



Washington Township Hospital Development Corporation

2000 Mowry Avenue, Fremont, CA 94538-1716

May 14, 2018

MEETING NOTICE

The meeting of the Board of Directors of the Washington Township Hospital Development Corporation will be held on Monday, May 21, 2018. The meeting will be held in the Board Room of Washington Hospital, located at 2000 Mowry Avenue, Fremont, California and will commence at 7:30a.m.

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, portions of this meeting may be held in closed session.

This notice is posted pursuant to Section 54956 of the Government Code.

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

HOLLY CEDILLO
Recording Secretary



Washington Hospital Healthcare System

2000 Mowry Avenue Fremont California 94538-1716 • (510) 797-1111
www.whhs.com

AGENDA

BOARD OF DIRECTORS' MEETING WASHINGTON TOWNSHIP HOSPITAL DEVELOPMENT CORPORATION

Monday, May 21, 2018 – 7:30 A.M.
2000 Mowry Avenue, Fremont, CA 94538
Board Room – First Floor

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) 791-3438 for assistance so the necessary arrangements can be made.

- | | | PRESENTED BY: |
|-------------|---|---|
| I. | CALL TO ORDER | Chair |
| II. | ROLL CALL | Holly Cedillo,
Executive Assistant |
| III. | CONSIDERATION OF MINUTES OF
February 12, 2018 | <i>Motion Required</i> |
| IV. | EDUCATION SESSION
A. Morris Hyman Critical Care Pavilion
Transition Plan | Ed Fayen,
Sr. Associate Administrator,
System Operations &
Management Support Services |
| V. | COMMUNICATIONS
A. Oral
B. Written | |
| VI. | PRESIDENT AND CHIEF EXECUTIVE
OFFICER REPORT | Nancy Farber,
President and Chief Executive
Officer |

Nancy Farber, Chief Executive Officer

Washington Township Health Care District • Washington Hospital • Institute for Joint Restoration and Research
Sandy Amos R.N. Infusion Center • Taylor McAdam Bell Neuroscience Institute • Washington Center for Wound Healing and Hyperbaric Medicine
Washington Outpatient Imaging Center • Washington Outpatient Rehabilitation Center • Washington Outpatient Surgery Center
Washington Radiation Oncology Center • Washington Special Care Nursery • Washington Urgent Care • Washington Women's Center



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- | | | |
|--------------|---|-------|
| VII. | CLOSED SESSION | Chair |
| VIII. | ADJOURN TO OPEN SESSION & REPORT ON CLOSED SESSION | Chair |
| IX. | OPEN SESSION | Chair |
| | A. Report to Open Session | |
| | B. Action Item | |
| | 1. DEVCO/New Physicians Additional WOSC Membership Interest Purchase. | |
| X. | ADJOURNMENT | Chair |

NEXT MEETING: August 13, 2018

The meeting of the Board of Directors of the Washington Township Hospital Development Corporation was held on February 12, 2018 in the Board Room of Washington Hospital, 2000 Mowry Avenue, Fremont, California. Chairman Sah called the meeting to order at 7:37a.m. *CALL TO ORDER*

Present: Russ Blowers, Gloria Villasana Fuerniss, Miro Garcia, Benn Sah, M.D., and Jeannie Yee *ROLL CALL*

Absent: Nancy Farber, CEO

Also present: Kimberly Hartz, Sr. Associate Administrator, Ambulatory Care Services; Tina Nunez, Associate Administrator, Ambulatory Care Services; Chris Henry, Sr. Associate Administrator/CFO; Vanessa Terrasas, Executive Assistant; Holly Cedillo, Executive Assistant

Guest: Donald Pipkin, Chief of Strategic Management; Robert Alfieri, Chief of Facilities Services, Plant Maintenance

A motion was made by Director Blowers, seconded by Director Fuerniss to approve the minutes of the meeting of November 13, 2017. The motion was carried by the following vote.

