

A meeting of the Board of Directors of the Washington Township Health Care District was held on Wednesday, June 12, 2019 in the Conrad E. Anderson, MD Auditorium, 2500 Mowry Avenue, Fremont, California. Director Stewart called the meeting to order at 6:00 pm 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; Michael Wallace

*ROLL CALL*

Also present: Nancy Farber, Chief Executive Officer; Kranthi Achanta MD, Past Chief of Staff; Ruth McGautha, Service League President; Dee Antonio, District Clerk

Guests: Ed Fayen, Kimberly Hartz, Chris Henry, Tina Nunez, Stephanie Williams, Jeff Stuart MD, Kristin Ferguson, Mary Bowron, John Zubiena, David Hayne, Rob Lanci, Nick Legge, Kel Kanady, Gisela Hernandez, Donald Pipkin, Dan Nardoni, Paul Kozachenko

Director Nicholson moved for the following Board officers for the remainder of calendar year 2019:

*ELECTION OF OFFICERS*

President: Bernard Stewart, DDS  
First Vice President: William Nicholson, MD  
Second Vice President: Michael J. Wallace  
Treasurer: Jacob Eapen, MD  
Secretary: Jeannie Yee

Director Eapen seconded the motion.

Roll call was taken:

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

Nancy Farber introduced Chris Henry, Senior Associate Administrator and Chief Financial Officer, and Dan Nardoni, Chief Financial Officer for Washington Township Medical Foundation to give the Budget Presentation for Fiscal Year 2019-2020. Mr. Henry began with a description of the National political environment including the Trump Healthcare Initiative. He then discussed California's economy and the SB-1152 Homeless Patient Discharge Law and other unfunded mandates. He reviewed the Morris Hyman Critical Care Pavilion's impact on the income statement and government payor reimbursement. Mr. Henry went on to list WHHS' various accomplishments in Healthgrades and other recognitions.

*EDUCATION  
Budget Estimate for FY  
2019-2020*

Mr. Nardoni reviewed the FY 2019-20 provisions as outlined in the budget, the Income Statement, Volume Indicators, and Performance Indicators. He showed a comparison of Actual 2018, Projected 2019, and Budgeted 2020 numbers for Admissions, Admissions by Payor, Patient Days, Deliveries, Total Surgical Cases, Total Cath Lab Procedures, Emergency Room Visits, and Outpatient Visits (non-ER). He reviewed Patient Service Revenue and Operating Expense Summary. His graph showed an operating expense trend of total expenses and total operating revenue running together along the same line. Mr. Nardoni covered the EBITDA

numbers and gave a summary of the non-operating income and expense. He also reviewed the Capital Project Requests for facilities projects and IT projects and the Capital Requests for equipment.

In accordance with District Law, Policies and Procedures, Director Nicholson moved that the Board of Directors approve Resolution No. 1198 which is the Budget Estimate for Fiscal Year 2019-2020. This Resolution provides the necessary funds required for the operation of the District and for the continued support of the Washington Township Hospital Development Corporation in its operations to promote the charitable and community service mission of the District.

*CONSIDERATION OF  
RESOLUTION No. 1198:  
BUDGET ESTIMATE  
FOR FY 2019-2020*

Director Wallace seconded the motion.

Roll call was taken:

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

The motion unanimously carried.

Nancy Farber introduced Donald Pipkin, Chief of Strategic Management to present the Strategic Map for FY 2020-2022 “Healthcare System of Choice.” In his presentation, Mr. Pipkin covered the external environment highlights, the commitment to our Core Values as related to the Strategic Map components, and the strategic plan.

*EDUCATION  
Strategic Map 2020-2022*

In accordance with District Law, Policies and Procedures, Director Nicholson moved that the Board of Directors approve and adopt the Washington Hospital Healthcare System Strategic Map for FY 2020-2022 which depicts the key elements of Washington’s three-year strategy with the understanding that adjustments may need to be made as the environment changes.

*CONSIDERATION OF  
STRATEGIC MAP FY  
2020-2022*

Director Wallace seconded the motion.

Roll call was taken:

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

The motion unanimously carried.

Director Nicholson moved for approval of the minutes of May 3, 7, 8, 20, 22, and 28, 2019.

*APPROVAL OF  
MINUTES OF May 3, 7,  
8, 20, 22, and 28, 2019*

Director Wallace seconded the motion.

Roll call was taken:

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

The motion unanimously carried.

