# ASSOCIATION OF Northern California Oncologists

# DIRECTORY OF MEMBERS 2017

President Daniel P. Mirda, M.D. Napa

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*Executive Director* José Luis González

Post Office Box 151109 San Rafael, California 94915-1109 Voice: (415) 472-3960 • FAX: (415) 472-3961 execdir@anco-online.org • www.anco-online.org © Copyright 2017 Association of Northern California Oncologists (ANCO) All rights reserved.

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# TABLE OF CONTENTS

Introduction	3
Alphabetical Directory of Physician Members	4
Alphabetical Directory of Nurse & Office Manager Contacts	58
Geographic Directory of Physician Members	67
Geographic Directory of Nurse & Office Manager Contacts	73
Group Membership	75
Institutional Membership	75
Corporate Membership	77
Drug Reimbursement & Patient Assistance Programs	78
Articles of Incorporation	88
Bylaws	89

## INTRODUCTION

The Association of Northern California Oncologists (ANCO) was organized in 1990 to be an advocate for, educate, and inform the practicing hematologist and oncologist. As of June 30th, 2017, ANCO represents 504 hematologists and oncologists throughout northern California, down from 516 in 2016. Of these, 137 are community (136) or government (1) based oncologists, 9 are retired from full-time medical practice, 239 are affiliated with one of the three regional academic cancer centers— Stanford University (90), UC Davis (46), and UC San Francisco (103)—and 119 practice at *The Permanente Medical Group* (at 20 locations). One hundred four (90) members practice at five (5)multi-site (often multi-disciplinary) community practices, as follows:

> 47 MDs @ 13 sites 16 MDs @ 4 sites 10 MDs @ 2 sites 10 MDs @ 2 sites 7 MDs @ 2 sites

Finally, 46 members practice in 38 single-site practices, as follows:

17 practices w/ 1 MD 3 practices w/ 2 MDs 2 practices w/ 3 MDs 3 practices w/ 4 MDs 1 practices w/ 5 MDs

ANCO is a state/regional affiliate of the American Society of Clinical Oncology (ASCO) and a member of the Association of Community Cancer Centers (ACCC). ANCO and MOASC share the oncology specialty delegation at the California Medical Association (CMA). ANCO is dedicated to the delivery of the highest quality care to people living with cancer by providing a forum for the exchange of ideas, data, and knowledge and by representing the interests of physicians and people living with cancer. To these ends, ANCO disseminates information via e-mail, FAX broadcast, the ANCO FAX News, and its website; sponsors clinical education meetings for physicians and nurses and professional education meetings for physicians, and nurse and practice managers; and, advocates on behalf of physicians and people living with cancer before State and Federal government agencies, regional and national hematology/oncology and medical societies, and insurance and pharmaceutical companies.

ANCO's goal is to preserve and defend the autonomy of oncologists and hematologists to provide the highest quality care to people living with cancer. Our clearly defined objectives are to:

> • Disseminate the latest and best information impacting the practice of hematology/oncology to members.

• Provide clinical education to physicians and nurses and professional education to physicians, nurses, and practice managers.

• Serve as an advocate and liaison for its members before regional and national organizations (i.e., government, private, and corporate). • Play an active role in the reimbursement environment on behalf of physicians, nurses, managers, and people living with cancer.

## ALPHABETICAL DIRECTORY OF PHYSICIAN MEMBERS (\*Retired)

## Shoko E. Abe, M.D.

Epic Care 2345 Country Hills Drive Antioch, CA 94509 Contact(s): Fatana Abassi Allison Buck, R.N. Gina Burnett Melissa Bynum Angela Čofer Crystal Castro Mary Davis, R.N. Christie Elam **Reinalda** Flores Megan Giddings Melissa Gobble Sharon Herzog Annaque Johnson Briana Martin Michael Milner Dianne Naujok Dayna Orange Maria Rodriguez Rick Roth Kay Ruocco, R.N. Donna Saba, N.P. Stacey Teicher, N.P. Joanna Tomasino Kim Vasques Telephone: (510) 629-6682 FAX: (510) 830-3316 seabe@babsurgeons.com

