

**Special Meeting of the  
EDEN HEALTH DISTRICT  
BOARD OF DIRECTORS  
OPEN SESSION**

February 23, 2016  
Eden Township Healthcare District - Conference Room  
5:30 p.m.

**APPROVED**

**I. CALL TO ORDER**

Chair Friedman called the meeting to order at 5:34 p.m.

**Directors Present:** Chair Friedman  
Director Hull  
Director Lewis  
Director Lorentzen

**Directors Absent:** Director Sawhney

**Staff Present:** Barbara Adranly, District Clerk

**Guests:** Colin Coffey, Attorney-at-Law, Archer Norris  
Mike Peterson, Attorney-at-Law, Archer Norris  
No members of the public

**II. APPROVAL OF THE AGENDA**

**MOTION:** Motion made by Director Hull, seconded by Director Lewis, to approve the Agenda of the February 23, 2016 Special Board meeting as presented. The motion carried unanimously.

**III. PUBLIC COMMENT**

No public comment.

**IV. QUIRK LEGISLATION**

Colin Coffey, Attorney-at-Law, Archer Norris reported on AB 2471 legislation introduced on February 19, 2016 by Assembly Member Bill Quirk. He also reported

on the specific terms of proposed AB 2471 legislation. He also reported on history and District's position regarding not dissolving the District's assets to support San Leandro Hospital, but rather to use those assets to support the entire District communities of Castro Valley, Hayward, San Leandro, and San Lorenzo. Mr. Coffey also reported that this legislation would remove all voter approval requirements for dissolution of a health care district which meets the criteria outlined in the proposed legislation and that this would bypass the Cortese-Knox-Hertzberg Local Government Reorganization Act of 2000. He also reported on Alameda County LAFCo Municipal Service Review of the District which was done in November, 2013.

Lengthy discussion held regarding proposed legislation AB 2471.

Director Lorentzen stated there seems to be an appearance of impropriety and unethical behavior on the part of local and state politicians who are supporting this proposed legislation.

Colin Coffey also reported that the Board should research the possible need for a local firm to reach out to local politicians, as well as the possible need for a public relations firm. He also reported that he recommends that press inquiries be referred to Aroner, Jewel & Ellis.

**V. DUBLIN GATEWAY PROPERTY – ADA COMPLIANCE UPGRADE WORK**

Discussion held regarding whether funding is available in the budget for this work.

Colin Coffey reported that the District's commitment will not be made until bids have been received. He reported that the Board needs to authorize management and consultants to move forward with getting proposals for the ADA compliance upgrade work.

**MOTION: Motion made by Director Lorentzen, seconded by Director Hull, to proceed with the Request for Proposal process to obtain bids for the ADA compliance upgrade work at the Dublin Gateway Property. The motion carried unanimously.**

**VI. ADJOURN TO EXECUTIVE SESSION**

The meeting was adjourned to Executive Session at 5:39 p.m.

**VII. EXECUTIVE SESSION**

The Executive Session was called to order at 5:39 p.m.

Meeting returned to Open Session at 5:55 p.m.

**VIII. REPORT, IF ANY, FROM EXECUTIVE SESSION**

No report from Executive Session.

**IX. AUTHORIZE THE SALE OF THE 4050 DUBLIN BOULEVARD, DUBLIN, CA BUILDING AND AUTHORIZE THE SIGNING OF THE NECESSARY DOCUMENTS TO COMPLETE THE SALE**

**MOTION:** Motion made by Director Lorentzen, seconded by Director Lewis, to approve the sale of the 4050 Dublin Boulevard, Dublin, CA Building to Palo Alto Medical Foundation for the purchase price of Thirty-Three Million Eight Hundred Sixty Thousand Nine Hundred Forty-One Dollars (\$33,860,941) pursuant to the Summary of Key Terms of PAMF Purchase Agreement for the 4050 Dublin Building at Dublin Gateway dated February 23, 2016, as presented. The motion carried unanimously.

**MOTION:** Motion made by Director Lorentzen, seconded by Director Hull to authorize the Chief Executive Officer to sign all documents he deems reasonable and necessary to complete the sale and closure of escrow for the 4050 Dublin Boulevard, Dublin CA Building. The motion carried unanimously;

**MOTION:** Motion made by Director Lewis, seconded by Director Lorentzen, authorize the Chief Executive Officer to execute the necessary documents required to obtain a release of the Deed of Trust against parcel 2 from US Bank and any modification to the Deed of Trust which provides the collateral for the US Bank loan with the understanding that the entire net purchase price will be paid to US Bank to pay down the existing financing. The motion carried unanimously.

**X. ADJOURNMENT**

There being no further business, the meeting was adjourned at 6:56 p.m.

**Attest:**

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Lester Friedman  
Chair, Board of Directors  
Eden Township Healthcare District

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Roxann Lewis  
Secretary, Board of Directors  
Eden Township Healthcare District