A meeting of the Board of Directors of the Washington Township Health Care District was held on Wednesday, December 10, 2014 in the Conrad E. Anderson, MD Auditorium, 2500 Mowry Avenue, Fremont, California. Director Stewart called the meeting to order at 6:01 p.m. and led those present in the Pledge of Allegiance.

CALL TO ORDER

Roll call was taken. Directors present: Bernard Stewart, DDS, William Nicholson, MD, Patricia Danielson, RHIT, Jacob Eapen, MD; Michael Wallace

ROLL CALL

Also present: Nancy Farber, Chief Executive Officer, Peter Lunny, Chief of Medical Staff, Gail Tomita, Service League President, Christine Nguyen-Flores, Senior Executive Assistant

Guests: Kimberly Hartz, Ed Fayen, Chris Henry, Bryant Welch, Stephanie Williams, Tina Nunez, Kristin Ferguson, Larry Bowen, Cindy Noonan, Angus Cochran, Bryant Welch, Mary Bowron, Albert Brooks, MD, Bill Emberley

Director Nicholson read Resolution No. 1150, Resolution and Order of the Board of Directors of Washington Township Health Care District acknowledging the appointment of Bernard L. Stewart, Jacob Eapen, and Michael J. Wallace as Directors of the Board of Directors of Washington Township Health Care District.

APPROVAL OF RESOLUTION NO. 1150, CERTIFICATE OF NOVEMBER 4, 2014 GENERAL ELECTION, BOARD OF DIRECTORS

Director Wallace seconded the motion.

Roll call was taken:

Bernard Stewart, DDS – aye Michael Wallace – aye William Nicholson, MD – aye Patricia Danielson, RHIT – aye Jacob Eapen, MD - aye

The Oath of Office was administered to Directors Bernard L. Stewart, Michael J. Wallace, and Jacob Eapen by the Honorable Ron Sabraw.

OATH OF OFFICE: DIRECTORS STEWART, WALLACE, AND EAPEN

Director Stewart stated each December Board officers were elected. Director Wallace moved for the following slate of Board officers for the calendar year 2015:

ELECTION OF OFFICERS

President: Patricia Danielson
First Vice President: Michael Wallace
Second Vice President: William Nicholson
Treasurer: Jacob Eapen
Secretary: Bernard Stewart

Director Nicholson seconded the motion. Roll call was taken:

> Bernard Stewart, DDS – aye Michael Wallace – aye William Nicholson, MD – aye Patricia Danielson, RHIT – aye Jacob Eapen, MD - aye

The motion unanimously carried. Director Danielson assumed the Chair as President of the Board for 2015.

Ms. Farber introduced Kristin Ferguson, Chief of Compliance. Ms. Ferguson presented the AB 1234 Ethics Training and spoke about the Code of Professional Conduct, Web-based training, and on-going discussion. Ms. Ferguson went on to discuss the Basic Ethical Principles for Public Service Officials and Public Service Ethics Law. Ms. Ferguson reported on the four categories of Ethics Law which include: laws related to personal gain, laws related to personal advantages and "perks", government transparency laws, and laws related to fair processes as well as discussing the different types of gains, advantages, perks, and laws that pertain to each category. Ethics training is an on-going process; public officials are stewards of the public's trust and earning and holding that trust is based on attention to ethical principles and public service ethics laws.

EDUCATION SESSION: AB 1234 Ethics Training

Director Nicholson moved for approval of the minutes of November 12, 17, and 24, 2014.

APPROVAL OF MINUTES OF NOVEMBER 12, 17, AND 24, 2014.

Director Stewart seconded the motion. Roll call was taken:

Patricia Danielson, RHIT – aye Michael Wallace - aye William Nicholson, MD - aye Bernard Stewart, DDS - aye Jacob Eapen, MD - aye

The motion unanimously carried.

Before the floor was open to oral communication from the public, Director Danielson presented a statement in regards to concerns of premium pay and the Chief Executive Officer's compensation; Ms. Farber also presented a statement in regards to the current CNA negotiations of twelve hour shifts for nurses.

COMMUNICATIONS ORAL

Director opened the floor to oral communications from the public.

Husain Sarhang was invited to address the Board. Mr. Sarhang addressed the Board regarding the parking lot and parking spaces. Stephanie Howell was invited to address the Board. Ms. Howell addressed the Board regarding twelve hour shifts for nurses.

