

Board of Directors' Meeting

February 14, 2024

Page 1 of 7

A meeting of the Board of Directors of the Washington Township Health Care District was held on Wednesday, February 14, 2024 in the Board Room at 2000 Mowry Avenue, Fremont and Zoom access was provided. Director Eapen called the meeting to order at 6:00 p.m. 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: Jacob Eapen, MD; William Nicholson, MD; Jeannie Yee; Bernard Stewart, DDS

ROLL CALL

Absent: Michael Wallace

Also present: Kimberly Hartz; Larry LaBossiere; Tina Nunez; Thomas McDonagh; Terri Hunter; Paul Kozachenko; Ed Fayen; Donald Pipkin; Laura Anning; Sheela Vijay; Jason Krupp, MD; John Lee; Gisela Hernandez; Michelle Hudson; Mark Saleh, MD; Angus Cochran; Brian Smith, MD; Dan Nardoni; Kel Kanady; Jerri Randrup; Lynda Antes; Ramin Beygui, MD; Jeannie Ahn, MD; Will Cobb; Anita Veizaj; Kristin Ferguson; Harsh Agrawal, MD; John Zubiena; Walter Choto; Melissa Garcia; Felipe Villanueva; Tigest Awel; Mary Bowron; Melissa Carvalho; Tammi Tyson; Alvin Aguirre; Gina Deluz; Noah Bell; Cheryl Renaud; Shirley Ehrlich

Director Eapen welcomed any members of the general public to the meeting.

OPENING REMARKS

Director Eapen noted that Public Notice for this meeting, including Zoom information, was posted appropriately on our website. This meeting was recorded for broadcast at a later date.

There were no Oral Communications.

*COMMUNICATIONS:
ORAL*

There were no Written Communications.

*COMMUNICATIONS:
WRITTEN*

Director Eapen presented the Consent Calendar for consideration:

CONSENT CALENDAR

- A. Consideration of Minutes of the Regular Meetings of the District Board: January 10, 22 & 24, 2024
- B. Consideration of the WTMF Finance Move to Fremont Office Center and Tenant Improvement to Stivers Location
- C. Consideration of FY 24 WHHS Computer Refresh
- D. Consideration of FY 24 WTMF Computer Refresh

Board of Directors' Meeting

February 14, 2024

Page 2 of 7

Director Yee moved that the Board of Directors approve the Consent Calendar, Items A through D. Director Stewart seconded the motion.

Roll call was taken:

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

Motion Approved.

Kimberly Hartz, Chief Executive Officer, introduced Will Cobb (Partner) with PricewaterhouseCoopers, who gave a presentation on the Results of the Annual Audit FY 2023. Will Cobb announced that they issued an unqualified opinion on the District's financial statements.

*PRESENTATION:
RESULTS OF ANNUAL
AUDIT FY 2023*

After the presentation, Director Eapen requested that the action item be taken out of order. Director Yee moved that the Board of Directors approve the Annual Audit Report FY 2023. Director Nicholson seconded the motion.

*ACTION ITEM:
ANNUAL AUDIT
REPORT FY 2023*

Roll call was taken:

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

Motion approved.

Kimberly Hartz, Chief Executive Officer, introduced Dr. Ramin Beygui, Medical Director of the Cardiothoracic Surgery Program and Dr. Harsh Agrawal, Medical Director of the Structural Heart Program, who presented the CT Surgery & Structural Heart Program at Washington Hospital. Dr. Beygui stated that the CT Surgeons at Washington Hospital are on the leading edge of treating a wide variety of cardiac (both heart and chest) conditions such as Valvular Disease, Atrial Fibrillation, Aortic Dissection/Aneurysm, Coronary Artery Disease (CAD), Aortic Stenosis and Congenital Defects using the latest innovations. The associated procedures include Open Valve Replacement, Left Atrial Appendage Closure, Maze Procedure, Open Repair (EVAR, TEVAR, Root Repair), Cardiac Bypass Surgery, Septal Repair, Coarctation of Aorta and Transcatheter Aortic Valve Replacements (TAVR).

