



# Washington Township Hospital Development Corporation

2000 Mowry Avenue, Fremont, CA 94538-1716

September 17, 2021

## SPECIAL MEETING NOTICE

In compliance with Governor Gavin Newsom's Reopening Plan for California and Executive Order N-29-20, we will continue to conduct the Special Meeting of the Board of Directors of Washington Township Hospital Development Corporation via Zoom only on Wednesday, September 22, 2021. The Special Meeting will commence at 7:30 a.m.

Join Zoom Meeting

<https://zoom.us/j/96667875724?pwd=QU9QUERUL3I0UzZNdHc1MmRzdC8rZz09>

Dial by your location + 1 669 900 9128 (San Jose)

Passcode: 628781

Meeting ID: 966 6787 5724

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) 818-7075. 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

*Vanessa Terrasas*

Vanessa Terrasas  
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

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

Wednesday, September 22, 2021 – 7:30 A.M.  
2000 Mowry Avenue, Fremont, CA 94538  
Meeting Conducted via Zoom

Join Zoom Meeting

<https://zoom.us/j/96667875724?pwd=QU9QUERUL3I0UzZNdHc1MmRzdC8rZz09>

Dial by your location + 1 669 900 9128 (San Jose)

Passcode: 628781

Meeting ID: 966 6787 5724

**Assistance for the Disabled:** If you are disabled in any way and need accommodation to participate in the meeting, please call Vanessa Terrasas, Recording Secretary, at (510) 818-7075 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>	Vanessa Terrasas, Executive Assistant
<b>III.</b>	<b>CONSIDERATION OF MINUTES OF September 2, 2021</b>	<i>Motion Required</i>
<b>IV.</b>	<b>COMMUNICATIONS</b> A. Oral B. Written	
<b>V.</b>	<b>PRESIDENT AND CHIEF EXECUTIVE OFFICER REPORT</b>	Kimberly Hartz, President and Chief Executive Officer
<b>VI.</b>	<b>ACTION ITEM</b> A. DEVCO/Physicians Additional WOSC Membership Interest Purchase	Chair
<b>VII.</b>	<b>ADJOURNMENT</b>	Chair

**NEXT MEETING: NOVEMBER 15, 2021**

The meeting of the Board of Directors of the Washington Township Hospital Development Corporation was held on September 2, 2021 via Zoom in order to comply with Governor Gavin Newsom's Reopening Plan for California and Executive Order N-29-20. Chairman Sah called the meeting to order at 12:33 p.m.

*CALL  
TO  
ORDER*

Present: Directors Russ Blowers, Steven Chan, D.D.S., Miro Garcia, Sue Querner, Benn Sah, M.D. and Kimberly Hartz, President and Chief Executive Officer

*ROLL  
CALL*

Absent: None

Also present: Chris Henry, Vice President and Chief Financial Officer; Walter Choto, Chief, Ambulatory Care Services; Paul Kozachenko, Attorney; Sri Boddu, AVS; and Dee Antonio, District Clerk

A motion was made by Director Chan, seconded by Director Blowers to approve the minutes of the meeting of July 12, 2021. The motion was carried by the following vote:

*APPROVAL OF  
MINUTES OF  
February 3, 2021*

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

Noes: None

Absent: None

Abstain: None

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

*COMMUNICATIONS*

Ms. Hartz presented the President and Chief Executive Officer Report beginning with COVID, a general update on numbers and the mostly unvaccinated patients; government mandates related to visitation and staff vaccinations; vaccination booster; and pediatric cases. She talked about the financial health of the organization and its strategic initiatives to reduce costs, increase revenue, develop new services, and increase operational efficiency.

*PRESIDENT & CHIEF  
EXECUTIVE OFFICER  
REPORT*

We had a successful Joint Commission Survey in April 2021 followed by a successful Magnet Survey in May 2021. CNO Stephanie Williams retired and Larry LaBoissiere succeeded her as CNO in July 2021. We are expecting our Joint Commission Laboratory Survey sometime in the next 3-4 months.

Ms. Hartz gave an update on the Warm Springs project, the Peninsula Surgery Center, and Alameda County's third party review of the county's Trauma system.

Following discussion by Mr. Kozachenko, the Amended and Restated DEVCO Bylaws were presented for approval. Director Chan moved to approve the Amended and Restated DEVCO Bylaws. On a second from Director Garcia, the motion was carried with the following vote:

*ACTION ITEM:  
AMENDED AND  
RESTATED DEVCO  
BYLAWS*

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

Noes: None  
Abstain: None  
Absent: None

In accordance with Sections 32106 of the California Health & Safety Code, Chairman Sah adjourned the meeting to closed session at 1:15 p.m.

*ADJOURN TO CLOSED  
SESSION*

Chairman 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 meeting and we have no way of knowing when the closed session will end, the public was informed they could contact the Recorder for the Board's report beginning September 3, 2021. He indicated that the minutes of this meeting will reflect any reportable actions.

Chairman Sah adjourned the meeting to open session at 2:20 p.m. He reported that no action was taken in closed session.

*ADJOURN TO OPEN  
SESSION*

The next DEVCO Board Meeting will take place November 15, 2021. There was discussion regarding the scheduled time of these meetings and it was the preference of the Board members that the meetings be scheduled for 7:30 am going forward.

*NEXT MEETING:  
NOVEMBER 2021*

There being no further business, the meeting adjourned at 2:44 p.m. The next meeting is currently scheduled for November 15, 2021 at 7:30 a.m.

*ADJOURNMENT*

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Benn Sah, M.D.  
Chair

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Steven Chan, D.D.S.  
Secretary



Washington Hospital  
Healthcare System

S I N C E 1 9 4 8

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## Memorandum

**DATE:** September 14, 2021

**TO:** Board of Directors  
Washington Township Hospital Development Corporation

**FROM:** Kimberly Hartz, President & Chief Executive Officer

**SUBJECT:** DEVCO/Physicians Additional WOSC Membership Interest Purchase

At Washington Outpatient Surgery Center (WOSC), DEVCO owns 50.1% of the shares and the physician investors own 49.9%. Physicians may continue to purchase additional shares, but DEVCO must purchase the corresponding number of shares in order to remain the majority shareholder. There are two physicians, Dr. Michael Goldin and Dr. Mark Hsu, at the Washington Outpatient Surgery Center who are requesting to purchase a total of thirty-eight additional shares. For this to occur, DEVCO will need to purchase the same number of additional shares in order to remain the majority shareholder at a value of \$13,160 per share.

It is requested that the Board of Directors authorize the Chief Executive Officer to proceed with the purchase of the thirty-eight additional shares for an amount not to exceed \$500,080.