The following written communication was received from Peter Lunny, M.D., Chief of Staff, dated November 24, 2014 requesting approval of Medical Staff Credentialing Action Items as follows:

COMMUNICATIONS WRITTEN

Appointments:

Karamloo, Sara, DPM; Lam, Manual, MD; Swan, Megan, MD

Reappointments:

Adie, Elizabeth, MD; Chari, Sumitra, MD; Dearborn, John Thomas, MD; Do, Hanh-Nguyen, MD; Kamboj, Vineet, DPM; Lin, Roy, MD; Lyell, Deirdre Judith, MD; Maxwell, Andrew J, MD; Mehigan, John Thomas, MD; Mitarai, Tsuyoshi, MD; Peela, Bhaskari, MD; Saxena, Gunjan K, MD; Sharma, Ranjana, MD; Skolnik, Christine L, RNFA; Taylor, Daniel L, MD; Veerappan, Annamalai, MD; Vo, Phuong Thao, MD

Transfer in Staff Category:

Carmel, Jeffrey, MD; Zandi, Iraj, MD

Completion of Proctoring & Advancement in Staff Category:

Eftimie, Bogdan, MD; Long, Richard, MD; Tylor, Dale, MD; Yasar, Sharif, MD

Completion of Proctoring prior to Eligibility for Advancement in Staff Category:

Armstrong, Sherry, CCP; Husain, Lubna, MD; Martinez, Dennis, MD; Sud, Sohil, MD: Wong, Francis, DO

Resignations:

French, Andrea, MD; Liao, Yungting, MD; Maestretti, Randy, PA-C; Mandiberg, Robert, MD

Director Nicholson moved for approval of the credentialing action items.

Director Stewart seconded the motion.

Roll call was taken:

Patricia Danielson, RHIT – aye Michael Wallace - aye William Nicholson, MD - ave Bernard Stewart, DDS - aye Jacob Eapen, MD - aye

The motion unanimously carried.

Gail Tomita, Service League President presented the Service League Report. Ms. Tomita shared that the Gift shop elves decorated 11 Christmas trees that were offered in a drawing during the Jewelry sale in the lobby of Washington West. Ms. Tomita also noted that despite the inclement weather, the \$5 Jewelry sale was another huge success. All of the money earned will be donated to the hospital in the annual donation.

SERVICE LEAGUE REPORT

Dr. Lunny reported there are 557 Medical Staff members.

MEDICAL STAFF REPORT

The Hospital Calendar video highlighted the following events:

Throughout November and December Lucy Hernandez, Community Outreach Coordinator, presented 21 hand hygiene classes for students at Blacow Elementary,

Chadbourne Elementary, Durham Elementary, Forest Park Elementary, and Glankler Elementary Schools all located in Fremont; 464 students attended.

November 12th, Washington Hospital hosted a Rose Garden Remembrance event. This event provided an opportunity for the Hospital community to remember Employees, physicians, volunteers and board members who have passed away while serving Washington Hospital. Dr. Edward Whalen and volunteers Bernadine Goularte and Geri Kimble were remembered during this event. Michelle Hedding, SpiritualCare Nurse, provide nondenominational reflections.

HOSPITAL CALENDAR: Community Outreach

November 14th, Dr. Alexander Sah, orthopedic surgeon, presented on "Treatments for Hip Pain"; 23 people attended.

November 14th, Washington Hospital nurses and staff from Respiratory Care hosted a health fair at Kitayama Elementary School in Union City. Staff provided information on asthma, hand hygiene and offered blood pressure screenings; 76 people were screened and 150 people attended the event.

November 15th, Washington Hospital hosted the 6th annual Diabetes Awareness Health Fair. The event featured a health fair and presentations on complications of diabetes, insulin, and carbohydrates and diabetics. Presenters included Dr. Prasad Katta, endocrinologist, Dr. Archana Bindra, endocrinologist, and Anna Mazzei, Registered Dietitian; 49 people attended.

November 18th, Dr. Gabriel Herscu, vascular surgeon, presented on "Varicose Veins"; 19 people attended.

November 20th, Dr. Albert Brooks, Chief of Medical Services, provided a birthing simulation for the students in Medical Explorers post 539. The overall purpose of Medical Explorers is to provide worksite-based experiences for students ages 15 through 20 to help them pursue their interests in healthcare. The program has two components which include scheduled monthly informational meetings and clinical rotations.