*PRESENTATION: CT
SURGERY AND
STRUCTURAL HEART
PROGRAM AT WHHS*

Dr. Harsh Agrawal went on to explain the TAVR procedure and how it is the treatment of choice for Severe Aortic Stenosis (AS). The TAVR Program at

Board of Directors' Meeting

February 14, 2024

Page 3 of 7

Washington Hospital started in 2021. There have been over 170 patients referred for a TAVR evaluation and 76 TAVR procedures performed in our Hybrid OR. Due to the continued success of TAVR, many Structural Heart (SH) procedures are following the same path to revolutionize the treatment for various Structural Heart diseases by offering new and less invasive options, including a MitraClip, Pascal or Watchman Device.

Kimberly Hartz, Chief Executive Officer, introduced Ed Fayen, Executive Vice President and Chief Construction Officer, who presented the Construction Update on the Patient Bridge. Photographs detail a new fire escape route from the main hospital which is located near the entrance by Materials Management. Additional photographs show cabs that encapsulate the bridge where it is connected to both ends of the Morris Hyman Critical Care Pavilion and the main hospital. These cabs are designed to breakaway in the event of seismic activity. Other photographs indicate work being done on the inside the bridge, including the installation of drywall and a Mecho Shade System for the window coverings.

*PRESENTATION:
CONSTRUCTION
UPDATE*

Dr. Mark Saleh, Chief of Staff, reported that there are 623 Medical Staff members, including 344 active members. Dr. Saleh also reported that he conducted a seminar about Aquablation on Facebook Live on February 13 with 50 views.

*MEDICAL STAFF
REPORT*

Dr. Saleh mentioned that several physicians and staff members attended the Beta Heart Program Training in Southern California.

Kimberly Hartz, Chief Executive Officer, introduced Anita Veizaj, Director of Biomedical Engineering, who presented the Lean Report: Biomed Digital Huddle Dashboard and Data Analytics Reporting. The mission of the Biomedical Engineering Department is to ensure the safety and functionality of medical equipment for patients, hospital employees and visitors through continual inspections, testings and repairs. The purpose of the Asset Information Management System (AIMS) Database is to streamline the maintenance of healthcare equipment and facilities. AIMS was unreliable, did not have an active dashboard and it was lacking in accessibility to the application from any terminal. The daily huddles had challenges with capturing real time data and there was not a standard on how the information was conveyed. With Lean, Anita was able to streamline the process by placing a Digital Biomed Dashboard on the Hospital's SharePoint Site. The maintenance information from AIMS now captures data in real time. Senior Management can have access to the information at any time and there is improved communication and transparency. With some excel components, they are able to analyze the data with pie charts and bar graphs to indicate what work has been completed and the associated turn-around times, along with extracting historical data. This increased efficiency on how the department is managed and improved the overall communication and team awareness.

*LEAN/KAIZEN
REPORT*

Board of Directors' Meeting

February 14, 2024

Page 4 of 7

Sheela Vijay, the Service League President, reported that on February 13, the Service League hosted their Annual Meeting and Luncheon in which they elected the 2024-2025 slate of officers as follows:

*SERVICE LEAGUE
REPORT*

Sheela Vijay – President
Marina Bigongiari – First Vice President
Corissa Babary – Treasurer
Marlene Iyemura – Secretary
Cherie Gamardo – Parliamentarian

Sheela also noted that in January 2024, 175 volunteers contributed a total of 2,038 hours. With the proceeds from the Masquerade Sales and revenue from the Gift Shop, this provided the Service League Volunteers the ability to make a contribution in the amount of \$20,000 to be designated for the Hospital's Trauma Center.

Kimberly Hartz, Chief Executive Officer, introduced Dr. Jeannie Ahn, Medical Director of Washington Hospital's Dialysis Program, who presented the Dialysis Clinical Operations Committee Annual Report. The Mission is to serve the community by providing high quality care, clinical excellence, and efficiency in the Acute Dialysis Unit. This service began in 2018 and Dr. Ahn explained the process and different types of dialysis, which includes Hemodialysis, Peritoneal dialysis and Plasmapheresis. Dr. Ahn also discussed the Patient & Staff Safety measures that involve Time-Out Documentation, Hypotensive events, Rapid Response/Code Blue responses during dialysis and Infection Control. The Performance Improvement Plan is to decrease delays by tracking the top 3 reasons for delays, improving communication with the transport team and unit managers and conducting audits for delays and reviewing the findings on a monthly basis.

