



**BOARD OF TRUSTEES MEETING**  
**THURSDAY, JANUARY 24, 2019**

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*  
Noha Aboelata, MD    Louis Chicoine  
Taft Bhuket, MD    Tracy Jensen  
Gary Charland    Ross Peterson

**NON-VOTING MEMBERS**

*Chief of Staff – HGH/FMT/JGH/AMBULATORY Medical Staff:* M. Kelley Bullard, MD  
*Chief of Staff - SLH Medical Staff:* Michael Ingegno, MD  
*Chief of Staff - AHD Medical Staff:* Joseph Marzouk, MD

**BOARD OF TRUSTEES REGULAR MEETING MINUTES**

**THE MEETING WAS CALLED TO ORDER AT 5:09PM**

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

**ABSENT:** none

A quorum was established.

**Public Comment on Non-Agenda Items**

Lisa Lafave, CNA, RN at SLH, spoke regarding said she did what she did to protect the nurses and patients. They started contract negotiations in November to obtain parity and core staffing and to protect current contract benefits. They received over 80 take aways. Management has reopened nearly every aspect of the contract.

Melody Orrfield, ER nurse at SLH, said that the takeways were too familiar. She went through this at Salina Valley Memorial Hospital, where Luis Fonseca also worked. They attempted to lay off nurses, eliminate charge nurses, and use supervisors instead. What they need for

patients is more nurses. The takeaways were defeated in Salinas and will be in San Leandro as well. They require staffing levels to take safe care of their patients, current benefits, and parity in the system.

Raychel Cooke, Charge Nurse ER SLH, said she was concerned about the Clinical Nurse Supervisor position. It was not clearly defined. The position was created with the ER staff was reduced to only four nurses. The change has increase patient wait times and if one nurse calls in sick they are in an unsafe situation. She spoke regarding the paper-based system and other outdated systems in SLH.

Frances Franco, ER Social Worker at SLH, said that the interactions she'd had with the community ...she reflected on the vision statement of AHS. She said they care about the members of that community. Unfortunately, the day to day working conditions of SLH do not support that vision.

Jennifer Corzone, a med surge nurse at SLH, said that what has been happening has been bad for the patients. Having a supervisor may not seem like a bad thing, but the nurse supervisor role causes patients to suffer. Supervisors can't assess patients. It was shameful that these hospitals were going this direction where nurses are afraid of losing their jobs.

Karen Rothblatt, worked at AH for 30 years, has been on the negotiating team five times. Yesterday was probably the worst. They were given a large packet full of take aways which will have a negative affect on patient care. She requested that the board stick to the current MOU.

Rose Klein, CA Nurses Assoc, AH 38 years, a member of the bargaining team. Over the years she has seen many members come and go from the bargaining team, but they had always been a good team, until yesterday. They came today to ask why they are union busting and trying to take their voice away. The professional committee was being struck. Cutting in service, education, and cross training. The list went on. These contract terms allowed them to be voices of the patients. She reminded the Board that they passed a resolution supporting the nurses' union.

Gene Hern, MD, Former Chief of Staff, updated the board on something passports and efforts. On March 13 they have their next Wellness Series retaining humanity will transitioning ER. They recently had a difficult issue where the wellness director and counselor reached out and provided critical support.

#### **A. MEDICAL STAFF REPORTS**

*M. Kelley Bullard, MD - HGH/FMT/JGH/AMBULATORY Medical Staff*

*Michael Ingegno, MD - SLH Medical Staff*

*Joseph Marzouk, MD - AHD Medical Staff*

Dr. Bullard gave a recap of her presentation in QPSC. She discussed the surge red process stating that they were starting to look at patient flow for the entire hospital system, the ongoing S\*A\*P\*P\*H\*I\*R\*E\* project, and the San Leandro licensure changes.

Dr. Ingegno said that other than the normal credentialing conversation, they spoke regarding the San Leandro medical staff unification. They hired an experienced attorney to assist them

through the process. He said there was going to be a change in the anesthesia group, to address capacity issues, but didn't expect it to affect patient services.

Dr. Marzouk said that in QPSC they discussed credentialing and hospice coverage considering the increased census of patients coming from Highland. He discussed specialty coverage, saying it was desired to increase coverage on the weekends.

## **B. BOARD PRESIDENT REPORT**

*Joe DeVries, President*

### **1. ACTION: Election of Board Officers**

Trustee DeVries requested nominations for 2019 Board Officers.

**ACTION:** A motion was made and seconded to reappoint the following Trustees to serve the as Board of Trustees officers in 2019: President, Joe DeVries, Vice President, Kinkini Banerjee, and Secretary, Maria Hernandez. The motion passed.

