

**TRI-CITY HEALTHCARE DISTRICT
AGENDA FOR A REGULAR MEETING
April 24, 2025 – 3:30 o'clock p.m.
Assembly Rooms 2 & 3 – Eugene L. Geil Pavilion
4002 Vista Way, Oceanside, CA 92056**

REVISED

**The Board may take action on any of the items listed
below, unless the item is specifically labeled
“Informational Only”**

	Agenda Item	Time Allotted	Requestor
1	Call to Order	3 min.	Standard
2	Report from Chairperson on any action taken in Closed Session (Authority: Government Code, Section 54957.1)	2 min.	Board Counsel
3	Roll Call / Pledge of Allegiance	3 min.	Standard
4	Approval of Agenda	2 min	Standard
5	Public Comments – Announcement Members of the public may address the Board regarding any item listed on the Board Agenda at the time the item is being considered by the Board of Directors. Per Board Policy 19-018, members of the public may have three minutes, individually, to address the Board of Directors. NOTE: Members of the public may speak on any item not listed on the Board Agenda, which falls within the jurisdiction of the Board of Directors, immediately prior to Board Communications.	2 min.	Standard
6	March 2025 Financial Statement Results	10 min.	CFO
7	New Business – (a) Consideration to approve Resolution No 827, A Resolution of the Tri-City Healthcare District Board of Directors Authorizing Execution and Delivery of an Amended and Restated Promissory Note, the First Amendment to Loan and Security Agreement and Certain Actions in Connection Therewith	5. min.	CEO
8	Old Business – a) Affiliation Update	10 min.	Board Ad Hoc Committee
9	Chief of Staff - a) Consideration of April 2025 Credentialing Actions and Reappointments Involving the Medical Staff and Allied Health Professionals, pending recommendation by the Medical Executive	5 min.	COS

Note: This certifies that a copy of this agenda was posted in the entrance to the Tri-City Medical Center at 4002 Vista Way, Oceanside, CA 92056 at least 72 hours in advance of the meeting. Any writings or documents provided to the Board members of Tri-City Healthcare District regarding any item on this Agenda is available for public inspection in the Administration Department located at the Tri-City Medical Center during normal business hours.

Note: If you have a disability, please notify us at 760-940-3348 at least 48 hours prior to the meeting so that we may provide reasonable accommodations.

	Agenda Item	Time Allotted	Requestor
	Committee on April 22, 2025.		
10	<p>Consent Calendar (Any item can be pulled for discussion with a motion and second).</p> <p>(1) Consideration to approve the renewal of an agreement with Nandan Prasad, M.D., as the Medical Director of Quality/Chairperson of Medical Quality Peer Review Committee for a term of 12 months, beginning May 1, 2025 and ending April 30, 2026, not to exceed a total term cost of \$51,500.</p> <p>(2) Consideration to approve the renewal of an agreement with Infor (US), Inc. for software support for a term of 12 months, beginning June 1, 2025 and ending May 31, 2026, for a total cost for the term of \$486,947.</p> <p>(3) Consideration to approve the renewal of a tri-party agreement with The Regents of the University of California, Team Physicians of Southern California Medical Group, Inc. & Tri-City Healthcare District for an Emergency Residency Program to provide education and training to trainees, for a term beginning May 1, 2025 and ending June 30, 2028, for a beginning annual cost of \$170,000, with a 3% annual escalator, for a total term cost of \$540,482.</p> <p>(4) Consideration to authorize through Addendum Four (4) to the Professional Services Agreement between Tri-City Primary Care Medical Group and Tri-City Healthcare District to add Chris Guerin, M.D. for a term of 24 months, beginning May 1, 2025 through April 30, 2027, for a total expenditure not to exceed \$75,000 over the 24-month period.</p> <p>(5) Consideration to approve the agreement with Clean Harbors Healthcare Services, Inc. for regulated medical waste disposal, hazardous waste disposal and sharps waste disposal management for a term of 60 months, beginning June 1, 2025 and ending May 31, 2030, for an annual cost of \$189,200 and a total cost for the term of \$946,000.</p> <p>(6) Board Committee</p> <p style="padding-left: 40px;">(a) Finance, Operations & Planning Committee Director Younger, Committee Chair <i>Meeting canceled</i></p> <p>(7) Minutes</p> <p style="padding-left: 40px;">a) Special Meeting – March 27, 2025 b) Regular Meeting – March 27, 2025 c) Special Meeting – April 16, 2025</p> <p>(8) Reports – (Discussion by exception only)</p> <p style="padding-left: 40px;">a) Building Lease Report – (March, 2025) b) Reimbursement Disclosure Report – (March, 2025)</p>	10 min.	Chair
11	Discussion of Items Pulled from Consent Agenda	10 min.	Standard
12	<p>Comments by Members of the Public NOTE: Per Board Policy 19-018, members of the public may have three (3) minutes, individually and 15 minutes per subject, to address the Board on any item not on the agenda.</p>	5-10 minutes	Standard
13	Board Communications	18 min.	Standard

	Agenda Item	Time Allotted	Requestor
14	Total Time Budgeted for Open Session	1 hour	
15	Adjournment		

RESOLUTION NO. 827

RESOLUTION OF TRI-CITY HEALTHCARE DISTRICT BOARD OF DIRECTORS AUTHORIZING EXECUTION AND DELIVERY OF AN AMENDED AND RESTATED PROMISSORY NOTE, THE FIRST AMENDMENT TO LOAN AND SECURITY AGREEMENT, AND CERTAIN ACTIONS IN CONNECTION THEREWITH DISTRESSED HOSPITAL LOAN PROGRAM

