

**Meeting of the
EDEN HEALTH DISTRICT
BOARD OF DIRECTORS
OPEN SESSION**
October 18, 2017
Eden Health District - Conference Room.
5:30 p.m.

APPROVED

I. CALL TO ORDER

Chair Lewis called the meeting to order at 5:30 p.m.

Directors Present:

Chair Lewis
Director Friedman
Director Lorentzen
Director Gilcrest
Director Lynch

Staff Present:

Michael Mahoney, Chief Executive Officer
Barbara Adranly, District Clerk
Michelle Robles, District Accountant

Guests:

Colin Coffey, Attorney-at-Law, Archer Norris
Jonnie Banks, Public Relations Consultant
Bruce Udelf, Executive Director, Baywood
Court
Laurie Nakahira, M.D., Chief Medical Director,
Davis Street Family Resource Center
Jerrel Tucker, CPA, JWT & Associates, LLP
No members of the public

II. PLEDGE OF ALLEGIANCE

Pledge of allegiance was led by Director Lorentzen.

III. APPROVAL OF THE AGENDA

MOTION: Motion made by Director Gilcrest, seconded by Director Lynch, to approve the Agenda of the October 18, 2017 Board meeting as presented. The motion carried unanimously.

IV. APPROVAL OF MINUTES

The Open Session Minutes for the regular Board meeting of September 20, 2017 were reviewed.

Director Lorentzen noted that on page 2, first paragraph of Item VIII, correction should be made to the title of Pam Russo, as Executive Director of H.A.R.D. "Foundation".

MOTION: Motion made by Director Friedman, seconded by Director Lorentzen, to approve the Open Session Minutes of the September 20, 2017 regular Board meeting, as amended above. The motion carried unanimously.

V. PUBLIC COMMENT

No public comment given.

VI. BAYWOOD COURT ANNUAL REPORT – BRUCE UDELF:

Bruce Udelf, Executive Director, Baywood Court, presented Baywood Court's annual report for the period ending June 30, 2017. He reported that they are on their 27th year of business. He also reported that this been the best year they have had financially. Mr. Udelf reported that because of this strong financial year, they were able to raise salaries for their lower end employees. He also reported on refinance, cash reserves, condition of buildings, waiting list of 8 months, occupancy rates, management positions which were filled during the year, community outreach efforts, internship programs, and student films done at Baywood.

Discussion held regarding Baywood Court annual report.

VII. DAVIS STREET FAMILY RESOURCES REPORT:

Laurie Nakahira, M.D., Chief Medical Director, Davis Street Family Resources, reported on the Medical Clinic and Behavior Health programs at the Davis Street Family Resource Center for the month of September, 2017. She reported that of the patients treated in September with diabetes, 31% had HbA1C higher than 9 and 69% with HbA1C less than 9 and of this 69%, 31% were less than 7.

VIII. DRAFT AUDIT REPORT – FISCAL YEAR 2017:

Jerrel Tucker, CPA, JWT & Associates, LLP, reported on the draft audit report for the 2017 fiscal year. He also presented handout of Financial Audit Results for the period ending June 30, 2017. Mr. Tucker reported that numbers in audit report were accurate. He also reported that they should be giving an unmodified opinion, no material weaknesses or significant deficiencies or reportable findings were found, no audit adjustments, no difficulties with management in performing the audit, and significant accounting/auditing issues.

Discussion held regarding draft audit report.

Lengthy discussion held regarding Baywood Court and their relationship to the District.

MOTION: Motion made by Director Gilcrest, seconded by Director Lynch, to approve the Draft Audit Report for Fiscal Year 2017, as presented. The motion carried unanimously.

IX. PUBLIC RELATIONS REPORT:

Jonnie Banks, Public Relations Consultant, reported on two-part Diabetes education workshop held in September at the San Lorenzo Library, the Let's Get Vegucated education workshop held in October at the Castro Valley Library, internship pilot program, FamFest being rescheduling to November 18, 2017 due to air quality, and Run to the Dam event on October 29, 2017.