December 4th, as part of the Diabetes Matters program, Lorie Roffelsen, Registered Dietitian, presented "Healthy Eating During the Holidays"; 10 people attended.

December 4th, Michelle Hedding, Spiritual Care Coordinator presented to the Tri-City Interfaith Council on Advanced Health Care Directives, POLST Forms and end of life issues related to hospice and palliative care; 25 people attended.

Upcoming Health Promotions & Community Outreach Events

Tuesday, January 6th from 6:00 to 8:00 p.m., as part of the Stroke Education Series, Dr. Ash Jain, cardiologist and Doug Van Houten, R.N., will be presenting "Stroke Prevention and Other Disease Processes" and "Healthy Lifestyle - Be Smart and Avoid Stroke"

Thursday, January 8th from 7 to 8 p.m., as part of the Diabetes Matters Series, Dr.Sarbjit Hundal, ophthalmologist, will be presenting, "Diabetes & Your Eyes: Prevention and Treatment of Complications."

Monday, January 19th from 7 to 8:30 p.m., Dr. Victoria Leiphart will be presenting, "Restoring Balance", a four-week stress reduction program.

Friday, January 23rd Lincoln Elementary School in Newark will hold a health fair for students, teachers and parents. Washington Hospital Staff will host a booth to provide health information and blood pressure screenings.

Washington Hospital Healthcare Foundation Report

Washington Hospital Healthcare Foundation rang in the holiday season in early December with the Trees of Angels celebration, which raises funds for hospice care in the Washington Township Healthcare District. The festivities began on December 1, when the Foundation partnered with the City of Newark to light the holiday tree at Newark City Hall.

On Wednesday, December 3, Carol Dutra Vernaci threw the switch to light the holiday tree at the Nakamura Clinic in Union City. Held in conjunction with the Union City Chamber of Commerce's annual holiday mixer, this tree lighting attracted 80 attendees. The James Logan Jazz Singers serenaded the crowd.

The Foundation hosted the annual Children's Holiday Breakfast on Saturday, December 6, catered by Bernardin Family McDonald's. The 375 attendees at this event enjoyed a magic show performed by Ronald McDonald.

On December 8th, Fremont Mayor Bill Harrison lit the angel tree at the Bernardin Family McDonald's Restaurant at the corner of I-680 and Mission Boulevard. 120 district residents joined the Foundation for the occasion and were treated to seasonal music sung by the "What the Dickens!" chorus.

The final tree lighting will take place on Thursday December 11th. The event will kick off with a High School Choral Competition which will begin at 5:30pm in the Anderson Auditorium inside Washington West. The Tree Lighting will take place in the Washington West Lobby immediately after the Choral Competition.

Washington Hospital Healthcare Board of Directors' Report

Washington Township Healthcare District Board Members attended the Bay Area Women Against Rape (BAWAR) Grand opening on December 3rd. their new 2nd location at Washington East, 1900 Mowry Avenue in Fremont, will allow greater access for those that live in southern Alameda County. Board members also attended the Newark chamber of Commerce's Annual Holiday Luncheon on December 4th.

Washington Hospital Employee Association, W.H.E.A.

WHEA participated in the Annual Drive for Warmth, for the Tri City Volunteers to distribute to those in need. Five barrels of coats, jackets, gloves, scarves and blankets were donated by Hospital staff and volunteers. During the month of November, WHEA sold 326 certificates for See's Candy at a discounted rate to employees and volunteers.

Washington On Wheels Mobile Health Clinic, W.O.W.

During the month of November the Washington On Wheels Mobile Health Clinic (W.O.W.) continued to serve community members at the Fremont Family Resource Center the Ruggeri Senior Center in Union City and Brier Elementary School in Fremont. W.O.W. also provided occupational health services, including influenza vaccines to employees of Fremont Bank. 238 community members received healthcare at the Washington on Wheels clinic and 195 members received occupational health services.

HOSPITAL CALENDAR: Washington Hospital Foundation Report

HOSPITAL CALENDAR: Board of Directors' Report

HOSPITAL CALENDAR: Washington Hospital Employee Association, W.H.E.A.

