

**TRI-CITY HEALTHCARE DISTRICT  
AGENDA FOR A REGULAR MEETING  
OF THE FINANCE, OPERATION AND PLANNING COMMITTEE**  
**Wednesday, December 3, 2025**  
**3:00 – 5:00 P.M.**  
**Assembly Room #1**  
**Tri-City Medical Center**  
**4002 Vista Way, Oceanside, CA 92056**

The Committee may make recommendations on any of the items listed below, unless the item is specifically labeled "Informational Only"

	AGENDA ITEM	TIME ALLOTED	PERSON RESPONSIBLE
1.	Call to Order	1 min.	Chair
2.	Approval of Agenda	2 min.	Chair
3.	Public Comments-Announcement  Comments may be made at this time by members of the public on any item on the Agenda before the Committee's consideration of the item or on any matter within the jurisdiction of the Committee.  NOTE: During the Committee's consideration of any Agenda item, members of the public also have the right to address the Committee at that time regarding that item.	2 min.	Chair
4.	Ratification of Minutes – September 24, 2025	2 min.	Standard
5.	Old Business		
6.	New Business		
7.	Consideration of Consent Calendar- <i>(All items will be approved with a single motion, unless pulled for discussion)</i>	30 min.	Chair
	a) Physician Recruitment Agreement <ul style="list-style-type: none"> <li>• Elsie Ross, M.D., MSc, FAHA</li> </ul> <p><i>Motion: Request approval of the agreement with Elsie Ross, M.D., MSc, FAHA, a Vascular Surgery physician to practice medicine in the communities served by the District. This will be accomplished through an independent physician recruitment agreement (not to exceed a two-year income guarantee with a three-year forgiveness period) between Tri-City Healthcare District, and Elsie Ross, M.D., MSc, FAHA, not to exceed \$1,020,000.</i></p>		Jeremy Raimo
	b) Medical Directorship Agreement – Diabetic Services Program <ul style="list-style-type: none"> <li>• Jamil Alkhaddo, M.D.</li> </ul> <p><i>Motion: Request approval of the agreement with Jamil Alkhaddo, M.D. for the Diabetes Program for a term of 12 months, beginning, February 1, 2026 through January 31, 2027 for a total term cost not to exceed \$28,800.</i></p>		Jeremy Raimo
	c) Physician Assistant Specialist of California, Inc. (PASCAL) – Services Agreement <ul style="list-style-type: none"> <li>• Physician Assistant Specialist of California, Inc. (PASCAL)</li> </ul> <p><i>Motion: Request approval of the agreement with Physician Assistant Specialist California, Inc. (PASCAL) for Physician Assistant surgical scrub support for a term of 24 months, beginning, December 1, 2025 and ending, November 30, 2027, for an annual cost of \$250,000 and a total term cost not to exceed \$500,000.</i></p>		Eva England

**NOTE:** This meeting is also called and noticed as a meeting of the Board, but shall be conducted as an Administrative and Finance Committee meeting. Members of the Board who are not members of the Committee may attend the entire meeting, but shall not otherwise directly participate or vote on any item. The Committee shall take no final actions, but may make recommendations to be considered at a future meeting of the Board as to any item on the agenda, including information items. All public documents provided to the committee or Board for this meeting including materials related to an item on this agenda and submitted to the Board of Directors within 72 hours prior to this meeting may be reviewed at the District Offices located at 4002 Vista Way, Oceanside, CA 92056 in the office of the Executive Assistant during normal business hours.

**Note:** If you have a disability, please notify us at 760-940-5756 at least 48 hours prior to the meeting so that we may provide reasonable accommodations.