*QUALITY REPORT:
DIALYSIS ANNUAL
UPDATE*

Tom McDonagh, Vice President & Chief Financial Officer, presented the Finance Report for December 2023. The average daily inpatient census was 175.8 with discharges of 948 resulting in 5,449 patient days. Outpatient observation equivalent days were 304. The average length of stay was 5.71 days. The case mix index was 1.598. Deliveries were 136. Surgical cases were 490. The Outpatient visits were 8,054. Emergency visits were 5,254. Cath Lab cases were 146. Joint Replacement cases were 206. Neurosurgical cases were 28. Cardiac Surgical cases were 16. Total FTEs were 1,691.1. FTEs per adjusted occupied bed were 5.77.

FINANCE REPORT

Kimberly Hartz, Chief Executive Officer, presented the Hospital Operations Report for January 2024. Patient gross revenue of 216.2 million for January was favorable to budget by \$10.6 million (5.2%), and it was higher than January 2023 by \$16.9 million (8.5%).

*HOSPITAL
OPERATIONS REPORT*

The Average Length of Stay was 5.45. The Average Daily Inpatient Census was 165.6. There were 15 discharges with lengths of stays greater than 30 days, ranging

Board of Directors' Meeting

February 14, 2024

Page 5 of 7

from 31-101. Still in house at the end of the month, there were 7 patients with length of stays of over 30 days and counting.

There were 5,134 patient days. There were 468 Surgical Cases and 191 Cath Lab cases at the Hospital.

Deliveries were 124. Non-Emergency Outpatient visits were 8,955. Emergency Room visits were 5,210. Total Government Sponsored Preliminary Payor Mix was 75.8%, against the budget of 72.6%. Total FTEs per Adjusted Occupied Bed were 5.87.

There were \$282K in charity care adjustments in January 2024.

February Employee of the Month is Katherine "Katie" Riechers in EEG.

EMPLOYEE OF THE MONTH

Past Health Promotions & Community Outreach Events:

HOSPITAL CALENDAR

- January 11: Cervical Health: Why is it Important? - Facebook Live & YouTube
- January 18: Naloxone: A Lifesaver in the Opioid Crisis - Facebook Live & YouTube
- January 22: Leg Pain and Wound Care - Pauline Weaver Senior Living Community
- January 26: Community Health Needs Assessment presented at the Union City Health Summit
- February 3: Tattoo Removal Clinic
- February 6: Stop the Bleed Education to 4th Grade Students from Rise Academy
- February 7: Breast Cancer Prevention, Early Detection and Treatment – Carlton Senior Living Community
- February 10: Advances in Neurosciences 10th Bay Area Symposium
- February 13: Aquablation: A Transformative BPH Treatment – Facebook Live & YouTube
- February 13: Community Health Needs Assessment presented at Union City Council Meeting

Upcoming Health Promotions & Community Outreach Events:

- February 14: Leg Pain and Wound Care – Cottonwood Place Senior Living Community
- February 20: Scoliosis and Spinal Deformity – Facebook Live & YouTube
- February 29: Arthritis and Joint Replacement – Acacia Creek and Masonic Homes Senior Living Communities
- February 29: Save a Life from Opioid Overdose – Age Well Center at Lake Elizabeth
- March 5: United Against Colorectal Cancer – Facebook Live & YouTube

Board of Directors' Meeting

February 14, 2024

Page 6 of 7

- March 13: Mental Health and Grieving – Newark Optimist Club
- March 28: National Choking Awareness Day Event – Federicos Restaurant

Washington Hospital Healthcare Foundation is hosting a free charitable giving and estate planning seminar in partnership with estate planner Richard Schachtli at Hopkins Carley on Thursday, February 29 at 5pm in the Anderson Auditorium at Washington West.

The 37th Annual Golf & Bocce Tournament in support of Washington Hospital's Operating Rooms will be held on Thursday, May 2 at the Club at Castlewood in Pleasanton.

The Annual Meeting of the Foundation was held on January 30, and the trustees voted to disburse \$2,009,354 to the Hospital to support a wide range of patient programs, including oncology, outpatient palliative care, trauma services, nursing education, and maternal & child health.

The members of the Mission San Jose Rotary Club presented a check for \$21,500 to support trauma education for nurses at Washington Hospital.

Director Yee moved that the Board of Directors authorize the Chief Executive Officer to execute Amendment No. 8 to the Washington Township Health Care District Retirement Plan as described in her memo dated February 14, 2024. Director Stewart seconded the motion.

*ACTION ITEM:
PENSION PLAN
AMENDMENT*

Roll call was taken:

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

Motion approved.

There were no announcements.