## Mehrdad Abedi, M.D.

UC Davis Cancer Center 4501 X Street, Suite 3016 Sacramento, CA 95817 Telephone: (916) 734-3772 FAX: (916) 734-7946 mabedi@ucdavis.edu

## Donald Abrams, M.D.

University of California, San Francisco 995 Potrero, Ward 84 San Francisco, CA 94110 *Telephone:* (415) 476-4082 x444 *FAX:* (415) 502-2991 donald.abrams@ucsf.edu

#### Kent M. Adler, M.D.

California Cancer Care 218 De Anza Boulevard San Mateo, CA 94402 *Contact(s): Elizabeth Eddy Telephone: (650) 341-9131 FAX: (650) 341-9135 kadler@cal-cancer-care.com* 

#### Ranjana Advani, M.D.

Stanford Cancer Center 875 Blake Wilbur Drive, MC5826 Stanford, CA 94305 *Telephone: (650) 725-6456 radvani@stanford.edu* 

#### Rahul Aggarwal, M.D.

University of California, San Francisco Box #1711 San Francisco, CA 94143-1711 Telephone: (415) 353-9278 FAX: (415) 353-7779 rahul.aggarwal@ucsf.edu

#### Arshad Ahad, M.D.

The Permanente Medical Group 7300 North Fresno Street, Palm 3 Fresno, CA 93720

#### Wei Ai, M.D.

University of California, San Francisco Box #0324 San Francisco, CA 94143-0324 Telephone: (415) 353-4061 FAX: (415) 476-0624 weiyun.ai@ucsf.edu

#### Alain Algazi, M.D.

University of California, San Francisco Box #1770 San Francisco, CA 94143-1770 *Telephone:* (415) 353-7552 *FAX:* (415) 353-7779 *alain.algazi@ucsf.edu* 

## Ash Arash Alizadeh, M.D., Ph.D.

Stanford Cancer Center 265 Campus Drive, MC5458 Stanford, CA 94305 *Telephone:* (650) 725-0120 *arasha@stanford.edu* 

## Gregory Maness Allen, M.D.

University of California, San Francisco Box #1270 San Francisco, CA 94143-1270 FAX: (415) 476-0624 greg.allen@ucsf.edu

## Z. Nicola Ally, M.D.

Epic Care 2345 Country Hills Drive Antioch, CA 94509 Contact(s): Fatana Abassi Allison Buck, R.N. Gina Burnett Melissa Bynum Angela Cofer Crystal Castro Mary Davis, R.N. Christie Elam **Reinalda** Flores Megan Giddings Melissa Gobble Sharon Herzog Annaque Johnson Briana Martin Michael Milner Dianne Naujok Dayna Orange Maria Rodriguez Rick Roth Kay Ruocco, R.N. Donna Saba, N.P. Stacey Teicher, N.P. Joanna Tomasino Kim Vasques Telephone: (925) 778-0679 (925) 778-3567 FAX: nicola.ally@epic-care.com

Shwetha Anand, M.D. Epic Care 2345 Country Hills Drive Antioch, CA 94509 *Contact(s):* Fatana Abassi Allison Buck, R.N. Gina Burnett Melissa Bynum Angela Čofer Crystal Castro Mary Davis, R.N. Christie Elam Reinalda Flores Megan Giddings Melissa Gobble Sharon Herzog Annaque Johnson Briana Martin Michael Milner Dianne Naujok Dayna Orange Maria Rodriguez Rick Roth Kay Ruocco, R.N. Donna Saba, N.P. Stacey Teicher, N.P. Joanna Tomasino Kim Vasques

## Nicolaj Andersen, M.D.

The Permanente Medical Group 401 Bicentennial Way Santa Rosa, CA 95403 *Telephone:* (707) 571-3581 FAX: (707) 571-4775 nicolaj.andersen@kp.org

## Ian C. Anderson, M.D.

Annadel Medical Group/ St Joseph's Heritage Healthcare 3555 Round Barn Circle Santa Rosa, CA 95403 Contact(s): Kris Hartigan, R.N. Michelle Heron Theresa L. Mortensen, N.P. Ilham Nusair Telephone: (707) 528-1050 FAX: (707) 525-3874 ian.anderson@stjoe.org

