



## **BOARD OF TRUSTEES MEETING**

**THURSDAY, JUNE 28, 2018**

**5:00PM – 7:00PM**

**Conference Center at Highland Care Pavilion**

1411 East 31<sup>st</sup> Street Oakland, CA 94602

Ronna Jojola Gonsalves, Clerk of the Board

(510) 535-7515

### **LOCATION:**

Open Session: HCP Conference Center

### **MEMBERS**

Joe DeVries, **President**

Kinkini Banerjee, **Vice President**

Maria G. Hernandez, **Secretary**

Taft Bhuket, MD

Tracy Jensen

Gary Charland

Michele Lawrence

Louis Chicoine

*Chief of Staff – HGH/FMT/JGH/AMBULATORY Medical Staff: Gene Hern, MD*

*Chief of Staff - SLH Medical Staff: Joel Chiu, MD*

*Chief of Staff - AHD Medical Staff: Elpidio Magalong, MD*

## **BOARD OF TRUSTEES REGULAR MEETING AGENDA**

### **THE MEETING WAS CALLED TO ORDER AT 5:14PM**

**ROLL CALL WAS TAKEN AND THE FOLLOWING TRUSTEES WERE PRESENT:** Kinkini Banerjee, Taft Bhuket, MD, Gary Charland, Louis Chicoine, Joe DeVries, Maria Hernandez, Tracy Jensen, and Michele Lawrence

**ABSENT:** none

A quorum was established.

### **PUBLIC COMMENT**

Matt Sardella, Oncology Nurse Highland, spoke regarding the dangers of the current practice of not paying nurses when they miss breaks, burnt out nurses, and patient safety.

Wallace Osborne, SEIU 1021, spoke regarding Central Supply. He said vacated positions had not been filled resulting in service areas not being covered daily. Staff members have been denied time off due to scheduling issues for several years. Training staff was not being paid the agreed upon training premium. He also said the shipping and receiving docs were being compromised by wildlife.

Satwant Grewel spoke regarding waste management. They did a workflow analysis in the past and were told there would be opportunities to bring more resources and more workers to the team, and they haven't. They had been working short staffed for a long time.

Donna Spangler, Ninth Floor Med Surge Unit, spoke regarding staffing issues. She said it was harmful for the patients and resulted in many patient falls, up to seven in one week of December and they were issued a citation. Supply shortages due to the staffing issues in Central Supply were affecting patient care.

Chung Liu, Respiratory Care at Highland, said the department director mismanaged the budget, hired a niece who has been getting paid full time for part time work. He said staff was forced to work with not enough staff on the night shift. He said the director would retaliate if they tried to discuss the issues with her.

Stacey Allen Respiratory Therapist at Highland. She spoke regarding staff cuts in their department. They were not allowed to call people in for overtime or staff SANs. Vacation was regularly denied. One therapist might have to work six to eight ventilators per shift. Patient care was suffering.

Adrian Jackson Respiratory Therapist, said the department was in crises, suffering issues from nepotism, but could be fixed easily. He hoped to continue to serve community.

Michael Ong, Respiratory Therapist, spoke regarding bad management and suffering patients. They went to the union recently and the staff had been cut since. When they called management, they were told to deal with it.

Miller Crisostomc, Respiratory Therapist, said management was not good. His department duties included ER, ICU, floors 6, 7, 8, 9 and all deliveries, and other departments, yet sometimes they had only three or four people on staff, putting patients at high risk.

Susan Larson spoke regarding boarders in same day surgery and the annex surgery area resulting in flies in surgery and recovery. She said some patients who were NPO until after midnight would wait all day long to be called in.

John Pearson ER Nurse, SEIU 1021 Chapter President, spoke regarding the respiratory therapists who were committed to their jobs, and the staffing cuts at Central Services. Not having the needed supplies available to save lives was off mission.

Soraya O'Sullivan spoke regarding the staff at AHS, they were passionate about their jobs. But their management and resources were consistently a problem.

Olivia was getting laid off and spoke to the fact that the organization did not value her job. She was willing to transfer to another department, but the option was not available.