WHEREAS, Tri-City Healthcare District (the “Borrower”) is a public hospital, as defined in Section 129381 of the Health and Safety Code;

WHEREAS, Borrower and the California Health Facilities Financing Authority (the “Lender”) are parties to that certain Loan and Security Agreement, dated as of November 29, 2023 (as amended, supplemented or otherwise modified from time to time, the “Loan Agreement”);

WHEREAS, pursuant to the Loan Agreement, Borrower has instituted turnaround efforts to prevent the closure of the hospital but despite Borrower’s best efforts, Borrower remains in financial distress;

WHEREAS, Borrower has submitted to the Lender a Loan Modification Application under the Distressed Hospital Loan Program (the “Loan Program”) and, if such Loan Modification Application is approved, proposes to enter into that certain (i) First Amendment to Loan and Security Agreement (the “First Amendment”), with the Lender and (ii) amended and restated promissory note (the “Amended and Restated Note”); and

WHEREAS, the Board of Directors has determined that it is advisable and in the best interests of Borrower to enter into the First Amendment and the Amended and Restated Note and the documents in connection therewith.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of Borrower as follows:

Section 1. The Board of Directors of Borrower hereby ratifies the submission to the Lender of a Loan Modification Application under the Loan Program.

Section 2. Gene Ma, M.D., Chief Executive Officer an (“Authorized Officer”) is hereby authorized and directed, for and on behalf of Borrower, to do any and all things and to execute and deliver any and all documents that the Authorized Officer deems necessary or advisable to enter into the First Amendment and the Amended and Restated Note and otherwise to effectuate the purposes of this Resolution and the transactions contemplated hereby.

Section 3. The proposed form of the First Amendment is hereby approved. The Chief Executive Officer (Authorized Officer) is hereby authorized and directed, for and on behalf of Borrower, to execute the First Amendment in substantially said form, with those changes therein as the Authorized Officer(s) may require or approve, that approval to be conclusively evidenced by the execution and delivery thereof.

Section 4. The proposed form of the Amended and Restated Note is hereby approved. The Authorized Officer is hereby authorized and directed, for and on behalf of Borrower, to execute the Amended and Restated Note in substantially said form, with those changes therein as the Authorized Officer may require or approve, that approval to be conclusively evidenced by the execution and delivery thereof.

PASSED AND ADOPTED at a regular meeting of the Board of Directors of Tri-City Healthcare District held on the 24th day of April, 2025.

SECRETARY'S CERTIFICATE

I, Adela Sanchez, Secretary of Tri-City Healthcare District, hereby certifies that the foregoing is a full, true and correct copy of a resolution duly adopted at a regular meeting of the Board of Directors of Tri-City Healthcare District, duly and regularly held at the regular meeting place thereof on the 24th day of April, 2025, of which meeting all of the members of said Board of Directors had due notice and at which the required quorum was present and voting and the required majority approved said resolution by the following vote at said meeting:

Ayes:

Noes:

Absent:

I further certify that I have carefully compared the same with the original minutes of said meeting on file and of record in my office; that said resolution is a full, true and correct copy of the original resolution adopted at said meeting and entered in said minutes; and that said resolution has not been amended, modified or rescinded since the date of its adoption, and is now in full force and effect.

Adela Sanchez, Secretary

Date: _____



**TRI-CITY MEDICAL CENTER
MEDICAL STAFF CREDENTIALS REPORT
April 9, 2025**

Attachment A

Initial Appointments

Any items of concern will be "**red**" flagged in this report. Verification of education, training, experience, current competence, health status, current licensure, liability coverage, claims history and the National Practitioner Data Bank, the following practitioners are recommended for a 2-year appointment with delineated clinical privileges, to the Provisional Staff or Allied Health Professional Staff with customary monitoring.

Medical Staff:

Practitioner Name	Specialty	Staff Status	Initial Appointment Term	Comments
HIRSCH, Brandon MD	Orthopedic Surgery	Provisional	4/24/2025 - 4/24/2027	
JAMASIAN MOBARAKEH, Babak MD	Internal Medicine	Provisional	4/24/2025 - 4/24/2027	
NGUYEN, Danh MD	Teleradiology	Provisional	4/24/2025 - 4/24/2027	One claim settled for 1M from 2023, Reviewed by chairman, no concerns found.
PARANAY, Gregory MD	Teleradiology	Provisional	4/24/2025 - 4/24/2027	One open claim - presuit.
RAUNIG, Jefferey MD	Family Medicine	Refer and Follow	4/24/2025 - 4/24/2027	



TRI-CITY MEDICAL CENTER
MEDICAL STAFF CREDENTIALS REPORT – 1 of 1
April 9, 2025

Attachment B

Reappointments:

Any items of concern will be “red” flagged in this report. The following practitioners were presented to members of the Credentials Committee for consideration for reappointment to the Medical Staff or Allied Health Professional Staff, based upon practitioner specific and comparative data profiles and reports demonstrating ongoing monitoring and evaluation, activities reflecting level of professionalism, delivery of compassionate patient care, medical knowledge based upon outcomes, interpersonal and communications skills, use of system resources, participation in activities to improve care, blood utilization, medical records review, department specific monitoring activities, health status and relevant results of clinical performance. Reappointment is for 2-years unless otherwise noted below.

