

***Washington Township Hospital Development Corporation
April 28, 2023
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The meeting of the Board of Directors of the Washington Township Hospital Development Corporation was held on April 28, 2023, via in-person and Zoom. Director Sah called the meeting to order at 7:34 a.m.

CALL TO ORDER

Directors present: Benn Sah, M.D., Russ Blowers, Pauline Weaver and Steven Chan, D.D.S

ROLL CALL

Directors absent: Sue Querner

Also present: Kimberly Hartz, Chief Executive Officer; Tina Nunez, Vice President, Ambulatory Care and Administrative Services; Tom McDonagh, Vice President and Chief Financial Officer; Walter Choto, Chief, Ambulatory Care Services; Paul Kozachenko, Attorney; and Diana Venegas, Recording Secretary

Guest: Kristin Ferguson, Chief of Compliance

A motion was made by Director Blowers, seconded by Director Chan, to approve the minutes of the meeting of January 30, 2023

***CONSIDERATION
OF MINUTES OF
January 30, 2023***

Roll call was taken:

- Benn Sah, M.D. – aye
- Russ Blowers – aye
- Pauline Weaver – aye
- Steven Chan, D.D.S. – aye
- Sue Querner (absent)

The motion passed.

Ms. Hartz noted that there were no written or oral public communications.

COMMUNICATIONS

Introduction to new Vice President and CFO

***CHIEF EXECUTIVE
OFFICER REPORT***

Ms. Hartz introduced Tom McDonagh, who has assumed the role of Vice President and Chief Financial Officer after Chris Henry's retirement.

COVID Masking Policy Update

Beginning on April 20, 2023, universal masking will no longer be required for all employees, patients and visitors, except at the Radiation Oncology Center and Infusion Center (immunocompromised patients) where universal masking will continue to be required. However, in those areas where universal masking will be optional, WHHS will strongly recommend the continued use of masks. Masks will still be provided at all locations.

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COVID Pre-Procedure Testing Policy Update

Currently, pre-procedure testing is not required for patients of the Washington Outpatient Surgery Center, Peninsula Surgery Center and the Women's Center. In mid-May WHHS will lift the COVID mandate testing further and will consider removing testing completely in the near future.

Visitors' Policy Update

As of April 20, 2023, WHHS will be opening the main lobby area of the Hospital for visitors. WHHS will continue to allow only two visitors at a time to patient rooms. In the future, WHHS will consider opening up the lobby areas to visitors in the Morris Hyman Pavilion.

Trauma Center Update

- Recruiting

The search for a Trauma Medical Director (TMD) is well underway. This physician will be responsible for overseeing the development, coordination, implementation, and evaluation of all trauma center activities. WHHS hopes to have a TMD on board by this fall. WHHS is also recruiting a Trauma Program Director (TPD). This position is for a registered nurse who will work with the TMD, hospital administration, physicians, nurses, and ancillary staff to manage all aspects of trauma care. WHHS is scheduled to fill this position by late summer.

- Training

The Emergency Department has begun sending nurses to specific training courses, and a comprehensive education plan is being developed to ensure that all frontline staff are prepared and equipped to care for trauma patients. The Trauma Medical Staff Development Committee continues its work to ensure that the necessary physician components of a high-quality trauma service will be in place and operational in the coming year.

Joint Commission

Ms. Hartz shared that WHHS is in the window for the Joint Commission unannounced survey.

New Position: Chief of Diversity, Equity and Inclusion

Gisela Hernandez, Director of Community Relations for the past 11 years, has accepted the position as Chief of Diversity, Equity and Inclusion. In this role, Gisela will lead our DEI strategic development work to help us foster a stronger, more

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inclusive culture where our team can reach their full potential, and all patients receive high-quality culturally competent care.

Mr. McDonagh reviewed the DEVCO Financial Report for February 2023.

Director Weaver made a motion to approve Resolution No. 52, relating to the Appointment of Thomas McDonagh, Chief Financial Officer, to the Peninsula Surgery Partnership, LLC (PSP) Board. Director Chan seconded the motion.

Roll call was taken:

- Benn Sah, M.D. – aye
- Steven Chan, D.D.S. – aye
- Russ Blowers – aye
- Pauline Weaver – aye
- Sue Querner (absent)

The motion carried.