Toby Maurer spoke regarding the history and importance of the dermatology services at AHS. Leadership, he said, did not listen to their attempts to create a transition plan.

Melissa Chubbuck spoke regarding LGBT Health. She said that marginalized communities were at the highest risk of discrimination. HIV rates in the county were alarming. Their options were not great and AHS was not considered LGBT safe. She encouraged the leadership to work toward these goals.

Arnold Brillinger welcomed Richard Espinoza back to AHS.

**A. MEDICAL STAFF REPORTS**

*Gene Hern, MD, HGH/FMT/JGH/Ambulatory Medical Staff*

*Joel Chiu, MD, San Leandro Hospital Medical Staff*

*Elpidio Magalong, MD, Alameda Hospital Medical Staff*

Dr. Hern spoke regarding success in finding funding for wellness resources, the training at the leadership academy, and the retreat in October.

**B. BOARD PRESIDENT REPORT**

*Joe DeVries, President*

**1. Modification of the existing ad hoc committee to fill the vacancy created by Trustee Thompson's resignation.**

Trustee DeVries modified the existing Ad Hoc Committee (Trustees Banerjee and Bhuket) tasked with managing the recruitment for the vacancy created with Trustee Lawrence's resignation, to manage the recruitment for the new vacancy created with Trustee Thompson's resignation. Trustee Charland volunteered to participate.

**2. Appoint a new Finance Committee Chair**

Trustee DeVries appointed Trustee Chicoine to chair the Finance committee.

**C. CEO REPORT**

*Delvecchio Finley, Chief Executive Officer*

Mr. Finley reviewed the CEO Report available here:

<http://www.alamedahealthsystem.org/wp-content/uploads/2018/06/2018-06-28-BOT-C-CEO-Update-LATE-SUBMITTAL.pdf>.

Trustee Lawrence asked if AHS leased the county buildings. Mr. Finley said there was a lease agreement for the county owned facilities that needed to be updated. From a financial perspective the lease amount was non-relevant.

**D. CONSENT AGENDA: ACTION**

**1. Approval of the Minutes from the April 27 and 28, 2018 Board of Trustees Retreat, the April 28, 2018 Board of Trustees Special Meeting, and the May 24, 2018 Board of Trustees Regular Meeting.**

**2. Approval of Contracts and Authorization for the CEO or His Delegate to Execute the Following Operating Contracts:**

The Finance Committee recommends approval of the contracts listed below.

- a) Renewal agreement with Medline Industries, Inc. to provide medical supplies across Alameda Health System. The term of the proposed agreement shall be from October 1, 2017 through January 31, 2019. The estimated impact of the proposed agreement is \$17,889,941.46.  
*Luis Fonseca, Chief Operating Officer*
- b) Amendment to the agreement with Affirma Rehabilitation, Inc. for the provision of post-acute rehabilitation services to the Alameda Hospital Skilled Nursing Facilities. The term of the proposed amendment shall be from July 1, 2018 through June 30, 2021. The estimated impact of the proposed agreement is \$3,711,666.00.  
*Luis Fonseca, Chief Operating Officer*
- c) Amendment to the agreement with University of California, San Francisco East Bay Faculty Surgeons for the provision of trauma general surgery services. The term of the proposed amendment shall be from July 1, 2018 through June 30, 2020. The estimated impact of the proposed agreement is \$1,468,183.37.  
*Ghassan Jamaledine, MD, Chief Medical Officer*
- d) Renewal agreement with California Medical Billing Services, LLC for the provision of professional medical billing and consulting services. The term of the proposed agreement shall be from August 1, 2018 through June 30, 2021. The estimated impact of the proposed agreement is \$1,360,000.00.  
*Nancy Kaatz, Interim Chief Financial Officer*
- e) Amendment to the agreement with East Bay Foundation for Graduate Medical Education to administer the East Bay Residency Program for surgical residents under the UCSF School of Medicine. The term of the proposed amendment is July 1, 2018 through June 30, 2019. The estimated impact of the proposed agreement is \$2,724,606.02.  
*Ghassan Jamaledine, MD, Chief Medical Officer*
- f) New agreement with Hyland Software, Inc. to procure their OnBase enterprise content management software platform to be integrated with Epic for testing and active use. The term of the proposed agreement shall be from July 1, 2018 through June 30, 2021. The estimated impact of the proposed agreement is \$1,893,573.17.  
*Ed Babakanian, Interim Chief Information Officer*

### **3. Policies and Procedures**

The Quality Professional Services Committee recommends approval of Policies and Procedures listed below.

