

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

March 16, 2016

Eden Township Healthcare District - Conference Room  
5:30 p.m.

**APPROVED**

**I. CALL TO ORDER**

Chair Friedman called the meeting to order at 5:31p.m.

**Directors Present:**

Chair Friedman  
Director Hull  
Director Sawhney  
Director Lewis  
Director Lorentzen

**Staff Present:**

Dev Mahadevan, Chief Executive Officer  
Barbara Adranly, District Clerk  
Michelle Robles, District Accountant

**Guests:**

Colin Coffey, Attorney-at-Law, Archer Norris  
Ken Cohen, Executive Director, Association of  
California Healthcare Districts  
David Zimmerman, M.D., Chief Medical  
Director, Davis Street Family Resource  
Center  
Dmitri Lebedev, Clinic Operations Manager,  
Davis Street Family Resource Center  
Linda Gow, Senior Property Manager, Lincoln  
Harris  
Jennifer Ong, OD, Community Health Advisory  
Committee Chair  
Jonnie Banks, District Public Relations  
Consultant  
Three (3) members of the public

**II. PLEDGE OF ALLEGIANCE**

Pledge of allegiance was led by Director Sawhney.

**III. APPROVAL OF THE AGENDA**

**MOTION: Motion made by Director Sawhney, seconded by Director Lorentzen, to approve the Agenda of the March 16, 2016 Board meeting as presented. The motion carried unanimously.**

**IV. APPROVAL OF MINUTES**

The Open Session Minutes for the regular meeting of February 17, 2016 and special meeting of February 23, 2016, as presented, were reviewed.

**MOTION: Motion made by Director Sawhney, seconded by Director Lewis, to approve the February 17, 2016 regular meeting minutes, as presented. The motion carried unanimously**

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

**V. PUBLIC COMMENT**

No public comment.

**VI. ST. ROSE HOSPITAL – OUTSTANDING LOAN**

Discussion held regarding possible correspondence to St. Rose regarding the outstanding loan from the District regarding the statute of limitations.

Board instructed staff to try and develop a plan between the District and St. Rose Hospital and report back to the Board at the April 20, 2016 board meeting.

**VII. ACHD CERTIFICATION**

Ken Cohen, Executive Director, Association of California Healthcare Districts, presented the District with its Certification for Best Practices in Governance. He reported on ACHD and their mission of advocacy and education. He also reported on the program which ACHD developed for the process of certification of healthcare districts and the standards which are required for district boards and staff. He reported that certified healthcare districts meet their responsibilities in a transparent and responsible manner. Mr. Cohen reported that he is pleased to recognize Eden

Township Healthcare District as a certified healthcare district, which was achieved in November, 2015. He also reported on ACHD legislative advocacy event which will be held on April 4<sup>th</sup> and 5<sup>th</sup> in Sacramento.

**VIII. APPROVAL OF FINANCING AND AUTHORIZATION FOR EXECUTION OF DOCUMENTS FOR BAYWOOD COURT REFINANCING:**

Agenda item tabled to April 20, 2016 board meeting.

**IX. DAVIS STREET FAMILY RESOURCES REPORT**

Dmitri Lebedev, Clinic Operations Manager, Davis Street Family Resource Center, reported on the Primary Care and Behavior Health programs at the Davis Street Family Resource Center for the month of February, 2016. He reported that volume of the number of patients being seen has grown significantly. He reported that the number of patients being seen in the clinic is approximately 95 to 115 patients per week. Mr. Lebedev also reported on outreach programs which are being conducted to increase the number of patients. He also reported on the Davis Street Family Resource Health Fair which was held last weekend.

Director Lorentzen reported that due to the District's partnership with Davis Street, he is now the District liaison on the Davis Street Family Resources board of directors.

**X. SAN LEANDRO MEDICAL ARTS BUILDING UPDATE**

Linda Gow, Senior Property Manager, Lincoln Harris reported on occupancy rate and current vacancies at the San Leandro Medical Arts Building. She reported on leases which will become active in the near future. She also reported that leasing activity has increased and that the current occupancy rate is close to 90%. Ms. Gow reported on the current tenant improvements and ADA compliance work being done at the San Leandro Medical Arts Building.

Discussion held regarding possible storage space in vacant areas and best use of the vacant areas.