Medical Staff

Department of Emergency Medicine:

Practitioner Name	Specialty	Staff Status:	Reappointment Term	Comments
KILE, Jeffrey, MD	Emergency Medicine	Active	4/24/2025-4/24/2027	

Department of Medicine:

NOVAK, Loren S, MD	Family Medicine	Refer and Follow	4/24/2025-4/24/2027	Change in staff status from Active to Refer and Follow.
YAKHNENKO, Ilya, MD	Internal Medicine	Active	4/24/2025-4/24/2027	

Department of Surgery:

Practitioner Name	Specialty	Staff Status:	Reappointment Term	Comments
BOBICK, Brian S, DPM	Podiatric Surgery	Active	4/24/2025-4/24/2027	
ELI, Bradley A., DMD	Pain Medicine	Active Affiliate	4/24/2025-4/24/2027	
KASKA, Serge C, MD	Orthopedic Surgery	Active	4/24/2025-4/24/2027	
MORADI, Amir N, MD	Plastic Surgery	Refer and Follow	4/24/2025-4/24/2027	

Resignations Medical Staff:

Practitioner Name	Department/Specialty	Reason for Resignation
AMMIRATI, Giuseppe	Radiology	Voluntarily Resigned email recvd he will not be moving fwd with Reappointment effective 04/30/2025.
BANSAL, Ankush S., MD	Anesthesiology	Voluntarily Resigned email recvd he will not be moving fwd with Reappointment effective 04/30/2025.



TRI-CITY MEDICAL CENTER
MEDICAL STAFF CREDENTIALS REPORT – 1 of 1
April 9, 2025

Attachment B

BOYDSTUN, Natasha, DO	Emergency Medicine	Voluntarily Resigned email recvd effective 05/01/2024.
CONANT, Reid F., MD	Emergency Medicine	Voluntarily Resignation: Dr. Conant is not with TeamHealth and will not be reappointing effective 4/30/2025.
CORSON, Neal B, MD	Teleradiology	Voluntarily Resigned email recvd effective 3/31/2025.
JOSON, Peter J. MD	Surgery	For termination; Suspended for over 90 days due to expired COI
KOBAYASHI, Gary L. MD	Internal Medicine	Retirement email received effective 3/31/2025.
MIROW, Arvin L.MD	Medicine	For termination; Suspended for over 90 days due to expired COI
POBLETE, Mark, MD	Anesthesiology	For termination; Suspended for over 90 days due to expired COI
TAYANI, Ramin, MD	Surgery	For termination; Suspended for over 90 days due to expired COI

MBOC (Medical Board of California): No new information at this time

NPDB (National Practitioner Data Bank): No new information at this time



TRI-CITY MEDICAL CENTER
CREDENTIALS COMMITTEE REPORT - Part 2 of 3
April 9, 2025

Modification of Staff Status

The following practitioners have requested privilege status change as noted below. Effective **April 24, 2025**.

Practitioner Name	Department/Specialty	Change in Staff Status
GUTIERREZ, Miguel A., MD	Emergency Medicine	Provider change from Provisional to Active



TRI-CITY MEDICAL CENTER
INTERDISCIPLINARY PRACTICE COMMITTEE INITIALS REPORT
April 21, 2025

Attachment A

Initial Appointments

Any items of concern will be "red" flagged in this report. Verification of education, training, experience, current competence, health status, current licensure, liability coverage, claims history and the National Practitioner Data Bank, the following practitioners are recommended for a 2-year appointment with delineated clinical privileges, to the Provisional Staff or Allied Health Professional Staff with customary monitoring.

Allied Health Professional:

Practitioner Name	Group	Specialty	Staff Status	Initial Appointment Term	Comments
FRIA, Leigh Anne PA	TCMC - OSNC	PA - Orthopedic Surgery	Allied Health Professional	4/24/2025 - 4/24/2027	
HOLLINGSWORTH, Matthew PA	TeamHealth	PA - Emergency Medicine	Allied Health Professional	4/24/2025 - 4/24/2027	
LIPSCOMB, Eli NP	TeamHealth	NP - Emergency Medicine	Allied Health Professional	4/24/2025 - 4/24/2027	Department Chief approved to accept activity outside the two year time frame.
OH, Travis PA	Vituity	PA - Critical Care	Allied Health Professional	4/24/2025 - 4/24/2027	
ROSCHEK, Walter CRNA	Sound/ECHO	Nurse Anesthetist	Allied Health Professional	4/24/2025 - 4/24/2027	
WATTS, Danielle PA	TCMC - North County Oncology	PA - Oncology	Allied Health Professional	4/24/2025 - 4/24/2027	



TRI-CITY MEDICAL CENTER

INTERDISCIPLINARY PRACTICE COMMITTEE REPORT - 1 of 1

April 21, 2025

Attachment B

Reappointments:

Any items of concern will be "**red**" flagged in this report. The following practitioners were presented to members of the Credentials Committee for consideration for reappointment to the Medical Staff or Allied Health Professional Staff, based upon practitioner specific and comparative data profiles and reports demonstrating ongoing monitoring and evaluation, activities reflecting level of professionalism, delivery of compassionate patient care, medical knowledge based upon outcomes, interpersonal and communications skills, use of system resources, participation in activities to improve care, blood utilization, medical records review, department specific monitoring activities, health status and relevant results of clinical performance. Reappointment is for 2-years unless otherwise noted below.

