



# Washington Township Hospital Development Corporation

2000 Mowry Avenue, Fremont, CA 94538-1716

January 29, 2021

## ANNUAL MEETING NOTICE

In compliance with Governor Gavin Newsom's Executive Order to further the State's efforts to reduce the risk of spread of the COVID-19 Coronavirus and reduce and minimize the risk of infection, as well as the Alameda County mandatory legal order to shelter at home, the annual meeting of the Board of Directors of Washington Township Hospital Development Corporation will be conducted via Zoom only on Wednesday, February 3rd, 2021. The meeting will commence at 7:30 a.m.

Join Zoom Meeting

<https://zoom.us/j/97179371652?pwd=RnY3d3Vxc0FaeGRmMWxPTFl4Yy9CUT09>

Dial by your location: +1 669 219 2599 US (San Jose)

Meeting ID: 971 7937 1652 Passcode: 197434


Portions of this meeting may be held in closed session in accordance with Sections 1461, 1462, 32106 and 32155 of the California Health & Safety Code and Sections 54962 and 54954.5 of the California Government Code.

In compliance with the Americans with Disabilities Act, if you need assistance to participate in this meeting, please contact the Recording Secretary at (510) 818-7839. Notification two working days prior to the meeting will enable the Recording Secretary to make reasonable arrangements to ensure accessibility to this meeting.

This notice is posted pursuant to Section 54954 of the Government Code.

By direction of the President & Chief Executive Officer  
Washington Township Hospital Development Corporation

DocuSigned by:

  
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HOLLY CEDILLO  
Recording Secretary

*Kimberly Hartz, President and Chief Executive Officer*

Ohlone College Student Health Center • Washington Medical Billing • Washington on Wheels • Washington Outpatient Rehabilitation Center  
Washington Outpatient Surgery Center • Washington Radiation Oncology Center • Washington Sports Medicine  
Washington Township Medical Foundation • Washington Urgent Care



# Washington Township Hospital Development Corporation

2000 Mowry Avenue, Fremont, CA 94538-1716

## AGENDA

### BOARD OF DIRECTORS' ANNUAL MEETING WASHINGTON TOWNSHIP HOSPITAL DEVELOPMENT CORPORATION

Wednesday, February 3, 2021 – 7:30 A.M.  
2000 Mowry Avenue, Fremont, CA 94538  
Meeting Conducted by Zoom

Join Zoom Meeting

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**Assistance for the Disabled:** If you are disabled in any way and need accommodation to participate in the meeting, please call Holly Cedillo, Recording Secretary, at (510) 818-7839 for assistance so the necessary arrangements can be made.

		<b>PRESENTED BY:</b>
<b>I.</b>	<b>CALL TO ORDER</b>	Chair
<b>II.</b>	<b>ROLL CALL</b>	Holly Cedillo, Executive Assistant
<b>III.</b>	<b>CONSIDERATION OF MINUTES OF November 5, 2020 and November 16, 2020</b>	<i>Motion Required</i>
<b>IV.</b>	<b>ELECTION OF OFFICERS</b>	<i>Motion Required</i>
<b>V.</b>	<b>EDUCATION SESSION</b> A. AB 1234 Ethics Training	Kristin Ferguson, Chief of Compliance
<b>VI.</b>	<b>COMMUNICATIONS</b> A. Oral B. Written	

*Kimberly Hartz, President and Chief Executive Officer*

Ohlone College Student Health Center • Washington Medical Billing • Washington on Wheels • Washington Outpatient Rehabilitation Center  
Washington Outpatient Surgery Center • Washington Radiation Oncology Center • Washington Sports Medicine  
Washington Township Medical Foundation • Washington Urgent Care

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|--------------|--|--|
| <b>VII.</b>  | <b>PRESIDENT AND CHIEF EXECUTIVE OFFICER REPORT</b>                                      | Kimberly Hartz<br>President and Chief<br>Executive Officer |
| <b>VIII.</b> | <b>CLOSED SESSION</b>  | Chair  |
|              | A. Report involving a trade secret pursuant to<br>Health and Safety Code, section 32106. |  |
| <b>IX.</b>   | <b>ADJOURN TO OPEN SESSION &amp; REPORT ON<br/>CLOSED SESSION</b>                        | Chair  |
| <b>X.</b>    | <b>OPEN SESSION</b>  | Chair  |
|              | A. Report to Open Session  |  |
|              | B. Action Item   |  |
| <b>XI.</b>   | <b>ADJOURNMENT</b>   | Chair  |

**NEXT MEETING: May 17, 2021**

The meeting of the Board of Directors of the Washington Township Hospital Development Corporation was held on November 5, 2020 via Teleconference in order to comply with Governor Gavin Newsom's and Alameda County's mandatory orders to Shelter at Home to reduce the risk of spread of COVID-19. Chairman Sah called the meeting to order at 9:02a.m.

