

A regular meeting of the Board of Directors of the Washington Township Health Care District was held on Monday, April 17, 2023 in the Board Room at 2000 Mowry Avenue, Fremont and Zoom access was provided. Director Stewart called the meeting to order at 6:00 p.m. and led those present in the Pledge of Allegiance.

*CALL TO ORDER*

Roll call was taken. Directors present: Bernard Stewart, DDS; William Nicholson, MD; Jeannie Yee; Jacob Eapen, MD

*ROLL CALL*

Absent: Michael Wallace

Also present: Kimberly Hartz; Chris Henry; Tom McDonagh; Larry LaBossiere; Tina Nunez; Paul Kozachenko; Ed Fayen; Cheryl Renaud; Shirley Ehrlich; Kristin Ferguson

Director Stewart welcomed any members of the general public to the meeting.

*OPENING REMARKS*

Director Stewart noted that Public Notice for this meeting, including Zoom information, was posted appropriately on our website. This meeting is being conducted in the Board Room and by Zoom.

There were no Oral communications.

*COMMUNICATIONS  
ORAL*

There were no Written communications

*COMMUNICATIONS  
WRITTEN*

There were no items on the Consent Calendar for consideration.

*CONSENT CALENDAR*

Dr. Nicholson moved that the Board of Directors approve the Action Item as listed:

*ACTION ITEMS*

A. Consideration of UPS Replacement

Director Yee seconded the motion.

Roll call was taken:

Bernard Stewart, DDS – aye  
Michael Wallace – absent  
William Nicholson, MD – aye  
Jacob Eapen, MD – aye  
Jeannie Yee – aye

Motion Approved.

Dr. Nicholson moved that the Board of Directors approve the Action Item as listed:

B. Consideration of Corporate Compliance Annual Plan

Director Eapen seconded the motion.

Roll call was taken:

Bernard Stewart, DDS – aye  
Michael Wallace –absent  
William Nicholson, MD – aye  
Jacob Eapen, MD – aye  
Jeannie Yee – aye

Motion Approved.

Dr. Nicholson moved that the Board of Directors approve the Action Item as listed:

C. Consideration of Resolution #1250 Corporate Resolution Fremont Bank –  
Operating Accounts

D. Consideration of Resolution #1251 Corporate Resolution Fremont Bank -  
Facsimile Signature Agreements

NOTE: Resolutions #1250 and #1251 were consolidated into Resolution #1250.

Director Eapen seconded the motion.

Roll call was taken:

Bernard Stewart, DDS – aye  
Michael Wallace – absent  
William Nicholson, MD – aye  
Jacob Eapen, MD – aye  
Jeannie Yee – aye

Motion Approved.

Director Stewart adjourned the meeting to closed session at 6:15 p.m., as the discussion pertained to a Conference involving Trade Secrets pursuant to Health & Safety Code section 32106; Conference involving Strategic Planning Discussion. Director Stewart stated that the public has a right to know what, if any, reportable action takes place during closed session. Since this meeting was being conducted in the Board Room and via Zoom, there is no way of knowing when the closed session will end, the public was informed they could contact the District Clerk for the Board's report beginning April 18, 2023. The minutes of this meeting will reflect any reportable actions.

*ADJOURN TO CLOSED  
SESSION*

Board of Directors' Meeting

April 17, 2023

Page 3

Director Stewart reconvened the meeting to open session at 8:40 p.m. The District Clerk reported that during the closed session, the Board approved the closed session minutes of March 13, 20, and 22, 2023 by unanimous vote of all directors present.

*RECONVENE TO OPEN  
SESSION & REPORT ON  
CLOSED SESSION*

There being no further business, Director Stewart adjourned the meeting at 8:40 p.m.

*ADJOURNMENT*

DocuSigned by:  
*Bernard Stewart*  
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Bernard Stewart, DDS  
President

DocuSigned by:  
*Jeannie Yee*  
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Jeannie Yee  
Secretary

**RESOLUTION NO. 1250**

**RESOLUTION OF THE BOARD OF DIRECTORS OF WASHINGTON  
TOWNSHIP HEALTH CARE DISTRICT TO APPROVE BANKING  
RESOLUTIONS TO UPDATE ACCOUNT INFORMATION DUE TO THE  
RETIREMENT OF CHRIS HENRY**

WHEREAS, the Washington Township Health Care District is a local health care district (“District”) that owns and operates a general acute care hospital and provides essential healthcare services to the population residing within the District’s political boundaries, including the cities of Fremont, Newark, Union City, parts of South Hayward and Sunol;

WHEREAS, the Board of Directors of the District (the “Board”) has previously approved banking resolutions and corporate resolutions for accounts with Fremont Bank; and

WHEREAS, Chris Henry is retiring and Thomas McDonagh is replacing him as the Vice President and Chief Financial Officer; and

WHEREAS, in conjunction with Mr. Henry’s retirement, Mr. Henry needs to be removed from all District Accounts and his signature authority needs to be revoked and Thomas McDonagh, Vice President and Chief Financial Officer, needs to be added to all District Accounts.

NOW, THEREFORE, be it resolved that:

1. Chris Henry is hereby removed from all District Accounts and his signature authority is revoked. Thomas McDonagh, as Vice President and Chief Financial Officer, is hereby added to all District Accounts and shall be added to all signature cards.
2. The Fremont Bank “Banking Resolutions” form attached hereto as Exhibit A is hereby approved.
3. The Facsimile Agreement adding Thomas McDonagh attached hereto as Exhibit B is hereby approved.

4. Thomas McDonagh is authorized to execute any and all forms, including but not limited to Business Account Signature Card Amendments, presented by Fremont Bank to effectuate the intent of this Resolution.

5. The Chief Executive Officer is hereby authorized to take any and all actions necessary to execute any and all instruments, including but not limited to Business Account Signature Card Amendments and do any and all things deemed by her to be necessary or desirable to carry out the intent and purposes of this Resolution.

6. The Secretary of the Board of Directors is hereby authorized to execute any and all certifications, acknowledgments and declarations, deemed by her to be necessary and desirable to carry out the intent and purposes of this Resolution.

Passed and adopted by the Board of Directors of the Washington Township Health Care District this 17<sup>th</sup> day of April 2023 by the following vote:

AYES: Directors Stewart, Nicholson, Yee, Eapen

NOES:

ABSENT: Director Wallace

DocuSigned by:  
*Bernard Stewart*  
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Bernard Stewart, D.D.S  
President, Board of Directors  
Washington Township Health Care  
District

DocuSigned by:  
*Jeannie Yee*  
02007A953B4B4BA...  
Jeannie Yee  
Secretary, Board of Directors  
Washington Township Health Care District