#### **System Wide**

- Antimicrobial Stewardship Program
- Medication: Therapeutic Interchange
- Medication: Transdermal Fentanyl Patch Pharmacist Review
- PCP Assignment and Panel Size Policy: Primary Care – Adult Medicine and Pediatrics

#### **San Leandro Hospital**

- Assessment and Reassessment of Patients, Organizational Plan for
- Bronchoscopy
- Plan for the Provision of Patient Care
- Sedation, Moderate
- Thinning Patient Charts

**ACTION:** A motion was made and seconded to approve the Consent Agenda. The motion passed.

**AYES:** Trustees Banerjee, Bhuket, Charland, Chicoine, DeVries, Hernandez, Jensen, and Lawrence

**NAYS:** None

**ABSTENTION:** None

## **E. STAFF REPORTS**

### **1. Financial Report (Written)**

*Nancy Kaatz, Interim Chief Finance Officer*

- a) March 2018 Financial Report
- b) 12 Month Forecast update

Ms. Kaatz reported concerns about the May financials and how the net patient services revenue was falling out for the month. Because of how it was historically booked it was difficult to determine why it was significantly less revenue than expected for the month. She did not want to publish financials until they could determine the cause of the variables.

### **2. Chief Operating Officer Report (Written)**

*Luis Fonseca, Chief Operating Officer*

- a) March 2018 Operations Report
- b) Fiscal 2018 Back to Budget Plan

## **F. ACTION ITEMS**

- 1. Approval of Ad Hoc Committee recommendation to submit the following candidates to the Board of Supervisors for consideration and appointment to the Board of Trustees for a term to start upon appointment by the Board of Supervisors and end on December 31, 2021: Dr. Noha Aboelata and Dr. Mark Finch.**

*Kinkini Banerjee, Ad Hoc Committee Chair*

Trustee Banerjee said they had received applications from 10 well qualified candidates. After an extensive interview process, the Ad Hoc Committee recommended Dr. Noha Aboelata and Dr. Mark Finch to the Board for consideration. As experienced leaders in the industry, either candidate would bring value to the Board. She said she did not wish to rank the candidates as directed by the Joint Procedures Document, as both were equally qualified. She also stated that the Ad Hoc Committee would consider the existing applicants for the new vacancy.

**ACTION:** A motion was made and seconded to recommend Dr. Noha Aboelata and Dr. Mark Finch as Board of Trustees candidates to the Board of Supervisors. The motion passed.

**AYES:** Trustees Banerjee, Bhuket, Charland, Chicoine, DeVries, Hernandez, Jensen, and Lawrence

**NAYS:** None

**ABSTENTION:** None

- 2. Approval of a Resolution Approving 401(h) Account Pursuant to Section 31592.**

*Tony Redmond, Chief Human Resources Officer*

**ACTION:** A motion was made and seconded to approve Resolution Number 2018-003 approving the 401(h) account pursuant to section 31592. The motion passed.

**AYES:** Trustees Banerjee, Bhuket, Charland, Chicoine, DeVries, Hernandez, Jensen, and Lawrence

**NAYS:** None

**ABSTENTION:** None

- 3. Proposed Resolution Regarding Anticipated Decision in *Janus v. AFSCME***

*Joe DeVries, President*

Trustee DeVries said the Resolution solidified the Board's commitment to work with the AHS labor boards.

Trustee Chicoine asked if this was a philosophical statement of strong support for the AHS labor partners or if there was an action built into the Resolution. Trustee DeVries said that the intent was more than philosophical but there was no action built in. As an organization, AHS was not interested in participating in union busting activities.

