

The meeting of the Board of Directors of the Washington Township Hospital Development Corporation was held on February 13, 2017 in the Board Room of Washington Hospital, 2000 Mowry Avenue, Fremont, California. Chairman Sah called the meeting to order at 7:30 am. *CALL TO ORDER*

Present: Russ Blowers, Shirley Buschke, Miro Garcia, Gloria Villasana Fuerniss, Benn Sah, M.D. *ROLL CALL*

Absent: Nancy Farber, Chief Executive Officer

Also present: Kimberly Hartz, Sr. Associate Administrator, Ambulatory Care Services; Tina Nunez, Associate Administrator, Ambulatory Care Services; Chris Henry, Sr. Associate Administrator/CFO; Michael Engle, Sr. Director Ambulatory Care Services; Terry Rivera, Senior Executive Assistant; Donald Pipkin, Chief, Strategic Management; Kristin Ferguson, Chief of Compliance

Guest: Nick Warner, Wells Fargo

A motion was made by Director Blowers, seconded by Director Garcia to approve the minutes of the meeting of November 14, 2016. The motion was carried by the following vote: *APPROVAL OF MINUTES OF November 14, 2016*

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

Noes: None

Abstain: None

Absent: None

At its January 25, 2017 meeting, the District Board of Directors voted to reappoint the Washington Township Hospital Development Corporation Board members. A motion was made by Director Buschke, seconded by all members, to reelect the officers for 2017 as follows: *ELECTION OF OFFICERS 2017*

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

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

Noes: None

Abstain: None

Absent: None

Kristin Ferguson, Chief of Compliance at Washington Hospital, provided ethics training to the Board. Ms. Ferguson advised the Board members they are required to also complete a minimum of two hours of ethics training online every two years. Once completed, members should print the certificate, keep a copy and provide the original to Ms. Farber's office. *AB 1234 ETHICS TRAINING*

Ethics training is required of local public officials including members of the legislative body of a local public agency, whether elected or appointed, who receive any type of compensation, salary or stipend, or reimbursement of expenses, and those employees designated by the agency to receive the training.

Ms. Ferguson emphasized the importance of disqualifying oneself to avoid conflicts of interest or nepotism. Ms. Hartz noted that Ms. Ferguson and Paul Kozachenko, hospital legal counsel, are available to the Board members to answer any questions or concerns regarding compliance issues.

*AB 1234 ETHICS  
TRAINING CONT'D*

Donald Pipkin, Chief of Strategic Management at Washington Hospital, gave a presentation on Washington Hospital's Strategic Map for 2016-2019. Mr. Pipkin explained the strategic map is a one-page graphic that depicts the key elements of the hospital's 3-year strategy. The map will continue to focus on providing appropriate care in the least costly environment and develop inpatient volume replacement, form strategic alliances to build and strengthen programs and services in the District.

*EDUCATION SESSION  
Strategic Map: 2016-19  
"Medical Center of  
Choice"*

Ms. Hartz noted there was no written communication. She asked if there was any oral communication. Mr. Nick Warner, a guest at the Board meeting, was in attendance and indicated he was interested in the Strategic Map agenda item.

*COMMUNICATIONS*

Ms. Nunez provided an update on the construction of the Morris Hyman Critical Care Pavilion. She noted the project is on time and on budget. Dr. Sah commented he had taken a tour and noted the building was quite large. Ms. Nunez advised she would be happy to arrange a tour for any board member who would like to see the building.

*PRESIDENT & CHIEF  
EXECUTIVE OFFICER  
REPORT*

Ms. Hartz reported the hospital has been experiencing a high census period. There has been an increased number of patients with influenza and respiratory illness. Ms. Hartz noted the surge has not only impacted Washington Hospital, but the California Department of Public Health announced that hospitals have been impacted throughout the State.

Ms. Hartz reported The Joint Commission is expected any time now through August. An unannounced mock survey was recently conducted in January by a consultant as part of the hospital's preparation and staff is working on recommendations from the mock survey.

Ms. Hartz reported the UCSF-Washington Cancer Center opened in January. The Center is led by two new physicians, Dr. Bogdan Eftimie and Dr. David Lee, previously with Palo Alto Medical Foundation. They are continuing work to develop a strong program and will oversee the future expansion of services provided locally. The clinic is located in the Washington West building, suite 227. Ms. Hartz mentioned that Dr. Sharma's practice that previously occupied the suite was acquired by Stanford.

Mr. Henry reported that following discussions to explore the possibility of acquiring the Fremont Office building, it was determined this was a good strategic opportunity. The property was purchased by the hospital in January. There are

two office buildings on the property. This is an 8.5-acre property directly adjacent to the Hospital's campus on Bart Way. The purchased property offers Washington Hospital a unique opportunity for expansion, future flexibility and is convenient to BART. It will also allow for consolidation and centralization of services around the main Hospital campus. Mr. Henry noted the property is fully leased and will be a source of income with significant savings through the reduced need to lease space in other locations.

*PRESIDENT & CHIEF  
EXECUTIVE OFFICER  
REPORT CONT'D*

Mr. Engle reported that Washington Urgent Care will be moving to the first floor of the Washington West building in the space that is currently occupied by the Community Health Resource Library. Although the library will be closing, services for literature searches and online resources will continue to be available to the hospital. The project completion is anticipated to be eleven months out. The planning will take about five months, and the construction will take approximately six months.

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 a closed session at 8:26 a.m.

*ADJOURN TO  
CLOSED SESSION*

Chairman Sah adjourned the meeting to open session at 8:41 a.m. He reported that no action was taken in closed session.

*ADJOURN TO OPEN  
SESSION*

The existing parking lot located at 38719 Stivers Street is in extreme disrepair with potholes and broken concrete curbs. A motion was made by Director Buschke, seconded by Director Blowers, to accept the repaving of the parking lot and replacement of curbs, for a total amount not to exceed \$29,000. The motion was carried with the following votes:

*ACTION ITEM –  
Repaving of the parking  
lot and replacement of  
curbs located at 38719  
Stivers Street*

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

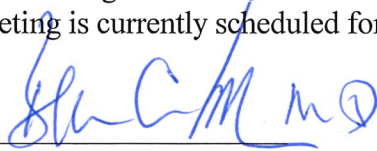
Noes: None

Abstain: None

Absent: None

There being no further business, the meeting adjourned at 8:43 a.m. The next meeting is currently scheduled for May 8, 2017 at 7:30a.m.

*ADJOURNMENT*



Benn Sah, M.D.  
Chair



Russ Blowers  
Secretary