

The Special Meeting of the Board of Directors of the Washington Township Hospital Development Corporation was held on September 22, 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 7:30 a.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: Tina Nunez, Vice President of Ambulatory Care and Administrative Services; Chris Henry, Vice President and Chief Financial Officer; Walter Choto, Chief, Ambulatory Care Services; Paul Kozachenko, Attorney; Sri Boddu, AVS; and Vanessa Terrasas, Recording Secretary.

Ms. Nunez informed the group that minor edits need to be made to the minutes of the meeting of September 2, 2021 including adding her as present. A motion was made by Director Blowers, seconded by Director Chan to approve the minutes of the meeting of September 2, 2021, noting the edits. The motion was carried by the following vote:

*APPROVAL OF  
MINUTES OF  
September 2, 2021*

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

Noes: None

Absent: None

Abstain: None

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

*COMMUNICATIONS*

Ms. Hartz discussed the online portal that is now setup for the DEVCO Board members to access board meeting packets and documents through an electronic portal to the Washington Hospital network. The purpose of this portal is to enable timely and easy access to board meeting packets and documents. Ms. Hartz understands there may be challenges with accessing and/or printing documents as this is a new process however, she assured the group that large packets will continue to be sent via courier and members can receive a paper packet by regular mail if they prefer.

*PRESIDENT & CHIEF  
EXECUTIVE OFFICER  
REPORT*

Ms. Hartz provided a COVID-19 update, commenting the number of COVID-19 positive inpatients has plateaued and the spike that was seen a month ago has started to level off. Ms. Hartz stated the focus now is to look at areas of growth in the healthcare system for future success. She noted we are working to get staff fully vaccinated as required by the vaccination mandate issued by the California Department of Public Health (CDPH), requiring all healthcare workers to be fully vaccinated against COVID-19 by September 30<sup>th</sup>. All healthcare workers who are not vaccinated, will need to sign a declination for

Washington Township Hospital Development Corporation  
September 22, 2021  
Page 2

religious or medical reasons and will be routinely tested for COVID-19. There are less than forty staff that have yet to be vaccinated or sign a declination. Staff who are out of compliance will be placed on administrative leave as of September 30<sup>th</sup>.

*CONT'D PRESIDENT &  
CHIEF EXECUTIVE  
OFFICER  
REPORT*

Ms. Hartz also provided an update on the COVID-19 vaccination booster stating we are waiting for the FDA recommendation of eligibility for individuals who received their second dose 6-8 months ago. The FDA does recommend anyone 65 and older, at high risk medically or who is immunocompromised, to get their third Pfizer dose. Ms. Hartz informed the Board members that our vaccination clinic will be ready for staff and the community when the time comes to administer a third dose. She stated we are currently working with the Newark Unified School District to offer testing at test sites for students and family who have been exposed to COVID-19. Additionally, we are working on rolling out the high dose flu shot to anyone 65 and older. DEVCO Board members who would like to schedule their flu shot can contact either Ms. Nunez or Ms. Terrasas.

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.

*ACTION ITEM:  
DEVCO/Physicians  
Additional WOSC  
Membership Interest  
Purchase*

A motion was made by Director Chan to authorize the Chief Executive Officer to enter into the necessary contracts to proceed with the purchase of the thirty-eight additional shares for an amount not to exceed of \$500,080. On a second from Director Blowers, the motion was carried with the following vote:

Ayes: Directors Chan, Blowers, Garcia, Querner and Sah  
Noes: None  
Absent: None  
Abstain: None

There being no further business, the meeting adjourned at 7:53 a.m. The next meeting is currently scheduled for November 15, 2021 at 7:30 a.m.

*ADJOURNMENT*

DocuSigned by:  
*Benn Sah, M.D.*  
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Benn Sah, M.D.  
Chair

DocuSigned by:  
*Steven Chan, D.D.S.*  
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Steven Chan, D.D.S.  
Secretary

