

A meeting of the Board of Directors of the Washington Township Health Care District was held on Wednesday, December 9, 2020 via Zoom in order to comply with California Governor Gavin Newsom’s and Alameda County’s mandatory orders as revised on November 17, 2020 to slow the spread of COVID-19 and to maintain restrictions on movement and public gathering. Director Wallace called the meeting to order at 6:03 pm and led those in attendance of the meeting in the Pledge of Allegiance.

*CALL TO ORDER*

*PLEDGE OF ALLEGIANCE*

Roll call was taken: Directors present: Michael Wallace; William Nicholson, MD; Jeannie Yee; Jacob Eapen, MD; Bernard Stewart, DDS  
Absent:

*ROLL CALL*

Also present: Kimberly Hartz, Chief Executive Officer; Dee Antonio, District Clerk

Guests: Ed Fayen, Chris Henry, Tina Nunez, Stephanie Williams, Paul Kozachenko, Prasad Kilaru MD, Mary Bowron, John Lee, Angus Cochran, Dr. Jeff Stuart, Kristin Ferguson, Nick Legge, Carmen Agcaoili MD, Erica Luna, Gisela Hernandez, Sri Boddu, and Service League members: Debbie Jackson, Anne Steeley, Ruth McGautha, Sandy Kimball, Sheela Vijay, Fran Stone, Carolyn Fiori, Nidia Javier, and Gail Tomita

Director Wallace welcomed any members of the general public to the meeting. He stated that Governor’s Newsom’s Executive Order N-29-20 explicitly waives The Brown Act provision that requires physical presence of members, the clerk or other personnel of the body, or of the public as a condition of participation in, or quorum for, a public meeting. He noted that Washington Township Health Care District continues to comply with the Brown Act in providing appropriate connection information in order to provide the public the opportunity to participate in the meeting and that Public Notice for this meeting, including connection information, was posted appropriately on our website.

*OPENING REMARKS*

Mr. Wallace announced that this meeting, conducted via Zoom, will be recorded for broadcast at a later date.

When asked if any members of the general public were in attendance and/or interested in speaking, there was no response.

Director Stewart read Resolution No. 1219, Resolution and Order of the Board of Directors of Washington Township Health Care District acknowledging the election of William F. Nicholson and Jeannie Yee as Directors of the Board of Directors of Washington Township Health Care District.

*CONSIDERATION OF RESOLUTION NO. 1219, CERTIFICATE OF NOVEMBER 3, 2020 GENERAL ELECTION, BOARD OF DIRECTORS*

Director Eapen seconded the motion.

Roll call was taken:

- Michael Wallace – aye
- William Nicholson, MD – aye
- Jeannie Yee - aye
- Jacob Eapen, MD - aye
- Bernard Stewart, DDS – aye

The motion unanimously carried.

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The Oath of Office was administered to Directors Jeannie Yee and William F. Nicholson, M.D. by the Honorable Thomas Nixon.

*OATH OF OFFICE:  
DIRECTORS YEE and  
NICHOLSON*

Director Yee read Resolution No. 1220, Resolution and Order of the Board of Directors of Washington Township Health Care District confirming the canvass of votes cast in Washington Township Health Care District General Election and declaration of election returns for Bond Measure XX.

*CONSIDERATION OF  
RESOLUTION NO. 1220  
CONFIRMING CANVASS  
OF VOTES CAST IN  
WASHINGTON  
TOWNSHIP HEALTH  
CARE DISTRICT  
GENERAL ELECTION  
AND DECLARATION OF  
ELECTION RETURNS  
BOND MEASURE XX*

Director Nicholson seconded the motion.

Roll call was taken:

- Michael Wallace – aye
- William Nicholson, MD – aye
- Jeannie Yee - aye
- Jacob Eapen, MD - aye
- Bernard Stewart, DDS – aye

The motion unanimously carried.

Director Yee moved for the following slate of Board officer for the calendar year 2021:

*ELECTION OF  
OFFICERS*

- President: William Nicholson
- First Vice President: Jeannie Yee
- Second Vice President: Barnard Stewart
- Treasurer: Jacob Eapen
- Secretary: Michael Wallace

Director Nicholson seconded the motion.

Roll call was taken:

- William Nicholson, MD – aye
- Jeannie Yee – aye
- Bernard Stewart, DDS – aye
- Jacob Eapen, MD – aye
- Michael Wallace – aye

The motion unanimously carried. Director Nicholson assumed the Chair as President of the Board for 2021 and expressed appreciation to Mr. Wallace for his oversight of a unique (COVID-19 pandemic) and successful (Measure XX Bond Campaign) term.