	AGENDA ITEM	TIME ALLOTTED	PERSON RESPONSIBLE
	<p>d) Physician Agreement for CVHI Operations Committee</p> <ul style="list-style-type: none"> <li>• Mohammad Jamshidi-Nezhad, D.O.</li> </ul> <p><i>Motion: Request approval of the agreement with Dr. Jamshidi-Nezhad, Mohammad as Cardiovascular Health Institute – Operations Committee members for a term of 12 months, beginning, November 1, 2025 and ending, October 31, 2026, not to exceed 2 hours per month at an hourly rate of \$210 for an annual and total term cost of \$5,040.</i></p>		Eva England
	<p>e) Medical Directorship Agreement – Infection Prevention &amp; Control and Antimicrobial Stewardship Program</p> <ul style="list-style-type: none"> <li>• Richard Smith, M.D.</li> </ul> <p><i>Motion: Request approval of the agreement with Dr. Richard Smith as the Medical Director for Infection Prevention &amp; Control and Antimicrobial Stewardship Program for a term of 36 months, beginning December 1, 2025 and ending November 30, 2028, at an hourly rate of \$176, for an annual cost not to exceed \$63,360, and a total term cost not to exceed \$190,080.</i></p>		Dr. Gene Ma
	<p>f) Group Purchasing Program Agreement Renewal</p> <ul style="list-style-type: none"> <li>• Vizient, Inc.</li> </ul> <p><i>Motion: Request approval of the agreement with Vizient, Inc. for Group Purchasing contracts which includes supply purchases and service contracts, to begin on January 1, 2026 and ends on December 31, 2028, for a total term not to exceed cost of \$81,621,000.</i></p>		Anh Nguyen / Chuck Sawyers
	<p>g) Linen and Laundry Services Agreement</p> <ul style="list-style-type: none"> <li>• CORE / Crothall Laundry Services</li> </ul> <p><i>Motion: Request approval of the agreement with CORE Laundry Services for TCHD's linen and laundry services with a historical annual spend of \$840,000 a year and total spend of \$2,520,000 with the term to begin on January 1, 2026 and end on December 31, 2028.</i></p>		Jeremy Raimo / Chuck Sawyers
	<p>h) Renewal of Abstraction Agreement with Direct Difference, Inc.</p> <ul style="list-style-type: none"> <li>• Direct Difference, Inc.</li> </ul> <p><i>Motion: Request approval of the agreement with Direct Difference, Inc. to perform abstraction services for cardiology/quality services for a term of 24 months, beginning, November 6, 2025 and ending, November 5, 2027 for an annual cost of \$175,000 and a total term cost of \$350,000.</i></p>		Eva England
	<p>i) Addendum to Master Services Agreement - Iodine Software, LLC Add-on Module (AwareUM)</p> <ul style="list-style-type: none"> <li>• Iodine Software, LLC</li> </ul> <p><i>Motion: Request approval of the agreement with Iodine Software, LLC for a subscription and services agreement for a term of 36 months beginning January 1, 2026 and ending December 31, 2029 for a total term cost of \$975,314.</i></p>		Mark Albright
	<p>j) Office Lease Agreement Proposal</p> <ul style="list-style-type: none"> <li>• 161 Thunder MOB, LLC</li> </ul> <p><i>Motion: Request approval of the agreement with 161 Thunder MOB, LLC for a 127-month term beginning on or approximately July 1, 2026 ending January 31, 2037. This proposal remains within the current fair market value full service gross rental rate of \$3.14 per square foot for a monthly expense of \$27,151, for a maximum total</i></p>		Jeremy Raimo / Sarah Jayyousi

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	AGENDA ITEM	TIME ALLOTED	PERSON RESPONSIBLE
	<i>expense for the 127-month term of \$4,595,140.</i>		
8.	Financials	15 min.	Anh Nguyen
	a) Dashboard	5 min.	Anh Nguyen
9.	Construction Update: Benito Oporto, Director of Facilities	5 min.	Benito Oporto
10.	Comments by committee members:	2 min.	Chair
11.	Date of next meeting: <b>January 21, 2026</b>	2 min.	Chair
12.	Adjournment		
	<b>Total Budget Time for Meeting</b>	<b>1 hr. 15 min.</b>	

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**Tri-City Medical Center**  
**Finance, Operations and Planning Committee Minutes**  
**September 24, 2025**

<b>Members Present</b>	Director Tracy Younger, Director Nina Chaya (via teleconference), Dr. Henry Showah, Dr. Mohammad Jamshidi-Nezhad
<b>Non-Voting Members Present:</b>	Dr. Gene Ma (via teleconference), Jeremy Raimo, COO, Donald Dawkins, CNE, Roger Cortez, CCO, Anh Nguyen, CFO, Susan Bond, General Counsel
<b>Others Present:</b>	Eva England, VP Ancillary Services, Chuck Sawyers, Manager, Supply Chain, Jennifer Paroly, Jane Dummeyer, Teri Donnellan
<b>Members Absent:</b>	Director Adela Sanchez, Dr. Robert Lee, Mark Albright, CIO