Medical Staff

Department of Emergency Medicine:

Practitioner Name	Specialty	Staff Status:	Reappointment Term	Comments
ALLEN, Matthew G., PAC	Emergency Medicine	Allied Health Professional	4/24/2025-4/24/2027	
SCHILLINGER, Stephan B., PAC	Emergency Medicine	Allied Health Professional	4/24/2025-4/24/2027	

Department of Medicine:

Practitioner Name	Specialty	Staff Status:	Reappointment Term	Comments
HERMANSON, Kathleen H., PA	Medicine/Neurology	Allied Health Professional	4/24/2025-4/24/2027	
RAHIM, Arianna S., PA	Medicine/Neurology	Allied Health Professional	4/24/2025-4/24/2027	

Department of Radiology:

Practitioner Name	Specialty	Staff Status:	Reappointment Term	Comments
BROWNSBERGER, Richard N., PAC	Radiology	Allied Health Professional	4/24/2025-4/24/2027	

Department of Surgery:

Practitioner Name	Specialty	Staff Status:	Reappointment Term	Comments
CRESPO, Christopher N., PAC	Surgery/GVS	Allied Health Professional	4/24/2025-4/24/2027	
GREEN, Kyle, PAC	Surgery/GVS	Allied Health Professional	4/24/2025-4/24/2027	
GRYSKA, Jennifer, CNIM	Surgery/Audiology	Allied Health Professional	4/24/2025-4/24/2027	Presented to IDPC in Jan. '25 as a resignation for failure to complete



TRI-CITY MEDICAL CENTER

INTERDISCIPLINARY PRACTICE COMMITTEE REPORT – 1 of 1
April 21, 2025

Attachment B

				proctoring requirements. However, proctoring was completed 1/24/25. On 1/27/25, the MEC agreed to recommend approval of his reappointment.
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Resignations *Medical Staff and AHP:*

Practitioner Name	Department/Specialty	Reason for Resignation
MCNALLY, Paul D. NP	Neurosurgery	Fail to completed reappointment app. Effective 4/30/2025
MORAN, Bridget CNM	Certified Nurse Midwife	Voluntarily Resigned email recvd she will not be moving fwd with Reappointment effective 04/30/2025.

MBOC (Medical Board of California): No new information at this time

NPDB (National Practitioner Data Bank): No new information at this time



TRI-CITY MEDICAL CENTER
INTERDISCIPLINARY PRACTICE CREDENTIALS REPORT – Part 2 of 3
April 21, 2025

Addition/Deletion of Privilege(s)

The following practitioners have requested addition/deletion of privilege(s) as noted below. Effective **[enter date here]**.

Practitioner Name	Department/Specialty	Change in Privilege/s
BISHOP, Leslie NP	Surgery/Orthopedic	Change in provider privileges from NP – Neurology to NP – Orthopedic & Spine Institute privileges WITH proctoring



Tri-City Medical Center

TCHD Board of Directors

DATE OF MEETING: April 24, 2025

Medical Quality Peer Review Committee Chair and Quality Medical Director Agreement Renewal

Type of Agreement	X	Medical Directors		Panel		Other:
Status of Agreement		New Agreement		Renewal – New Rates	X	Renewal – Same Rates

Physician's Name: Nandan Prasad, M.D.

Area of Service: Medical Quality Peer Review Committee and Medical Director of Quality

Term of Agreement: 12 months, Beginning, May 1, 2025 – Ending, April 30, 2026

Maximum Totals: Within Hourly and/or Annualized Fair Market Value: YES
Transition of services to new Medical Director, same rates, no increase in cost

Rate/Hour	Maximum Hours per Month	Hours per Year Not to Exceed	Monthly Cost Not to Exceed	Annual / Term Cost Not to Exceed
\$155	25	300	\$3,875	\$46,500
Education allowance – Annual Maximum Not to Exceed				\$5,000
Total Term Cost:				\$51,500

Description of Services/Supplies:

- Promote initiatives for improving quality of patient care and services within TCHD
- Lead MQPR as Physician Chairperson
- Provides Medical oversight for Quality/Performance Improvement regarding patient care
- QAPI chair to develop QA/PI initiatives
- Makes recommendations to advance the quality of care and outcomes at TCMC
- Identify opportunities for improvement based on national best practices in Quality
- Makes recommendations to develop processes to address potential systems related vulnerabilities
- Attends nationally recognized healthcare quality conference annually, when able, to bring best practice recommendations to the MQPR membership;

Document Submitted to Legal for Review:	X	Yes		No
Approved by Chief Compliance Officer:	X	Yes		No
Is Agreement a Regulatory Requirement:	X	Yes		No
Budgeted Item:	X	Yes		No

Person responsible for oversight of agreement: Donald Dawkins, Chief Nursing Executive

Motion:

I move that the TCHD Board of Directors approve the renewal of an agreement with Nandan Prasad, M.D., as the Medical Director of Quality/Chairperson of Medical Quality Peer Review Committee, for a term of 12 months, beginning May 1, 2025 and ending April 30, 2026, not to exceed a total term cost of \$51,500.



Tri-City Medical Center

TCHD Board of Directors

DATE OF MEETING: April 24, 2025

SOFTWARE SUPPORT PROPOSAL – Infor, LLC.

Type of Agreement		Medical Directors		Panel	X	Other: Software Support
Status of Agreement		New Agreement	X	Renewal – New Rates		Renewal – Same Rates

Vendor's Name: Infor (US), Inc.