HOSPITAL CALENDAR: Washington On Wheels Mobile Health Van

Internet Marketing

There were over 43,191 visits to the hospital website in the month of November. The hospital's Physician Finder section was the most viewed webpage with 12,805 page views, followed by the Employment section with 8,364 page views and About WHHS for 6,830 page views. The Volunteers section had 6,710 views and the Women's Health and Pregnancy with 2,111.

HOSPITAL CALENDAR: Internet Report

InHealth - Channel 78

During the month of November, Washington Hospital's cable channel 78, InHealth, captured new programming including a Diabetes Matters presentation called "Sweet or Sour? The Scoop on Sugar Substitutes" and two Health and Wellness seminars called "Treatments for Hip Pain" and "Varicose Veins." InHealth aired new programing including a Diabetes Matters Presentation "What to Expect When Hospitalized with Diabetes" and a Health and Wellness seminar called "Treatment Options for Sleep Apnea" as well as the November Board of Director's Meeting.

HOSPITAL CALENDAR:
InHealth

Additional Events

On November 20, Washington Hospital participated in the California Department of Public Health statewide disaster drill to test the Hospital's ability to effectively receive, isolate and stabilize a patient suspected of having Ebola and work with county and state agencies. Specifically, Hospital staff focused on testing communications, including public information and warning; command center management; dealing with a medical surge; and public health epidemiological surveillance. The drill lasted from 8 am to noon and included staff from all areas of the Hospital.

HOSPITAL CALENDAR: Additional Events

On December 5th, students from Fremont Christian School's ARK American Cancer Society club, delivered Christmas cards for patients undergoing cancer treatment. ARK stands for Acts of Random Kindness. They are a service club who perform charitable service for cancer patients.

Employee of the Month

Ruben Sanchez has been a dedicated Environmental Services team member since August 2011, confidently working a variety of area assignments, tasks and shifts including EVS Lead. Prior to joining EVS he was a security officer appointed here on the WHHS campus for 2 years. Ruben has been described by his co-workers as an employee who has energized the team, enhanced moral and has always supported the department and Hospital as a whole. While away from the job, Ruben is also very energetic and enthusiastic between several other activities including: fitness training, boating, snowboarding, automotive repair, fishing and relaxing with his wife, family and friends.

HOSPITAL CALENDAR: Employee of the Month – Ruben Sanchez

Ms. Farber introduced Ed Fayen, Senior Associate Administrator. Mr. Fayen presented a construction update regarding the parking garage; currently in the process of removing parking lot lights as well as the start of removing asphalt and concrete in preparation for start of construction. Mr. Fayen went on to report on

CONSTRUCTION REPORT Construction Update

the Hyman Pavilion, noting the contractors and subcontractors for the shoring and concrete work has been awarded; they are now going through the process of their submittals through OSHPD. Mr. Fayen noted we are continuing bidding and prequalification of all the other major sub-contractors.

Mary Bowron, Senior Director of Quality and Resource Management presented the Quarterly Dashboard - Quarter ending September 2014. Ms. Bowron reviewed the Core Measure Compliance that included acute myocardial infarction, heart failure, pneumonia, surgical care improvement project and hospital outpatient surgery. Ms. Bowron continued by discussing the infection prevention indicators, Central line associated bloodstream infections (CLABSI), surgical site infections, Cdifficile, catheter associated urinary tract infections (CAUTI) hospital acquired MRSA Bloodstream Infections, and hospital acquired VRE infections. Ms. Bowron went on to discuss the nurse sensitive indicators which the pressure ulcer prevalence and moderate + injury falls. Ms. Bowron also discussed the Joint Commission National Patient Safety Goals which include hand off communication, patient identification, procedure time out and hand hygiene. Ms. Bowron continued the presentation by reporting on Readmission rates for Medicare pneumonia, Medicare heart failure and Medicare AMI readmissions.

QUALITY REPORT Quality Dashboard – Quarter Ending September 2014.

Chris Henry, Chief Financial Officer, presented the Finance Report for October 2014. The average daily census was 151.5 with admissions of 997 resulting in 4,697 patient days. Outpatient observation equivalent days were 289. The average length of stay was 4.82 days. The case mix index was 1.404. Deliveries were 170. Surgical cases were 368. Joint Replacement cases were 117. Neurosurgical cases were 34. Cardiac Surgical cases were 16. The Outpatient visits were 7,910 and Emergency visits were 4,416. Total productive FTEs were 1,179.5. FTEs per adjusted occupied bed were 6.32.