Topic	Discussions, Conclusions Recommendations	Action Recommendations/ Conclusions	Person(s) Responsible
1. Call to order	Director Tracy Younger called the meeting to order at 3:01 pm.	<u>MOTION</u> It was moved by Dr. Jamshidi-Nezhad, seconded by Dr. Showah, and it was unanimously approved, with Director Sanchez and Dr. Lee absent, to accept the agenda of September 24, 2025.	Chair
2. Approval of Agenda			
3. Comments by members of the public on any item of interest to the public before committee's consideration of the item.	Director Younger read the paragraph regarding comments from members of the public.	No comments	Chair
4. Ratification of minutes of August 19, 2025	Minutes were ratified.	<u>MOTION</u> It was moved by Dr. Showah, seconded by Dr. Jamshidi-Nezhad, and it was unanimously passed, with	Chair

Topic	Discussions, Conclusions Recommendations	Action Recommendations/ Conclusions	Person(s) Responsible
5. Old Business		Director Sanchez and Dr. Lee absent, that the minutes of August 18, 2025, are to be approved without any requested modifications.	
6. New Business	None	<p><b>MOTION</b></p> <p>It was moved Dr. Showah and seconded by Dr. Jamshidi-Nezhad and unanimously passed with Director Sanchez and Dr. Lee absent to approve the Consent Calendar</p>	Chair
7. Consideration of Consent Calendar:		<p><b>Members:</b></p> <p><b>AYES:</b> Younger, Chaya, Jamshidi-Nezhad, Showah</p> <p><b>NOES:</b> None</p> <p><b>ABSTAIN:</b> None</p> <p><b>ABSENT:</b> Sanchez, Lee</p>	
		<p><b>Approved via Consent Calendar</b></p> <p>Eva England</p>	
a) Physician Agreement for Specialty Care Clinic & Progressive Care Unit		<p>• Dr. Victor Souza</p>	
b) Medline Industries Supply Distribution – 2 <sup>nd</sup> Amendment Renewal Proposal		<p>• Medline Industries, Inc.</p>	<p><b>Approved via Consent Calendar</b></p> <p>Dr. Gene Ma</p>
c) Catheter Based Agreement Amendment		<p>• Boston Scientific Corporation (BSC)</p>	<p><b>Approved via Consent Calendar</b></p> <p>Dr. Gene Ma</p>

Topic	Discussions, Conclusions Recommendations	Action Recommendations/ Conclusions	Person(s) Responsible
d) Cardiovascular Focused Artificial Intelligence (A.I.) Software Systems Agreement • Egnite, Inc.		<u>Approved via Consent Calendar</u>	Donald Dawkins
e) G.E. Healthcare Agreement • Healthcare		<u>Approved via Consent Calendar</u>	Eva England
f) Physician Agreement for ICU Comprehensive Neurology Services • The Neurology Center		<u>Approved via Consent Calendar</u>	Eva England
g) Physician Agreement for ICU On-Call Coverage – Intensivist Services • CEP America – Intensists PC, dba Virtuity		<u>Approved via Consent Calendar</u>	Eva England
8. Financials	Anh Nguyen presented the financials ending August 31, 2025 (dollars in thousands)	<u>TCHD – Financial Summary</u> <u>Fiscal Year to Date</u> Operating Revenue \$ 56,310 Operating Expense \$ 58,471 EBITDA \$ 3,075 EROE \$ 214 <u>TCMC – Key Indicators</u> <u>Fiscal Year to Date</u> Avg. Daily Census 117 Adjusted Patient Days 13,299 Avg Acute Length of Stay 4.90	Anh Nguyen

Topic	Discussions, Conclusions Recommendations	Action Recommendations/ Conclusions	Person(s) Responsible
	Surgery Cases ED Visits	863 7,951	
	<b>Graphs:</b> <ul style="list-style-type: none"> <li>TCHD-EBITDA and EROE</li> <li>TCMC-Average Daily Census, Total Hospital - Excluding Newborns</li> <li>TCMC-Acute Average Length of Stay</li> <li>TCMC-Paid Full Time Equivalents-13 Month Trend</li> </ul>	Information Only	Anh Nguyen
a. Dashboard	No discussion	None	Chair
7. Comments by Committee Members	None	None	Chair
8. Date of next meeting	October 15, 2025	Meeting adjourned 3:39 p.m.	Chair
10. Adjournment		It was moved by Dr. Showah and seconded by Dr. Jamshidi-Nezhad and unanimously passed with Director Sanchez and Dr. Lee absent, to adjourn the meeting at 3:39 p.m.	Chair



# Tri-City Medical Center

7.a.

