

The annual meeting of the Board of Directors of the Washington Township Hospital Development Corporation was held on February 11, 2013 in the Board Room of Washington Hospital, 2000 Mowry Avenue, Fremont, California. Chairman Sah called the meeting to order at 7:34 am.

*CALL  
TO  
ORDER*

Present: Russ Blowers, Shirley Buschke, Miro Garcia, James Stone, Benn Sah, M.D.

*ROLL  
CALL*

Absent: Nancy Farber, Chief Executive Officer

Also present: Kimberly Hartz, Associate Administrator; Chris Henry, Associate Administrator/CFO; Michael Engle, Sr. Director Ambulatory Care Services, Gary Charland, Executive Director & Chief of Physician Relations, Vanessa Terrasas, Recording Secretary, Sally Morgan, community member

A motion was made by Director Blowers, seconded by Director Stone to approve the minutes of the meeting of November 19, 2012. The motion was carried by the following vote:

*APPROVAL OF  
MINUTES OF  
NOVEMBER 19, 2012*

Ayes: Directors Blowers, Buschke, Garcia, Sah and Stone  
Noes: None  
Abstain: None  
Absent: None

A motion was made by Director Stone, seconded by Director Garcia to elect Benn Sah, M.D. as Chair and carried with the following votes:

*ELECTION OF  
OFFICERS*

Ayes: Directors Blowers, Buschke, Garcia, Sah and Stone  
Noes: None  
Abstain: None  
Absent: None

A motion was made by Director Blowers, seconded by Director Garcia, to elect Shirley Buschke as Secretary and carried with the following votes:

Ayes: Directors Blowers, Buschke, Garcia, Sah and Stone  
Noes: None  
Abstain: None  
Absent: None

A motion was made by Chairman Sah, seconded by Director Buschke, to elect James Stone as Treasurer and carried with the following votes:

Ayes: Directors Blowers, Buschke, Garcia, Sah and Stone  
Noes: None  
Abstain: None  
Absent: None

No oral or written communications were received.

*COMMUNICATIONS*

Ms. Hartz provided the President and Chief Executive Officer Report on behalf of Ms. Farber who was not present.

*PRESIDENT & CHIEF  
EXECUTIVE OFFICER  
REPORT*

Ms. Hartz reported construction of the Radiology and Cath Labs is underway and creating some noise at the Hospital. Once completed, there will be a total of 4 Cath Labs including a biplane lab which will be used by Neurosurgeons, Radiologists and Cardiologists. The majority of the construction that has noise associated with it is scheduled to be completed in the next few weeks. Ms. Hartz also noted the Outpatient Lab relocated from the Hospital to the 2500 Washington West building on the first floor.

Ms. Hartz reported the Emergency Room modular building is scheduled to open in a few weeks pending the State's approval. The modular building will consist of a new ER entrance and have additional space that will be used for patient triage. The number of emergency room visits was approximately 52,000 in 2012. The modular building is only an interim solution until the new emergency room can be built that will be funded by the recent approval of Measure Z. It is undecided how the current emergency room will be utilized once the new Morris Hyman Critical Care Pavilion is built.

Ms. Hartz announced that EPIC practice management went live November 1, 2012. The Ambulatory EPIC pilot, the Warm Springs Clinic, was implemented successfully in December of 2012 and some of the WTMF sites went live recently in Phase 1. The rest of the WTMF and DEVCO sites will be rolled out in phases over the next few months. Ms. Hartz noted there were some challenges with work flow although overall the system was well received. The Hospital rollout is scheduled for July 1, 2013.

Ms. Hartz advised that Washington Hospital is talking with lobbyists at both the State and Federal levels related to the Affordable Care Act and the impact it will have on healthcare reimbursement.

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 7:43 a.m.

*ADJOURN TO CLOSED  
SESSION*

Chairman Sah adjourned the meeting to open session at 8:48 a.m. He reported that no action was taken in closed session.

*ADJOURN TO OPEN  
SESSION*

Director Stone moved to accept the build of a demising wall between the Washington Outpatient Surgery Center and Sleep Center not to exceed \$178,000.00. On a second from Director Blowers, the motion was carried with the following vote:

*WASHINGTON  
OUTPATIENT SURGERY  
CENTER/SLEEP CENTER  
DEMISING WALL*

Ayes: Directors Blowers, Buschke, Garcia, Sah and Stone

Noes: None

Abstain: None

Absent: None

*WASHINGTON  
TOWNSHIP MEDICAL  
FOUNDATION BUDGET  
FY 2012 - 2013*

Director Buschke moved to approve the FY 2012-2013 Washington Township Medical Foundation Budget Estimate. Gary Charland, Executive Director of WTMF, reported that WTMF grew by 10 physicians and 1 nurse practitioner in fiscal year 2011/2012. WTMF consists of 76 physicians, nurse practitioners and physician assistants. Recruitment to continue in primary care, geriatrics medicine, ENT and OB Hospitalists. Patient visits are expected to grow from 139,925 in fiscal year 2011/2012 to 152,608 in fiscal year 2012/2013. Operating loss is expected to decrease by \$5,519,134 to \$14,468,336 in fiscal year 2012/2013 from \$19,987,470 in fiscal year 2011/2012. On a second from Director Garcia the motion was carried with the following vote:

Ayes: Directors Blowers, Buschke, Garcia, Sah and Stone

Noes: None

Abstain: None

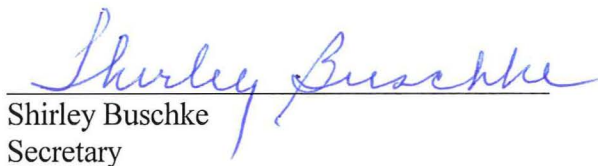
Absent: Director Garcia

There being no further business, the meeting adjourned at 8:58 a.m. The next *ADJOURNMENT* meeting is currently scheduled for Monday, May 13, 2013 at 7:30 am.

Respectfully submitted,



Benn Sah, M.D.  
Chairman



Shirley Buschke  
Secretary