FINANCE REPORT

Ms. Farber presented the Hospital Operations Report for November. There were 952 patient admissions with an average daily census of 151. This was lower than the budget of 952 admissions and 2.6% below the budgeted average daily census of 155. Preliminary information indicated inpatient revenue for the month of November at approximately \$111,100,000; 55.1% was Medicare and 21.4% was Medi-Cal, for a total of 76.5% in government program revenue. There were 149 deliveries in the Hospital resulting in 325 baby days. There were 325 surgical cases at the Hospital and 590 cases at the Outpatient Surgery Center. The Emergency Room saw 4,175 patients. The clinics saw approximately 3,300 patients. FTEs per Adjusted Occupied Bed were 6.30.

HOSPITAL OPERATIONS REPORT

Director Nicholson moved for the adoption of Resolution No. 1151. This is a Memorandum of Understanding between Nancy Farber, Chief Executive Officer, authorized representative of Washington Hospital, and the United Healthcare Workers West, Local 250, SEIU/UHW, a recognized majority representative under the terms of Board Resolution 331A, effective December 10, 2014.

APPROVAL OF
RESOLUTION NO. 1151,
MEMORADUM OF
UNDERSTANDING
BETWEEN WASHINGTON
HOSPITAL AND THE
UNITED HEALTHCARE
WORKERS WEST, LOCAL
250, SEIU/UHW

Director Wallace seconded the motion. Roll call was taken:

Patricia Danielson, RHIT – aye Michael Wallace - aye William Nicholson, MD - aye Bernard Stewart, DDS - aye Jacob Eapen, MD - aye

The motion unanimously carried.

In accordance with District Law, Policies, and Procedures, Director Nicholson moved the Chief Executive Officer be authorized to enter into the necessary contracts and proceed with the purchase of the Epic Perpetual software licenses, for a total amount not to exceed \$1,238,050.00.

APPROVAL OF EPIC PERPETUAL LICENSE CONVERSION FEE

Director Wallace seconded the motion.

Roll call was taken:

Patricia Danielson, RHIT – aye Michael Wallace - aye William Nicholson, MD - aye Bernard Stewart, DDS - aye Jacob Eapen, MD - aye

The motion unanimously carried.

In accordance with District Law, Policies, and Procedures, Director Nicholson moved the Chief Executive Officer be authorized to enter into the necessary contracts and proceed with the purchase of the Dragon Medical 360 Network Edition Speech Recognition software and implementation services, for a total amount not to exceed \$97,162.00.

APPROVAL OF DRAGON MEDICAL 360 NETWORK EDITION SPEECH RECOGNITION IMPLEMENTATION

Director Wallace seconded the motion.

Roll call was taken:

Patricia Danielson, RHIT – aye Michael Wallace - aye William Nicholson, MD - aye Bernard Stewart, DDS - aye Jacob Eapen, MD - aye

The motion unanimously carried.

In accordance with District Law, Policies and Procedures, Director Nicholson moved the Chief Executive Officer be authorized to enter into the necessary contracts and proceed with the purchase of the hardware, software and implementation services for a total amount not to exceed \$323,224.00 to include:

APPROVAL OF APPLICATION UPGRADES

- Epiphany Electro Cardiography Management
- FormFast On-Demand Forms Printing
- Stix Employee Health Management
- PACS Cubes Imaging Distribution System
- CBORD Patient Nutrition Services System
- Xcelera Cardiovascular Image Management System

Director Wallace seconded the motion.

Roll call was taken:

Patricia Danielson, RHIT – aye Michael Wallace - aye William Nicholson, MD - aye Bernard Stewart, DDS - aye Jacob Eapen, MD - aye

The motion unanimously carried.

In accordance with Health & Safety Code Sections 1461, 1462, and 32106 and Government Code Section 54954.6(h). Director Danielson adjourned the meeting to closed section at 7:56p.m. as the discussion pertained to Hospital trade secrets, human resources matters and risk management.

ADJOURN TO CLOSED SESSION

Director Danielson reconvened the meeting to open session at 8:50p.m. and reported no action was taken in closed session.

RECONVENE TO OPEN SESSION & REPORT ON CLOSED SESSION

There being no further business, Director Stewart adjourned the meeting at

8:51p.m.

Patricia Danielson, RHIT

President

Bernard Stewart, D

Secretary

ADJOURNMENT