



BOARD OF TRUSTEES MEETING
TUESDAY, March 24, 2015

Conference Center at Highland Care Pavilion
1411 East 31st Street Oakland, CA 94602
Marla Cox, Clerk of the Board
(510) 535-7515

LOCATION:

Open Session: HCP Conference Center

MEMBERS

Kirk E. Miller, Esq. **President**
Valerie D. Lewis, Esq., **Vice President**
Patricia Scates, **Secretary**

Kinkini Banerjee	James Lugannani
Joe DeVries	James Potter
Maria Hernandez	Anthony B. Varni
Tracy Jensen	Barry Zorthian, MD
Michele Lawrence	

Chief of Staff – HGH/FMT/JGH/AMBULATORY Medical Staff: Joe Walker, MD
Chief of Staff - SLH Medical Staff: Deepak Dhawan, MD
Chief of Staff - AHD Medical Staff: John Iocco, MD

AGENDA

OPEN SESSION / ROLL CALL 4:00 – 4:05 pm

(General Counsel Announcement as to purpose of Closed Session)

TAB #1 CLOSED SESSION 4:05–4:25 pm

PUBLIC EMPLOYEE PERSONNEL MATTER:

Interim Chief Executive Officer
[Government Code Section 54957(b)]
Kirk E. Miller, President, Board of Trustees

CONFERENCE WITH LEGAL COUNSEL--ANTICIPATED LITIGATION

[Government Code Section 54956.0] (1 Matter)
Mike D. Moyer, Interim General Counsel

Open Session Reconvenes

TAB #2	<u>REPORT: CEO Search Committee</u>	4:25 - 4:35 pm
ORAL REPORT	<i>Michele Lawrence, Chair, CEO Search Committee</i>	
TAB #3	<u>REPORT: HCSA/Toyon Analysis</u>	4:35 - 4:50 pm
Page 5	<i>Nancy Kaatz, Toyon Associates</i>	
TAB #4	<u>REPORT: Operations Report</u>	4:50 - 5:15 pm
ORAL REPORT	<i>Mark Fratzke, Chief Operating Officer</i>	
	A. Update: San Leandro Hospital	
	B. Update: Performance Improvement Plan	
	C. Update: Space Allocation	
TAB #5	<u>REPORT: Financial Report</u>	5:15 - 5:25 pm
ORAL REPORT	<i>David Cox, Chief Financial Officer</i>	
	A. Report: Toyon Recommendations Workplan	
TAB #6	<u>DISCUSSION/ACTION: County Debt Agreement</u>	5:25 - 5:40 pm
Page 27	<i>Jim Lugannani, Chair, Finance Committee</i>	
TAB #7	<u>DISCUSSION: Proposed Bylaws Amendments</u>	5:40 - 5:55 pm
Page 34	<i>Valerie D. Lewis, Chair, Governance Committee</i>	
TAB #8	<u>COMMITTEE REPORTS</u>	5:55 - 6:40 pm
	<ul style="list-style-type: none">• Executive Committee Report <i>Kirk Miller, Committee Chair</i>• Audit & Compliance Committee Report (5) <i>Patricia Scates, Committee Chair</i>• Strategic Planning Committee Report (5) <i>Kinkini Banerjee, Committee Chair</i>• Finance Committee Report (5) <i>Jim Lugannani, Committee Chair</i>• Governance Committee Report (15) <i>Valerie D. Lewis, Committee Chair</i>• Human Resources Committee Report (10) <i>Joe DeVries, Committee Chair</i>• Quality Professional Services Committee Report (5) <i>Barry Zorthian, MD, Committee Chair</i>	