The following written communication received from Kranthi Achanta, MD, Past Chief of Staff, dated May 28, 2019 requesting approval of Medical Staff Credentialing Action Items as follows:

*COMMUNICATIONS:  
WRITTEN*

Appointments

Anwar, Moshiur MD; Chan, Amber NP; Krishan, Rachna NP; Thaghali Siddegowda, Sunil Kumar MD

Temporary Privileges

Anwar, Moshiur MD; Chan, Amber NP; Krishan, Rachna NP; Thaghali Siddegowda, Sunil Kumar MD

Locum Tenens

Anwar, Moshiur MD

Reappointments – Two Year

Chakravorty, Aruna MD; Deol, Gurleen PA-C; Johnson, Craig MD; Lee, Christina MD; Matuszak III, Ronald MD; Multani, Jasbir “Jenny” MD; Nguyen, Doris MD; Saxena, Deepti MD; Shain, Alan MD; Shinghal, Rajesh MD; Singhal, Manish MD; Upender, Sunil MD

Reappointments – One Year

Carlson, Carl “Jeffrey” MD; Kumar, Pradeep MD; Kolluru, Gopala MD; Okamoto, Eric MD

Transfer in Staff Category

Ha, Huan MD; Lin, Joshua DO; Multani, Jasbir “Jenny” MD; Siddiqui, Imran MD

Completion of Proctoring Prior to Eligibility for Advancement in Staff Category

Ambati, Sreekanth MD; Gandhir, Garima DO; Myint, Kyaw MD; Oki, Yasuhiro MD; Yanga, Almario MD

Completion of Proctoring and Advancement in Staff Category

Ha, Huan MD; Lin, Joshua DO; Siddiqui, Imran MD; Quitevis, Richard NP

Extension of Proctoring and Provisional Category 1-year

Boparai, Namrita MD

Delete Privilege Requests

Carlson, Carl “Jeffrey” MD; Multani, Jasbir “Jenny” MD; Saxena, Deepti MD

Conflict of Interest

Kumar, Pradeep MD

Withdrawal of Application

Gill, Kanwar Rupinder MD; Thompson, Camelot NP

Resignations

Bastasch, Michael MD

Director Wallace moved for approval of the credentialing action items presented by Dr. Achanta.

Director Nicholson seconded the motion.

Roll call was taken:

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

The motion unanimously carried.

Ruth McGautha, Service League, reported on the Service League activities, noting that following a volunteer information session attended by over one hundred prospective student volunteers, the Service League has eighty confirmed new volunteers ready to begin this month. Ms. McGautha also talked about the Pet Therapy program with initial visits completed by Russ Weinberg, handler, and Ringo. There are currently three teams in the program: Team Weinberg, Team Margolis, and Team Farber.

*SERVICE LEAGUE  
REPORT*

Dr. Kranthi Achanta reported there are 602 Medical Staff members which includes 361 active members.

*MEDICAL STAFF  
REPORT*

**The Hospital Calendar video highlighted the following events:**

*HOSPITAL CALENDAR:  
Community Outreach*

**Past Health Promotions & Outreach Events**

Outreach Events included:

- May 9<sup>th</sup> – Green Team Energizer Station @ BART Station for National Bike to Work Day
- May 9<sup>th</sup> – Celebration of Life
- May 16<sup>th</sup> – Bad to the Bone: Understanding Osteoporosis
- June 1<sup>st</sup> & 2<sup>nd</sup> – Major sponsor for American Cancer Society “Tri City FUN Relay for Life
- June 2<sup>nd</sup> – Be Your Own Hero Bicycle Treasure Hunt
- June 4<sup>th</sup> – Wildfire Smoke and Your Lungs: Do You Need to Worry?

**Upcoming Health Promotions & Community Outreach Events**

Health Promotions and Outreach Events will include:

- June 13<sup>th</sup> – Vitamins and Supplements: How Usefyl Are They?
- June 20<sup>th</sup> – Throw on Your Athletic Shoes and Let’s Get Moving

### **Bay Area Healthier Together**

In the month of April, Bay Area Healthier Together's topic was Stroke Awareness.

*HOSPITAL CALENDAR:  
Bay Area Healthier  
Together*

### **Washington Hospital Healthcare Foundation**

- The Foundation will host the 33<sup>rd</sup> annual Top Hat dinner dance on Saturday, October 12<sup>th</sup>. The proceeds will go towards the support of the Washington Hospital Women's Center with the purchase of 3D mammography equipment.
- During the annual Scholarship luncheon hosted by the New Haven Schools Foundation on May 22<sup>nd</sup>, The Foundation presented scholarships to graduating seniors from James Logan High School: Jennifer Diaz and Margarita Garcia.
- The Foundation received a donation of stuffed animals from two Washington High School students donated to the Emergency Department and Pediatric Department. Three sixth-graders from Maloney Elementary School in Fremont raised funds through bake sales to create 47 care packages for patients undergoing cancer treatments.

