

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

March 14, 2025

In Person: Suite 303 Conference Room
And Hybrid via Zoom Teleconference
10:00 a.m.

APPROVED

I. CALL TO ORDER:

Chair Hernandez called the meeting to order at 10:16 a.m.

Directors Present:

Chair Hernandez
Vice-Chair Faria
Director Lewis
Director Aranda
Director Jojola Gonsalves

Staff Present:

Barbara Adranly, District Clerk
Michelle Robles, Director of Finance
Mark Friedman, Chief Executive Officer

Guests:

No members of the public

II. APPROVAL OF THE AGENDA:

MOTION: Motion made by Director Faria, seconded by Director Aranda, to approve the Agenda of the March 14, 2025, Special Board meeting as presented. The motion carried unanimously.

III. PUBLIC COMMENT:

No public comment.

IV. ADJOURN TO EXECUTIVE SESSION:

Adjourned to Executive Session at 10:17 a.m.

Returned to Open Session at 10:41a.m.

V. REPORT, IF ANY, FROM EXECUTIVE SESSION:

Chair Hernandez reported that the board has extended the CEO's contract at full-time for another year and approved a one-time bonus of \$12,000, based on Mark Friedman's excellent performance in the past year.

VI. CONSENT CALENDAR:

A. Minutes of February 11, 2025 Special Meeting:

The Open Session Minutes of the February 11, 2025, special meeting were reviewed.

MOTION: Motion made by Director Faria, seconded by Director Lewis, to approve the Open Session Minutes of the special meeting of February 11, 2025, as presented. The motion carried unanimously.

VII. FINANCIAL STATEMENTS:

A. January, 2025:

Michelle Robles reported on the financial statements for the month ending January 31, 2025

On a cash basis, the District had a cash gain of \$203,722 for the month ending January 31, 2025. For the medical office buildings the District owns, Dublin Gateway had a cash gain of \$233,456 and the Eden Medical Building had a cash gain of \$64,306. Community Services expenses were \$41,647. The District Office operating expenses were \$67,000.

The District had a net gain of \$54,448 for January, 2025.

Discussion held regarding the January, 2025 financials.

MOTION: Motion made by Director Lewis, seconded by Director Gonsalves, to approve the January, 2025 financial statements, as presented. The motion carried unanimously.

B. February, 2025:

Michelle Robles reported on the financial statements for the month ending February 28, 2025.

On a cash basis, the District had a cash gain of \$215,453 for the month ending February 28, 2025. For the medical office buildings the District owns, Dublin Gateway had a cash gain of \$233,073 and the Eden Medical Building had a cash gain

of \$67,345. Community Services expenses were \$41,887. The District Office operating expenses were \$66,637.

The District had a net gain of \$82,902 for February, 2025.

Discussion held regarding the February, 2025 financials.

MOTION: Motion made by Director Lewis, seconded by Director Aranda, to approve the February, 2025 financial statements, as presented. The motion carried unanimously.

VIII. RESOLUTION NO. 454:

Michelle Robles reported on Resolution 454. She reported that this resolution is needed to change the signatories on the District's bank accounts due to the change in board officers.

MOTION: Motion made by Director Faria, seconded by Director Jojola Gonsalves, to approve Resolution 454, as presented. The motion carried by a vote of four yes, with Director Lewis being absent during the motion.

IX. STRATEGIC PLANNING MEETING:

A. Welcome (*Hernandez*)

Mark Friedman shared YouTube video entitled How Great Leaders Inspire Action.

Chair Hernandez welcomed everyone to the Strategic Planning Session.

Board members and staff reported on their backgrounds and experiences.

B. Introductory Exercise & Discussion – Review/Statement of the vision, mission and purpose of the organization (*Friedman*)

Mark Friedman reported on the mission and vision statements of the District.

Discussion held regarding the District's mission statement.

Discussion held regarding the District's vision statement.

Discussion held regarding the need for the District to provide more health education, either directly or indirectly.

Strategic Planning committee will review the current Mission and Vision statements and come back to the board with their recommendations.

C. Review of 2024 Strategic Plan/Celebration of Accomplishments (*Friedman*)

Mark Friedman reported on 2024 strategic plan and which goals have been accomplished.

Discussion held regarding the goals of the 2024 Strategic Plan.

Discussion held regarding plan goal 3 and strategic action changes for plan goal 3. Possible change could be a youth component for mental health education.

Board determined that plan goal 3 will be a lower priority than the other plan goals of the strategic plan.

