

Board of Directors' Meeting  
December 11, 2024  
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A meeting of the Board of Directors of the Washington Township Health Care District was held on Wednesday, December 11, 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; Michael Wallace; William Nicholson, MD; Jeannie Yee; Bernard Stewart, DDS

*ROLL CALL*

Also present: Kimberly Hartz; Thomas McDonagh; Ajay Sial; Terri Hunter; Paul Kozachenko; Angus Cochran; Brian Smith, MD; Donald Pipkin; Jerri Randrup; Kel Kanady; Kristin Ferguson; Mary Bowron; Sheela Vijay; Tina Nunez; Melissa Garcia; Mark Saleh, MD; Marcus Watkins; John Lee; Maria Fuentes; Jason Krupp, MD; Will Cobb; John Zubiena; Gisela Hernandez; Enrique Cayazzo; Sri Boddu; 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.

Director Stewart read Resolution No. 1269, Resolution and Order of the Board of Directors of Washington Township Health Care District acknowledging the appointment of William F. Nicholson, MD and Jeannie Yee as Directors of the Board of Directors of Washington Hospital Health Care District.

*CONSIDERATION OF  
RESOLUTION NO.  
1269,  
ACKNOWLEDGING  
THE APPOINTMENT  
OF WILLIAM F.  
NICHOLSON, MD AND  
JEANNIE YEE AS  
DIRECTORS OF  
WASHINGTON  
TOWNSHIP HEALTH  
CARE DISTRICT*

Director Wallace seconded the motion.

Roll call was taken:

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

Motion Approved.

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

*OATH OF OFFICE*

Director Stewart moved for the following Slate of Board Officers for the calendar year of 2025 as presented:

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President: Michael Wallace  
First Vice President: William Nicholson, MD  
Second Vice President: Jeannie Yee  
Treasurer: Bernard Stewart, DDS  
Secretary: Jacob Eapen, MD

*ELECTION OF  
OFFICERS*

Director Yee seconded the motion.

Roll call was taken:

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

Motion Approved.

There were no Oral Communications.

*COMMUNICATIONS:  
ORAL*

There were no Written Communications.

*COMMUNICATIONS:  
WRITTEN*

Director Wallace presented the Consent Calendar for consideration:

*CONSENT CALENDAR*

- A. Consideration of the Reappointment to the Washington Township Hospital Development Corporation Board of Directors for 2025
- B. Consideration of Medical Staff: Amendment of Medical Staff Credential Policy – Outpatient Services and Referral for Outpatient Care Ordering Policy
- C. Consideration of Approval of Abbot Chemistry Analyzers Project
- D. Consideration of BD Alaris Pump Module Replacements
- E. Consideration of Huron Consulting Support Services Agreement

Director Nicholson moved that the Board of Directors approve the Consent Calendar, Items A-E. Director Yee seconded the motion.

Roll call was taken:

Michael Wallace – aye  
William Nicholson, MD – aye

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Jeannie Yee - aye  
Bernard Stewart, DDS – aye  
Jacob Eapen, MD - aye

Motion Approved.

Kimberly Hartz, Chief Executive Officer, introduced Will Cobb, Partner with PricewaterhouseCoopers, who gave a presentation on the Result of the Annual Audit FY 2024. Will Cobb reported that there were no audit adjustments identified for FY 2024 and that he will issue an unqualified opinion.

*PRESENTATION:  
RESULT OF ANNUAL  
AUDIT FY 2024*

Director Nicholson moved that the Board of Directors approve the Annual Audit Results for FY 2024. Director Stewart seconded the motion.

*ACTION ITEM:  
CONSIDERATION OF  
AUDIT REPORT FY  
2024*

Roll call was taken:

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

Motion Approved.

Dr. Mark Saleh, Chief of Medical Staff, reported that there are 654 Medical Staff members, including 353 active members. Dr. Saleh stated that Medical Staff Services held their holiday luncheon on Friday, December 6 and noted that it was well attended. Dr. Saleh mentioned the Aquablation Program continues to be a success with good results.

*MEDICAL STAFF  
REPORT*

Sheela Vijay, Service League President, reported that for the month of November, 206 Service League volunteers contributed a total of 1,839 hours. Five new volunteers have completed their training for the Infusion Center and the Radiation Oncology Department. These critical areas are looking forward to the assistance of these volunteers.

*SERVICE LEAGUE  
REPORT*

On Thursday, November 21, the Service League received a generous donation of 108 scarves and 34 baby blankets from the Girl Scouts and Walters Middle School Book Club. This annual tradition is greatly appreciated and the donations will be gifted to the patients during their hospital stay.