## FINANCE, OPERATIONS & PLANNING COMMITTEE

DATE OF MEETING: December 3, 2025

### PHYSICIAN RECRUITMENT AGREEMENT

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

**Physician Name:** Elsie Ross, M.D., MSc, FAHA

**Areas of Service:** Vascular Surgery

#### Key Terms of Agreement:

**Effective Date:** January 1, 2026, or the first of the month following the date Dr. Ross becomes a credentialed member in good standing of the Tri-City Healthcare District Medical Staff.

**Community Need:** TCHD Physician Needs Assessment shows significant community need for Vascular Surgery

**Service Area:** Area defined by the lowest number of contiguous zip codes from which the hospital draws at least 75% of its inpatients

Terms of the Engagement:	Proposal Costs:
Sign-on Advance	\$20,000
Monthly Income Guarantee, NTE	\$41,667 per month (\$500,000/year x 2 yrs.; 3-year forgiveness period)
<b>Total Amount of Request:</b>	<b>\$1,020,000</b>

#### Requirements:

**Business Pro Forma:** Must submit a 24-month business pro forma for TCHD approval relating to the addition of this physician to the medical practice.

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:** Jeremy Raimo, Chief Operating Officer

#### Motion:

I move that the Finance, Operations & Planning Committee recommend that the TCHD Board of Directors approve this expenditure, not to exceed \$1,020,000, to facilitate the addition of Elsie Ross, M.D., MSc, FAHA, a Vascular Surgery physician to practice medicine in the communities served by the District. This will be accomplished through an independent physician recruitment agreement (not to exceed a two-year income guarantee with a three-year forgiveness period) between Tri-City Healthcare District, and Elsie Ross, M.D., MSc, FAHA.



## Tri-City Medical Center

7.b

### FINANCE, OPERATIONS & PLANNING COMMITTEE

DATE OF MEETING: December 3, 2025

### MEDICAL DIRECTORSHIP AGREEMENT – DIABETIC SERVICES PROGRAM

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

**Physician's Name:** Jamil Alkhaddo, M.D.

**Area of Service:** Diabetic Services Program

**Term of Agreement:** Beginning, February 1, 2026 through January 31, 2027

**Maximum Totals:** Within Hourly and/or Annualized Fair Market Value: Yes

Rate/Hour	Hours Per Month	Hours Per Year	Monthly Cost	Annual Cost
\$150	16	192	\$2,400	<b>\$28,800</b>

#### Description of Services/Supplies:

- Medical Direction of Diabetes Program
- Develops, implements and monitors Diabetic planning to ensure patient care quality and regulatory compliance.
- As a requirement for Joint Commission for accreditation, the program must have physician oversight through a Medical Director

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:** Jeremy Raimo, Chief Operating Officer

#### Motion:

I move that the Finance, Operations & Planning Committee recommend that the TCHD Board of Directors authorize a renewal medical directorship agreement with Jamil Alkhaddo, M.D. for the Diabetes Program for a term of 12 months, beginning, February 1, 2026 through January 31, 2027 for a total term cost not to exceed \$28,800.



## Tri-City Medical Center

7.c.

### FINANCE, OPERATIONS & PLANNING COMMITTEE

DATE OF MEETING: December 3, 2025

### PHYSICIAN ASSISTANT SPECIALISTS OF CALIFORNIA, INC. (PASCAL) SERVICES AGREEMENT

Type of Agreement	Medical Director		Panel	X	Other: Physician Assistant Svcs.
Status of Agreement	New Agreement	X	Renewal – New Rates		Renewal – Same Rates

Vendor's Name: Physician Assistant Specialist California, Inc. (PASCAL)

Area of Service: Surgery

Term of Agreement: 24 months, Beginning, December 1, 2025 – Ending, November 30, 2027

