



BOARD OF TRUSTEES REGULAR MEETING

WEDNESDAY, NOVEMBER 10, 2021

5:30pm to 7:30pm

Conference Center at Highland Care Pavilion

1411 East 31st Street Oakland, CA 94602

Ronna Jojola Gonsalves, Clerk of the Board

(510) 535-7515

LOCATION:

Open Session: Telephonic/Electronic Meeting

ZOOM Meeting Link:¹

<https://alamedahealthsystem.zoom.us/j/9361457125?pwd=aUF4anZtK01IRkIVMzZvQVY5NTdOZz09>

Meeting ID: 936 145 7125

Meeting Password: 20200513

One tap mobile

+14086380968,,9361457125# or

+13462487799,,9361457125#

Dial by your location

+1 408 638 0968 US (San Jose)

+1 346 248 7799 US (Houston)

+1 646 518 9805 US (New York)

Find your local number: <https://alamedahealthsystem.zoom.us/u/agoA8zDn2>

MEMBERS

Taft Bhuket MD, President

Tracy Jensen, Vice President

Jennifer Esteen, Secretary/Treasurer

Kinkini Banerjee Luisa Blue

Jeanette Dong Alan E. Fox

Mark Friedman Sblend A. Sblendorio

¹ Log into the meeting at www.zoom.com. You will be directed to download the meeting app (free) if you have not used ZOOM previously. ZOOM meetings may be accessed on computers and portable devices.

BOARD OF TRUSTEES REGULAR MEETING AGENDA

SPECIAL NOTE: Alameda Health System will conduct this meeting in accordance with health and safety guidelines related to COVID-19 by Federal, State, and local authorities, including but not limited to, requiring meeting participants and observers to adhere to “social distance” standards and limits on public gatherings. In addition, the meeting will be conducted in accordance with Assembly Bill 361, which suspends specific requirements of the Brown Act during a declared state of emergency and after a finding by the Board of Trustees that meeting in person would present imminent risks to the health and safety of attendees, while directing agencies to use sound discretion and to make reasonable efforts to adhere to the Brown Act as closely as possible.

- Members of the public may participate in the meeting via telephone or logging into the Zoom meeting, per the instructions above.
- There will be no public meeting place associated with this meeting.

Public Comment Instructions

If you wish to address the Board of Trustees or Committee send an email to cob@alamedahealthsystem.org PRIOR TO THE START OF THE MEETING. Your comment will be heard at the appropriate time. During the meeting, public comment requests may be submitted to the ZOOM meeting host or the Clerk of the Board, but requests must be submitted prior to the beginning of the public speaker time for that item. Each speaker will be allotted between one and three minutes to speak, depending on the number of speakers present. Materials to help your participation go smoothly are available here: <http://www.alamedahealthsystem.org/board-of-trustees-meetings/>

OPEN SESSION / ROLL CALL

PUBLIC COMMENT: Non-Agenda Items

OPEN SESSION

A. Executive Officers Report (Estimated 10 min)

Taft Bhuket, MD, President

Tracy Jensen, Vice-President

Jennifer Esteen, Secretary/Treasurer

A1. ARTICLE: “Local leaders recall Alameda County Supervisor Wilma Chan as ‘a quiet power’,” *San Francisco Chronicle*, November 4, 2021, e-edition

B. CEO Report (Estimated 20 min)

James E.T. Jackson, Chief Executive Officer

C. MEDICAL STAFF REPORTS (Estimated 20 min)

- AHS Medical Staff: Brandon Boesch, DO (Chief of Medical Staff)
Edris Afzali, MD (SLH Leadership Committee Chair)
- AH Medical Staff: Cathy Pyun, DO (Chief of Medical Staff)

D. COMMITTEE AND TRUSTEE REPORTS (Estimated 25 min)

D1. Human Resources Committee: October 20, 2021

Alan A Fox, Committee Chair

D2. Quality Professional Services Committee: October 27, 2021

Taft Bhuket, MD, Committee Chair

D3. Finance Committee: November 3, 2021

Jennifer Esteen, Committee Chair

D4. The Governance Institute October Conference Update

Mark Friedman, Trustee

E. CONSENT AGENDA: ACTION (Estimated 10 min)

Public comment on all Consent Agenda items may be heard prior to the Board's vote. The Board does not deliberate on Consent Agenda items. Any member of the public or the Board may request that a Consent Agenda item get pulled from the Consent Agenda for deliberation and to be voted on separately from the Consent Agenda.

E1. Approval of the Minutes from the October 13, 2021 Board of Trustees Regular Meeting, and the October 29, 2021 Board of Trustees Retreat

E2. Adopt Resolution 2021-005 Continuing to Authorize Remote Teleconferencing Meetings pursuant to AB361

E3. Approval of Policies and Procedures

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

AHS System

- Patient Complaints/Grievances
- Patient Procedural Consent
- Critical Result Communication – Nursing

E4. Approval of Medical Staff Policy and Procedure

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

- Medical Staff Moonlighting Practitioners
- Medical Staff Division Chief and Site Director Policy & Procedure

E5.Approval of Contracts

The Finance Committee recommends approval of the Contract listed below.