Area of Service: Finance & Information Technology

Term of Agreement: 12 months, Beginning June 1, 2025 - Ending May 31, 2026:

Monthly Cost	Annual Cost	Total Term Cost
\$40,579	\$486,947	\$486,947

Description of Services/Supplies:

- Software support for Lawson System Foundation, as well as the following sub-systems: Financials Asset Management, Financials Account Payable, Financials General Ledger, Payroll
- Additionally, this agreement covers TCMC's interface engine (Cloverleaf).
- This represents an increase of \$27,563 or 5.6% to the previous agreement due to Infor's annual escalation percentage cap up to 6.0%

Document Submitted to Legal for Review:	X	Yes		No
Approved by Chief Compliance Officer:		Yes	N/A	No
Is Agreement a Regulatory Requirement:		Yes	X	No
Budgeted Item:	X	Yes		No

Person responsible for oversight of agreement: Mark Albright, Chief Information Officer

Motion:

I move that the TCHD Board of Directors approve the agreement with Infor (US), Inc. for software support for a term of 12 months beginning June 1, 2025 and ending May 31, 2026 for a total cost for the term of \$486,947.



Tri-City Medical Center

TCHD BOARD OF DIRECTORS

DATE OF MEETING: April 24, 2025

CLINICAL EDUCATION AGREEMENT-GRADUATE MEDICAL EDUCATION(GME)

Type of Agreement		Medical Director		Panel	X	Other: GME
Status of Agreement		New Agreement	X	Renewal – New Rates		Renewal – Same Rates

Vendor's Name: The Regents of the University of California, Team Physicians of Southern California Medical Group, Inc

Area of Service: Education- Emergency Department

Term of Agreement: 38 months, Beginning, May 1, 2025 – Ending, June 30, 2028

Maximum Totals: Increase in rates and FTE count. 3% annual escalator.
First term includes 2 additional months but annualizes to \$170,000

Term	Term Cost
5/1/2025-6/30/2026	\$198,333
7/1/2026-6/30/2027	\$175,100
7/1/2027-6/30/2028	\$180,353
Total Term Cost:	\$553,786

Description of Services/Supplies:

- Emergency Medicine Residency Program tri-party agreement – Providing education and training to UCSD post graduate year (PGY) 3 and PGY4 residents in emergency medicine
- Increase from 1.0 to 1.5 FTE per month
- TCMC is reimbursed through CMS GME Medicare funds with overall net positive financial impact from residency programs at TCMC

Document Submitted to Legal for Review:	X	Yes		No
Approved by Chief Compliance Officer:	X	Yes		No
Is Agreement a Regulatory Requirement:		Yes	X	No
Budgeted Item:	X	Yes		No

Person responsible for oversight of agreement: Joanne Barnett, Interim ED Director/Sr Director of Nursing; Donald Dawkins, Chief Nursing Officer

Motion:

I move that TCHD Board of Directors authorize the renewal of the Clinical Education Agreement for Emergency Medicine Graduate Medical Education between the Regents of the University of California, Team Physicians of Southern California Medical Group, Inc, and Tri-City Healthcare District for a term of 38 months, beginning May 1, 2025 and ending June 30, 2028 for a total term cost of \$553,786.



Tri-City Medical Center

TCHD BOARD OF DIRECTORS

DATE OF MEETING: April 24, 2025

**PROFESSIONAL SERVICES AGREEMENT: Tri-City Primary Care Medical Group
– Addendum Four adding Chris Guerin, M.D.**

Type of Agreement		Medical Directors		Panel	X	Other: Addendum 4
Status of Agreement		New Agreement		Renewal – New Rates		Renewal – Same Rates

Physician's Name: Tri-City Primary Care Medical Group – Chris Guerin, MD

Area of Service: Endocrinology

Term of Agreement: 24 months, Beginning May 1, 2025 through April 30, 2027

Maximum Totals: Within Fair Market Value: YES

Terms of the Engagement:	Proposal Costs:
Base Stipend/month	\$225
PRN Coverage/month	Up to \$2,900 via wRVU reimbursement
PRN Coverage/year	Up to \$34,800
Total Amount of Request:	\$75,000

Document Submitted to Legal for Review:	X	Yes		No
Approved by Chief Compliance Officer:	X	Yes		No
Is Agreement a Regulatory Requirement:		Yes	X	No
Budgeted Item:		Yes	X	No

Person responsible for oversight of agreement: Jeremy Raimo, Chief Operating Officer

Motion:

I move that the TCHD Board of Directors authorize through Addendum Four (4) to the Professional Services Agreement between Tri-City Primary Care Medical Group and TCHD to add Chris Guerin, MD for a term of 24 months starting May 1, 2025 through April 30, 2027 for a total expenditure not to exceed \$75,000 over the 24-month period.



Tri-City Medical Center

TCHD Board of Directors

DATE OF MEETING: April 24, 2025

REGULATED MEDICAL WASTE MASTER SERVICE AGREEMENT PROPOSAL

Type of Agreement		Medical Director		Panel	X	Other: Vendor Services
Status of Agreement	X	New Agreement		Renewal – Decrease in Rates		Renewal – Same Rates

Vendor's Name: Clean Harbors Healthcare, Inc.