Director Weaver made a motion to approve Resolution No. 53, relating to the Appointment of Thomas McDonagh, Chief Financial Officer, to the Washington Outpatient Surgery Center (WOSC) Board. Director Chan seconded the motion.

Roll call was taken:

- Benn Sah, M.D. – aye
- Steven Chan, D.D.S. – aye
- Russ Blowers – aye
- Pauline Weaver – aye
- Sue Querner (absent)

The motion carried.

Director Weaver made a motion to approve Resolution No. 54, relating to the Appointment of Thomas McDonagh, Chief Financial Officer, to the Washington Township Medical Foundation (WTMF) Board. Director Chan seconded the motion.

Roll call was taken:

- Benn Sah, M.D. – aye
- Steven Chan, D.D.S. – aye
- Russ Blowers – aye
- Pauline Weaver – aye
- Sue Querner (absent)

The motion carried.

FINANCIAL REPORT

ACTION ITEM:
Consideration of
Resolution No. 52
Appointment of Thomas
McDonagh, Chief
Financial Officer, to the
Peninsula Surgical
Partnership, LLC (PSP)
Board

ACTION ITEM:
Consideration of
Resolution No. 53
Appointment of Thomas
McDonagh, Chief
Financial Officer to the
Washington Outpatient
Surgery Center (WOSC)
Board

ACTION ITEM:
Consideration of
Resolution No. 54
Appointment of Thomas
McDonagh, Chief
Financial Officer to the
Washington Township
Medical Foundation
(WTMF) Board

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Director Blowers made a motion to approve Resolution No. 55, relating to the removal of Chris Henry and the addition of Thomas McDonagh as an authorized signer. Director Weaver seconded the motion.

***ACTION ITEM:
Consideration of
Resolution No. 55
Corporate Resolution
Fremont Bank
Signature Authority
Change for the
Washington Township
Hospital Development
Corporation***

Roll call was taken:

- Benn Sah, M.D. – aye
- Steven Chan, D.D.S. – aye
- Russ Blowers – aye
- Pauline Weaver - aye
- Sue Querner (absent)

The motion carried.

Paul Kozanchenko presented the End of Public Health Emergency and New Brown Act for Remote Attendees. Director Weaver made a motion to approve Board Policy 0001, relating to the Use of Teleconferencing during Board Meetings. Director Chan seconded the motion.

***ACTION ITEM:
Consideration of Board
Policy 0001
Use of Teleconferencing
during Board Meetings***

Roll call was taken:

- Benn Sah, M.D. – aye
- Steven Chan, D.D.S. – aye
- Russ Blowers – aye
- Pauline Weaver – aye
- Sue Querner (absent)

The motion carried.

Director Weaver made a motion to approve the Approval of Future Board Meetings Revert Back to Live Meetings. Director Chan seconded the motion.

***ACTION ITEM:
Consideration of
Approval of Future
Board Meetings Revert
Back to Live Meetings.***

Roll call was taken:

- Benn Sah, M.D. – aye
- Steven Chan, D.D.S. – aye
- Russ Blowers – aye
- Pauline Weaver – aye
- Sue Querner (absent)

The motion carried.

Director Sah adjourned the meeting to closed session at 8:37am.

***ADJOURN TO
CLOSED SESSION***

Director Sah stated that the public has a right to know what, if any, reportable action takes place during closed session. The public was informed they could contact the Recording Secretary, later in the day, on April 28, 2023 to find out what reportable actions were taken. Director Sah indicated that the minutes of this meeting will

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reflect any reportable actions.

Director Sah reconvened to open session at 9:02 a.m. and reported that the Board approved the Closed Session Minutes of January 30, 2023 by a unanimous vote of all Directors present.

***RECONVENE TO
OPEN SESSION***

- Benn Sah, M.D. – aye
- Russ Blowers – aye
- Pauline Weaver. – aye
- Steven Chan, D.D.S. – aye
- Sue Querner (absent)

There being no further business, Director Sah adjourned the meeting at 9:04 a.m.

ADJOURNMENT

The next regularly scheduled meeting is July 31, 2023, at 7:30 a.m.

DocuSigned by:
Benn Sah, M.D.
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Benn Sah, M.D.
President

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