#### Maximum Totals:

Monthly Cost	Annual Cost	Total Term Cost
\$20,833	\$250,000	\$500,000

#### Description of Services/Supplies:

- Physician Assistant surgical scrub support for open heart patients, pursuant to Title 22

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

Person responsible for oversight of agreement: Eva England, Sr. Director-Ancillary Services

#### Motion:

I move that Finance Operations and Planning Committee recommend that the TCHD Board of Directors authorize the agreement with Physician Assistant Specialist California, Inc. (PASCAL) for Physician Assistant surgical scrub support for a term of 24 months, beginning, December 1, 2025 and ending, November 30, 2027, for an annual cost of \$250,000 and a total term cost not to exceed \$500,000.



## Tri-City Medical Center

7.d.

### FINANCE, OPERATIONS & PLANNING COMMITTEE

DATE OF MEETING: December 3, 2025

### PHYSICIAN AGREEMENT FOR CVHI-OPERATIONS COMMITTEE

Type of Agreement	Medical Directors	Panel	X	Other: Operations Committee-CVHI
Status of Agreement	New Agreement	Renewal – New Rates	X	Renewal – Same Rates

**Physician's Name:** Mohammad Jamshidi-Nezhad, D.O.

**Area of Service:** Cardiovascular Health Institute – Operations Committee

**Term of Agreement:** 12 months, Beginning, November 1, 2025– Ending, October 31, 2026

**Maximum Totals:** Within Hourly and/or Annualized Fair Market Value: YES

Rate/Hour	Hours per Month	Hours per Year	Monthly Cost	12 Month (Term) Cost
\$210	2	24	\$420	\$5,040

**Position Responsibilities:**

- Physician shall serve as an Operations Committee Member and shall be responsible for the services as outlined in the previously approved Co-Management Agreement for the Institute

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:** Eva England, Sr. Director-Ancillary Services

**Motion:**

I move that Finance Operations and Planning Committee recommend that TCHD Board of Directors authorize the agreement with Dr. Jamshidi-Nezhad, Mohammad as Cardiovascular Health Institute – Operations Committee members for a term of 12 months, beginning, November 1, 2025 and ending, October 31, 2026, not to exceed 2 hours per month at an hourly rate of \$210 for an annual and total term cost of \$5,040.



# Tri-City Medical Center

7.e.

## FINANCE, OPERATIONS & PLANNING COMMITTEE

DATE OF MEETING: December 3, 2025

### MEDICAL DIRECTORSHIP AGREEMENT - INFECTION PREVENTION & CONTROL (IPC) AND ANTIMICROBIAL STEWARDSHIP PROGRAM (ASP)

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

Physician's Name: Richard Smith, M.D.

Area of Service: Infection Prevention & Control, and Antimicrobial Stewardship Program

Term of Agreement: 36 months, Beginning December 1, 2025- Ending November 30, 2028

Maximum Totals: Within Hourly and/or Annualized Fair Market Value: YES

Rate/Hour	Hours per Month Not to Exceed	Hours per Year Not to Exceed	Monthly Cost Not to Exceed	Annual Cost Not to Exceed	36 Month Term Cost Not to Exceed
\$176	30	360	\$5,280	\$63,360	\$190,080

#### Description of Services/Supplies:

- Provide infectious disease clinical consultation as requested by medical staff
- Develop, implement and evaluate an infection control plan to mitigate inappropriate prescribing of antibiotics based on evidence-based, best practices in the contemporary practice of infectious disease
- Assure quality of preventative measures and risk aversion
- Establish and evaluate policies and procedures for medical and nursing care, including new treatment modalities, drug information and management protocols
- Recommend, develop and implement new services related to infection control and prevention
- Identify equipment and supply needs, and coordinate standardization of instrumentation/equipment for patient care as it relates to infection prevention
- Co-lead Infection Control meetings and attend other Hospital and Medical Staff meetings in order to accomplish the duties of this role

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: Gene Ma, M.D., Chief Executive Officer

#### Motion:

I move that the Finance, Operations & Planning Committee recommend that the TCHD Board of Directors authorize the agreement with Dr. Richard Smith as the Medical Director for Infection Prevention & Control and Antimicrobial Stewardship Program for a term of 36 months, beginning December 1, 2025 and ending November 30, 2028, at an hourly rate of \$176, for an annual cost not to exceed \$63,360, and a total term cost not to exceed \$190,080.