Area of Service: Tri-City Medical Center and Clinics

Term of Agreement: 60 months, Beginning, June 1, 2025 – Ending, May 31, 2030

Maximum Totals:

Regulated Medical Waste Disposal, Sharps Rx Pro™ Pharmaceutical/Sharps Waste Disposal, Hazardous Waste Disposal			
	Monthly Cost	Annual Cost	Total Term Cost
CURRENT COST	\$11,000	\$132,000	\$660,000
NET CHANGE	- \$3,000	- \$36,000	- \$180,000
NEW COST	\$8,000	\$96,000	\$480,000
Additional Pick-Ups by Weight			
	Monthly Cost	Annual Cost	Total Term Cost
CURRENT COST	\$7,766	\$93,200	\$466,000
Total Term Cost for Entire Agreement:			\$946,000

Description of Services/Supplies:

- Services to be provided by Clean Harbors Healthcare Services, Inc.: Regulated Medical Waste Disposal, Sharps Rx Pro™ Pharmaceutical/Sharps Waste Disposal, Hazardous Waste Disposal
- Reducing the monthly pickup cost from \$11,000 to \$8,000 saving Tri-City Medical Center \$36,000 per year
- Clean Harbors Healthcare Services, Inc. also provides Tri-City Medical Center and our clinics with any request for additional pick-ups which we are charged by weight.

Document Submitted to Legal for Review:	X	Yes		No
Approved by Chief Compliance Officer:		Yes	N/A	No
Is Agreement a Regulatory Requirement:	X	Yes		No
Budgeted Item:	X	Yes		No

Person responsible for oversight of agreement: Benito Oporto, Director-Facilities/Engineering Dept. / Jeremy Raimo, Chief Operating Officer

Motion:

I move that the TCHD Board of Directors approve the agreement with Clean Harbors Healthcare Services, Inc. for regulated medical waste disposal, hazardous waste disposal and sharps waste disposal management for a term of 60 months, beginning June 1, 2025 and ending May 31, 2030, for an annual cost of \$189,200 and a total cost for the term of \$946,000.

**TRI-CITY HEALTHCARE DISTRICT
MINUTES FOR A SPECIAL MEETING
OF THE BOARD OF DIRECTORS**

March 27, 2025 – 2:30 o'clock p.m.

A Special Meeting of the Board of Directors of Tri-City Healthcare District was held at 2:30 p.m. on March 27, 2025.

The following Directors constituting a quorum of the Board of Directors were present:

Director Sheila D. Brown
Director Rocky J. Chavez
Director Nina Chaya
Director George Coulter
Director Gigi S. Gleason
Director Adela Sanchez
Director Tracy M. Younger

Also present were:

Gene Ma, M.D. Chief Executive Officer (*via teleconference*)
Janice Gurley, Chief Financial Officer
Henry Showah, M.D., Chief of Staff
Jeff Scott, Board Counsel
Susan Bond, General Counsel
Teri Donnellan, Executive Assistant

1. The Chairperson, Director Tracy M. Younger called the meeting to order at 2:30 p.m. with attendance as listed above.

2. Approval of Agenda

It was moved by Director Gleason and seconded by Director Coulter to approve the agenda as presented. The motion passed unanimously (7-0).

3. Oral Announcement of Items to be discussed during Closed Session

Chairperson Younger made an oral announcement of the items listed on the March 27, 2025 Special Board of Directors Meeting Agenda to be discussed during Closed Session which included Reports Regarding Trade Secrets, Reports of the Hospital Medical Audit or Quality Assurance Committees and Conference with Real Property Negotiators regarding APN: 166-051-339-16.

4. Motion to go into Closed Session

It was moved by Director Gleason and seconded by Director Brown to go into Closed Session at 2:35 p.m. The motion passed unanimously (7-0).

5. At 3:20 p.m. the Board returned to Open Session with attendance as previously noted.
6. Report from Board Counsel on any action taken in Closed Session.

Board Counsel Scott stated he would give a Report from Closed Session at the beginning of today's Regular meeting.

7. Adjournment

There being no further business, Chairperson Younger adjourned the meeting at 3:25 p.m.

Tracy M. Younger
Chairperson

ATTEST:

Adela I. Sanchez
Secretary

**TRI-CITY HEALTHCARE DISTRICT
MINUTES FOR A REGULAR MEETING
OF THE BOARD OF DIRECTORS
March 27, 2025 – 3:30 o'clock p.m.**

A Regular Meeting of the Board of Directors of Tri-City Healthcare District was held at 3:30 p.m. on March 27, 2025.

The following Directors constituting a quorum of the Board of Directors were present:

Director Sheila D. Brown
Director Rocky Chavez
Director Nina Chaya, M.D.
Director George Coulter
Director Gigi Gleason
Director Adela Sanchez
Director Tracy M. Younger

Also present were:

Donald Dawkins, Chief Nurse Executive
Jeremy Raimo, Chief Operating Officer
Janice Gurley, Chief Financial Officer
Mark Albright, Chief Information Officer
Roger Cortez, Chief Compliance Officer
Dr. Henry Showah, Chief of Staff
Susan Bond, General Counsel
Jeff Scott, Board Counsel
Teri Donnellan, Executive Assistant

1. Chairperson Younger called the meeting to order at 3:30 p.m. with attendance as listed above.

2. Report from Closed Session

Board Counsel Jeff Scott reported the Board met in Closed Session and heard reports involving Trade Secrets pursuant to Health & Safety Code Section 1462 and took no action.

The Board also heard a report involving Quality Assurance pursuant to Health & Safety Code section 32155 and took no action.

Lastly, the Board heard a report on Real Property Negotiations for APN 166-051-39-16.

3. Pledge of Allegiance

Director Younger led the Pledge of Allegiance.

4. Approval of Agenda

It was moved by Director Gleason and seconded by Director Coulter to approve the agenda as presented. The motion passed unanimously (7-0).

5. Public Comments – Announcement

Chairperson Younger read the Public Comments section listed on the March 27, 2025 Regular Board of Directors Meeting Agenda.

