

Edward A. Chow, M.D.
President

David B. Singer
Vice President

Cecilia Chung
Commissioner

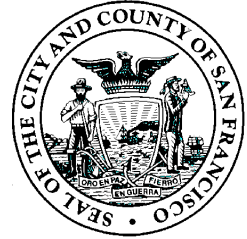
Judith Karshmer, Ph.D., PMHCNS-BC.
Commissioner

David Pating, M.D
Commissioner

David J. Sanchez, Jr., Ph.D.
Commissioner

**HEALTH COMMISSION
CITY AND COUNTY OF SAN
FRANCISCO**

Edwin M. Lee, Mayor
Department of Public Health



Barbara A. Garcia, M.P.A.
Director of Health

Mark Morewitz, M.S.W.
Executive Secretary

TEL (415) 554-2666

FAX (415) 554-2665

Web Site: <http://www.sfdph.org>

MINUTES

HEALTH COMMISSION MEETING

Tuesday, April 5, 2016, 4:00 p.m.

**101 Grove Street, Room 300 or Room 302
San Francisco, CA 94102**

1) CALL TO ORDER

Present: Commissioner Edward A. Chow M.D., President
Commissioner David B. Singer, Vice President
Commissioner Cecilia Chung Commissioner
Commissioner David Pating, M.D.

Excused: Commissioner Judith Karshmer, Ph.D, PMHCNS-BC
Commissioner David J. Sanchez Jr., Ph.D.

The meeting was called to order at 4:11pm

2) APPROVAL OF THE MINUTES OF THE HEALTH COMMISSION MEETING OF MARCH 15, 2016

Action Taken: The Health Commission unanimously approved the minutes.

3) Barbara Garcia, Director of Health, gave the report. The full report can be viewed at:
<http://www.sfdph.org/dph/comupg/aboutdph/insideDept/dirRpts/default.asp>

Mayor Lee Announces New Navigation Center

Mayor Edwin M. Lee announced March 23rd that the City will open a new Navigation Center and lease an additional 200 units of housing for homeless individuals. The new Navigation Center, which will begin accepting clients in two months, will be located at the Civic Center Hotel, which will be expanded with additional supportive services. Mayor Lee also announced the addition of 200 new units to the City's supportive housing portfolio to provide additional exits to clients of the Navigation Center system.

The Civic Center Hotel, a Single-Room Occupancy Hotel, will be rebuilt as part of a larger development project that will include 550 units, more than 25% of which will be affordable housing, including a 110 unit supportive housing project with Community Housing Partnership for formerly homeless individuals and existing residents of the Civic Center Hotel. The SFDPH Homeless Outreach Team will continue to do outreach and transportation to the center and our Behavioral Services team will continue to help with mental health and substance abuse services at the center.

Mayor Lee's Statement on North Carolina's Discriminatory Law against LGBT Individuals

Mayor Edwin M. Lee issued the following statement after North Carolina Governor Pat McCrory signed into law legislation overturning protections for lesbian, gay, bisexual and transgender individuals in the State of North Carolina:

"We are standing united as San Franciscans to condemn North Carolina's new discriminatory law that turns back the clock on protecting the rights of all Americans including lesbian, gay, bisexual and transgender individuals. Effective immediately, I am directing City Departments under my authority to bar any publicly-funded City employee travel to the State of North Carolina that is not absolutely essential to public health and safety.

Population Health and SF Health Network Joining Forces to Reduce Infant Mortality

Population Health's Communicable Disease Control and Prevention Section collaborated with the SF Health Network's Zuckerberg San Francisco General (ZSFG) and Maternal, Child and Adolescent Health to present a webinar entitled: Prenatal Tdap Vaccination: Quality Improvement to Reduce Infant Mortality. The presenters, Cora Hoover, MD, MPH from Disease Control, Sona Aggarwal MD, MPH, a public health fellow in Population Health and Misa Perron-Burdick MD, MAS from ZSFG Ob/Gyn, discussed the impact of recent pertussis outbreaks on the health of Californians and the importance of Tdap vaccination of pregnant mothers in the third trimester. They also introduced a Quality Improvement Toolkit to help prenatal care providers increase vaccination rates in their practices. The webinar had over 70 attendees from 40 California counties as well as California Department of Public Health (CDPH), Health and Human Services (HHS) and a variety of independent practices. The toolkit and the archived webinar are at <http://www.sfcdcp.org/tdaptoolkit.html>