# Tri-City Medical Center

7.f.

## FINANCE, OPERATIONS & PLANNING COMMITTEE

DATE OF MEETING: December 3, 2025

### GROUP PURCHASING PROGRAM AGREEMENT RENEWAL

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

**Vendor's Name:** Vizient, Inc.

**Area of Service:** Supply Chain

**Term of Agreement:** 36 months, Beginning January 1, 2026 – Ending, December 31, 2028

#### Maximum Totals:

Term	Total Spend Requirement
36 months	\$81,621,000

#### Description of Services/Supplies:

- Vizient provides supply and service contracts for the entire facility.
- All contracts have been competitively bid.
- TCMC has had excellent service with Vizient for over 10 years.
- Our fees and rebates are based on actual contract usage. On average TCMC's fees are 1.25% of our spend, while our rebates on average is 3% of our spend.
  - Average annual rebate to TCMC is \$250,000
- Vizient has confirmed that Sharp Healthcare is part of the Vizient Group Purchasing program. When our affiliation is certified and finalized, we will be transferred over to Sharp's Vizient agreement and contracts.

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:** Chuck Sawyers, Manager-Supply Chain Management / Anh Nguyen, Chief Financial Officer

#### Motion:

I move that the Finance, Operations & Planning Committee recommend that the TCHD Board of Directors approve a 36-month renewal of the agreement with Vizient, Inc. for Group Purchasing contracts which includes supply purchases and service contracts, to begin on January 1, 2026 and ends on December 31, 2028, for a total term not to exceed cost of \$81,621,000.



# Tri-City Medical Center

7.g.

## FINANCE, OPERATIONS & PLANNING COMMITTEE

MEETING DATE: December 3, 2025

### LINEN AND LAUNDRY SERVICES AGREEMENT

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

**Vendor's Name:** CORE / Crothall Laundry Services

**Area of Service:** Environmental Services (EVS)

**Term of Agreement:** 36 months, Beginning, January 1, 2026 – Ending, December 31, 2028

#### Maximum Totals:

Term	Annual Cost	Total Term Cost
3 Years	\$840,000	\$2,520,000

#### Description of Services/Supplies:

- Provide laundry services for all TCMC linen, scrubs, towels, etc.
- TCMC has had excellent service with Crothall for 10+ years
- This cost is based upon our Group Purchasing Organization contract and terms that were competitively bid

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:** Hope Chaney, Manager-Environmental Services & Chuck Sawyers, Manager-Supply Chain Management / Jeremy Raimo, Chief Operating Officer

#### Motion:

I move that the Finance, Operations & Planning Committee recommend that the TCHD Board of Directors approve a 36-month renewal agreement with CORE Laundry Services for TCHD's linen and laundry services with a historical annual spend of \$840,000 a year and total spend of \$2,520,000 with the term to begin on January 1, 2026 and end on December 31, 2028.



## Tri-City Medical Center

7.h.

### FINANCE, OPERATIONS & PLANNING COMMITTEE

DATE OF MEETING: December 3, 2025

#### RENEWAL OF ABSTRACTION AGREEMENT WITH DIRECT DIFFERENCE, INC.

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

Vendor's Name: Direct Difference, Inc.

Area of Service: Cardiology/Quality

Term of Agreement: 24 months, Beginning, November 6, 2025 – Ending, November 5, 2027

Maximum Totals:

Monthly Cost	Annual Cost	Total Term Cost
\$14,583.33	\$175,000	\$350,000

#### Description of Services/Supplies:

- Perform medical record abstractions to review and abstract TCMC's charts and/or records for the purpose of reporting data to the Centers for Medicare and Medicaid services, The Joint Commission, and data registry
- Abstraction of STEMI, CAD, TAVR, Watchman Cases
- Abstraction of CABG cases for CCORP and STS (mandatory abstraction for the State)
- Abstraction of sepsis and quality data for Leap

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: Eva England, Vice President-Ancillary Services

#### Motion:

I move that Finance Operations and Planning Committee recommend that the TCHD Board of Directors authorize the agreement with Direct Difference, Inc. to perform abstraction services for cardiology/quality services for a term of 24 months, beginning, November 6, 2025 and ending, November 5, 2027 for an annual cost of \$175,000 and a total term cost of \$350,000.