On Saturday, November 23, the Service League hosted an Informational Session for 43 high school students. They received an overview of available volunteer opportunities and application requirements, and were able to begin their application process.

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The Service League hosted its semi-annual Masquerade \$5 Sale in the Anderson Auditoriums on Monday, December 2 through Wednesday, December 4. Hundreds of community members and employees attended this event and conducted their shopping, in time for the holidays. The sale was a great success, generating over \$8,700 for the Service League. Sheela thanked the many volunteers who worked hard to ensure the success of this Masquerade Sale, especially Cherie Gamardo for managing this fundraising event.

Sheela also reported that the Gift Shop also held their raffle during the sale, with five lucky individuals winning exciting prizes.

On Saturday, December 7, the Service League held an orientation that was well attended by 22 college students, 6 adults and one high school student. Their enthusiasm highlights the continued interest in volunteering at Washington Hospital.

Lastly, Sheela reported that the Service League Board has voted to commit \$50,000 to the UCSF-Washington Cancer Center Campaign. This contribution reflects the ongoing commitment and support for the Hospital and its mission to enhance care for the community.

Mary Bowron, Chief Quality Officer, presented the Quality Dashboard for the quarter ending September 30, 2024, comparing WHHS statistics to State and National Benchmarks. There were two Hospital Acquired MSRA in the past quarter, which was higher than the 0.845 predicted number of infections. We had one Catheter Associated Urinary Tract Infection (CAUTI), which was lower than the 1.04 predicted number of infections; zero Central Line Bloodstream Infections (CLABSI), which was lower than the 1.618 predicted number of infections. There were zero Surgical Site Infections (SSI) following Colon Surgery, which was lower than the 0.136 predicted number of infections. We had zero SSI following Abdominal Surgery, which was lower than the 0.043 predicted number of infections, and two hospital-wide Clostridium Difficile (C.diff) infections, which was lower than the 9.386 predicted number of infections. Hand Hygiene was at 98.3%.

*QUALITY REPORT:  
QUALITY  
DASHBOARD Q/E  
SEPTEMBER 2024*

Moderate fall with injury rate was lower than the national benchmark rate for the quarter at 0.3. Hospital acquired Pressure Ulcer rate of 0 was lower than the national benchmark of 1.39. for Quarter Ending September 2024.

The 30-day readmission rate for AMI discharges was lower than the CMS national benchmark (5.9% versus 14.6%). The 30-day Medicare pneumonia readmissions rate was 7, compared to the CMS national benchmark (16.3% versus 15.3%). 30-day Medicare Heart Failure readmissions was lower (17.6% versus 18.8%) than the CMS benchmark. 30-day Medicare Chronic Obstructive Pulmonary Disease (COPD) readmission rate was higher than the CMS benchmark (20% versus 18.3%). The 30-day Medicare CABG readmission rate was lower (0% versus 10.1%) than

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the CMS benchmark. 30-day Medicare Total Hip Arthroplasty (THA) and/or Total Knee Arthroplasty (TKA) was lower than the CMS benchmark (0% versus 5.1%).

Tom McDonagh, Vice President & Chief Financial Officer, presented the Finance Report for October 2024. The average daily inpatient census was 156.8 with discharges of 984 resulting in 4,860 patient days. Outpatient observation equivalent days were 401. The average length of stay was 5.15 days. The case mix index was 1.600. Deliveries were 135. Surgical cases were 548. The Outpatient visits were 9,510. Emergency visits were 5,118. Cath Lab cases were 219. Joint Replacement cases were 221. Neurosurgical cases were 26. Cardiac Surgical cases were 13. Total FTEs were 1,642.6. FTEs per adjusted occupied bed was 5.94. Overall, the net income for October was \$1,031,000.

*FINANCE REPORT*

Kimberly Hartz, Chief Executive Officer, presented the Hospital Operations Report for November 2024. Patient gross revenue of 221.2 million for November was favorable to budget of \$219.5 million (0.8%), and it was higher than November 2023 by \$30.5 million (16.0%).

*HOSPITAL  
OPERATIONS REPORT*

Trauma Cases of 158 for November was favorable to the budget of 113 by 43 (38.9%). Trauma gross revenue of \$17.3 million for November was favorable to the budget of \$14.5 million by \$2.7million (18.7%).

The Average Length of Stay was 5.00. The Average Daily Inpatient Census was 168.8 and was unfavorable to budget of 178.3 by 9.4 (5.3%). There were 877 Discharges that was unfavorable to budget of 1,026 (14.5%).