6. February 2025 Financial Statements – Janice Gurley, Chief Financial Officer

Janice Gurley, CFO, reported on the current and fiscal year to date financials as follows (Dollars in Thousands):

- Net Operating Revenue – \$219,379
- Operating Expense – \$227,741
- EBITDA – \$12,360
- EROE – \$389

Janice reported on the fiscal year to date Key Indicators as follows:

- Average Daily Census – 126
- Adjusted Patient Days – 54,597
- Surgery Cases – 3,594
- ED Visits – 31,620

Janice reported on the current month financials as follows (Dollars in Thousands):

- Net Operating Revenue – \$26,688
- Operating Expense – \$27,964
- EBITDA – \$1,761
- EROE – \$370

Janice reported on the current month Key Indicators as follows:

- Average Daily Census – 130
- Adjusted Patient Days – 6,455
- Surgery Cases – 398
- ED Visits – 3,638

Janice also presented graphs including Average Length of Stay, Paid Full Time Equivalents per Adjusted Occupied Bed and Emergency Department Visits, all of which are trending in the right direction.

7. Legislative Update

On March 12, 2025, Dr. Robert Hertzka and Dr. Ma visited state and local legislators in Sacramento, including State Treasurer Fiona Ma, who also chairs the Healthcare Financing Authority that issued Tri-City's Distressed Hospital Loan. Treasurer Ma showed strong interest in Tri-City's story and is planning a visit next month. Dr. Hertzka and Dr. Ma also met with Esmeralda Soria, the author of the Distressed Hospital Loan Program.

Dr. Hertzka provided a legislative update on both federal and state issues and reviewed a partial list of Assembly Bills and Senate Bills that we are opposed to.

8. New Business - None

9. Old Business - None

10. Chief of Staff

- a. Consideration to approve the March 2025 Credentialing Actions and Reappointments Involving the Medical Staff as recommended by the Medical Executive Committee on March 24, 2025.

It was moved by Director Chaya to approve the March 2025 Credentialing Actions and Reappointments Involving the Medical Staff and revised Pathology Clinical Privilege Form as recommended by the Medical Executive Committee on March 24, 2025. Director Coulter seconded the motion.

The vote on the motion via a roll call vote was as follows:

AYES:	Directors:	Brown, Chavez, Chaya, Coulter Gleason, Sanchez and Younger
NOES:	Directors:	None
ABSTAIN:	Directors:	None
ABSENT:	Directors:	None

11. Consideration of Consent Calendar

Jeremy Raimo reported item 12 on the Consent Agenda (3907 Waring Road, MOB LLC) has a new effective date beginning May 1, 2025 and ending April 30, 2026.

It was moved by Director Gleason to approve the Consent Agenda as amended. Director Coulter seconded the motion.

The vote on the motion via a roll call vote was as follows:

AYES:	Directors:	Brown, Chavez, Chaya, Coulter, Gleason, Sanchez and Younger
NOES:	Directors:	None
ABSTAIN:	Directors:	None
ABSENT:	Directors:	None

12. Discussion of items pulled from Consent Calendar

There were no items pulled from the Consent Calendar.

13. Comments by Members of the Public

There were no comments by members of the public.

14. Board Communications

15. Adjournment

There being no further business Chairperson Younger adjourned the meeting at 4:00 p.m.

Tracy M. Younger
Chairperson

ATTEST:

Adela I. Sanchez
Secretary

**TRI-CITY HEALTHCARE DISTRICT
MINUTES FOR A SPECIAL MEETING
OF THE BOARD OF DIRECTORS**

April 16, 2025 – 3:00 o'clock p.m.

A Special Meeting of the Board of Directors of Tri-City Healthcare District was held at 3:00 p.m. on April 16, 2025.

The following Directors constituting a quorum of the Board of Directors were present:

Director Sheila D. Brown
Director Rocky J. Chavez
Director Nina Chaya
Director George Coulter
Director Gigi S. Gleason
Director Adela Sanchez
Director Tracy M. Younger

Absent: Director Rocky J. Chavez
Director George Coulter

Also present were:

Gene Ma, M.D., Chief Executive Officer
Janice Gurley, Chief Financial Officer
Henry Showah, M.D., Chief of Staff
Jeff Scott, Board Counsel
Teri Donnellan, Executive Assistant

1. The Chairperson, Director Tracy M. Younger called the meeting to order at 3:00 p.m. with attendance as listed above.
2. Approval of Agenda

It was moved by Director Gleason and seconded by Director Sanchez to approve the agenda as presented. The motion passed (5-0-0-2) with Directors Chavez and Coulter absent.

3. Oral Announcement of Items to be discussed during Closed Session

Chairperson Younger made an oral announcement of the items listed on the April 16, 2025 Special Board of Directors Meeting Agenda to be discussed during Closed Session which included Reports Regarding Trade Secrets.

4. Motion to go into Closed Session

It was moved by Director Gleason and seconded by Director Brown to go into Closed Session at 3:05 p.m. The motion passed (5-0-0-2) with Directors Chavez and Coulter absent.

5. At 5:20 p.m. the Board returned to Open Session with attendance as previously noted.
6. Report from Board Counsel on any action taken in Closed Session.

Board Counsel reported the Board in Closed Session heard a series of Reports Involving Trade Secrets and took no action.

7. Adjournment

There being no further business, Chairperson Younger adjourned the meeting at 5:20 p.m.

