

Washington Township Hospital Development Corporation

February 6, 2024

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The annual meeting of the Board of Directors of the Washington Township Hospital Development Corporation was held on February 6, 2024, via in-person and Teleconference and Zoom. Director Sah called the meeting to order at 12:05 p.m.

CALL TO ORDER

Directors present: Benn Sah, M.D., Russ Blowers, Sue Querner, Steven Chan, D.D.S.

ROLL CALL

Attending via Teleconference: Pauline Weaver

*Note: Per DEVCO Policy Number 0001, Director Pauline Weaver provided a written request of “just cause” to attend this Board meeting remotely.

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

Guest: Chet Morrison, M.D., FACS, FCCM, Trauma Medical Director; Elwood Conaway, RN, MSN, CCRN, Trauma Program Director; Jerri Randrup, Director of Marketing & Communications

Director Weaver requested a minor clerical correction to the draft minutes. A motion was made by Director Chan, seconded by Director Blowers, to approve the minutes of the meeting of October 30, 2023 as amended with the correction suggested by Director Weaver.

**CONSIDERATION OF
MINUTES OF October
30, 2023**

Roll call was taken:

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

The motion passed.

Election of Officers

**ELECTION OF
OFFICERS**

Director Blowers moved for the following slate of Board officers for the calendar year 2024:

- President: Benn Sah, M.D.
- 1st Vice President: Russ Blowers
- 2nd Vice President: Pauline Weaver
- Treasurer: Sue Querner
- Secretary: Steven Chan, D.D.S.

Director Querner seconded the motion.

Roll call was taken:

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

The motion passed.

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

COMMUNICATIONS

Trauma Update

Chet Morrison, M.D. and Elwood Conaway, RN, gave a presentation entitled “Washington Hospital Healthcare System Journey to Level II Trauma Center Designation.”

***EDUCATION
SESSION***

Financial Challenges of the Healthcare System

Kimberly Hartz provided an update on the financial challenges of the Healthcare System. She noted that similar to healthcare systems nationwide and locally in the Bay Area, Washington Hospital Healthcare System is experiencing decreasing revenue and rising expenses. The decrease in revenue is a result of lower volumes in certain areas and a shift in the payer mix towards more government programs with lower reimbursement rates. This negative trend in revenue is coupled with increases in operating expenses, higher employee salaries and higher benefits costs. Several strategies have been and continue to be implemented to move toward achieving a positive bottom line including identifying revenue and growth opportunities, improving efficiencies, and reducing expenses.

***CHIEF EXECUTIVE
REPORT***

Union Negotiations: SEIU/Local 39/CNA/Local 20 Negotiations

The District has approved new labor contracts with SEIU and Local 39. The District’s negotiations with the California Nurses Association and Local 20 are ongoing.

The Future of St. Rose

St. Rose continues to look to affiliate with another hospital in order to stabilize operations. The St. Rose Board of Directors has hired an outside consultant to assist with the process and is expected to issue an RFP in the near future.

Joint Commission Spine Surgery Certification

Washington Hospital Healthcare System has received the Gold Seal of Approval for Advanced Certification in Spine Surgery. We are one of only 20 hospitals across the U.S. to receive this certification. This reflects WHHS's commitment to providing safe and quality patient care.

Joint Commission Laboratory Accreditation Survey and Stroke Center Certification

We are currently in the survey window for the Joint Commission Laboratory Accreditation Survey and the Stroke Program Certification.

Facility Master Plan

The District continues to make progress in implementing the Facility Master Plan. The Bridge Project is almost completed. This is a patient bridge that will connect the Center for Joint Replacement and the Morris Hyman Critical Care Pavilion. In addition, the District is making progress on the infill project at the Morris Hyman Pavilion which includes new operating rooms including two hybrid operating rooms, the pharmacy and a medical imaging suite including an MRI. Completion is expected by 2026.

Financial Report

FINANCIAL REPORT

Tina Nunez reviewed the DEVCO Financial Report for November 2023.

Consideration of Resolution No. 58 due to the resignation of Dr. Jeffrey Stuart from the Board of Managers of Peninsula Surgical Partnership, LLC

***ACTION ITEM
MOTION REQUIRED***

The Board needs to fill a vacancy on the Board of Managers of the Peninsula Surgical Partnership, LLC due to the resignation of Dr. Jeffrey Stuart.

A motion was made by Director Blowers, seconded by Director Querner, to approve Resolution No. 58.

Roll call was taken:

- Benn Sah, M.D. – aye
- Russ Blowers – aye

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- Pauline Weaver – aye
- Sue Querner - aye
- Steven Chan, D.D.S. – aye

The motion passed.

Director Sah adjourned the meeting to a closed session at 1:17 p.m.

***ADJOURN TO
CLOSED SESSION***

Director Sah reconvened the meeting to open session at 1:48 p.m. Diana Venegas, Recording Secretary, reported that during the closed session the Board approved the closed session minutes of October 30, 2023 by the following roll call vote:

***RECONVENE TO
OPEN SESSION***

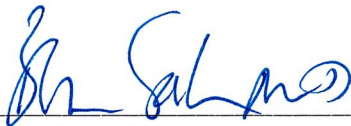
- Benn Sah, M.D. – aye
- Russ Blowers – aye
- Pauline Weaver – aye
- Sue Querner - aye
- Steven Chan, D.D.S. – aye

The motion passed.

There being no further business, Director Sah adjourned the meeting at 1:50 p.m.

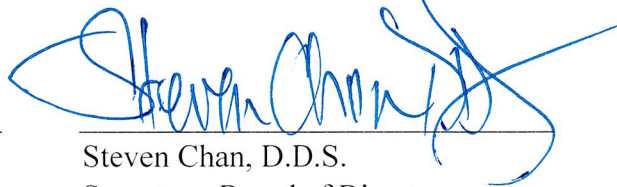
ADJOURNMENT

The next regularly scheduled meeting is Friday, April 26, 2024 at 7:30 a.m.



Benn Sah, M.D.
President, Board of Directors

Washington Township Hospital
Development Corporation



Steven Chan, D.D.S.
Secretary, Board of Directors

Washington Township Hospital
Development Corporation