

***Washington Township Hospital Development Corporation
January 17, 2022***

The meeting of the Board of Directors of the Washington Township Hospital Development Corporation was held on January 17, 2022, via Zoom. Chairman Sah called the meeting to order at 7:36 a.m.

CALL TO ORDER

Roll Call was taken. Directors Present: Russ Blowers, Steven Chan, D.D.S., Miro Garcia, Sue Querner, Benn Sah, M.D.

ROLL CALL

Absent: None

Also present: Kimberly Hartz, Chief Executive Officer; Ed Fayen, Executive Vice President & Chief of Operations; Chris Henry, Vice President and Chief Financial Officer; Walter Choto, Chief of Ambulatory Care Services; Paul Kozachenko, Attorney; and Diana Venegas, Recording Secretary.

Director Sah welcomed any members of the general public to the meeting. He noted that in order to continue to protect the health and safety of the members of the Board, District staff, and members of the public from the dangers posed by the SARS-CoV-2 virus, the Brown Act allows a local agency to continue to hold its meetings remotely as opposed to being required to meet in-person.

Section 54953(e) (3) of the Government Code requires that the Board make certain findings every 30 days to continue meeting remotely. One such finding is that “state or local officials continue to impose or recommend measures to promote social distancing.” The Alameda County Health Officer continues to recommend social distancing and the wearing of masks indoors, as referenced by the Alameda County Health Care Services Public Health Department COVID-19 website at www.covid-19.acgov.org.

In accordance with District law, policies, and procedures, Director Blowers moved that the Board of Directors make the finding required by Section 54953(e)(3)(B)(ii) of the Government Code that “state or local officials continue to impose or recommend measures to promote social distancing.” Director Chan seconded the motion.

Roll call was taken:

- Benn Sah, MD – aye
- Steven Chan, DDS – aye
- Russ Blowers – aye
- Miro Garcia – aye
- Sue Querner – aye

The motion unanimously carried and the finding is affirmed.

**Washington Township Hospital Development Corporation
January 17, 2022**

A motion was made by Director Blowers, seconded by Director Chan to approve the minutes of the meeting of December 21, 2021.

***APPROVAL OF
MINUTES
December 21, 2021***

Roll call was taken:

- Benn Sah, MD – aye
- Steven Chan, DDS – aye
- Russ Blowers – aye
- Miro Garcia – aye
- Sue Querner – aye

The motion unanimously carried.

Mr. Kozachenko reviewed Article 4 of the Amended and Restated Bylaws as it pertains to the election of officers for the DEVCO Board of Directors. Director Chan moved for the following slate of Board officers for the remainder of the calendar year 2022:

***ACTION ITEM
Election of Officers
pursuant to Amended
and Restated Bylaws,
Article 4.***

- President: Benn Sah, MD
- First Vice President: Russ Blowers
- Second Vice President: Miro Garcia
- Treasurer: Sue Querner
- Secretary: Steven Chan, D.D.S.

Director Blowers seconded the motion.

Roll call was taken:

- Benn Sah, MD – aye
- Steven Chan, DDS – aye
- Russ Blowers – aye
- Miro Garcia – aye
- Sue Querner – aye

The motion unanimously carried. Director Sah will continue as President of the Board for 2022.

There were no written or oral communication.

COMMUNICATIONS

**Washington Township Hospital Development Corporation
January 17, 2022**

Ms. Hartz provided a COVID-19 update, commenting on the number of patients and their vaccination status. She also addressed staffing challenges and how they are being addressed, and finally reported on the employee booster vaccination mandate and the deadline for all eligible employees to receive their booster by February 1, 2022.

**CHIEF EXECUTIVE
OFFICER REPORT**

Ms. Hartz reported the Stroke Joint Commission Survey on December 21st, 2021 was very successful with no major findings.

Ms. Hartz provided an update on the Trauma Center discussion with the County. The County has contracted a third party consulting firm to evaluate the need for an additional trauma site in the county. Both Washington Hospital and Stanford Valley Care have expressed an interest.