#### Kristin Anderson, M.D.

Marin Cancer Care 1350 South Eliseo Drive, Suite 200 Greenbrae, CA 94904-2007 Contact(s): Harvey Bichkoff Lorraine Holzapfel Cathy Yatabe Telephone: (415) 925-5000 FAX: (415) 925-5050 kanderson@marincancercare.com

## Babis Andreadis, M.D.

University of California, San Francisco Box #0324 San Francisco, CA 94143-0324 *Telephone:* (415) 353-8363 *FAX:* (415) 353-2545 *charalambos.andreadis@ucsf.edu* 

## Sally Arai, M.D.

Stanford Cancer Center 300 Pasteur Drive, Room H0101, MC5623 Stanford, CA 94305 *Telephone:* (650) 723-0822 *FAX:* (650) 498-6919 *sarai1@stanford.edu* 

## Belinda Ark, M.D.

The Permanente Medical Group 4601 Dale Road, 3<sup>rd</sup> Floor Modesto, CA 95356 *Telephone:* (209) 735-3203 *FAX:* (209) 735-3224 *belinda.ark@kp.org* 

## \*Charles A. Arnold, M.D.

 104 Sugar Loaf Drive

 Tiburon, CA 94920-1624

 Telephone:
 (415) 789-0552

 FAX:
 (415) 789-0285

 caamdcpo@aol.com

## Amit Arora, M.D.

The Permanente Medical Group 2500 Merced Street San Leandro, CA 94577 *amit.arora@kp.org* 

#### Mili Arora, M.D.

UC Davis Cancer Center 4501 X Street, Suite 3016 Sacramento, CA 95817 *Telephone:* (916) 734-3772 *FAX:* (916) 734-7946 *marora@ucdavis.edu* 

#### Ravinder K. Arora, M.D.

Epic Care 2345 Country Hills Drive Antioch, CA 94509 *Contact(s):* Fatana Abassi Allison Buck, R.N. Gina Burnett Melissa Bynum Angela Čofer Crystal Castro Mary Davis, R.N. Christie Elam Reinalda Flores Megan Giddings Melissa Gobble Sharon Herzog Annaque Johnson Briana Martin Michael Milner Dianne Naujok Dayna Orange Maria Rodriguez Rick Roth Kay Ruocco, R.N. Donna Saba, N.P. Stacey Teicher, N.P. Joanna Tomasino Kim Vasques Telephone: (510) 483-2555 FAX: (510) 483-1856 ravi.arora@epic-care.com

#### Shagun Arora, M.D.

University of California, San Francisco Box #0324 San Francisco, CA 94143-0324 Telephone: (415) 353-2421 FAX: (415) 353-2051 shagun.arora@ucsf.edu

#### Alan Ashworth, Ph.D.

University of California, San Francisco Box #0128 San Francisco, CA 94143-0128 *FAX:* (415) 502-1712 alan.ashworth@ucsf.edu

## Chloe Atreya, M.D.

University of California, San Francisco Box #1705 San Francisco, CA 94143-1705 *Telephone:* (415) 353-9888 *FAX:* (415) 476-0624 *chloe.atreya@ucsf.edu* 

## Shehzad Aziz, M.D.

Salinas Valley Medical Clinic 505 East Romie Lane, Suite A Salinas, CA 93901 Contact(s): Claudia Powell Denise Ricigliano, NP Telephone: (831) 755-1701 FAX: (831) 755-1702 cpowell@chp-dod.com

## David Baer, M.D.

The Permanente Medical Group 275 West MacArthur Boulevard Oakland, CA 94611 *Telephone:* (510) 752-6487 *FAX:* (510) 752-6431 *david.baer@kp.org* 

