. 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 8:51 p.m. During closed session, the District Clerk reported that the Board of Directors approved the closed session minutes of May 13, 18 & 27, 2026 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 8:51 p.m.

Signed by: William F. Nicholson	Signed by: Michael Wallace
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William Nicholson, MD	Michael Wallace
President	Secretary