*HOSPITAL CALENDAR:  
Washington Hospital  
Foundation Report*

### **Board of Directors Report**

WTHCD Board Members attended the Indo-Americans for Better Community's Charity Ball on May 11<sup>th</sup>.

*WASHINGTON  
TOWNSHIP BOARD OF  
DIRECTORS REPORT*

### **Washington Hospital Employee Association, W.H.E.A.**

WHEA awarded \$14,847 for Annual Wish List items.

*WASHINGTON  
HOSPITAL EMPLOYEE  
ASSOCIATION, W.H.E.A.  
WASHINGTON ON  
WHEELS (W.O.W.)  
MOBILE HEALTH  
CLINIC*

### **Washington on Wheels**

The WOW Mobile Clinic provided quality health care services at the TCV Food Bank and Thrift Store, Sunrise Village, the Family Resource Center and the Irvington Presbyterian Church in Fremont; Ruggieri Senior Center, Union City Family Center, and Our Lady of the Rosary Church in Union City; and the Viola Blythe Community Services Center and the Salvation Army in Newark. The total number of community members receiving health care from the WOW van during the month of May was 153.

### **Internet and Social Media Marketing**

Washington Hospital's website serves as a central source of information for the communities the District serves and beyond. The most viewed page was Employment with 33,190 views.

*HOSPITAL CALENDAR:  
Internet and Social Media  
Marketing*

### **InHealth - Channel 78**

During the month of April, Washington Hospital's cable channel 78, InHealth, aired these programs:

- Endometriosis: Causes, Symptoms, Diagnosis and Treatment
- Gastrointestinal Disorders
- Metabolic Disorders
- Diabetes and Kidney Health
- May Board of Directors Meeting

*HOSPITAL CALENDAR:  
InHealth*

**Awards and Recognition**

- Washington Hospital proudly announced four recipients of the Nurse of the Year Award: Darcy Alley RN, William Cristobal MSN RN CEN, Heather Garcia RN, and Dexter Hermosura BSN RN-BC

*HOSPITAL CALENDAR:  
Awards and Recognition*

**Employee of the Month**

Menchu Cruz, Staff Nurse III, Observation Unit, 3 North was the June Employee of the Month.

*HOSPITAL CALENDAR:  
Employee of the Month –  
Menchu Cruz*

Nancy Farber introduced Kimberly Hartz, Senior Associate Administrator, who presented a Lean Certificate and Pin to Kranthi Achanta upon completion of his Lean Certification Training. This is a 12-18 month process that requires proficiency in Lean concepts and tools. To date, we have certified thirty-seven Managers and three Physicians.

*LEAN UPDATE  
Presentation of  
Certificate and Pin*

Mary Bowron, Chief of Quality and Resource Management presented the American College of Surgeons National Surgical Quality Improvement Program (NSQIP) 2019 Update. She reported that WHHS received Exemplary Status for being in the top 10% of hospitals with the lowest mortality rate for all surgical cases; for being in the top 10% of hospitals with the lowest complications for all surgical cases; and for being in the top 10% of hospitals with the lowest readmissions for all surgical cases; for being in the top 10% of hospitals with the lowest ventilator < 48 hours for all surgical cases; for being in the top 10% of hospitals with the lowest surgical site infections for all surgical cases; for being in the top 10% of hospitals with the lowest morbidity in general surgery; and for being in the top 10% of hospitals with the lowest VTE in Total Knee Replacement Surgery. WHHS had a lower rate of unplanned returns to the Operating Room within 30 days of surgery compared to the expected rate and WHHS cardiac surgery patients had a statistically significantly lower morbidity rate, urinary tract infection rate, surgical site infections rate, readmission rate, and ventilator duration over 48 hours rate that what was expected. WHHS hip replacement patients had lower rates of blood clots, infections and readmissions in the 30 days post-surgery.

*QUALITY REPORT:  
American College of  
Surgeons National  
Surgical Quality  
Improvement Program  
(NSQIP) 2019 Update*

Chris Henry, Chief Financial Officer, presented the Finance Report for April 2019. The average daily census was 165.2 with admissions of 991 resulting in 4,970 patient days. Outpatient observation equivalent days were 172. The average length of stay was 4.92 days. The case mix index was 1.456. Deliveries were 121. Surgical cases were 388. Joint Replacement cases were 168. Neurosurgical cases were 26. Cardiac Surgical cases were 5. The Outpatient visits were 7,880 and Emergency visits were 4,337. Total productive FTEs were 1,538.1. FTEs per adjusted occupied bed were 6.35.