Expanding Pre-Exposure Prophylaxis through the San Francisco Health Network

Pre-Exposure Prophylaxis (PrEP) is a highly effective HIV prevention tool for individuals at risk for HIV infection, and a key component of the SF Getting to Zero (GTZ) initiative. Several large studies, many conducted in collaboration between SFDPH and UCSF, have demonstrated the effectiveness of daily PrEP, as part of a comprehensive HIV prevention package, for people at risk for HIV.

The San Francisco Health Network (SFHN) has developed a multifaceted PrEP program to increase PrEP access through primary care. The SFHN PrEP Program has developed and disseminated PrEP clinical management guidelines, through in-person trainings, to more than 100 primary care providers (including physicians, nurse practitioners) at SFHN clinics. These trainings provide guidance on PrEP evaluation, initiation, and monitoring of PrEP services for patients in their medical home. Trainings and educational presentations have also been provided for over 300 clinical staff and community members as part of the coordinated community outreach efforts. In addition, a PrEP referral clinic was opened at the Positive Health Program (Ward 86) in November 2015. This clinic serves as a referral and consultative resource for providers within the SFHN, and provides consultation and trainings for local partners. The SFHN PrEP Coordinator, based at Ward 86, provides PrEP counseling and navigation services for patients, including those without an established source of primary care, and supports linkage to a medical home within SFHN. Since opening four months ago, this clinic has helped more than 50 patients access PrEP. In an effort to ensure equity, and aligned with the goals of GTZ, the SFHN PrEP Program has developed this coordinated PrEP program with a focus on communities disproportionately impacted by HIV including young men who have sex with men, women at risk for HIV, and communities of color. Link to guidelines: <http://insidechnsf.chnsf.org/practiceguidelines/default.htm> and <https://hiv.ucsf.edu/care/prep.html>).

National Patient Safety Week Recap

Laguna Honda participated in national Patient Safety Week (March 13th-19th) established by the National Patient Safety Foundation. Led by Edward Guina, Nursing Director and Patient Safety Officer, there were many educational activities to highlight the importance of patient safety in the post-acute care environment. Topics discussed included safety protocols relating to the prevention of hospital acquired infections, medication errors,

and falls. Laguna Honda patients and staff ended the week by participating in a fun “Spin-and-Win” game to test their knowledge on patient safety. Zuckerberg San Francisco General showcased displays and safety reminders all week and safety-related games in the Cafeteria during lunchtime on Thursday, March 17th.

New Shuttle Buses at Laguna Honda

Laguna Honda celebrated three new and welcomed additions to its Fleet Services with a ribbon cutting ceremony on March 25th, 2016. Two medium sized shuttles will be used to help transport residents and staff between Forest Hill MUNI Station and designated campus areas. A larger transit vehicle will be used to transport residents to and from therapeutic and wellness activities off-site. The shuttles were made possible through a grant program from California Department of Transportation (CALTRANS). William Frazier, Laguna Honda Gift Fund Program Manager, led the application efforts and worked with other staff in Finance (Victoria Lau) and Operations (Maxwell Chikere) to secure the grant back in December 2014.

Dr. Bibbins-Domingo appointed chair of the U.S. Preventative Services Task Force

On March 14th, The U.S. Preventive Services Task Force announced the appointment of Kirsten Bibbins-Domingo, Ph.D., M.D., M.A.S., as chair of the Task Force. Dr. Bibbins-Domingo has served as a member of the Task Force since July 2010 and was previously appointed vice chair in March 2014. She is the Lee Goldman, M.D., endowed chair in medicine and professor of medicine and of epidemiology and biostatistics at the University of California, San Francisco (UCSF). Dr. Bibbins-Domingo is a general internist, attending physician, and director of the UCSF Center for Vulnerable Populations at Zuckerberg San Francisco General Hospital. She is also the director of the UCSF Clinical and Translational Science Institute’s training programs. Dr. Bibbins-Domingo’s research has focused on the epidemiology of cardiovascular disease; racial, ethnic, and income disparities in health; and clinical and public health interventions aimed at chronic disease prevention.