There were 5,065 patient days and was unfavorable to budget of 5,318 by 252 days (4.7%). There were 511 Surgical Cases and 190 Cath Lab cases at the Hospital.

Deliveries were 126. Non-Emergency Outpatient visits were 8,065. Emergency Room visits were 5,029. Total Government Sponsored Preliminary Payor Mix was 73.3%, against the budget of 74.5%. Total FTEs per Adjusted Occupied Bed were 5.90.

There was \$447K in charity care adjustments in November 2024.

December Employee of the Month is Ramelo Vallar, Environmental Services Aide, Environmental Services.

*EMPLOYEE OF THE  
MONTH*

Past Health Promotions & Community Outreach Events:

*HOSPITAL CALENDAR*

- November 17: Stop the Bleed Training – Gurdwara Sahib Fremont
- November 18: Irvington High School Synapsis Healthcare Panel and Stop the Bleed Training – Washington West

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- November 19: Holiday Grief and Grieving – Masonic Homes and Acacia Creek Senior Living
- November 20: Safely Home After Hip Replacement – Facebook and YouTube
- November 20: Afghan Coalition Health Fair – Fremont Downtown Event Center
- November 29: Niles Festival of Lights Parade – Niles Main Street
- December 4: Coping with Grief and Bereavement During the Holidays – Facebook and YouTube
- December 5: Diabetes Management Presentation – ThermoFisher, Fremont
- December 5: Annual Holiday Tree Lighting – Washington West
- December 6: Newark Tree Lighting – Newark Civic Center

### Upcoming Health Promotions & Community Outreach Events:

- December 12: Thornton Middle School Wellness Fair – Thornton Middle School
- December 18: Diabetes Management: How GLP-1 Medications Work – Facebook and YouTube

On December 3, 2024 the Foundation participated in Giving Tuesday to raise funds for the UCSF-Washington Cancer Center Campaign. With the generosity of the community, the Foundation raised over \$8,000.

On Thursday, December 5, 2024, the Foundation hosted a Holiday Tree Lighting Celebration in the Anderson Auditoriums, attended by over 150 community members including Hospital staff, members of the California School for the Deaf and several elected officials.

The Foundation is pleased to announce that over \$11million has been raised towards our goal of \$12 million for the UCSF-Washington Cancer Center Campaign. We would like to extend our thanks to the community donors, WHHS & WTMF employees, physicians, and corporate partners who gave so generously to the campaign. The new cancer center is set to open in early 2026.

The Foundation's annual meeting will take place on Tuesday, January 28, 2025 at 4:30pm in the Anderson Auditorium.

Donald Pipkin and Jerri Randrup provided a short overview of the extensive process for developing the new name and logo and the revised Mission, Vision and Values statement.

Director Nicholson moved for approval and adoption of the new name: "Washington Health" and the accompanying logo as the official trademark for the Washington Township Health Care District. Director Yee seconded the motion.

*ACTION ITEM:  
CONSIDERATION OF  
APPROVAL AND  
ADOPTION OF THE  
NAME "WASHINGTON  
HEALTH" AS THE  
TRADEMARK NAME  
AND LOGO FOR THE*

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Roll call was taken:

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

*WASHINGTON  
TOWNSHIP HEALTH  
CARE DISTRICT*

Motion approved.

Director Nicholson moved for approval of the revised Mission, Vision and Values.  
Director Stewart seconded the motion.

*ACTION ITEM:  
CONSIDERATION OF  
ADOPTION OF A  
REVISED STATEMENT  
OF THE MISSION,  
VISION AND VALUES  
FOR THE DISTRICT*

Roll call was taken:

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

Motion Approved.

Director Nicholson moved that the Board approve Resolution No. 1270, which  
approves the proposed Board Policy No. A-018, Signature and Spending Authority.  
Director Stewart seconded the motion.

*ACTION ITEM:  
CONSIDERATION OF  
RESOLUTION NO.  
1270 – RESOLUTION  
OF THE BOARD OF  
DIRECTORS OF  
WASHINGTON  
TOWNSHIP HEALTH  
CARE DISTRICT  
ADOPTING AN  
UPDATED  
SIGNATURE AND  
SPENDING  
AUTHORITY POLICY*

Roll call was taken:

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

Motion Approved.

There were no Announcements.

*ANNOUNCEMENTS*

There being no further business, Director Wallace adjourned the meeting at 7:56  
p.m.

