

**Meeting of the
EDEN HEALTH DISTRICT
BOARD OF DIRECTORS
OPEN SESSION
October 16, 2024
In Person & Zoom Hybrid
5:30 p.m.**

APPROVED

I. CALL TO ORDER:

Chair Russo called the meeting to order at 5:35 p.m.

Directors Present In Person: Chair Russo
Vice Chair Hernandez
Director Faria
Director Lewis
Director Grant

Staff Present: Barbara Adranly, Administrative Services
Manager, District Clerk
Michelle Robles, Director of Finance
Mark Friedman, Chief Executive Officer

Guests: Nathan Doty, CPA, JDT & Associates
Diana Doyle, Socius Group
James Gillis, Socius Group
One (1) member of the public

II. APPROVAL OF THE AGENDA:

MOTION: Motion made by Director Lewis, seconded by Director Faria, to approve the Agenda of the October 16, 2024, Board meeting as presented. The motion carried unanimously.

III. PUBLIC COMMENT:

No public comment.

IV. CONSENT CALENDAR:

A. Minutes of October 2, 2024 Special Meeting:

The Open Session Minutes for the October 2, 2024, special meeting were reviewed.

Chair Russo reported that an amendment is needed on page 2, 1st paragraph, which should read: "...allocate over \$1 million from the District for St. Rose Hospital." And following sentence, 1st paragraph, should read "Mr. Friedman reported a potential \$1 million allocation from the City..."

Director Hernandez arrived at 5:39 p.m.

MOTION: Motion made by Director Faria, seconded by Director Lewis, to approve the Open Session Minutes of the special meeting of October 2, 2024, as amended. The motion carried unanimously.

B. Minutes of September 18, 2024 Special Meeting:

The Open Session Minutes for the September 18, 2024, regular meeting were reviewed.

Chair Russo reported that amendments are needed on page 3, third paragraph, which should read: "...Office of Supervisor Elisa..." and on page 5, under the Chair's Report, should read: "...the St. Rose Attorney General meeting and AB 2271 Governor's proposal."

MOTION: Motion made by Director Lewis, seconded by Director Faria, to approve the Open Session Minutes of the regular meeting of September 18, 2024, as amended. The motion carried by a vote of four (4) yes, with Director Hernandez abstaining.

V. DRAFT AUDIT REPORT – FISCAL YEAR 2024:

Nathan Doty, CPA, JDT & Associates, introduced himself and reported on the draft audit for the fiscal year ending June 30, 2024. He reported that an unmodified opinion is being given. He also reported that during testing in the audit no errors or omissions were found and that no reportable findings were found. Mr. Doty reported that no audit adjustments were necessary. He reported that there were no disagreements with management and staff.

Discussion held regarding the audit process.

MOTION: Motion made by Director Hernandez, seconded by Director Faria, to approve the Fiscal Year 2024 Audit Report, as presented. The motion carried unanimously.

VI. AD HOC GRANT COMMITTEE – COMMUNITY HEALTH FUND 2024 GRANT RECOMMENDATIONS:

Diana Doyle, Socius Group, reported on the Ad Hoc Grant Committee meeting which was held last week. She reported that there were 23 applications received this year for a grand total of over \$467,000, with a District budget of \$225,000. She also reported that the Ad Hoc Grant Committee did a lot of work reviewing the applications and are recommending 14 agencies for funding for a total of \$270,000, which exceeds the District’s grant budget of \$225,000.

Director Hernandez reported on the review of the grant proposals and the value of the applications’ merits. He reported that he was advocating for the San Leandro Education Foundation which the Committee did not recommend for funding. He also reported on various applications that are recommended for funding.

Mark Friedman reported that the service area for each applicant’s organization was thoroughly reviewed by Socius Group.

Discussion held regarding the priorities of the District’s grants and that the applications are reviewed by Socius who take into account the District’s grant priorities.

Mr. Friedman reported that several long-time grantees are not being recommended for this grant cycle based on the District’s priorities, the agencies’ other funding sources, as well as the District’s budget this year.

Chair Russo reported that each board member should be more active in engaging the community of their Zone in order to have more equal grant funding throughout the District’s boundaries.

MOTION: Motion made by Director Lewis, seconded by Director Faria, to approve the Community Health Fund 2024 Grants, as follows, for a grand total of \$270,000:

- | | | |
|----------|---|--|
| \$20,000 | - | Glad Tidings Community Development Corp. |
| \$20,000 | - | CALICO |
| \$ 5,000 | - | Teen Advocacy Going Strong (TAGS) |
| \$25,000 | - | Eden United Church of Christ |
| \$20,000 | - | East Bay Agency for Children |
| \$20,000 | - | Love Never Fails |
| \$15,000 | - | SOS Meals on Wheels |
| \$20,000 | - | San Leandro Boys & Girls Club |

\$25,000	-	San Lorenzo Family Help Center
\$15,000	-	La Clinica de La Raza
\$20,000	-	Spectrum Community Services
\$20,000	-	Crisis Support Services
\$25,000	-	Eden Youth & Family
\$20,000	-	Building Futures with Women & Children

The motion carried unanimously.