- E5a. Approval requested to increase expenditures with Dell, Inc. under the current Enterprise Agreement for the provision of additional system-wide software license subscriptions in the amount of \$7,000,000. The term of the current agreement is July 1, 2020 through June 30, 2023.**
Mark Amey, Chief Information Officer
- E5b. Approval requested to increase expenditures with Ellit Group, Inc. Oxford, Nordic, and Superlanet, Inc. in the amount of \$8,000,000 for provision of Epic and Other Critical Project Staffing under the current agreements with these vendors.**
Mark Amey, Chief Information Officer
- E5c. Renewal agreement with G&I IX Marina Village Research Park LP to extend the lease at 815 Atlantic Avenue, Alameda, CA housing the AHS Creedon Wound Care Clinic and Marina Wellness Primary Care and Surgery Clinic. The term of the proposed agreement is April 1, 2022 through August 31, 2032. The estimated impact of the proposed agreement is \$5,765,109.88.**
Mark Fratzke, Chief Operating Officer
- E5d. Renewal agreement with Morrison Management Specialists, Inc for the management of the AHS food and nutrition services program. The term of the proposed agreement is March 1, 2022 through February 28, 2025. The estimated impact of the proposed agreement is \$23,695,761.24.**
Mark Fratzke, Chief Operating Officer
- E5e. Renewal agreement with Premier Parking, LLC for provision of parking and shuttle management services at Alameda, Highland, and San Leandro Hospitals. The term of the proposed agreement is February 1, 2022 through January 31, 2025. The estimated impact of the proposed agreement is \$5,232,207.71.**
Mark Fratzke, Chief Operating Officer

END OF CONSENT AGENDA

F. ACTION/DISCUSSION (Estimated 45 Min)

Public comment on all Action items may be heard prior to the Board's vote.

F1. DISCUSSION: Strategic Planning Update (Estimated 30 minutes)

James E.T. Jackson, Chief Executive Officer

F2. ACTION/DISCUSSION: 2022 Board Meeting Calendar (Estimated 15 minutes)

Taft Bhuket, President

G. STAFF REPORTS (Written)

Public comment on each Staff Report item may take place as needed. There is typically no Board discussion on these written reports. The Board does not vote on Staff Reports.

G1. Chief Financial Officer Report, September 2021 Financial Report
Kimberly Miranda, Chief Financial Officer

G2. Chief Operating Officer Report, Mental Health Services
Mark Fratzke, Chief Operating Officer

(General Counsel Announcement as to Purpose of Closed Session)

CLOSED SESSION (Estimated 90 min)

Public comment on Closed Session items may take place prior to the Board adjourning to the Closed Session. An announcement of any action taken during the Closed Session will take place prior to the end of the Open Session.

1. Conference with Legal Counsel – Existing Litigation

[Government Code Section 54957.9]

Ahmad Azizi, Interim General Counsel
AHS v. ACERA et al.

2. Labor Negotiation

[Government Code Section 54957.6]

AHS Designated Representatives:

Stacey Cue, IEDA

Fran Jefferson, IEDA

Keith Fleming, IEDA

Employee Organization:

ACMEA

3. Labor Negotiation

[Government Code Section 54957.6]

AHS Designated Representatives:

Kinkini Banerjee, Trustee

Mark Friedman, Trustee

Unrepresented Employee:

Chief Executive Officer

(Reconvene to Open Session)

General Counsel Report on Action Taken in Closed Session

H. ACTION/DISCUSSION (Estimated 15 min)

Public comment on all Action items may be heard prior to the Board's vote.

H1. Discussion and possible action relating to the approval of the employment agreement with James E.T. Jackson for the Chief Executive Officer position

Kinkini Banerjee, Trustee

Mark Friedman, Trustee

TRUSTEE COMMENTS

ADJOURNMENT

ADDENDUM 1: Board Bylaws

ADDENDUM 2: ABCs of Communication

ADDENDUM 3: Trustee Attendance Tracker

Our Mission

Caring, Healing, Teaching, Serving All

Strategic Vision

AHS 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.

Values

Compassion, Commitment, Teamwork, Excellence, Integrity, and Respect.

Meeting Procedures

The Board of Trustees is the Policy Body of the Alameda Health System. The Board has several standing Committees where Board matters are the subject of discussion 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.

Members of the public are advised that all Board and Committee proceedings are recorded (audio), including comments and statements by the public in the course of the meetings. Copies of the audio recordings will be made available to the public. Copies of the agendas and supporting documents can be found here: <http://www.alamedahealthsystem.org/meeting-agendas-and-minutes/>. By attending and participating in Board/Committee meetings, members of the public consent to audio recording of any statements they may make during the proceedings.

Disability Access

To request accommodation or assistance to participate in the meeting please contact the Clerk of the Board. Requests made at least 48 hours in advance of the meeting will help to ensure availability.

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.