APPROVAL OF MINUTES OF November 13, 2017

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

Noes: None

Absent: None

Abstain: None

At its January 10, 2018 meeting, the District Board of Directors voted to reappoint the Washington Township Hospital Development Corporation Board members. A motion was made by Chairman Sah, seconded by Director Garcia, to elect the following slate of board officers for 2018 as follows:

ELECTION OF OFFICERS 2018

Benn Sah, M.D., as Chair, Jeannie Yee as Secretary, and Russ Blowers as Treasurer. The motion was carried by the following votes:

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

Noes: None

Absent: None

Abstain: None

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

COMMUNICATIONS

Robert Alfieri, Chief of Facilities Services, presented an update on the Morris Hyman Critical Care Pavilion. Mr. Alfieri presented a PowerPoint showing progress including the emergency room and critical care unit, the water system and excavation. Ms. Hartz noted the project remains on schedule and on budget. Additionally, she noted we will be moving into the next phase and have hired a consultant group to lead transition teams. Ms. Hartz provided an

PRESIDENT & CHIEF EXECUTIVE OFFICER REPORT

overview of the tentative timeline. She noted we will most likely have access in June to begin stocking and conducting mock codes and reviewing processes. Tentatively, an open house date for the ribbon cutting has been set for September 13th with occupancy sometime in October.

*PRESIDENT & CHIEF
EXECUTIVE OFFICER
REPORT CONT'D*

Ms. Hartz provided an update on the 60th Anniversary for the Hospital and the 70th Anniversary of the District. The kick off for these celebrations will be during Hospital Week scheduled for the second week in May. During this week milestones over the last 60 years will be highlighted. The annual report will also include events over the last 60 years.

Ms. Hartz announced that we have been chosen by KGO/ABC7 to partner with them on a healthcare initiative that will launch in April. The partnership, named Bay Area Healthier Together, is a relationship that will allow us and ABC7 to raise awareness and educate our community and beyond about important health issues like disease prevention, diagnosis and treatment options, and overall health care resources that are critical when navigating health care and health insurance systems. Through this partnership, we are creating a new website that ABC7 and Washington Hospital will manage together. The website will be home to videos and articles featuring our physicians and staff delivering important health information. This is a very exciting endeavor that allows us to continue to share our commitment to the Patient First Ethic with the entire Bay Area.

Ms. Hartz gave an update regarding our Washington On Wheels mobile health clinic that is currently in Santa Rosa providing two temporary exam rooms. The mobile health van is helping support those impacted by the October wild fires. The wild fires caused extensive fire, smoke and water damage to the Santa Rosa Community Health Centers. It will remain there for one more month through the end of March.

Ms. Hartz informed the Board of Directors that Dr. Alan Spira, an ED Physician, will be consulting on disaster preparedness for the hospital. Dr. Spira comes from a military background and has extensive knowledge to educate the staff on how to better prepare for a potential disaster. Dr. Spira is scheduled to meet with departments through the end of June. Ms. Hartz provided the group a DVD copy of Dr. Spira's presentation to the District Board of Directors.

Ms. Hartz, noted there will be an upcoming lecture given by Anna Lembke, M.D., Chief, Addiction Medicine Dual Diagnosis Clinic, at Stanford University School of Medicine. Dr. Lembke will be on site on Friday, February 14th from 12:30 – 1:30 p.m. to discuss the rise of prescription drug addiction in the U.S.

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, Chairman Sah adjourned the meeting to closed session at 7:57a.m.

*ADJOURN TO CLOSED
SESSION*

Chairman Sah adjourned the meeting to open session at 8:23a.m. He reported that no action was taken in closed session.

*ADJOURN TO OPEN
SESSION*

The Washington Radiation Oncology Center (ROC) currently uses a Varian 21EX linear accelerator that was purchased more than fifteen years ago and it is at the end of its useful life. In addition, the Washington Radiation Oncology Center currently uses the Philips Pinnacle treatment planning system that was installed more than ten years ago. Additionally, the construction of a second vault is recommended to allow for minimal impact to existing patients and clinic operations.