Director Nicholson presented the Consent Calendar for consideration:

*CONSENT CALENDAR*

- A. Minutes of the Regular Meetings of the District Board: November 11, November 16, and November 23, 2020
- B. Medical Staff Credentialing Action Items
- C. Medical Staff: UCSF Pediatric Hospital Medicine Fellows Proposal

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- D. Medical Staff: Amendments to Standardized Procedure for Rapid Response Team Care Initiated by the Certified Registered Nurse
- E. Medical Staff: New Standardized Procedure for RSTU COVID-19 Nurse Initiated Protocol
- F. Budgeted Capital Request: Two Cardiac Monitors (\$131,945.00)

In accordance with District law, policies, and procedures, Director Yee moved that the Board of Directors approve the Consent Calendar, items A through F.

Director Stewart seconded the motion.

Roll call was taken:

William Nicholson, MD – aye  
Jeannie Yee – aye  
Bernard Stewart, DDS – aye  
Jacob Eapen, MD – aye  
Michael Wallace – aye

The motion unanimously carried.

There were no Oral communications.

*COMMUNICATIONS:  
ORAL*

There were no Written communications.

*COMMUNICATIONS:  
WRITTEN*

Kimberly Hartz, CEO introduced Kristin Ferguson, Chief of Compliance who presented Assembly Bill 1234 on Ethics Training. She spoke about the Code of Professional Conduct and Web-based training. Ms. Ferguson explained the Basic Ethical Principles for Public Service Officials and the four categories of Public Service 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. Public officials are stewards of the public’s trust and it was noted that earning and holding that trust is based on attention to ethical principles and public service ethics laws.

*PRESENTATION:  
AB 1234 ETHICS  
TRAINING*

Director Nicholson talked about the Service League and how much they have been missed in the hospital due to COVID-19 restrictions. He mentioned the online Masquerade Jewelry sale occurring through December 31, 2020.

*SERVICE LEAGUE*

Dr. Prasad Kilaru reported there are 588 Medical Staff members including 349 active members. Dr. Kilaru talked a little about the start of the Cardiothoracic Fellows program and mentioned the Pediatric Hospital Medicine Fellows proposal from UCSF that was approved at this meeting.

*MEDICAL STAFF  
REPORT*

Kimberly Hartz introduced Galen Hamilton, Chief Operating Officer for Washington Township Medical Foundation who reported on the WTMF Patient Experience Improvement Path. He talked about setting their goals, identifying the

*LEAN REPORT:  
IMPROVING PATIENT  
EXPERIENCE*

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key drivers, and the steps they took in the clinic as well as other areas to achieve a level of success.

Kimberly Hartz introduced Dr. Carmen Agcaoili, Medical Director of the Intensivist Program and the Critical Care Units who presented the Annual Intensivist Program Report. The Mission of the program is to provide the highest quality evidence-based care. Dr. Agcaoili talked about the program goals and structure as well as the purpose of the Clinical Operations Committee which meets monthly.

*QUALITY REPORT:  
2020 CRITICAL CARE  
PROGRAM UPDATE*

Dr. Agcaoili reviewed the Admissions noting that the top diagnoses for 2020 were sepsis, cardiac diagnoses, and COVID-19. She talked about the initiatives developed as a response to COVID including various safety protocols. She discussed various strategies developed from evidence-based practice including the decrease in delirium prevalence in the ICU since the opening of the Morris Hyman Critical Care Pavilion.

Dr. Agcaoili reported on outcomes including a shorter Length of Stay, lower mechanical ventilator durations, a higher infection prevention rate than expected (possibly due to COVID patients). CAUTI and CLABSI rates dropped, although CDIFF was higher. It was noted that the critical care mortality rate was below our internal benchmark. Sepsis continues to be the most prevalent diagnosis in critical care. The readmission rate was lower than both national and internal benchmarks.

Patient Experience data was shared and Dr. Agcaoili shared CCU's action plan to increase patient satisfaction going forward. She talked about the various education programs held throughout the year. Going forward, TEAMSTEPP will be implemented for nursing communication and other protocols will be put in place,

Chris Henry, Vice President & Chief Financial Officer introduced Erica Luna, Assistant Chief Financial Officer, who reported on the refinancing of the 2010 bonds. On December 2<sup>nd</sup>, we received a 2.46% interest rate, the lowest interest rate we have received in District history, which equates to a \$1.2M savings per year.