*FINANCE REPORT*

Nancy Farber presented the Hospital Operations Report for May 2019. Preliminary information indicated gross revenue for the month at approximately \$139,597,000. The Average Length of Stay of 5.24 and there were 5,645 patient days. There were 411 Surgical Cases and 370 Cath Lab procedures at the Hospital. Deliveries were 135. Non-Emergency Outpatient visits were 8,168. Total FTEs per Adjusted Occupied Bed were 5.86. The Washington Outpatient Surgery Center had 500 cases and the clinics saw approximately 3,739 patients. Total Government Sponsored Preliminary Payor Mix was 72.0%, above the budget of 71.8%. Homeless Patient Total Encounters were 232 with an estimated unreimbursed cost of homeless care of \$418,000.

*HOSPITAL  
OPERATIONS REPORT*

In accordance with District Law, Policies and Procedures, Director Nicholson moved that the Board of Directors authorize the Chief Executive Officer to execute and proceed with the necessary contracts to complete the Special Care Nursery upgrades in an amount not to exceed \$169,250.00.

*CONSIDERATION OF  
SPECIAL CARE NURSERY  
UPGRADE*

Director Wallace seconded the motion.

Roll call was taken:

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

The motion unanimously carried.

In accordance with District Law, Policies and Procedures, Director Nicholson moved that the Board of Directors authorize the Chief Executive Officer to proceed with the necessary contracts to complete the WestCom Nurse Call System upgrades for an amount not to exceed \$356,300.00.

*CONSIDERATION OF  
WESTCOM NURSE  
CALL SYSTEM  
UPGRADE*

Director Wallace seconded the motion.

Roll call was taken:

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

The motion unanimously carried.

In accordance with District Law, Policies and Procedures, Director Nicholson moved that the Board of Directors authorize the Chief Executive Officer to proceed with the purchase of seven Medtronic F10 electrosurgical units in an amount not to exceed \$130,000.00.

*CONSIDERATION OF  
ELECTROSURGICAL  
UNITS*

Director Wallace seconded the motion.

Roll call was taken:

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

The motion unanimously carried.

In accordance with District Law, Policies and Procedures, Director Nicholson moved that the Board of Directors authorize the Chief Executive Officer to proceed with the necessary contracts to proceed with the purchase of implementation services and software for a Patient Estimate Solution in an amount not to exceed \$72,521.00.

*CONSIDERATION OF  
PATIENT ESTIMATES  
SOLUTION*

Director Wallace seconded the motion.

Roll call was taken:

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

The motion unanimously carried.

Reference attached document

*APPROVAL OF CHIEF  
EXECUTIVE OFFICER'S  
AT-RISK  
COMPENSATION*

Director Nicholson moved that the Board of Directors award “at risk” compensation to the CEO based on its compensation philosophy in an amount equal to 30% of base salary which equals \$262,180.

*CONSIDERATION OF  
CHIEF EXECUTIVE  
OFFICER AT RISK  
COMPENSATION*

Director Wallace seconded the motion.

Roll call was taken:

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

The motion unanimously carried.

Reference attached document

*APPROVAL OF CHIEF  
EXECUTIVE OFFICER'S  
EMPLOYMENT  
AGREEMENT*



Director Nicholson moved that the Board of Directors approve the proposed employment agreement between the District and Kimberly Hartz for the position of Chief Executive Officer. The term of agreement is four years, consistent with the practice of the District related to its Chief Executive Officers. The term begins on July 1, 2019 and ends June 30, 2023. The President of the Board is authorized to execute the Chief Executive Officer Employment Agreement consistent with the action taken here tonight.

*CONSIDERATION OF  
CHIEF EXECUTIVE  
OFFICER  
EMPLOYMENT  
AGREEMENT*

Director Wallace seconded the motion.

Roll call was taken:

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

The motion unanimously carried.

In accordance with Health & Safety Code Sections 1461, 1462 and 32106 and Government Section 54954.5(h) Director Stewart adjourned the meeting to closed session at 9:10 pm, as the discussion pertained to Hospital trade secrets, Human Resources matters, and Risk Management.

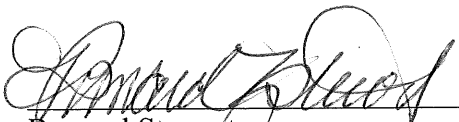
*ADJOURN TO CLOSED  
SESSION*

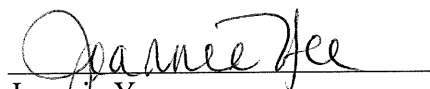
Director Stewart reconvened the meeting to open session at 9:28 pm and reported no action was taken in closed session.

*RECONVENE TO OPEN  
SESSION & REPORT ON  
CLOSED SESSION*

There being no further business, Director Stewart adjourned the meeting at 9:28 pm.

*ADJOURNMENT*

  
Bernard Stewart  
President

  
Jeannie Yee  
Secretary