Population Health’s Climate and Health Program wins second place in NIH Challenge

The Climate and Health Program has received second prize in the National Institute of Health’s Climate Change and Environmental Exposures Challenge for its San Francisco Climate and Health Profile (www.sfclimatehealth.org). The profile is an innovative web-based tool that links climate change projections with associated health indicators, and identifies populations and locations most vulnerable to climate and health outcomes. The award included prize funding of \$5,000 and the profile will be featured in the White House’s Climate Resilience Toolkit.

2016 National Healthcare for the Homeless Council Award

SF Health Network’s Dr. Michelle Schneidermann is the recipient of the 2016 Medical Respite Award for Excellence given by the National Healthcare for the Homeless Council. This award recognizes those who have delivered outstanding medical respite services in their communities as evidenced by their impact on improved health and quality of life for people experiencing homelessness. The award will be presented during their annual symposium in Portland, Oregon May 31-June 3, 2016.

Zuckerberg San Francisco General receives award from SF Business Times

On Wednesday, March 23rd, Zuckerberg San Francisco General Hospital (ZSFG) received a “Real Estate Deal of the Year” award, presented by the San Francisco Business Times.

ZSFG was called a vital part of the city’s healthcare infrastructure and the new acute care and trauma center (Building 25) was honored as one of the most creative real estate deals done in the Bay Area in 2016. Highlighted were the use of artwork, natural lighting and green building materials.

Link to video highlighting ZSFG’s award:

http://www.bizjournals.com/sanfrancisco/video/FxYXRiMjE6eCa_dBxEp-Pbd_rVPzygvl?autoplay=1

Ambulatory Care Workforce Development Update

The San Francisco Department of Public Health leadership recognizes that increasing workforce diversity is essential for the adequate provision of culturally appropriate and quality care to San Francisco residents. The Ambulatory Care Office of Workforce Development, in collaboration with Human Resources, the Mayor's Office of Economic and Workforce Development, HOPE SF, and Jewish Vocational Services provided two Health Worker application workshops (Wednesday, March 16th, and Wednesday, March 23rd) for San Francisco residents, with a strategic outreach to impacted, low income community members who are interested in opportunities within the DPH workforce. These workshops were led by the Ambulatory Care Office of Workforce Development staff and provided key information on:

- How to prepare and align applications for Health Worker I, II, III & IV positions
- The City and County Job application process (online application, civil service exams, etc.)

These two workshops were very successful, with approximately 200 community members in attendance. Participants received vital information, were able to ask questions, and build relationships with DPH staff. A successful collaborative effort, these workshops were designed to ultimately increase workforce diversity across the system by recruiting and retaining diverse, highly qualified and competent employees.

Zuckerberg SF General's CHEARS Committee up and Running

CHEARS stands for Campus and Hospital Employees' Activities, Resources and Services. The committee plans to promote staff inclusion by developing and coordinating a cultural/employee celebration event for each month. A few events planned include an Employee Recognition Dinner, an Ice Cream Social, Black History Month, etc. In addition, the CHEARS committee will establish an employee of the month recognition program by recognizing one staff member each month.

Dr. Angela Davis speaks at Black Infant Health Program Event

The 21st Annual Afrocentric Family and Life Conference was sponsored by the Black Infant Health Program, a project of the SF Department of Public Health and UCSF, focusing on poor birth outcomes and health disparities affecting African American women and their infants. Also featured was Dr. Monique Morris author of: "Pushout: Criminalization of Black Girls in School". The event was held at the Westbay Conference Center in the Fillmore to a sold out crowd.

National Public Health Week 2016

National Public Health Week is April 4-10. We will be active on social media, participating in a twitter-chat and highlighting different programs that are a part of the SF Department of Public Health. Some of the topics include social justice and health, healthy communities, healthy youth, and healthy food. Follow along at https://twitter.com/SF_DPH

4) GENERAL PUBLIC COMMENT

Ronnie Roberson stated that he had some concerns about his care but that Roland Pickens, Director of the San Francisco Health Plan, has offered to meet with him to help address the issues.