*CALL  
TO  
ORDER*

Present: Russ Blowers, Steven Chan, DDS, Miro Garcia, Benn Sah, MD, and Kimberly Hartz, President and Chief Executive Officer

*ROLL  
CALL*

Absent: Director Gloria Villasana Fuerniss

Also present: Tina Nunez, Vice President of Ambulatory and Administrative Services; Chris Henry, Vice President and Chief Financial Officer; Walter Choto, Sr. Director, Ambulatory Care Services; Paul Kozachenko, Attorney and Holly Cedillo, Executive Assistant

Guest: Kristin Ferguson, Chief of Compliance

Ms. Hartz noted that there was no written or oral communication.

*COMMUNICATIONS*

Ms. Hartz informed the group that the Official Election Site of Alameda County is currently tabulating votes for the 2020 General Election. The Measure XX Bond for the Healthcare System will provide funds for the District to comply with current California seismic regulations that must be completed by 2030. The votes are still in the process of being tabulated and votes can be counted for seventeen days post-election day. The election site is updated every day around 5:00p.m. Measure XX need 2/3rds vote in order to pass. As of today, the results are showing slightly above this required needed level. We will continue to monitor this closely until it is final and will announce the final results.

*PRESIDENT & CHIEF  
EXECUTIVE OFFICER  
REPORT*

Chairman Sah adjourned the meeting to closed session at 9:07a.m.

*ADJOURN TO CLOSED  
SESSION*

Chairman Sah adjourned the meeting to open session at 9:32a.m. He reported that no action was taken in closed session.

*ADJOURN TO OPEN  
SESSION*

There being no further business, the meeting adjourned at 9:33a.m. The next meeting is currently scheduled for November 16, 2020 at 7:30a.m.

*ADJOURNMENT*

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Benn Sah, MD  
Chair

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Steven Chan, DDS  
Secretary

The meeting of the Board of Directors of the Washington Township Hospital Development Corporation was held on November 16, 2020 via Teleconference in order to comply with Governor Gavin Newsom's and Alameda County's mandatory orders to Shelter at Home to reduce the risk of spread of COVID-19. Chairman Sah called the meeting to order at 7:32 a.m. *CALL TO ORDER*

Present: Russ Blowers, Steven Chan, DDS, Gloria Villasana Fuerniss, Miro Garcia, Benn Sah, MD and Kimberly Hartz, President and Chief Executive Officer *ROLL CALL*

Absent: None

Also present: Tina Nunez, Vice President of Ambulatory and Administrative Services; Walter Choto, Sr. Director, Ambulatory Care Services; Erica Luna, Assistant Chief Financial Officer; Paul Kozachenko, Attorney and Holly Cedillo, Executive Assistant

Guests: Kristin Ferguson, Chief of Compliance; Mike Rogers, DEVCO Compliance Officer; Sri Boddu, Audio Visual Manager

A motion was made by Director Blowers, seconded by Director Fuerniss to approve the minutes of the meeting of August 19, 2020 noting that a correction was made to the minutes removing the name Nicholas Kozachenko as he was not in attendance at the August 19 meeting and adding Paul Kozachenko who was in attendance. The motion was carried by the following vote. *APPROVAL OF MINUTES OF August 19, 2020 and August 24, 2020*

Ayes: Directors Blowers, Chan, Fuerniss, Garcia and Sah

Noes: None

Absent: None

Abstain: None

A motion was made by Director Blowers, seconded by Director Fuerniss to approve the minutes of the meeting of August 24, 2020 noting that a correction was made to the minutes removing the name Nicholas Kozachenko as he was not in attendance at the August 24 meeting and adding Paul Kozachenko who was in attendance. The motion was carried by the following vote.