Discussion held regarding Let's Get Vegucated education workshop.

Discussion held regarding the Person of the Year award. Chair Lewis reported that the District has not received any nominations and that the nomination deadline is November 1, 2017. Jonnie Banks reported that print advertisement has not been done yet.

Discussion held regarding possibly extending the Person of the Year nomination deadline, whether board members can submit nominations, as well as possibly postponing the Person of the Year award until after Strategic Planning is completed, as well as LAFCo reporting which will need to be completed in the future.

Board referred matter back to Community Health Advisory Committee to clarify possibility of extending nomination deadline, board member nominations, and possible postponement for the Person of the Year award.

X. COMMUNITY HEALTH ADVISORY COMMITTEE REPORT:

Director Lynch reported that next Community Health Advisory Committee meeting will be November 7, 2017 regarding grant applications, as well as a possible special meeting in November regarding other Community Health Advisory Committee business.

XI. ST. ROSE HOSPITAL AD HOC COMMITTEE REPORT:

Chair Lewis reported that Supervisor Valle is still working on the issue and there is no nothing significant to report.

XII. DISTRICT POLICY NO. 109 – DEBT MANAGEMENT:

Colin Coffey, Attorney-at-Law, Archer Norris reported that this policy is mandated by State law this year and reported on the reason and need for the District to adopt a Debt Management policy.

MOTION: Motion made by Director Gilcrest, seconded by Director Lorentzen, to approve District Policy No. 109 – Debt Management, as presented. The motion carried unanimously.

XIII. FINANCIAL STATEMENTS – SEPTEMBER, 2017:

Michelle Robles presented the financial statements for the period ending September 30, 2017.

On a cash basis, the District had a cash gain of \$66,554 for the month of September, 2017. For the medical office buildings the District owns, Dublin Gateway had a cash gain of \$88,367, San Leandro Medical Arts Building had a cash gain of \$11,258, and the Eden Medical Building had a cash gain of \$23,739. Community Services expenses were \$57,693. The District Office expenses were better than budget by \$14,956, primarily due to lower than budget legal fees, unused contingency consulting expense, and lower investment fees.

The District had a net loss of \$137,559. The Net Assets of the District were lower on September 30, 2017 by \$315,671 compared to June 30, 2017. This was primarily the difference between the depreciation and amortization expense of \$607,245 and the positive cash flow of \$278,876 for the first three months ending September 30, 2017.

Discussion held regarding September, 2017 financial statements.

MOTION: Motion made by Director Lorentzen, seconded by Director Lynch, to accept the Financial Statements for September, 2017, as presented. The motion carried unanimously.

XIV. CHIEF EXECUTIVE OFFICER MONTHLY REPORT

Michael Mahoney reported that his monthly report is in the board table folders. He reported on Audit, Grant Program, San Leandro Medical Arts Building, Eden Medical Building, and Dublin Gateway property. He also reported on upcoming ACHD Webinar on regarding Leadership and Governance which will be held on October 25, 2017 and invited board members to participate in the webinar.

Chair Lewis reported that she would like to have the CEO do a weekly report to the Board.

XV. CHAIRMAN'S REPORT:

Chair Lewis reported on Let's Get Vegucated event and community outreach.

XVI. CORRESPONDENCE

Chair Lewis reported on Alameda County Fire Department picture and press article regarding San Lorenzo Creek recognition.

XVII. OTHER BUSINESS

The next meeting to be held will be Wednesday, November 15, 2017 at the Eden Health District, Conference Room.

XVIII. ADJOURNMENT

There being no further business, the meeting was adjourned at 7:15 p.m.

Attest:

Roxann Lewis
Chair, Board of Directors
Eden Health District

Charles Gilcrest
Secretary, Board of Directors
Eden Health District