# Tri-City Medical Center

7.i.

## FINANCE, OPERATIONS & PLANNING COMMITTEE

DATE OF MEETING: December 3, 2025

### Addendum to Master Services Agreement - Iodine Software, LLC. Add-on Module (AwareUM)

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

**Vendor's Name:** Iodine Software, LLC

**Area of Service:** Utilization Management and Revenue Cycle

**Term of Agreement:** 36 months, Beginning January 1, 2026 – Ending December 31, 2029

Year	Annual Cost	Total Term Cost
1	\$222,800	N/A
2	\$367,080	N/A
3	\$385,434	\$975,314

- Year 1 total annual cost = \$222,800. It reflects a 50% discounted 1<sup>st</sup> year subscription fee of \$174,800 and a 20% discounted implementation fee of \$48,000
- Year 2 annual cost = \$367,080
- Year 3 annual cost = \$385,434
- Years 2 and 3 have a 5% CPI escalator included.
- Total cost of the 3-year term = \$975,314 (estimated 3 yr. return = \$23,582,350)

#### Description of Services/Supplies:

- AwareUM is an additional Iodine CDI module and an addendum to the Iodine MSA. Using Iodine's Ai, it automatically reviews all inpat/obs accounts daily for appropriate status to include Inpatient Only Procedures, predicts GMLOS to manage LOS, prioritizes UR case lists, ensues medical necessity is met. Making timely status conversions, managing medical necessity, maximizing reimbursement, and decreasing denial rate yields an estimated incremental annual impact of \$8,575,400

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 Finance, Operations & Planning Committee recommend that the TCHD Board of Directors authorize the addendum with Iodine Software, LLC for a subscription and services agreement for a term of 36 months beginning January 1, 2026 and ending December 31, 2029 for a total term cost of \$975,314.



## Tri-City Medical Center

### FINANCE, OPERATIONS & PLANNING COMMITTEE

DATE OF MEETING: December 3, 2025

#### Office Lease Agreement Proposal – 161 Thunder Dr. MOB, LLC

7.j.

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

**Landlord Name:** 161 Thunder MOB, LLC ("Landlord")

**Premises:** 161 Thunder Dr., Vista, CA 92083 (8,647 rentable sq.ft.)

**Term of Agreement:** 7/1/26 – 1/31/37 (127 Months) beginning upon completion of tenant improvements estimated July 1, 2026

**Within Fair Market Value:** Yes (FMV was determined by Lease Comparables)

Rental Rate:	Monthly Expense
Full Service Gross Rental Rate of \$3.14 per square foot	Year 1 - \$27,151
<b>Total 127 Month Term Expense Amount Not to Exceed:</b>	<b>\$4,595,140</b>

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

**Person responsible for oversight of agreement:** Jeremy Raimo, Chief Operating Officer / Sarah Jayyousi, Director OP Behavioral Health

#### **Motion:**

I move that the Finance, Operations & Planning Committee recommend that the TCHD Board of Directors authorize the Office Lease Agreement with 161 Thunder MOB, LLC for a 127-month term beginning approximately July 1, 2026 ending January 31, 2037. This proposal remains within the current fair market value full service gross rental rate of \$3.14 per square foot for a monthly expense of \$27,151, for a maximum total expense for the 127-month term of \$4,595,140.