## Pankaj Bahl, M.D.

The Permanente Medical Group 4501 Sand Creek Road Antioch, CA 94531 *Telephone: (925) 813-3900 FAX: (925) 813-3901 pankaj.x.bahl@kp.org*  Lisa Bailey, M.D. Epic Care 2345 Country Hills Drive Antioch, CA 94509 *Contact(s):* Fatana Abassi Allison Buck, R.N. Gina Burnett Melissa Bynum Angela Čofer Crystal Castro Mary Davis, R.N. Christie Elam Reinalda Flores Megan Giddings Melissa Gobble Sharon Herzog Annaque Johnson Briana Martin Michael Milner Dianne Naujok Dayna Orange Maria Rodriguez Rick Roth Kay Ruocco, R.N. Donna Saba, N.P. Stacey Teicher, N.P. Joanna Tomasino Kim Vasques Telephone: (510) 629-6682 FAX: (510) 830-3316 lbailey@babsurgeons.com

## Neelesh S. Bangalore, M.D., Ph.D.

Stockton Hematology Oncology Medical Group 2626 North California Street, Suite B Stockton, CA 95204 *Contact(s):* Kelly Calzada Aditi Dighe Lenora Ďrum, R.N. Hanna Leighton Sheila Sexton-DeSersa Sally Solanki, R.N. Telephone: (209) 474-1458 (209) 474-1444 FAX: bangaloreneelesh@sbcglobal.net

## Mussa Banisadre, M.D.

California Cancer Care Medical Group 1325 Melrose Avenue, Suite A Modesto, CA 95350 *Contact(s): Kim Lang Diana Silveira Telephone:* (209) 524-7000 *FAX:* (209) 527-5601 banisadre@aol.com

## Ari D. Baron, M.D.

Pacific Hematology-Oncology Associates 2100 Webster Street, Suite 225 San Francisco, CA 94115 Contact(s): Liz Kill Paula Merryweather Aida Moss Telephone: (415) 923-3012 FAX: (415) 928-4840

## Gerhard Bauer, M.D.

UC Davis Cancer Center 4501 X Street, Suite 3016 Sacramento, CA 95817 *Telephone:* (916) 734-3772 *FAX:* (916) 734-7946 gbauer@ucdavis.edu Giovanni Begossi, M.D. Epic Care 2345 Country Hills Drive Antioch, CA 94509 *Contact(s):* Fatana Abassi Allison Buck, R.N. Gina Burnett Melissa Bynum Angela Cofer Crystal Castro Mary Davis, R.N. Christie Elam Reinalda Flores Megan Giddings Melissa Gobble Sharon Herzog Annaque Johnson Briana Martin Michael Milner Dianne Naujok Dayna Orange Maria Rodriguez Rick Roth Kay Ruocco, R.N. Donna Saba, N.P. Stacey Teicher, N.P. Joanna Tomasino Kim Vasques

#### Deepti Behl, M.D.

Sutter Medical Center 2800 L Street, Suite 300 Sacramento, CA 95816 *Telephone:* (916) 453-3300 *FAX:* (916) 454-6717 *behld@sutterhealth.org* 

#### Caroline Behler, M.D.

Pacific Hematology-Oncology Associates 2100 Webster Street, Suite 225 San Francisco, CA 94115 Contact(s): Liz Kill Paula Merryweather Aida Moss Telephone: (415) 923-3012 FAX: (415) 928-4840

#### Chris Benz, M.D.

University of California, San Francisco Box #1270 San Francisco, CA 94143-1270 *Telephone:* (415) 353-7026 *FAX:* (415) 353-7021 *cbenz@buckinstitute.org* 

#### Emily Bergsland, M.D.

University of California, San Francisco Box #1705 San Francisco, CA 94143-1705 Telephone: (415) 353-7139 FAX: (415) 353-9959 emily.bergsland@ucsf.edu

#### J. Michael Berry-Lawhorn, M.D.

University of California, San Francisco Box #1699 San Francisco, CA 94143-1699 Telephone: (415) 353-7443 FAX: (415) 353-7464 jmichael.berry@ucsf.edu

#### Caroline Berube, M.D.

Stanford Cancer Center 875 Blake Wilbur Drive, MC5821 Stanford, CA 94305 *Telephone:* (650) 498-6000 *FAX:* (650) 724-5203 caroline.berube@stanford.edu

#### Ami Bhatt, M.D., Ph.D.

Stanford Cancer Center 269 Campus Drive, MC5156 Stanford, CA 94305 *asbhatt@stanford.edu* 