Mark Friedman reported on St. Rose Hospital support and sustainability. He reported on research he is doing regarding Mello Roos districts and the possibility of creating a Mello Roos district. He reported that this could be formed by the County Board of Supervisors and cannot be sponsored with public funds of District.

D. Financial Presentation (*Robles*)

Michelle Robles reported on financial presentation regarding the District's projected financial overview. She reported on an overview of the presentation. She reported on projected ten-year cash flow regarding the Dublin Gateway property loan would be paid in full. She also reported on trended revenue, expenses and net cash income for the next five years. Ms. Robles reported on possible new financing options for the Dublin Gateway property loan. She reported on trended investment balances for the next ten years based on possible loan amounts, capital forecasts for the Dublin Gateway property and the Eden Medical Building, and projected lease commissions and tenant improvement allowances,

Discussion held regarding the financial presentation, refinance options of the Dublin Gateway property loan, and ten year projections.

Discussion held regarding current St. Rose Hospital financial issues, financial projections, and sustainability.

Discussion held regarding ten-year cash flow projections and possible uses of excess cash which could be used in the future.

E. SWOT Analysis (*Friedman*)

Strengths:

Board approved the following strengths for 2025:

- Strong connections
- Functional
- Engaged
- Nimbleness

- Staff
- Solvent finances, robust financial projections, and increased ability to financially support community health priorities
- Well positioned w/community members
- Informed CEO
- Respected by community
- Added appreciation of the District due to St. Rose Hospital Feasibility Study
- Board diversity & fresh prospectives from new board members
- Meeting strategic goals

Weaknesses:

- Community lack of awareness/confusion over who we are
- Lack of taxing authority
- Lack of succession planning
- Lack of extensive community education forums

Opportunities:

- Partnerships: Eden Housing, Alameda Health Systems, La Familia, Tiburcio Vasquez/Castro Valley High School Health Clinic, Alameda County
- St. Rose sustainability
- General connecting, network, and outreach
- Leveraging
- Future debt retirement
- Engaging youth
- Emergency grant fund

Threats:

- Staff retirement
- Continued sustainability of St. Rose
- Change of elected officials
- District board turnover
- Federal Government

F. Working Lunch

G. Discussion of Priorities for Coming Year (*Friedman*)

Barbara Adranly reported on District Policy 403. She reported that this policy outlines the goals and priorities of the District's Community Health Fund Grants program.

Mark Friedman reported that the focus should be on Goals of the Fund section on page 1 of the policy.

- i. Policy 403 – Community Health Fund Grants:

Board approved changes as follows to the Goals of the Fund section on page 1:

- Swap bullet 3 and bullet 1
- Keep all other bullets in same order and as is

Policy 403 will be brought back to the board for review at the April 8, 2024 board meeting with the amendments list above.

ii. Policy 404 - Community Health Fund Administration

Barbara Adranly reported on District Policy 404. She reported that this is mainly an in-house policy for staff regarding the administration of the District's Community Health Fund grants program.

MOTION: Motion made by Chair Hernandez, seconded by Director Jojola Gonsalves, to approve Policy 404, as presented. The motion carried unanimously.

iii. Sponsorship Alignment Process

Director Faria reported that the board discussed last year that the board would not sponsor any non-fundraising events but only events that support direct services. She reported that the board should look at whether they want to continue with this sponsorship policy.

Mark Friedman reported that the application needs to be more specific. He reported that one change should be a check box that the applicant would be willing to report back to the District after the event on how many people in the District were actually served. He reported that he will work on a revised draft sponsorship application and present it to the Ad Hoc Grant Policy committee, with the committee's recommendation brought back to the board for approval.

Discussion held regarding events that promote health in the community.

Discussion held regarding how sponsorships show awareness of the District in the community.

H. Next Steps (*Friedman*)

- Work Plan Development
- Ratification of Strategic Plan at April board meeting
- Defining policies and procedures for sponsorship applications
- Adoption of Fiscal Year 2025-2026 Budget
- Implementation of the Strategic Plan

Mark Friedman will draft an outline of the Strategic Plan and present it to the board at the April 8, 2025 board meeting.

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X. OTHER BUSINESS:

No other business.

XI. ADJOURNMENT:

There being no further business, the meeting was adjourned at 2:31 p.m.

Attest:

Ed Hernandez
Chair, Board of Directors
Eden Health District

Roxann Lewis
Secretary, Board of Directors
Eden Health District