Ayes: Directors Blowers, Chan, Fuerniss, Garcia and Sah

Noes: None

Absent: None

Abstain: None

Chairman Sah notified the Board that Director Fuerniss would not be continuing in her role as Director on the DEVCO Board of Directors as of January 2021. He thanked Director Fuerniss for her support and contributions while serving on the Board and for her dedication to improve the health and wellbeing of the residents of the Washington Township Health Care District. *COMMUNICATIONS*

Ms. Hartz thanked Director Fuerniss for her service on the Washington Township Hospital Development Corporation Board of Directors and for her involvement in the community while serving on the Board. She acknowledged the involvement of Director Fuerniss in the approval of the investment of the new linear accelerator and treatment planning system at the Washington Radiation Oncology Center, which is planned to be completed this December. The accomplishments and initiatives supported by Director Fuerniss while serving on the DEVCO Board of Directors have helped to meet the goal of improving and maintaining the health status of the District residents.

Ms. Hartz provided an update regarding the evolving coronavirus pandemic. Initiatives continue to be implemented to help manage COVID-19. We continue to work with skilled nursing facilities and the county to help improve safety and minimize the spread of the virus. Personal Protective Equipment (PPE) continues to be closely monitored and maintained. In preparation for a potential surge, we are increasing inventory of PPE to the best of our ability as the supply chains are challenged at this time. The goal is to have ninety days of supply on hand. Educating the community on the significance of wearing face masks and social distancing continues to be an important focus. A resource link located on the Washington Hospital Healthcare System website is regularly updated according to CDC guidelines. A COVID-19 vaccine is being developed and will be distributed at a county and state level. Also, a mandate has been issued to all health care workers in the County of Alameda to receive an annual flu vaccination. Exemption is only allowed with a physicians' note stating a specific medical reason.

Ms. Hartz announced that the Bond Measure XX appears to have received enough votes to be passed but will not be officially certified until December 3<sup>rd</sup>. This bond will provide funds for the District to comply with current California seismic regulations in order to meet the unfunded 2030 deadline and the future health care needs and growth of the community. Ms. Hartz thanked the staff and community for working together in support of the bond measure. This will allow Washington Hospital Healthcare System to grow with the community and continue to provide quality health care in seismically safe facilities for generations to come.

Ms. Hartz noted that the current financial position continues to be challenged by COVID-19. Direct impact comes from increased overhead expenses to support staff and patients, a decrease in Emergency Department visits, and patients remaining in the hospital for extended periods of time. Washington Hospital received some relief funds from the CARES Act last fiscal year and has applied for additional funds for this fiscal year. We are not sure if we will receive any additional relief funds.

Ms. Hartz notified the group that the hospital continues to prepare for The Joint Commission survey. This survey was placed on hold due to the coronavirus

pandemic and is now anticipated to take place during the month of January 2021. A mock survey was recently conducted in order to prepare the organization for the survey.

*PRESIDENT & CHIEF  
EXECUTIVE OFFICER  
REPORT  
(CONT'D)*

Ms. Nunez shared that the Washington Radiation Oncology Center located in Fremont implemented the new Linear Accelerator. During the week of November 11<sup>th</sup> the beam commissioning took place and quality data was submitted to the state granting authorization to begin treating patients. The staff is scheduled to return to the Fremont location on December 14<sup>th</sup> and is currently receiving training on the new machine. Dr. Sandeep Kunwar is working with the staff regarding the new treatment capabilities including Stereotactic Body Radiotherapy (SBRT) and Stereotactic Radiosurgery (SRS).

Chairman Sah adjourned the meeting to closed session at 8:02 a.m.

*ADJOURN TO CLOSED  
SESSION*

Chairman Sah adjourned the meeting to open session at 9:06 a.m. He reported that no action was taken in closed session.

*ADJOURN TO OPEN  
SESSION*

The authorization to approve the President and Chief Executive Officer of Washington Township Hospital Development Corporation to execute the Commercial Guaranty in connection with a construction loan for tenant improvements for the Ambulatory Surgery Center, referred to as the “Peninsula Surgery Center”, on behalf of DEVCO and to approve the Certificate of Entity Corporation, and to authorize the Corporate Secretary to execute the Certificate of Entity Corporation, and to authorize the President and Chief Executive Officer to execute any and all instruments and to take any and all actions deemed by her to be necessary, or desirable, to carry out the intent and purposes of the motion.

*ACTION ITEM –  
Approval of the  
Ambulatory Surgery  
Center Commercial Loan  
Guaranty and Certificate  
of Entity Corporation  
with Fremont Bank*

Director Chan moved to accept the approval for the execution of the Commercial Guaranty on behalf of DEVCO and approval of the Certificate of Entity Corporation and authorization to execute the Certificate of Entity Corporation. On a second from Director Blowers the motion was carried with the following vote:

Ayes: Directors Blowers, Chan, Garcia and Sah

Noes: None

Abstain: Director Fuerniss

Absent: None

Director Fuerniss retired from Fremont Bank, therefore she abstained from the vote.