5) FINANCE AND PLANNING COMMITTEE

Commissioner Chung, Chair, stated that the committee recommended that the full Commission approve all items on its Consent Calendar. She also stated that the committee also reviewed and gave feedback on the draft SFDPH Annual Report in addition to discussing the presentation on community based organization contracting.

Commissioner Comments/Follow-Up:

Commissioner Singer thanked the SFDPH fiscal staff for the impressive reporting on the contract development and monitoring system; he looks forward to increased efficiency of these systems.

6) CONSENT CALENDAR

Action Taken: The following items were unanimous approved by the Health Commission:

- APRIL 2016 CONTRACTS REPORT
- REQUEST FOR APPROVAL OF AN EQUIPMENT LEASE WITH A SOFTWARE LICENSING ADDENDUM, AND EQUIPMENT MAINTENANCE AGREEMENT WITH BAXTER HEALTHCARE CORPORATION FOR THE LEASE OF AN UPGRADED SIGMA SPECTRUM INFUSION SYSTEM, INCLUDING 725 NEW IV PUMPS, IN THE AMOUNT OF \$3,615,879 FOR THE LEASE AGREEMENT AND \$413,633 FOR THE EQUIPMENT MAINTENANCE AGREEMENT, FOR THE TERM OF MARCH 1, 2016 TO MARCH 31, 2021 FOR THE LEASE AGREEMENT (60 MONTHS OF PAYMENTS) AND APRIL 1, 2016 – MARCH 31, 2021 FOR THE EQUIPMENT MAINTENANCE AGREEMENT (48 MONTHS OF PAYMENTS).
- REQUEST FOR APPROVAL OF A SOFTWARE LICENSE AGREEMENT WITH BAXTER HEALTHCARE CORPORATION FOR THE LICENSING, EQUIPMENT AND IMPLEMENTATION OF THE DOSEEDGE PHARMACY WORKFLOW MANAGEMENT SYSTEM, FOR THE PHARMACY AT ZUCKERBERG SAN FRANCISCO GENERAL HOSPITAL IN THE AMOUNT OF \$500,210, FOR THE TERM OF MARCH 1, 2016 TO JULY 31, 2021 (60 BILLABLE MONTHS).
- REQUEST FOR APPROVAL OF A NEW CONTRACT WITH DANIELS SHARPSMART, INC., IN THE AMOUNT OF \$712,858, TO SECURE SHARPS WASTE MANAGEMENT SERVICES FOR ZUCKERBERG SAN FRANCISCO GENERAL HOSPITAL, FOR THE PERIOD OF MAY 1, 2016 THROUGH APRIL 30, 2019 (36 MONTHS).
- REQUEST FOR APPROVAL OF A NEW CONTRACT WITH THE SAN FRANCISCO AIDS FOUNDATION, IN THE AMOUNT OF \$1,008,000, WHICH INCLUDES A 12% CONTINGENCY, TO PROVIDE HIV PREVENTION PROGRAM TO ADDRESS BINGE DRINKING SINGLE-SESSION INTERVENTION PROJECT (SIP), FOR THE PERIOD FEBRUARY 1, 2016 THROUGH JUNE 30, 2020 (4.5 YEARS).
- REQUEST FOR APPROVAL OF A NEW CONTRACT WITH THE SAN FRANCISCO AIDS FOUNDATION, IN THE AMOUNT OF \$359,472 WHICH INCLUDES A 12% CONTINGENCY, TO PROVIDE PREP NAVIGATION SERVICES, FOR THE PERIOD JANUARY 1, 2016 THROUGH JUNE 30 2017 (1.6 YEARS).
- REQUEST FOR APPROVAL OF A NEW CONTRACT WITH THE HEALTHRIGHT 360, IN THE AMOUNT OF \$779,941 WHICH INCLUDES A 12% CONTINGENCY, TO PROVIDE HIV INFORMED HEPATITIS C LINKAGE TO CARE SERVICES, FOR THE PERIOD FEBRUARY 1, 2016 THROUGH JUNE 30 2020 (4.5 YEARS).
- REQUEST FOR APPROVAL OF NEW CONTRACT WITH KEN HARDY IN THE AMOUNT OF \$250,000, WHICH INCLUDES A 12% CONTINGENCY, TO PROVIDE CULTURAL HUMILITY TRAINING SERVICES FOR THE PERIOD OF JANUARY 1, 2016 THROUGH DECEMBER 31, 2017 (2 YEARS).