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

**NAYS:** None

**ABSTENTION:** None

### **2. ACTION: Appointment of Trustee Replacement to the Retirement Plans Investment Committee**

**ACTION:** A motion was made and seconded to appoint Trustee Peterson to serve on the Retirement Plans Investment Committee. The motion passed.

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

**NAYS:** None

**ABSTENTION:** None

### **3. Announcement of 2019 Committee Membership and Chairs**

Trustee DeVries said the 2019 committee membership and chairs would remain the same as 2018, except Trustee Banerjee was stepping down from the Audit and Compliance Committee. Trustee Peterson agreed to be the new Chair of the Audit and Compliance Committee. Trustee Banerjee agreed to serve as a member for the next meeting or two to assist Trustee Peterson and the Committee with the transition.

## **C. CEO REPORT**

*Delvecchio Finley, Chief Executive Officer*

Luis Fonseca, Chief Operating Officer, discussed the presentation available here:  
<http://www.alamedahealthsystem.org/2019-meeting-agendas-and-minutes/>

Mr. Fonseca showed a video, available here:  
<http://www.alamedahealthsystem.org/2019-meeting-agendas-and-minutes/>

The Trustees asked questions about the Park Bridge SNF building lease, which was identified in the report as needing significant repairs that had not been budgeted for. The lease ran until 2032 and made AHS responsible for all maintenance. Mr. Fonseca said staff hadn't considered renegotiating to purchase the building, which was under the license of and leased by Alameda Hospital or extending the lease on the very old building. The Capital Reimbursement Fund was intended to support County owned facilities and Park Bridge was not a County building.

Trustee Chicoine requested staff bring the Park Bridge building issues to the Finance Committee with options.

The Trustees discussed options that might include expanding the number of SNF beds using the Fairmont site or using the Fairmont site as flex space. They also discussed moving the administrative services out of Fairmont.

Trustee Chicoine said that they had a number of capital surprises and discussed whether they should create a sub committee of the Finance Committee to discuss these issues and get an understanding of them before they come up. Trustee DeVries agreed and thought it could also incorporate Land Use issues. If the County was interested in letting AHS use the Zhong way building perhaps the SSC space could move there as well. He said it would be great to develop a proposal that could go to the County saying here's what the needs are now as well as in the future and they could plan with the County partners to have appropriate space.

Trustee Chicoine suggested having the Finance Committee study and determine if an Ad Hoc Committee was needed to look at Capital expenses and develop a long term land use plan as addressed by Trustee DeVries.

Trustee Chicoine asked if the training process for S\*A\*P\*P\*H\*I\*R\*E\* accounted for the varied levels of technology proficiency. Dr. Jamaledine said they were doing a computer literacy assessment to answer that.

Trustee Chicoine asked if there were any savings in the S\*A\*P\*P\*H\*I\*R\*E\* project that could be brought back to address infrastructure needs. Mr. Fonseca said it was too early in the project to determine that yet. However, they were working to save costs where they could.

Trustee Jensen said that Mr. Fonseca had been working with the Alameda Hospital Board and the attention, interest, and help from AHS was appreciated.

Trustee Bhuket said the S\*A\*P\*P\*H\*I\*R\*E\* project training would be about 8 hours per provider, with about 1000 providers for 8000 hours. Plus, they were training super users at around 44 hours, for around 22 hundred hours. In total over 10,000 hours of provider time. He wanted to know how that time had been accounted for. Dr. Jamaledine said they had budgeted for the extra hours. Training would have a very clear plan. As physician leadership they had to transition less critical time into support for front line and training. The HR Oversight Committee was working to develop a clear plan.

## **D. COMMITTEE REPORTS**

### **1. Finance Committee: January 10, 2019**

*Louis Chicoine, Committee Chair*

Trustee Chicoine discussed the January 10, 2019 Finance Committee Meeting, recapping the staff reports beginning on page 107 of the agenda packet. He said the Committee had concerns about the continuing need to monitor net patient service and cost savings trends. Staff was tracking economic and regulatory factors that might negatively impact supplemental income, such as Measure A funds. Trustees needed to look at the two forecasts presented by staff. The first forecast looked positive, with ending the year near EBIDA. But, the rolling forecast showed an EBIDA amount that was 1.5% off goal.

### **2. Human Resources Committee: January 9, 2019**

*Tracie Jensen, Committee Chair*

Trustee Jensen discussed the January 9, 2019 Human Resources Committee meeting, recapping the staff reports available here: <http://www.alamedahealthsystem.org/2019-meeting-agendas-and-minutes/>. She said the residency program update was very interesting. The program had a long history and was very diverse.