Tracy M. Younger
Chairperson

ATTEST:

Adela I. Sanchez
Secretary



Building Operating Leases
Month Ending March 31, 2025

Lessor	Sq. Ft.	Base Rate per Sq. Ft.		Total Rent per current month	Lease Term Beginning	Lease Term Ending	Services & Location	Cost Center
6121 Paseo Del Norte, LLC 6128 Paseo Del Norte, Suite 180 Carlsbad, CA 92011 V#83024	Approx 9,552	\$3.59	(a)	56,415.02	07/01/17	06/30/27	OSNC - Carlsbad 6121 Paseo Del Norte, Suite 200 Carlsbad, CA 92011	7095
Cardiff Investments LLC 2729 Ocean St Carlsbad, CA 92008 V#83204	Approx 10,218	\$2.58	(a)	42,973.02	07/01/17	03/31/25	OSNC - Oceanside 3905 Waring Road Oceanside, CA 92056	7095
Creek View Medical Assoc 1926 Via Centre Dr. Suite A Vista, CA 92081 V#81981	Approx 6,200	\$2.70	(a)	20,594.69	07/01/20	06/30/25	PCP Clinic Vista 1926 Via Centre Drive, Ste A Vista, CA 92081	7090
SoCAL Heart Property LLC 1958 Via Centre Drive Vista, Ca 92081 V#84195	Approx 4,995	\$2.50	(a)	22,565.63	10/01/22	06/30/27	OSNC - Vista 1958 Via Centre Drive Vista, Ca 92081	7095
BELLA TIERRA INVESTMENTS, LLC 841 Prudential Dr, Suite 200 Jacksonville, FL 32207 V#84264	Approx 2,460	\$2.21	(a)	8,208.01	04/01/23	03/31/25	La Costa Urology 3907 Waring Road, Suite 4 Oceanside, CA 92056	7082
Mission Camino LLC 4350 La Jolla Village Drive San Diego, CA 92122 V#83757	Approx 4,508	\$1.75	(a)	16,350.14	05/14/21	10/31/31	Seaside Medical Group 115 N EL Camino Real, Suite A Oceanside, CA 92058	7094
Nextmed III Owner LLC 6125 Paseo Del Norte, Suite 210 Carlsbad, CA 92011 V#83774	Approx 4,553	\$4.00	(a)	25,265.13	09/01/21	08/31/33	PCP Clinic Carlsbad 6185 Paseo Del Norte, Suite 100 Carlsbad, CA 92011	7090
500 W Vista Way, LLC & HFT Melrose P O Box 2522 La Jolla, CA 92038 V#81028	Approx 7,374	\$1.67	(a)	25,168.06	07/01/21	06/30/26	Outpatient Behavioral Health 510 West Vista Way Vista, Ca 92083	7320
OPS Enterprises, LLC 3617 Vista Way, Bldg. 5 Oceanside, Ca 92056 #V81250	Approx 7,000	\$4.12	(a)	34,015.00	10/01/22	09/30/25	North County Oncology Medical Clinic 3617 Vista Way, Bldg.5 Oceanside, Ca 92056	7086
SCRIPPSVIEW MEDICAL ASSOCIATES P O Box 234296 Encinitas, CA 234296 V#83589	Approx 3,864	\$3.45	(a)	14,880.52	06/01/21	05/31/26	OSNC Encinitas Medical Center 351 Santa Fe Drive, Suite 351 Encinitas, CA 92023	7095
BELLA TIERRA INVESTMENTS, LLC 841 Prudential Dr, Suite 200 Jacksonville, FL 32207 V#84264	Approx 3,262	\$2.21	(a)	11,165.33	05/01/23	06/30/25	Pulmonary Specialists of NC 3907 Waring Road, Suite 2 Oceanside, CA 92056	7088
Total				277,600.55				

(a) Total Rent includes Base Rent plus property taxes, association fees, insurance, CAM expenses, etc.



Education & Travel Expense
Month Ending March 2025

Cost Centers	Description	Invoice #	Amount	Vendor #	Attendees
6171 ONS/ONCC		021025 EDU	325.00	84566	CARILO TANIA
6171 ONS/ONCC		021025 EDU	325.00	80176	MAGNO, VICTOR
6185 ALLERGIES		030325 EDU	110.00	81934	FELTON, MERLITA S
6185 ONS/ONCC		011325 EDU	325.00	80055	EVANGELISTA, MARIA
8740 CCRN RENEWAL		030525 EDU	200.00	83346	RUETTEN, KYUNGHEE KIM
8740 MASTER IN NURSING		030725 EDU	5,000.00	84569	VASQUEZ HAYLEE
8740 MREMT		31725 EDU	200.00	84574	SMITH TAURUS
8740 SOCIAL TRUCK DRIVING		030525 EDU	200.00	84557	HOBBS CLIFFORD
8740 MRI PROGRAM		021025EDU	2,000.00	84563	FLORESCA MEGAN
8740 RN TO BSN		021925EDU	2,500.00	84564	KANDA JULIE
8740 REHAB		022525EDU	200.00	84565	KHOUKAZ KATHLYN
8740 RADIATION		022725 EDU	196.50	84235	ALBERTO H. GARAY
8740 LCSW RENEWAL APPLICATION FEE		031425 EDU	200.00	84246	BOLOGNA KRISTEN
8740 MSN		021025 EDU	3,975.00	37219	JAHAASKI, ABBI
8740 TRAUMA		022025 EDU	124.99	71410	VITRANO, TONY

**This report shows reimbursements to employees and Board members in the Education & Travel expense category in excess of \$100.00.

**Detailed backup is available from the Finance department upon request.