TAB #9 ACTION: CONSENT AGENDA

6:40 – 6:45 pm

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| Page 42 | A. Approval of the Minutes from the January 20, 2015 Board of Trustees Meeting |
| Page 50 | B. Approval of the Minutes from the January 20, 2015 Special Board of Trustees Meeting |
| Page 51 | C. Approval of the Minutes from the February 19, 2015 Special Board of Trustees Meeting |
| Page 58 | D. Appointment of 2015 Board of Trustees Officers
<i>Recommendation by the Governance Committee</i> |
| Page 59 | E. Appointment of Dr. Clanon, Dr. Rosenthal, and Dr. Shaw to Alameda Health Partners Board of Directors
<i>William Peruzzi, MD, Alameda Health Partners</i> |
| Page 68 | F. Appointment of Trustee James Potter to the AHS Investment Committee
<i>Recommendation by the Human Resources Committee</i> |
| Page 69 | G. Approval of Medical Staff / Organizational Policies and Procedures
<i>Recommendation by the Quality Professional Services Committee</i>
<i>See Agenda Attachment A</i> |

Recommendation: Motion to approve.

END OF CONSENT AGENDA

TAB #10 INFORMATION: NETWORK/COMMUNITY

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| Page 70 | A. <u>AHS Media Report</u>
(Written Report)
<i>Carladenise Edwards, Chief Strategy Officer</i>
<i>Jerri Randrup, Director of Corporate Communications & Marketing</i> |
| Page 77 | B. <u>Legislative / Community Relations Reports</u>
(Written Report)
<i>Carladenise Edwards, Chief Strategy Officer</i>
<i>Terry Lightfoot, Director, Legislative and Community Affairs</i> |

TAB #11 Legal Counsel's Report on Action Taken in Closed Session

6:45 pm

Mike Moye, Interim General Counsel

Public Comments

Board of Trustees Remarks

ADJOURNMENT

Our Mission

Caring, Healing, Teaching, Serving All

Strategic Vision

Alameda Health System will be recognized as a world-class patient and family centered system of care that promotes wellness, eliminates disparities and optimizes the health of our diverse communities.

Meeting Procedures

The Board of Trustees is the Policy Body of the Alameda Health System. The Board has several standing Committees where ordinances and resolutions are the subject of hearings at which members of the public are urged to testify. Board procedures do not permit: 1) persons in the audience at a Committee meeting to vocally express support or opposition to statements by Board Members or by other persons testifying; 2) ringing and use of cell phones, pagers, and similar sound-producing electronic devices; 3) signs to be brought into the meeting or displayed in the room; 4) standing in the meeting room. Citizens are encouraged to testify at Committee meetings and to write letters to the Clerk of the Board or to its members, 1411 East 31st Street Oakland, CA 94602.

Disability Access

The Meeting Rooms are wheelchair accessible. Assistive listening devices are available upon request at the Clerk of the Board's Office. To request sign language interpreters, readers, large print agendas or other accommodations, please contact the Clerk of the Board. Requests made at least 48 hours in advance of the meeting will help to ensure availability. The nearest accessible BART station is Lake Merritt. Accessible AC Transit Bus Route 62 stops at the entrance to Highland Hospital. Route 11 stops one block away, on 14th Avenue at East 31st Street. For schedule updates, call AC Transit at (510) 817-1717; BART at (510) 465-2278. There is accessible parking in the main patient parking lot enter on East 31st Street.

In order to accommodate persons with severe allergies, environmental illness, multiple chemical sensitivity or related disabilities, attendees at public meetings are reminded that other attendees may be sensitive to perfumes and various other chemical-based scented products. Please help us to accommodate these individuals.

The AHS Board of Trustees is committed to protecting the private health information (PHI) of our patients. We ask that speakers refrain from disclosing or discussing the PHI of others. Please also know that, should you decide to disclose your PHI, the Trustees will still likely refer your matter, to the extent it involves PHI, to the executive staff for a confidential review of the facts and for confidential handling. If you would like more information regarding the confidentiality of PHI as it relates to the Health Insurance Privacy and Accountability Act, please refer to 45CFR Section 164.101, et.seq.