### **3. Quality Professional Services Committee: November 29, 2018**

*Taft Bhuket, MD, Committee Chair*

Trustee Bhuket discussed the November 29, 2018 Quality Professional Services Committee meeting, recapping the staff reports available here: <http://www.alamedahealthsystem.org/2019-meeting-agendas-and-minutes/>. He recapped the comments from the outgoing Chiefs of Staff and briefly discussed the incoming Chiefs. He said that a key issue to the rollout of S\*A\*P\*P\*H\*I\*R\*E\* was the clinical order sets. He told the Board that if the medical staffs reached an impasse on the issue the Board might have to act.

## **E. CONSENT AGENDA: ACTION**

### **1. Approval of the Minutes from the November 29, 2018, 2018 Board of Trustees Regular Meeting**

### **2. Approval of the Injury and Illness Plan**

The Human Resources Committee recommends approval of the Injury and Illness Plan.

### **3. Approval of Policies and Procedures**

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

System

- Patient Complaints and Grievances
- Prevention of Unplanned Retained Procedure Items

Alameda Hospital

- Automated Dispensing Machine
- Emergent Pyxis Override Medication

San Leandro Hospital

- Emergency Crash Cart

**4. Approval of Revisions to the San Leandro Medical Staff Bylaws**

The Quality Professional Services Committee recommends approval of the revised San Leandro Medical Staff Bylaws.

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

The Finance Committee recommends approval of the contract listed below.

- a) Approval requested to increase expenditures under the **Angelica Textile Services, Inc.** agreement by \$2,872,480 for provision of linen and laundry services under the existing agreement through June 30, 2019.  
*Luis Fonseca, Chief Operating Officer*
- b) New Amendment with **Siemens Medical Solutions USA, Inc.** for provision professional services for data migration support to import data to the EHR system. The term of the proposed amendment shall be effective upon signature through 03/31/2019. The estimated impact of the proposed amendment is \$7,600.  
*Mark Amey, Chief Information Officer*
- c) Amendment to the agreement with **Allied Security Services** for provision of additional security and vehicle details. The term of the proposed agreement shall be from February 1, 2019 through June 30, 2021. The estimated impact of the proposed agreement is \$2,007,564.41.  
*Luis Fonseca, Chief Operating Officer*
- d) New agreement with **Baxter Healthcare Corporation** to transfer existing purchases of IV solution, pre-mixed drug delivery and tubing sets under improved Vizient/GPO pricing. The term of this proposed agreement shall be effective upon signature through 12/31/2023. The estimated impact of the proposed agreement is \$3,782,486.93.  
*Luis Fonseca, Chief Operating Officer*

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

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

**NAYS:** None

**ABSTENTION:** None

## **F. REPORT/DISCUSSION**

### **1. Report on the Status of Acute Rehabilitation License Transition**

*Mike Moye, General Counsel*

Mr. Moye discussed the report and presentation beginning on agenda packet page 99.

## **G. STAFF REPORTS (Written)**

### **1. Finance Report**

*Nancy Kaatz, Interim Chief Financial Officer*

- a) October 2018 Financial Report
- b) November 2018 Financial Report

### **2. Chief Operating Officer Report**

*Luis Fonseca, Chief Operating Officer*

November 2018 Operations Report

### **3. Local Vendor Engagement Program Update**

*Luis Fonseca, Chief Operating Officer*

*Mike Moye, General Counsel*

## **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**

### **1. Potential Litigation [4 matters]**

*M. D. Moye, General Counsel*

Significant Exposure to Litigation

[Government Code Section 54957.9(d)(4)]

- a) Waters Edge v. Alameda Hospital, Alameda Superior Court, Case No. RG13674753
- b) Ridge v. Alameda Health System, Alameda Superior Court, Case No. RG17847260
- c) Jones v. Alameda Health System, Alameda Superior Court, Case No.
- d) AHS v. ACERA

**2. Update on CNA and SEIU 1021 Labor Negotiations**  
*Tony Redmond, Chief Human Resources Officer*  
*[Government Code Section 54957(b)]*

**2. 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 there was no reportable action taken in Closed Session.

**PUBLIC COMMENT:** None

**TRUSTEE REMARKS:** None

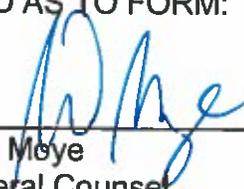
**ADJOURNMENT:** 9:53PM

This is to certify that the foregoing is a true and correct copy of the minutes of the regular meeting of January 24, 2019 as approved by the Board of Trustees on February 28, 2019.

  
Ronna Jojola Gonsalves  
Clerk of the Board

APPROVED AS TO FORM:

Reviewed by: \_\_\_\_\_

  
M.D. Meye  
General Counsel