7) RESOLUTION RECOMMENDING THAT THE BOS ACCEPT THE SHARES OF COMMON STOCK OF VIZIENT INC. (VIZIENT), DISTRIBUTED BY UNIVERSITY HEALTH SYSTEM CONSORTIUM (UHC) IN RELATION TO UHC'S MERGER WITH VHA INC., FORMING VIZIENT; AND AUTHORIZING THE DIRECTOR OF HEALTH (DIRECTOR) TO ENTER INTO AN AGREEMENT WITH VIZIENT TO ACCEPT THE DISTRIBUTION OF THE VIZIENT SHARES, INCLUDING THE ELEVENTH AMENDED STOCKHOLDER'S AGREEMENT AND THE JOINDER TO THE AMENDED AND RESTATED STOCKHOLDER'S AGREEMENT

Greg Wagner, CFO, and Arnulfo Medina, Deputy City Attorney, presented the item.

Commissioner Comments/Follow-Up:

Commissioner Singer asked if there is an approximate dollar value of the stock. Mr. Wagner stated that there is no tradable value; the stock allows stockholders to participate in the group purchasing process.

Commissioner Singer asked how the stock would be valued for tax purposes. Mr. Medina stated that the estimated cash value is \$340.00 per share. However, it currently has no cash value.

Commissioner Chow asked for reassurance that all the attachments have been thoroughly vetted by the City Attorney's office. Mr. Medina stated that there is no liability for shareholders.

Commissioner Chow asked for clarification of how the group purchase process works. Mr. Medina stated that there is currently no membership fee paid; the company structure allows for the stockholders to receive any rebates on the group purchasing process. It is anticipated that there will be a new corporate structure which requires a membership fee prior to participation in the group purchasing process; he noted that the amount of this fee is anticipated to be similar to the current amount of company fees taken out of the rebates during the purchasing process. He added that a new agreement will be required to change the membership fee structure.

Action Taken: The Health Commission unanimously approved the resolution (see attachment).

8) VISION ZERO UPDATE; RESOLUTION: IN SUPPORT OF VISION ZERO AND AUTOMATED SPEED ENFORCEMENT

Ana Validzic, Community Health Equity and Promotion Branch, Leilani Schwartz, Environmental Health Branch, and Katy Angotti, SFMTA, presented the item. Mr. Morewitz stated that the Health Commission will vote on this resolution at a May meeting.

Public Comment:

Cathy Deluca, Walk SF, thanked the SFDPH and the Health Commission for the strong support for the Vision Zero initiative. She added that San Francisco is leading the nation in obtaining data on traffic accidents which is vital to understanding relevant trends.

Commissioner Comments/Follow-Up:

Commissioner Chung thanked the team for its impactful work. She asked if signs would be posted notifying drivers that an automated speed enforcement system has been installed. Ms. Angotti stated that signs would be posted to notify drivers when entering any impacted corridors.

Commissioner Chung noted that the automated systems may visually impact the neighborhoods in which they are placed and asked how the community will be involved in this process. Ms. Validzic stated that the automated speed enforcement systems look similar to the automated red light camera Systems. She stated that the City will work with the community as part of the implementation process.

Commissioner Chow asked if there is opposition to this initiative. Ms. Schwartz stated that opposition at the state level includes the Teamsters' Union and the American Automobile Association (AAA).

Commissioner Singer asked for clarity on the reasons for the opposition from these two organizations. Ms. Validzic stated that the Teamsters' Union is concerned about increased speeding tickets for its drivers; she stated that it is unclear the focus of the AAA opposition. She added that the tickets from the automated speed systems would be decriminalized and would not cause points to be added to a driver's record. Commissioner Chow asked that this information be added to the resolution to clarify that the system's tickets would not cause points to be added against a driver's license.

Commissioner Singer encouraged the group to add more significant data to the fourth "Whereas" to strengthen the resolution.

Commissioner Pating stated that he is in support of the resolution and asked for information on the next steps in the Vision Zero initiative. Ms. Validzic stated that there will be a large scale education campaign to encourage culture change in support of Vision Zero. She added that there is a new project with the Police Department to pilot a new electronic system for citations in an effort to reduce error.