VII. DISTRICT POLICY REVIEW:

A. Policy 204 – Community Representation on the District Board:

Barbara Adranly reported on District Policy 204. She reported that new language has been added regarding the District’s elections now being done in five Zones and listing the five Zones. She also reported that the language in paragraph 2 of the policy was updated regarding diversity and that a Board Member should represent all members of the community in the Zone in which they are elected. Ms. Adranly reported that the only other change is adding Chair Russo as a signer.

Board asked that the Policy 204 be amended as follows:

- First sentence to read: “A Member of the Board of Directors is elected in one (1) of five (5) Zones within the District boundaries.”
- Second sentence, paragraph 1 to read: “The five (5) Zones within the general District boundaries as listed on the Zone map of the District’s website are:”
- First sentence, paragraph 2 to read: “The Board recognizes that the District is made up of diverse people from various ethnic and racial backgrounds, and from different geographical areas.”
- Second sentence, paragraph 2 to read: “As an elected official, the Board Member should represent all members of the community, and specifically community members in the Zone for which they are elected.”

MOTION: Motion made by Grant, seconded by Lewis, to approve District Policy 204, as amended. The motion carried unanimously.

B. Policy 206 – Board of Directors Code of Conduct:

Barbara Adranly reported on District Policy 206. She reported that language has been added in paragraph 2 regarding the Board may, from time to time, approve that a

portion of a candidate's statement will be supplemented by the District. She also reported that the only other change is adding Chair Russo as a signer.

Policy 206 should be amended to read: "Pamela Russo, Chair"

MOTION: Motion made by Grant, seconded by Lewis, to approve District Policy 206, as amended. The motion carried unanimously.

VIII. FINANCIAL STATEMENTS – SEPTEMBER, 2024:

Michelle Robles reported on the financial statements for the month ending September 30, 2024

On a cash basis, the District had a cash gain of \$181,216 for the month ending September 30, 2024. For the medical office buildings the District owns, Dublin Gateway had a cash gain of \$224,323 and the Eden Medical Building had a cash gain of \$62,683, Community Services expenses were \$60,232, and the District Office operating expenses were \$63,229.

The District had a net gain of \$58,546 for September, 2024.

Discussion held regarding the September, 2024 financial statements.

MOTION: Motion made by Director Hernandez, seconded by Director Grant, to approve the financial statements for September, 2024, as presented. The motion carried unanimously.

IX. ST. ROSE HOSPITAL SUPPORT:

Mark Friedman reported on discussions of the board at the October 2, 2024 special meeting and that the District can play a significant role to get the Alameda Health Systems transaction with St. Rose Hospital completed. He reported that the \$1 million allocation from the District could get IGT matching funds.

Jeanette Dong reported that the need is so great and that the \$1 million can go a long way towards the sub-acute services and Cath lab and is a significant contribution for St. Rose Hospital. She reported on IGT matching funds, and that as a private hospital St. Rose Hospital can generate more revenue than a public hospital.

Discussion held regarding the various types of IGT funding.

Discussion held regarding time frame of the District's \$1 million allocation for St. Rose Hospital.

Discussion held regarding sub-acute and Cath lab and the revenue that they may generate for St. Rose Hospital.

Discussion held regarding the status of the St. Rose distressed hospital loan forgiveness.

MOTION: Motion made by Director Lewis, seconded by Director Faria, to allocate \$1 million for St. Rose Hospital, contingent upon the approval by the Alameda Health System and the St. Rose Hospital boards for the acquisition, authorize CEO Mark Friedman, Chair Russo, and Vice Chair Hernandez to approve the allocation of the funds once they are confident that the transaction between Alameda Health System and St. Rose Hospital is finalized and that this is to be shared with the District board members, a written agreement between the District, Alameda Health Systems and St. Rose Hospital is completed, maximization of IGT funding through Alameda County Health and/or Alameda Health Systems, and that designation of the District funds for specific services at St. Rose Hospital are finalized. The motion carried unanimously.

X. CHIEF EXECUTIVE OFFICER REPORT:

Mark Friedman reported on behavioral health summit the District partnered with La Familia on and which was recently held at Glad Tidings. He reported on draft press release regarding the St. Rose Hospital allocation and the District's 2024 community grant awards. He also reported on November 14, 2024 meeting regarding St. Rose Hospital with various non-profit agencies.

Board asked that the press release only be about the 14 community grants and only have a press release regarding the St. Rose Hospital \$1 million allocation until the issue is nearer completion.

XI. CHAIR'S REPORT:

Chair Russo reported that there will not be a regular board meeting in November. She reported that there will instead be a special board meeting on December 4, 2024 with the time to be determined, and that a dinner afterward will be held for board members and staff.

XII. OTHER BUSINESS:

The next meeting to be held will be a special meeting on Wednesday, December 4, 2024.

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XIII. ADJOURNMENT:

There being no further business, the meeting was adjourned at 7:33p.m.

Attest:

Pamela Russo
Chair, Board of Directors
Eden Health District

Roxann Lewis
Secretary, Board of Directors
Eden Health District