**XI. COMMUNITY HEALTH ADVISORY COMMITTEE**

**A. Modification of Cherryland Elementary Grant Agreement:**

Jennifer Ong, OD, Community Health Advisory Committee Chair, reported on the request from Cherryland Elementary for modification of their grant agreement and that Cherryland Elementary has requested a change for their non-profit partner from the Cherryland Elementary PTA to the Hayward Unified School District. All other requirements will remain the same. Dr. Ong reported that the Community Health Advisory Committee recommends approval of the change.

**MOTION: Motion made by Director Lorentzen, seconded by Director Sawhney, to approve modification of partner of Cherryland Elementary Grant Agreement from Cherryland Elementary PTA to the Hayward Unified School District. The motion carried unanimously.**

B. Chair & Vice Chair – Selection Process & Length of Term:

Jennifer Ong, OD, Community Health Advisory Committee Chair, reported that the committee's role has increased and changed over the years. She reported that Committee members would select chair and vice chair and the length of the terms.

C. Appointed Member – Maximum Years or Terms:

Jennifer Ong, OD, Community Health Advisory Committee Chair, reported that the Committee maximum number of years and terms would be four year terms with a maximum of two terms. She also reported that the Committee will actively do outreach for new members when needed and will focus on diversity and background. She reported on possible outreach to local rotaries, advertising, local community groups, and chambers of commerce.

**XII. DUBLIN GATEWAY – ADA COMPLIANCE UPGRADES:**

Dev Mahadevan reported that the Board approved moving forward with the ADA compliance bids at a previous board meeting. He reported that with the work being broken down to individual contractors, no portion of the ADA compliance work will exceed \$25,000 and therefore no bid process will be needed, as reported by Nova partners, the construction manager of the Dublin Gateway property. He reported on the need for the ADA compliance upgrades. He also reported that this ADA compliance work needs to be completed by end of April due to the occupancy certification needed for the Palo Alto Medical Foundation lease. Mr. Mahadevan reported that he is asking for Board approval for this specific item, as outlined in the attachment. Mr. Mahadevan also reported on tenant improvement allowances at the Dublin Gateway Center.

**MOTION: Motion made by Director Sawhney, seconded by Director Lorentzen, to approve the construction of the ADA Compliance Upgrades at the Dublin Gateway Center in an amount not to exceed \$239,337.00. The motion carried unanimously.**

**XIII. AMENDMENT TO PROPERTY MGMT. AGREEMENT – BAYSIDE REALTY:**

Dev Mahadevan reported that the current property management with Bayside Realty Partners, Inc. has been in place since 2010. He reported that the new agreement would increase the fee for managing the property and upgrade the on-site management person from a maintenance worker to a property manager who will be

available during the week to deal with issues that come up and interact with tenants. He also reported that the net increase would be approximately \$20,000 per year for the property management agreement fees and approximately \$50,000 per year for the property manager. Mr. Mahadevan reported that these costs are well within the limits of the property leases for the allocation of common area maintenance and will be recovered from the tenants and that there is no increase in cost to the District.

**MOTION: Motion made by Director Sawhney, seconded by Director Hull, to approve amendment to the property management agreement with Bayside Realty Partners, Inc, as outlined. The motion carried unanimously.**

**XIV. SPONSORSHIP REQUESTS:**

**A. Davis Street-2016 Shaken, Not Stirred Gala**

Dev Mahadevan reported that the District sponsored this event in 2015 in the amount of \$2,500.00.

**MOTION: Motion made by Chair Friedman, seconded by Director Sawhney, to approve sponsorship of the Davis Street-2016 Shaken, Not Stirred Gala in the amount of \$500.00. The motion carried unanimously.**

**B. Center for Elders' Independence-PACE Party**

Dev Mahadevan reported that he sits on the board of Center for Elders' Independence as a non-compensated board member.

Lenore McDonald, Director of Development, Center for Elders' Independence reported on the CEI PACE program. She also reported on the current status for a PACE program site within the District boundaries. She also reported that the only fundraiser CEI does is their PACE event each year. Ms. McDonald requested a \$1,500 sponsorship again this year for the PACE party.

Discussion held regarding CEI and the programs they provide to the community.