Commissioner Pating suggested that San Francisco develop a coherent transportation strategy. Ms. Validzic stated that plans are underway for a branding campaign regarding healthy transportation in San Francisco.

Commissioner Singer stated that it should be acceptable to give speeding tickets that do earn points against a driver's license because this is a safety issue. Ms. Validzic thanked Commissioner Singer for this thoughts and stated that the resolution and relevant legislation has been written in an effort to get it passed.

Commissioner Chow requested that the top factors in traffic collision fatalities in San Francisco be referenced in the resolution "Whereas" section.

9) 2016 COMMUNITY HEALTH ASSESSMENT; RESOLUTION IN SUPORT OF THE 2016 COMMUNITY HEALTH ASSESSMENT

Michelle Kirian MPH, Population Health Division, gave the presentation. Mr. Morewitz stated that the Health Commission will vote on this resolution at a May meeting.

Commissioner Comments/Follow-Up:

Commissioner Chow thanked Ms. Kirian and the SFPDH staff who worked on the assessment. He noted that the assessment did not focus on a number of important issues that reflect health disparities such as TB and Hepatitis B/C. Ms. Kirian stated that the assessment process did not focus on every single health issue in San Francisco but instead gave an overview of broad health categories.

Commissioner Chow stated that a former community health reporting system used a report card that included some specific health issues. Dr. Tomas Aragon, Health Officer and Director of the Population Health Division (PHD), stated that the next step in this community-wide process is to bring community stakeholders together to develop a Community Health Plan based on the Community Health Assessment. He noted that PHD also develops strategic plans that address some health issues identified in the Community Health Assessment.

Commissioner Pating stated that the Appendices to the Community Health Assessment are wonderful. He also asked how the Health Commission will be updated on the Community Health Plan and PHD strategic plan implementation activities. Dr. Aragon stated that updates will be given at both the Community and Public Health Committee and full Health Commission meetings. Ms. Kirian stated that the Community Health Plan will be completed later this year; the assessment and plan development is completed every three years.

Commissioner Pating requested that the goals and outcomes of the last plan be presented when the new Community Health Plan is presented.

Commissioner Chow requested that the explanation regarding the steps outlined by Dr. Aragon in the Community Health Plan development, including the PHD strategic plans, be included in the resolution.

Commissioner Chung stated that she attended some of the community stakeholder meetings during the 2012 Community Health Plan process and was very impressed. She added that the process definitely translated into building some effective plans and policies.

Commissioner Chung noted that the Assessment identifies linguistically appropriate services as a need. She asked which languages might be prioritized. Ms. Kirian stated that work still needs to be done with the community and development of the Community Health Plan to determine language priorities. Commissioner Chung noted that Asians are included as a separate ethnicity and also as part of Asian/Pacific Islanders.

Commissioner Singer stated that the Commission and SFDPH's challenge is to ensure SFDPH resources are deployed to reflect the needs shown in these types of large assessments and planning processes; he added that too often decisions are based on the annual budget.

Commissioner Chung noted that transgender data is largely absent and stated that she understands the SFDPH will begin to collecting this data. She requested a statement explaining the lack of this data in relevant categories.

Commissioner Chow suggested using zip codes to identify the neighborhoods. Ms. Kirian stated that she will add key to maps to give better context.

Director Garcia Barbara acknowledged Colleen Chawla, Deputy Director of Health and Director of Policy and Planning, for helping to effectively frame the process. She also thanked Dr. Aragon and Ms. Kirian in addition to the community members and hospitals who participated.

Commissioner Chow thanked Ms. Kirian and all those who contributed to the assessment process.

10) OTHER BUSINESS:

This item was not discussed.

11) JOINT CONFERENCE COMMITTEE REPORTS

This item was not discussed.

12) COMMITTEE AGENDA SETTING

This item was not discussed.

13) ADJOURNMENT

The meeting was adjourned at 5:57pm.