There being no further business, the meeting adjourned at 9:10 a.m. The next meeting is scheduled for February 3, 2021 at 7:30 a.m.

*ADJOURNMENT*

*Washington Township Hospital Development Corporation*  
*November 16, 2020*  
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Benn Sah, MD  
Chair

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Steven Chan, DDS  
Secretary



**Washington Township Hospital**  
**Development Corporation**  
**Summary Income Statement**  
**November 2020**

	Current Month				Year - To - Date			
	Actual	Budget	Favorable/(Unfavorable)		Actual	Budget	Favorable/(Unfavorable)	
			Variance	%			Variance	%
	2,196	2,626	(430)	(16.4%)	11,785	12,658	(873)	(6.9%)
	271	289	(18)	(6.2%)	1,496	1,323	173	13.1%
(1) Visits								
(2) Treatments & Procedures								
(3) Total	2,467	2,915	(448)	(15.4%)	13,281	13,981	(700)	(5.0%)
Gross Revenue								
(4) Patient Revenue	3,699,110	4,320,293	(621,183)	(14.4%)	17,607,941	19,842,195	(2,234,254)	(11.3%)
(5) Other Revenue	929,973	852,674	77,299	9.1%	4,887,473	4,766,815	120,658	2.5%
(6) Total Gross Revenue	<b>4,629,083</b>	<b>5,172,967</b>	<b>(543,884)</b>	<b>(10.5%)</b>	<b>22,495,414</b>	<b>24,609,010</b>	<b>(2,113,596)</b>	<b>(8.6%)</b>
Deductions								
(7) Total Deductions	<b>2,108,125</b>	<b>2,214,327</b>	<b>106,202</b>	<b>4.8%</b>	<b>9,285,852</b>	<b>10,165,746</b>	<b>879,894</b>	<b>8.7%</b>
Contractual Percentage	57.0%	51.3%	(5.7%)		52.7%	51.2%	(1.5%)	
(8) Net Revenue	<b>2,520,958</b>	<b>2,958,640</b>	<b>(437,682)</b>	<b>(14.8%)</b>	<b>13,209,562</b>	<b>14,443,264</b>	<b>(1,233,702)</b>	<b>(8.5%)</b>
Expenses								
(9) Purchased Labor	778,317	812,981	34,664	4.3%	4,133,123	3,860,262	(272,861)	(7.1%)
(10) Purchased Benefits	271,617	301,086	29,469	9.8%	1,365,030	1,474,959	109,929	7.5%
(11) Supplies	423,250	471,380	48,130	10.2%	1,764,763	2,183,710	418,947	19.2%
(12) Professional Fees	274,864	332,804	57,940	17.4%	1,349,408	1,607,364	257,956	16.0%
(13) Purchased Services	249,280	300,931	51,651	17.2%	1,361,243	1,549,830	188,587	12.2%
(14) Depreciation and Amort	91,360	117,463	26,103	22.2%	455,704	518,526	62,822	12.1%
(15) Utilities	21,963	22,385	422	1.9%	127,054	136,944	9,890	7.2%
(16) Building Lease	627,719	492,182	(135,537)	(27.5%)	2,896,603	2,629,422	(267,181)	(10.2%)
(17) Other Expenses	120,944	125,618	4,674	3.7%	683,966	671,077	(12,889)	(1.9%)
(18) Total Expenses	<b>2,859,314</b>	<b>2,976,830</b>	<b>117,516</b>	<b>3.9%</b>	<b>14,136,894</b>	<b>14,632,094</b>	<b>495,200</b>	<b>3.4%</b>
(19) Net Operating Income/Loss	<b>(338,356)</b>	<b>(18,190)</b>	<b>(320,166)</b>	<b>(1,760.1%)</b>	<b>(927,332)</b>	<b>(188,830)</b>	<b>(738,502)</b>	<b>(391.1%)</b>
(20) Minority Interest	<b>(52,540)</b>	<b>115,105</b>	<b>167,645</b>	<b>145.6%</b>	<b>(14,202)</b>	<b>376,550</b>	<b>390,752</b>	<b>103.8%</b>
(21) Net Income/Loss	<b>(285,816)</b>	<b>(133,295)</b>	<b>(152,521)</b>	<b>(114.4%)</b>	<b>(913,130)</b>	<b>(565,380)</b>	<b>(347,750)</b>	<b>(61.5%)</b>