*ACTION ITEM –
Purchase of the Linear
Accelerator, Planning
System and Vault
Construction for the
Radiation Oncology
Center*

A motion was made by Director Fuerniss to authorize the Chief Executive Officer to enter into the necessary contracts to proceed with the purchase of the Varian linear accelerator, planning system, and the design and construction of a second vault for the Radiation Oncology Center. The total amount included in the FY 2017/18 Capital Budget was \$4,401,250 with a project increase of \$487,642 for a total amount not to exceed \$4,888,892. On a second from Director Blowers, the motion was carried with the following vote:

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

Noes: None

Absent: None

Abstain: None

There being no further business, the meeting adjourned at 8:28a.m. The next meeting is currently scheduled for May 21, 2018 at 7:30 am. *ADJOURNMENT*

Benn Sah, M.D.
Chair

Jeannie Yee
Secretary

Washington Township Hospital
Development Corporation
Summary Income Statement
February 2018

	Current Month			Year - To - Date			
	Actual	Budget	Favorable/(Unfavorable) %	Actual	Budget	Favorable/(Unfavorable) %	
(1) Visits	3,102	3,383	(8.3%)	26,747	26,899	(152)	(0.6%)
(2) Treatments & Procedures	170	222	(23.4%)	2,160	2,749	(589)	(21.4%)
(3) Total	3,272	3,605	(9.2%)	28,907	29,648	(741)	(2.5%)
Gross Revenue							
(4) Patient Revenue	3,278,930	3,613,421	(9.3%)	28,884,920	29,171,334	(286,414)	(1.0%)
(5) Other Revenue	817,410	804,131	1.7%	6,559,760	6,283,897	275,863	4.4%
(6) Total Gross Revenue	4,096,340	4,417,552	(7.3%)	35,444,680	35,455,231	(10,551)	(0.0%)
Deductions							
(7) Total Deductions	1,622,650	1,869,161	13.2%	13,850,949	15,103,699	1,252,750	8.3%
Contractual Percentage	49.5%	51.7%	2.2%	48.0%	51.8%	3.8%	
(8) Net Revenue	2,473,690	2,548,391	(2.9%)	21,593,731	20,351,532	1,242,199	6.1%
Expenses							
(9) Purchased Labor	721,512	713,207	(1.2%)	6,192,879	6,101,304	(91,575)	(1.5%)
(10) Purchased Benefits	255,583	255,164	(0.2%)	2,056,135	2,076,111	19,976	1.0%
(11) Supplies	255,702	256,399	0.3%	2,386,592	2,464,405	77,813	3.2%
(13) Professional Fees	233,731	248,610	6.0%	2,099,340	2,240,315	140,975	6.3%
(14) Purchased Services	177,824	215,579	17.5%	1,593,879	1,569,295	(24,584)	(1.6%)
(16) Depreciation and Amort	83,742	81,279	(3.0%)	666,539	643,057	(23,482)	(3.7%)
(17) Utilities	19,530	20,373	4.1%	186,444	179,455	(6,989)	(3.9%)
(18) Building Lease	426,988	421,935	(1.2%)	3,434,194	3,421,068	(13,126)	(0.4%)
(19) Other Expenses	117,159	123,007	4.8%	1,002,987	1,030,446	27,459	2.7%
(20) Total Expenses	2,291,771	2,335,553	1.9%	19,618,989	19,725,456	106,467	0.5%
(21) Net Operating Income/Loss	181,919	212,838	(30,919)	1,974,742	626,076	1,348,666	215.4%
(22) Minority Interest	78,531	111,483	32,952	1,077,605	613,483	(464,122)	(75.7%)
(23) Net Income/Loss	103,388	101,355	2,033	897,137	12,593	884,544	7,024.1%



Memorandum

DATE: May 18, 2018

TO: Board of Directors
Washington Township Hospital Development Corporation

FROM: Nancy Farber,
President and 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 at the Washington Outpatient Surgery Center who are requesting to purchase a total of thirty-two 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 \$10,900 per share.

It is requested that the Board of Directors authorize the Chief Executive Officer to proceed with the purchase of the thirty-two additional shares for an amount not to exceed of \$348,800.