*ADJOURNMENT*

Signed by:

*Michael Wallace*

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Michael Wallace  
President

DocuSigned by:

*Jacob Eapen, MD*

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Jacob Eapen, MD  
Secretary

**RESOLUTION NO. 1269**

**RESOLUTION AND ORDER OF THE BOARD OF DIRECTORS OF WASHINGTON TOWNSHIP HEALTH CARE DISTRICT ACKNOWLEDGING THE APPOINTMENT OF WILLIAM F. NICHOLSON, MD AND JEANNIE YEE AS DIRECTORS OF THE BOARD OF DIRECTORS OF WASHINGTON TOWNSHIP HEALTH CARE DISTRICT**

WHEREAS, members of the Board of Directors of the Washington Township Health Care District (“District”) are elected by eligible voters residing within the geographic boundary of the District for terms of four years, with elections to fill seats for two or three members every two years; and

WHEREAS, at the last General Election held on November 5, 2024, the number of candidates for the office of Director of Washington Township Health Care District did not exceed the minimum number required to be elected director and no petition was filed requesting an election; and

WHEREAS, the District is in receipt of a separate “Certificate of Appointment and Oath of Office” from the Registrar of Voters dated December 5, 2024 for each of the following persons: William F. Nicholson, MD and Jeannie Yee, (attached to this Resolution as Exhibit 1) certifying that at the General Election held in and for the County of Alameda on November 5, 2024, each of the aforementioned persons “was appointed to the office of Washington Township Healthcare District Director in which the number of candidates for said office did not exceed the number to be elected at the above entitled election.”

NOW THEREFORE, THE BOARD OF DIRECTORS OF WASHINGTON TOWNSHIP HEALTH CARE DISTRICT DOES HEREBY RESOLVE, DETERMINE AND ORDER, AS FOLLOWS:



1. The Board of Directors hereby acknowledges receipt of a “Certificate of Appointment and Oath of Office” from the Registrar of Voters for each of the following persons: William F. Nicholson, MD and Jeannie Yee.
2. The Secretary of the Board of Directors of the District be and is hereby instructed to enter this Resolution into the District record acknowledging that William F. Nicholson, MD and Jeannie Yee have been appointed to the office of Director of the Board of Directors of the District.

Passed and adopted by the Board of Directors of the Washington Township Health Care District this 11<sup>th</sup> day of December, 2024 by the following vote:

AYES: Directors Wallace, Nicholson, Yee, Stewart, Eapen

NOES:

ABSENT:

Signed by:



Michael Wallace, President,  
Board of Directors  
Washington Township  
Health Care District

DocuSigned by:



Jacob Eapen, MD  
Secretary, Board of Directors  
Washington Township  
Health Care District

## **RESOLUTION NO. 1270**

### **RESOLUTION OF THE BOARD OF DIRECTORS OF WASHINGTON TOWNSHIP HEALTH CARE DISTRICT ADOPTING AN UPDATED SIGNATURE AND SPENDING AUTHORITY POLICY**

WHEREAS, Washington Township Health Care District is a local health care district (“District”) which owns and operates a general acute care hospital and provides essential healthcare services to the population residing within the District’s political boundaries, including the cities of Fremont, Newark, Union City, parts of South Hayward and Sunol;

WHEREAS, the Local Health Care District Law, Health & Safety Code § 32000 *et seq.* empowers the Board of Directors to control and authorize the expenditure of all District funds;

WHEREAS, the Board of Directors has exercised this authority by delegating responsibility for authorizing expenditures to the Chief Executive Officer of the District, subject to specified limits.

WHEREAS, the Board of Directors has determined that it is necessary and in the best interests of the District to adopt an updated Signature and Spending Authority Policy, a copy of which is attached hereto as Exhibit A and incorporated herein by this reference, which shall serve as the policies and procedures that the Board of Directors is required to adopt pursuant to Government Code § 54202.

NOW, THEREFORE, be it resolved that:

1. The Board hereby adopts the Signature and Spending Authority Policy attached hereto as Exhibit A, and
2. The Chief Executive Officer is hereby authorized to take any and all further actions, which in the determination of the Chief Executive Officer, are necessary and proper to effectuate the intent of this Resolution.

Passed and adopted by the Board of Directors of the Washington Township Health Care District this 11th day of December 2024 by the following vote:

AYES: Directors Wallace, Nicholson, Yee, Stewart, Eapen

NOES:

ABSENT:

Signed by:

*Michael Wallace*

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Michael Wallace

President, Board of Directors

Washington Township Health Care District

DocuSigned by:

*Jacob Eapen, MD*

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Jacob Eapen, MD

Secretary, Board of Directors

Washington Township Health Care District

**EXHIBIT A**  
**SIGNATURE AND SPENDING AUTHORITY POLICY**