**Health Commission
City and County of San Francisco
Resolution No. 16-5**

RESOLUTION RECOMMENDING THAT THE BOARD OF SUPERVISORS ACCEPT THE SHARES OF COMMON STOCK OF VIZIENT INC. (VIZIENT), DISTRIBUTED BY UNIVERSITY HEALTHSYSTEM CONSORTIUM (UHC) IN RELATION TO UHC'S MERGER WITH VHA INC., FORMING VIZIENT; AND AUTHORIZING THE DIRECTOR OF HEALTH (DIRECTOR) TO ENTER INTO AN AGREEMENT WITH VIZIENT TO ACCEPT THE DISTRIBUTION OF THE VIZIENT SHARES, INCLUDING THE ELEVENTH AMENDED STOCKHOLDERS' AGREEMENT AND THE JOINDER TO THE AMENDED AND RESTATED STOCKHOLDERS' AGREEMENT.

WHEREAS, The Board of Supervisors authorized the Department of Public Health (Department or DPH) to become a member of the University HealthSystem Consortium (UHC), a member-owned alliance of the nation's leading academic medical centers, and its University HealthSystem Consortium Services Corporation, and to utilize all services provided by these entities, including Novation, a Group Purchasing Organization (GPO), by ordinance on February 7, 1997 (San Francisco Administrative Code Section 21A.2, redesignated and amended by ordinance in 2015); and

WHEREAS, The Department, through and by Zuckerberg San Francisco General Hospital and Trauma Center (ZSFGH) became a full Academic Medical Center Member under a "System Membership" with its long-standing partner the University of California San Francisco (UCSF), and the DPH Clinics and Laguna Honda Hospital and Rehabilitation Center (LHH) each became registered as affiliated sites under ZSFGH's UHC membership in 1997; and

WHEREAS, In 2002, LHH became an Associate Member of UHC, meaning that LHH's membership remained connected to ZSFGH's UHC membership, but UHC recognized LHH as a stand-alone hospital; and

WHEREAS, effective April 1, 2015, UHC merged with VHA Inc. (VHA), the national health care network of not-for-profit hospitals, to form the largest member-owned health care company in the country, Vizient (initially called "NewCo"); and

WHEREAS, As part of the merger, and under the Stock Purchase Agreement by and between UHC and VHA, UHC transferred substantially all of its assets and liabilities to VHA in exchange for VHA issuing shares of VHA common voting stock to UHC, which UHC decided to distribute to its members based on the member's participation and patronage during UHC's last 7 fiscal years (2009 through a shortened 2015) as Vizient shares; and

WHEREAS, Based on UHC's stock distribution formula, ZSFGH is eligible to receive an estimated 7,101 Vizient shares and LHH is eligible to receive an estimated 1,339 Vizient shares; and

WHEREAS, In order to be eligible to receive the Vizient shares, each member must approve the terms and conditions in the Eleventh Amended Stockholders' Agreement, including Exhibits A-F, and the Joinder to Amended and Restated Stockholders' Agreement, and assent to and agree to be bound by and to comply with the terms and provisions of the Amended and Restated Certificate of Incorporation of Vizient and of the Amended and Restated Bylaws of Vizient, included as Attachments 1-6: now, therefore, be it

RESOLVED, That the Health Commission recommends that the Board of Supervisors approve acceptance of UHC's distribution of Vizient shares to the City and County of San Francisco, by and through the Department for ZSFGH and LHH, subject to the Eleventh Amended Stockholders' Agreement, including Exhibits A-F, and the Joinder to Amended and Restated Stockholders' Agreement, included as Attachments 1-4; and, be it

FURTHER RESOLVED, That the Health Commission recommends that the Board of Supervisors authorize the Director to enter into an agreement with Vizient Inc, approved as to form by the City Attorney, to accept the distribution of the Vizient shares, including the Eleventh Amended Stockholders' Agreement, including Exhibits A-F, and the Joinder to Amended and Restated Stockholders' Agreement, in substantially similar forms as the agreement and joinder included as Attachments 1-4; and, be it

FURTHER RESOLVED, That the Health Commission recommends that the Office of the Treasurer and Tax Collector of the City and County of San Francisco hold the Vizient shares in trust for the Department of Public Health.

I hereby certify that the San Francisco Health Commission at its meeting of April 5, 2016 adopted the foregoing resolution.

Mark Morewitz, MSW
Health Commission Executive Secretary