

**MINUTES OF STUDY SESSION
BOARD OF DIRECTORS
SEQUOIA HEALTHCARE DISTRICT
NOVEMBER 7, 2007**

Sequoia Room, Sequoia Hospital, 170 Alameda de las Pulgas,
Redwood City, CA 94062

Directors Present

Director Hickey
Director Horsley
Director Kane
Director MacNaughton

Directors Absent

Director Faro

Also Present

Ms. Scott, CEO
Mr. Hudak, Legal Counsel
Ms. Johnson, Recorder

1. Call to Order

By: President Kane
Time: 4:35pm

2. Public Comment/Non-Agenda Items

There was no public comment on non-agenda items.

3. Study Session:

Public Comment: President Kane stated that there will be a future special meeting at which it is anticipated a vote will be taken and that every effort will be made to notice the meeting 72 hours in advance.

Mr. Briskin, special legal counsel to the District, provided an update to Directors on the draft Development Agreement and reported that changes to the Agreement are still under negotiation. Mr. Briskin and Mr. Hollis explained how the Agreement would work if approved and Mr. Hollis further explained the process and timeline for the transfer of the District's \$50 million of cash and securities into the escrow account.

Ms. Glenna Vaskelis confirmed Director Hickey's remark that in March, CHW applied for \$985 million to the San Mateo Board of Supervisors for tax exempt debt financing.

The Physician Engagement Strategy was discussed. The current Physician Strategy Agreement requires that Sequoia Hospital report back to the District as to their progress in the implementation of identified strategies.

Mr. Hudak reported that he and Mr. Briskin met with San Mateo County Counsel regarding the 1996 transaction and the proposed Development Agreement. It was Mr. Hudak's opinion that County Counsel was satisfied with their responses to his questions and concerns.

Brent Britschgi thanked the Board for their recent efforts to inform District residents about the proposed transaction.

6. Adjourn

Motion: At 5:30 PM, adjourn meeting.

By: Director Horsley

Seconded by: Director MacNaughton

Vote: Unanimous

Motion Passed

The next regularly scheduled meeting of the Sequoia Healthcare District Board of Directors is Wednesday, December 5, 2007, 4:30pm, Sequoia Room, Sequoia Hospital.

Respectfully Submitted,

Don Horsley
Secretary