ANNOUNCEMENTS

Director Eapen adjourned the meeting to closed session at 8:34 p.m., as the discussion pertained to Conference involving Trade Secrets and pursuant to Health & Safety Code Section 32106 (Strategic Planning) and Conference involving Labor Negotiators pursuant to Health & Safety Code Section 54957.6. Director Eapen stated that the public has a right to know what, if any, reportable action takes place during closed session. Since this meeting was being conducted in the Board Room and via Zoom, there is 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

*ADJOURN TO CLOSED
SESSION*

Board of Directors' Meeting
February 14, 2024
Page 7 of 7

beginning February 15, 2024. The minutes of this meeting will reflect any reportable actions.

Director Eapen reconvened the meeting to open session at 9:15 p.m. The District Clerk reported that there were no reportable actions taken in closed session.

*RECONVENE TO
OPEN SESSION &
REPORT ON CLOSED
SESSION*

There being no further business, Director Eapen adjourned the meeting at 9:16 p.m.

ADJOURNMENT

DocuSigned by:



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Jacob Eapen, MD
President

DocuSigned by:



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Bernard Stewart, DDS
Secretary

**AMENDMENT NO. 8
TO THE
WASHINGTON TOWNSHIP HEALTH CARE DISTRICT
RETIREMENT PLAN**

This Amendment No. 8 (“Amendment”) to the Washington Township Health Care District Retirement Plan (“Plan”) is adopted by Washington Township Health Care District (“Employer”).

RECITALS

WHEREAS, the Employer established the Plan as a tax qualified plan under section 401(a) of the Internal Revenue Code (“Code”) and a “governmental plan” under Code section 414(d) and section 3(32) of the Employee Retirement Income Security Act of 1974;

WHEREAS, the Employer has approved the options and terms for a limited early retirement incentive for eligible Participants of the Plan as set forth in the Washington Township Health Care District 2024 Voluntary Early Retirement Incentive Program (“ERIP”); and

WHEREAS, the Employer would like to amend the Plan to reflect certain provisions of the ERIP; and

WHEREAS, the Plan gives the power to amend the Plan to the Employer's Board of Directors, provided that the Employer's Chief Executive Officer may amend the Plan in order to make necessary clarifications to the Plan and to maintain the Plan in compliance with the applicable laws, rules and regulations.

OPERATIVE PROVISIONS

Now, therefore, the Employer amends the Plan, effective as of February 21, 2024 by adding a new Section 6.7 as follows:

“6.7 Early Retirement Incentive Program

- A. An enhanced early retirement benefit shall be made available to certain Participants in accordance with and subject to the terms of the Washington Township Health Care District 2024 Voluntary Early Retirement Incentive Program (“ERIP”).

- B. **Eligibility for ERIP.** A Participant is eligible to receive the ERIP pursuant to this Section 6.7 if, the Eligible Employee is a participant in the ERIP as set forth in Section D of the ERIP and upon such Participant’s Termination Date, as that term is defined in the ERIP .

- C. **Description of Early Enhanced Benefits.** Subject to the applicable limitations of Code Section 415, for Participants who have elected to participate in the ERIP and such election has been accepted by the Employer (‘ERIP Participant’), the enhanced early retirement incentive benefit payable to such ERIP Participant shall be the Early Retirement Benefit as set forth in Section 5.02(A) of the Plan except that the early retirement factors shall be amended as follows:

Years	Factor
1	100%
2	100%
3	100%
4	100%
5	100%
6	93.33%
7	86.67%
8	80.0%
9	73.33%
10	66.67%

The early retirement factors shall be prorated for a partial year (counting a partial month as a complete month).

- D. Early Retirement Benefits for an ERIP Participant shall commence in accordance with the terms of the Plan including but not limited to Article 8 of the Plan.”


Except as amended above, all other provisions of the Plan as in effect prior to this Amendment shall remain unchanged by this Amendment.


Passed and adopted by the Board of Directors of Washington Township Health Care District this 14th day of February 2024, by the following vote:

AYES: Directors Eapen, Nicholson, Yee, Stewart

NOES:

ABSENT: Director Wallace

DocuSigned by:

07885546742441D
Jacob Eapen, MD
President of the Washington Township
Health Care District Board of Directors

DocuSigned by:

FE8D086E54844E2...
Bernard Stewart, DDS
Secretary of the Washington Township
Health Care District Board of Directors