Ms. Hartz reported on recruitment efforts in WTMF:

- Dr. Mark Liang, Internal Medicine – Dr. David Cheng will be retiring and his practice will be transitioning to WTMF with Dr. Mark Liang as the provider for the practice – start date 4/19.
- Dr. Devin Zarkowsy, Vascular Surgeon – His anticipated start date is May/June.
- Dr. Zarkowsky is replacing Dr. Gabriel Herscu who will be practicing out of the area.
- Dr. Nowwar Mustafa, Interventional Cardiologist – His start date is 6/20.
- Dr. Patricia Araj Tenold, Pediatrician – She is starting on 3/1.

In addition, Ms. Harzt provided an update that WTMF is in the process of working with the Clarion Group to establish a strategic map for the Foundation.

**FINANCIAL
REPORT**

Chris Henry reviewed the DEVCO Financial Report for November 2021

Paul Kozanchenko provided an overview of Resolution #45 to Approve Delegation of Secretary Duties. The motion was made by Director Blowers and second by Director Chan.

**ACTION ITEM:
RESOLUTION #45
SECRETARY
DUTIES**

Roll call was taken:

- Benn Sah, M.D. – aye
- Steven Chan, M.D. - aye
- Russ Blowers - aye
- Miro Garcia - aye
- Sue Querner – aye

**Washington Township Hospital Development Corporation
January 17, 2022**

Paul Kozachenko provided an overview of Resolution #46 to Approve Delegation of Treasurer Duties.

***ACTION ITEM:
RESOLUTION #46
TREASURER
DUTIES***

A motion was made by Director Sah for the approval of Resolution #46 to Approve Delegation of Treasurer Duties. The motion was seconded by Director Chan.

Roll call was taken:

- Benn Sah, MD – aye
- Steven Chan, DDS – aye
- Russ Blowers – aye
- Miro Garcia – aye
- Sue Querner – aye

Paul Kozachenko provided an overview of the Peninsula Surgery Center Guaranty Lease Language.

***ACTION ITEM:
APPROVAL OF
PENINSULA
SURGERY CENTER
LEASE LANGUAGE***

Peninsula Surgery Center (PSC) is in the process of receiving final accreditation. In order to be ready to see patients, the PSC will need to acquire certain equipment. The Lease agreement is between PSC and General Electric is for a super C-arm with a list price of \$209,800 and a net price of \$133,519. The Lease Agreement would allow PSC to finance the acquisition of the Super C-arm over 48 months. Given that the PSC does not have any history of operations, General Electric insists that DEVCO be the Lease Guaranty.

A motion was made by Director Sah for the approval of the Peninsula Surgery Center Guaranty Lease Language. The motion was seconded by Director Chan.

Roll call was taken:

- Benn Sah, MD – aye
- Steven Chan, DDS – aye
- Russ Blowers – aye
- Miro Garcia – aye
- Sue Querner – aye

Director Sah adjourned the meeting to closed session at 8:40 am. Director Sah stated that the public has a right to know what, if any, reportable action takes place during closed session. Since this is a Zoom session and we have no way of knowing when the closed session will end, the public was informed they could contact the Recording Secretary for the Board's report beginning January 18,

***ADJOURN TO
CLOSED SESSION***

Washington Township Hospital Development Corporation
January 17, 2022

2022. He indicated that the minutes of this meeting will reflect any reportable actions.

Chairman Sah adjourned the meeting to open session at 8:56 a.m. He reported that no action was taken in the closed session.

**ADJOURN TO OPEN
SESSION**

There being no further business, Director Sah adjourned the meeting at 8:58 a.m.

ADJOURNMENT

The next meeting is currently scheduled for April 18, 2022 at 7:30 a.m.

**NEXT SCHEDULED
DEVCO BOARD
MEETING**

DocuSigned by:

Benn Sah, M.D.

1EF6FECB84594D8...

Benn Sah, M.D.
President

DocuSigned by:

Steven Chan, D.D.S.

62307D7BD97742A...

Steven Chan, D.D.S.
Secretary