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Trustee Hernandez confirmed the importance of using the Board's power to make the kind of statement this Resolution made.

Trustee Banerjee said that being silent at a time like this was not an option.

Trustee Bhuket confirmed that neither the General Counsel nor the Chief Human Resources Officer had issues with the Resolution.

Lisa Lafave, San Leandro Hospital, spoke regarding history and the state of unions. Janus v. AFSCME undermined union solidarity but will not undermine the union's resolve.

Carol Barezi, San Leandro Hospital, said the California Nurses Association was not just a bargaining vehicle but it was for the betterment of patient care. She said the union allowed the nurses to take care of themselves so they could care for patients.

**ACTION:** A motion was made and seconded to approve Resolution Number 2018-001 regarding the decision in Janus v. AFSCME. The motion passed in honor of Mike Plummer.

**AYES:** Trustees Banerjee, Bhuket, Charland, Chicoine, DeVries, Hernandez, Jensen, and Lawrence

**NAYS:** None

**ABSTENTION:** None

**4. Proposed Resolution Regarding Support of Families Seeking Asylum and Protection of Children at Border Crossings**

*Joe DeVries, President*

*Kinkini Banerjee, Vice President*

Trustee Banerjee discussed the legality of the zero tolerance and the importance of reuniting the separated families. She said the camps holding the children needed to be well staffed.

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**ACTION:** A motion was made and seconded to approve Resolution Number 2018-002 in support of Families Seeking Asylum and Protection of Children at Border Crossings. The motion passed.

**AYES:** Trustees Banerjee, Bhuket, Charland, Chicoine, DeVries, Hernandez, Jensen, and Lawrence

**NAYS:** None

**ABSTENTION:** None

**5. Approval of the Proposed FY2018 Budget**

*Delvecchio Finley, Chief Executive Officer*

**ACTION:** A motion was made and seconded to approve the FY2018 Budget. The motion passed.

**AYES:** Trustees Banerjee, Bhuket, Charland, Chicoine, DeVries, Hernandez, Jensen, and Lawrence

**NAYS:** None

**ABSTENTION:** None

**G. COMMITTEE REPORTS (Written)**

1. **Quality Professional Services Committee Report: May 24, 2018**  
*Taft Bhuket, Committee Chair*
2. **Audit and Compliance Committee Report: June 14, 2018**  
*Kinkini Banerjee, Committee Chair*

**H. INFORMATION REPORTS (Written)**

1. **AHS Community Engagement Report**  
*Terry Lightfoot, Director, Public Affairs and Community Engagement*
2. **Legislative Affairs/Local Government Strategy**  
*Terry Lightfoot, Director, Public Affairs and Community Engagement*
3. **Media Relations Report**  
*Terry Lightfoot, Director, Public Affairs and Community Engagement*

**(General Counsel Announcement as to Purpose of Closed Session)**

**CLOSED SESSION**

**A. Potential Litigation [2 matters]**  
*M. D. Moye, General Counsel*  
Significant Exposure to Litigation  
[Government Code Section 54957.9(d)(4)]

**B. Public Employee Performance Evaluation**  
[Government Code Section 54957(b)]  
Title: Chief Executive Officer

***(Reconvene to Open Session)***

**OPEN SESSION**

**I. REPORT ON ACTION TAKEN IN CLOSED SESSION**

Trustee DeVries announced that no action was taken in closed session.



**PUBLIC COMMENT:** None

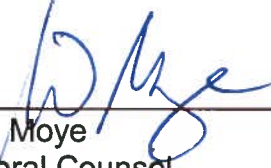
**TRUSTEE REMARKS:** None

**ADJOURNMENT:** 10:15pm

This is to certify that the foregoing is a true and correct copy of the minutes of the regular meeting of June 28, 2018 as approved by the Board of Trustees on July 26, 2018:

  
\_\_\_\_\_  
Ronna Jojola Gonsalves  
Clerk of the Board

APPROVED AS TO FORM:

Reviewed by:   
\_\_\_\_\_  
M.D. Moya  
General Counsel