## Financial Information

TCMC Days in Accounts Receivable (A/R)											
1st	2nd	3rd	4th	5th	6th	7th	8th	9th	10th	11th	12th
FY26 63.5	66.9	64.1	61.1	58.2	61.1	63.5	68.4	66.4	67.4	68.1	68.0
FY25 62.6	60.6	60.9	59.0	58.2	61.1	63.5	68.4	66.4	67.4	68.1	68.0
TCMC Days in Accounts Payable (A/P)											
1st	2nd	3rd	4th	5th	6th	7th	8th	9th	10th	11th	12th
FY26 138.4	142.8	132.3	131.6	156.5	160.2	167.0	151.2	150.8	146.8	147.8	137.5
FY25 157.3	160.9	170.6	130.6	160.2	167.0	151.2	150.8	146.8	147.8	137.5	127.0
TCHD EROE \$ in Thousands (Excess Revenue over Expenses)											
1st	2nd	3rd	4th	5th	6th	7th	8th	9th	10th	11th	12th
FY26 \$155	\$59	\$2,065	\$1,260	\$1,949	\$133	\$734	\$370	\$1,125	\$2,343	\$4,994	\$3,795
FY25 (\$18)	\$470	(\$347)	(\$949)	(\$347)	(\$3)	(\$3)	(\$3)	(\$3)	(\$3)	(\$3)	(\$844)
TCHD EROE % of Total Operating Revenue											
1st	2nd	3rd	4th	5th	6th	7th	8th	9th	10th	11th	12th
FY26 0.55%	0.21%	7.58%	4.11%	3.39%	0.47%	-0.01%	2.45%	1.39%	3.94%	8.89%	15.02%
FY25 -0.07%	1.77%	-1.29%	-3.39%	0.47%	-0.01%	2.45%	1.39%	3.94%	8.89%	15.02%	-0.79%

## Financial Information

TCHD EBITDA \$ in Thousands (Earnings before Interest, Taxes, Depreciation and Amortization)

	Jul	Aug	Sep	Oct	Nov	Dec	Jan	Feb	Mar	Apr	May	Jun	C/M	C/M
													YTD	YTD Budget
<b>FY26</b>	<b>\$1,545</b>	<b>\$1,529</b>	<b>\$3,503</b>	<b>\$2,847</b>									<b>\$9,425</b>	<b>\$7,412</b>
<b>FY25</b>	<b>\$1,519</b>	<b>\$1,972</b>	<b>\$1,165</b>	<b>\$546</b>	<b>\$1,628</b>	<b>\$1,546</b>	<b>\$2,222</b>	<b>\$1,761</b>	<b>\$2,657</b>	<b>\$3,761</b>	<b>\$6,224</b>	<b>\$4,174</b>	<b>\$5,203</b>	

TCHD EBITDA % of Total Operating Revenue

	Jul	Aug	Sep	Oct	Nov	Dec	Jan	Feb	Mar	Apr	May	Jun	C/M	C/M
													YTD	YTD Budget
<b>FY26</b>	<b>5.54%</b>	<b>5.38%</b>	<b>12.86%</b>	<b>9.28%</b>									<b>8.25%</b>	<b>6.63%</b>
<b>FY25</b>	<b>5.91%</b>	<b>7.41%</b>	<b>4.35%</b>	<b>1.95%</b>	<b>5.79%</b>	<b>5.62%</b>	<b>7.42%</b>	<b>6.60%</b>	<b>9.31%</b>	<b>14.27%</b>	<b>18.72%</b>	<b>13.83%</b>	<b>4.86%</b>	

TCMC Paid FTE (Full-Time Equivalent) per Adjusted Occupied Bed

	Jul	Aug	Sep	Oct	Nov	Dec	Jan	Feb	Mar	Apr	May	Jun	C/M	C/M
													YTD	YTD Budget
<b>FY26</b>	<b>6.59</b>	<b>6.42</b>	<b>6.28</b>	<b>6.30</b>									<b>6.27</b>	<b>6.19</b>
<b>FY25</b>	<b>6.36</b>	<b>6.28</b>	<b>6.02</b>	<b>6.50</b>	<b>7.94</b>	<b>5.97</b>	<b>6.57</b>	<b>5.80</b>	<b>6.51</b>	<b>6.93</b>	<b>5.61</b>	<b>6.13</b>	<b>6.29</b>	

TCHD Liquidity \$ in Millions (Cash + Available Revolving Line of Credit)

	Jul	Aug	Sep	Oct	Nov	Dec	Jan	Feb	Mar	Apr	May	Jun	C/M	C/M
													YTD	YTD Budget
<b>FY26</b>	<b>\$27.3</b>	<b>\$21.7</b>	<b>\$22.4</b>	<b>\$27.7</b>									<b>\$31.0</b>	<b>\$29.1</b>
<b>FY25</b>	<b>\$24.3</b>	<b>\$23.6</b>	<b>\$22.9</b>	<b>\$21.3</b>	<b>\$10.6</b>	<b>\$17.4</b>	<b>\$33.2</b>	<b>\$24.9</b>	<b>\$24.3</b>	<b>\$27.0</b>	<b>\$31.0</b>	<b>\$29.1</b>		