**MOTION: Motion made by Director Sawhney, seconded by Director Hull, to approve sponsorship of the Center for Elders' Independence-PACE Party in the amount of \$1,500.00. The motion carried unanimously.**

**C. CV Chamber of Commerce – Student Citizen of the Year**

Dev Mahadevan reported that the District sponsored this event in 2012 in the amount of \$250.00.

No sponsorship approved.

**D. Hayward Historical Society-Martini Madness Gala**

Dev Mahadevan reported that the District sponsored this event in 2013 in the amount of \$1,000.00.

No sponsorship approved.

**XV. BOARD SELF-ASSESSMENT:**

Dev Mahadevan reported that the Board previously agreed in January, 2016 to perform a board self-assessment of its performance and had asked him to start the process. He reported that the Association of California Healthcare Districts provides a member benefit through a third party at no additional cost to the District for board self-assessment. Mr. Mahadevan reported that he has emailed the board members the link to this self-assessment. He also asked that the Board complete this online self-assessment within the next two weeks.

Board agreed to complete the online self-assessment through the Association of California Healthcare Districts.

**XVI. FINANCIAL STATEMENTS – FEBRUARY, 2016:**

Michelle Robles presented the financial statements for the period ending February 29, 2016 were presented.

On a cash basis, the District had a cash gain of \$130,975 for the month of February, 2016. For the medical office buildings the District owns, Dublin Gateway had a cash gain of \$159,469, San Leandro Medical Arts Building had a cash gain of \$27,179, and the Eden Medical Building had a cash gain of \$13,755. The District Office expenses were better than budget by \$896, primarily due to lower than budgeted interest expense of \$8,300 and salaries and wages of \$5,867, which were offset with higher than budgeted legal fees of \$11,680.

The District had a net loss of \$205,693, for the month of February, 2016. The main difference between the net loss of \$205,693 and the cash gain of \$130,975 is depreciation, and amortization.

**MOTION: Motion made by Director Sawhney, seconded by Director Hull, to accept the Financial Statements for February, 2016, as presented. The motion carried unanimously.**

**XVII. DISTRICT INSURANCE POLICIES**

Dev Mahadevan reported that he does not have an update on the District insurance policies at this time. He also reported that Baywood Court has reimbursed the District for its legal fees and costs to date.

**XVIII. CHIEF EXECUTIVE OFFICER MONTHLY REPORT**

Jonnie Banks, District Public Relations Consultant, presented outline and reported on the mental health workshop held last night at the San Lorenzo library. She reported on future community health education events which the District will hold. She also reported on mental health forum which will be held on Friday, March 18, 2016 at the San Lorenzo library. She also reported on the Davis Street Health Fair which was held on Saturday, March 12, 2016.

Dev Mahadevan reported on the current status of the Eden Medical Building, San Leandro Medical Arts Building, District operations, and the Dublin Gateway property. He also reported on current status of AB 2471 in the California legislature regarding healthcare districts in California. Mr. Mahadevan reported that this legislation is opposed by CALAFCO as well as the Alameda County LAFCo.

Director Lorentzen reported that he feels even strongly of that there is an odor of impropriety and unethical behavior regarding actions behind the scenes with certain California legislators with regard to AB 2471. He stated that he believes this legislation would circumvent existing law and that this is something the public should know about with regard to this matter. He also stated that he thinks this is inappropriate behavior by two legislators.

**XIX. CHAIRMAN'S REPORT**

No Chairman's report.

**XX. CORRESPONDENCE**

No correspondence was reported on.

**XXI. OTHER BUSINESS**

The next meeting to be held will be a special meeting on Wednesday, April 20, 2016 at 5:30 p.m. at the Eden Township Healthcare District, Conference Room.

**XXII. ADJOURN TO EXECUTIVE SESSION**

The meeting was adjourned to Executive Session at 6:56 p.m.

**XXIII. EXECUTIVE SESSION**

The Executive Session was called to order at 7:02 p.m.

Eden Health District  
March 16, 2016

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

No report from Executive Session.

**XXV. ADJOURNMENT**

There being no further business, the meeting was adjourned at 7:05 p.m.

**Attest:**

---

Lester Friedman  
Chair, Board of Directors  
Eden Township Healthcare District

---

Roxann Lewis  
Secretary, Board of Directors  
Eden Township Healthcare District