*BOND REFINANCE  
REPORT*

Chris Henry, Vice President & Chief Financial Officer, presented the Finance Report for October 2020. The average daily census was 133.4 with admissions of 732 resulting in 4,135 patient days. Outpatient observation equivalent days were 193. The average length of stay was 5.16 days. The case mix index was 1.578. Deliveries were 115. Surgical cases were 381. Joint Replacement cases were 158. Neurosurgical cases were 28. Cardiac Surgical cases were 13. The Outpatient visits were 7,912; Emergency visits were 3,530; RSTU visits were 1,894. Total productive FTEs were 1,310.8. FTEs per adjusted occupied bed were 6.82.

*FINANCE REPORT*

Kimberly Hartz, Chief Executive Officer, presented the Hospital Operations Report for November 2020. Preliminary information for the month indicated gross revenue at approximately \$104,624,000. The Average Length of Stay was 4.99, which was due in part to the shift in joint surgeries from inpatient to outpatient. The Average Daily Census was 142.3. There were 4,270 patient days. There were 356 Surgical

*HOSPITAL  
OPERATIONS REPORT*

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Cases and 376 Cath Lab procedures at the Hospital. Deliveries were 132. Non-Emergency Outpatient visits were 6,530. Emergency Room visits were 3,361. RSTU visits were 1,889. Total Government Sponsored Preliminary Payor Mix was 72.2%, against the budget of 71.4%. Total FTEs per Adjusted Occupied Bed were 6.64. The Washington Outpatient Surgery Center had 438 cases and the clinics saw approximately 2,571 patients. Going forward, Homeless Patient Total Encounters will be reported out on a quarterly basis.

In accordance with District Policies and Procedures, Director Yee moved that the Board authorize the Chief Executive Officer to proceed with the contracts necessary to complete design services for the Morris Hyman Critical Care Pavilion Infill Project for an amount not to exceed \$6,826,657.00.

*ACTION:  
CONSIDERATION OF  
DESIGN FEES FOR THE  
INFILL PROJECTS FOR  
THE MORRIS HYMAN  
CRITICAL CARE  
PAVILION*

Director Wallace seconded the motion.

Roll call was taken:

- William Nicholson, MD – aye
- Jeannie Yee – aye
- Bernard Stewart, DDS – aye
- Jacob Eapen, MD – aye
- Michael Wallace – aye

The motion unanimously carried.

In accordance with District Policies and Procedures, Director Yee moved that the Board authorize the Chief Executive Officer to proceed with the purchase of a Respiratory Waiting Tent in an amount not to exceed \$71,000.00 plus tax.

*ACTION:  
RESPIRATORY  
WAITING TENT*

Director Wallace seconded the motion.

Roll call was taken:

- Michael Wallace – aye
- William Nicholson, MD – aye
- Jeannie Yee - aye
- Jacob Eapen, MD - aye
- Bernard Stewart, DDS – aye

The motion unanimously carried.

- On December 9<sup>th</sup>, Washington Hospital began a collaboration with Alameda County to offer mobile COVID-19 testing to residents of long-term care facilities, businesses and other congregate settings. Testing is initially scheduled to run through the end of the year.
- Randy Lao, Clinical Pharmacist, is the December Employee of the Month.
- In appreciation to the community for their support of Measure XX, a video of gratitude featuring staff and physicians was shown.

*ANNOUNCEMENTS*

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In accordance with Health & Safety Code Sections 32106 and 32155 and California Government Code 54956.9(d)(2), Director Nicholson adjourned the meeting to closed session at 8:10 p.m., as the discussion pertained to a Report of Medical Staff and Quality Assurance pursuant to Health & Safety Code Section 32155. Director Nicholson stated that the public has a right to know what, if any, reportable action takes place during closed session. Since this is a Teleconference call and we have no way of knowing when the closed session will end, the public was informed they could contact the District Clerk for the Board's report beginning December 10, 2020. He indicated that the minutes of this meeting will reflect any reportable actions.

*ADJOURN TO CLOSED  
SESSION*

Director Nicholson reconvened the meeting to open session at 8:47 p.m. and reported that no reportable action occurred in closed session.

*RECONVENE TO OPEN  
SESSION & REPORT ON  
CLOSED SESSION*

There being no further business, Director Nicholson adjourned the meeting at 8:47 pm.

*ADJOURNMENT*

DocuSigned by:

*William Nicholson*

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William F. Nicholson, M.D.

President

DocuSigned by:

*Michael Wallace*

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Michael J. Wallace

Secretary