

**THE BOARD OF SUPERVISORS OF CONTRA COSTA COUNTY, CALIFORNIA**

**and for Special Districts, Agencies and Authorities Governed by the Board**

Adopted this Resolution on 03/19/2019 by the following vote:

**AYE:**      3     **John Gioia**  
                        **Candace Andersen**  
                        **Federal D. Glover**  
  
**NO:**         
  
**ABSENT:**  2     **Diane Burgis**  
                        **Karen Mitchoff**  
  
**ABSTAIN:**   
  
**RECUSE:**



**Resolution No. 2019/15**

**IN THE MATTER OF: APPROVING AMENDED BYLAWS AND ARTICLES OF INCORPORATION FOR THE WCCHD FINANCING CORPORATION II**

**WHEREAS**, the West Contra Costa Healthcare District (the "District") struggled financially for decades, experiencing increasing costs, declining reimbursements, and growing service demand from uninsured and underinsured populations;

**WHEREAS**, the District emerged from bankruptcy in 2006, but soon fell deeper into debt and ultimately closed its hospital, Doctors Medical Center, in 2015;

**WHEREAS**, on October 20, 2016 the District again filed for bankruptcy under chapter 9 of the Bankruptcy Code, which ultimately resulted in the federal bankruptcy court approving the District's Plan of Adjustment on January 2, 2018, allowing the District to repay certain creditors over a series of years;

**WHEREAS**, Senate Bill 522 was introduced by Senator Steve Glazer and proposed the dissolution of the existing elected board of directors of the District, effective January 1, 2019, and required that the Board of Supervisors of the County, at its election, either serve as the District's governing board or appoint a governing board for the District, as specified. Governor Brown signed the bill into law on July 18, 2018;

**WHEREAS**, on September 11, 2018, the Contra Costa County Board of Supervisors voted unanimously to become the Board of Directors of the District; and,

**WHEREAS**, on December 4, 2018, the Board of Supervisors acknowledged that, by operation of law, once the Board became the Governing Board of the West Contra Costa Healthcare District, it would also become the Board of Directors for the WCCHD Financing Corporation and the WCCHD Financing Corporation II.

**NOW, THEREFORE, BE IT RESOLVED** by the Board of Directors of the WCCHD Financing Corporation II that:

1. The Amended Bylaws of the WCCHD Financing Corporation II, included as Exhibit A to this Resolution, is approved and adopted; and
2. The Amended Articles of Incorporation of the WCCHD Financing Corporation II, included as Exhibit B to this Resolution, is approved and adopted.
3. Staff is directed to make any and all filings with federal, state or other entities to reflect the amended Bylaws and Articles of Incorporation and remit fees necessary to effectuate the filing.
4. This Resolution shall take effect immediately upon its adoption.

I hereby certify that this is a true and correct copy of an action taken and entered on the minutes of the Board of Supervisors on the date shown.

**ATTESTED: March 19, 2019**

David J. Twa, County Administrator and Clerk of the Board of Supervisors

*Stephanie Mello*  
By: Stephanie Mello, Deputy



Contact: Timothy M. Ewell, (925) 335-1036