#### Rakesh Bhutani, M.D.

The Permanente Medical Group 4501 Sand Creek Road Antioch, CA 94531 *Telephone:* (925) 813-3922 *FAX:* (925) 813-3901 *rakesh.bhutani@kp.org* 

#### Trever Bivona, M.D.

University of California, San Francisco Box #2140 San Francisco, CA 94143-2140 *Telephone:* (415) 476-9907 *FAX:* (415) 514-0169 *trever.bivona@ucsf.edu* 

#### Gregory R. Blair, M.D. Sierra Hematology-Oncology Medical Center 6555 Coyle Avenue, Suite 301 Carmichael, CA 95608 Contact(s): Kinsey Farr Terry Passmore, R.N. Telephone: (916) 962-1544 FAX: (916) 967-6408 stoogedude56@yahoo.com

## Collin Blakely, M.D.

University of California, San Francisco Box #1270 San Francisco, CA 94143-1270 *Telephone:* (415) 443-4142 *FAX:* (415) 476-0624 *collin.blakely@ucsf.edu* 

## Douglas W. Blayney, M.D.

Stanford Cancer Center 875 Blake Wilbur Drive, MC5827 Stanford, CA 94305 *Telephone:* (650) 725-6704 *FAX:* (650) 736-8136 *dblayney@stanford.edu* 

## \*Richard A. Bohannon, M.D.

160 Dorado Terrace San Francisco, CA 94112 *richbohannon415@gmail.com* 

## Hala Borno, M.D.

University of California, San Francisco Box #1270 San Francisco, CA 94143-1270 *FAX:* (415) 476-0624 hala.borno@ucsf.edu

## Brandy Box-Noriega, M.D.

The Permanente Medical Group 7300 North Fresno Street, Palm 3 Fresno, CA 93720 *Telephone:* (559) 448-5373 *FAX:* (559) 448-4247 brandy.box-noriega@kp.org

## Linda Boxer, M.D., Ph.D.

Stanford Cancer Center 269 Campus Drive, MC5156 Stanford, CA 94305 *lboxer@stanford.edu*  Rondeep Brar, M.D. Stanford Cancer Center 875 Blake Wilbur Drive, MC5821 Stanford, CA 94305 *rbrar@stanford.edu* 

## Peter B. Brett, M.D.

Sutter Pacific Medical Foundation 3883 Airway Drive Santa Rosa, CA 95403 *Contact(s):* Jamie Baker, R.N. Cheryl Caletti, N.P. Patricia L. Grinnell, N.P. Catherine Haddorf, R.N. Briana Ludwig, R.N. Erin Neal Jane Schlutius, R.N. Telephone: (707) 521-7750 FAX: (707) 521-7745 brettp@sutterhealth.org

## Gregory Broderick-Villa, M.D.

Epic Care 2345 Country Hills Drive Antioch, CA 94509 Contact(s): Fatana Abassi Allison Buck, R.N. Gina Burnett Melissa Bynum Angela Cofer Crystal Castro Mary Davis, R.N. Christie Elam **Reinalda** Flores Megan Giddings Melissa Gobble Sharon Herzog Annaque Johnson Briana Martin Michael Milner Dianne Naujok Dayna Orange Maria Rodriguez Rick Roth Kay Ruocco, R.N. Donna Saba, N.P. Stacey Teicher, N.P. Joanna Tomasino Kim Vasques

#### \*Nathalie Brophy, M.D.

1368 Graff Avenue San Leandro, CA 94577 *Telephone:* (510) 614-8203 *nathbrophy@outlook.com* 

#### Janice Brown, M.D.

Stanford Cancer Center 300 Pasteur Drive, Room H0101, MC5623 Stanford, CA 94305 *Telephone:* (650) 723-0822 *FAX:* (650) 498-6919 wesbrown@stanford.edu

#### Jennifer A. Brown, M.D.

California Cancer Care 218 De Anza Boulevard San Mateo, CA 94402 *Contact(s): Elizabeth Eddy Telephone: (650) 341-9131 FAX: (650) 341-9135* 

#### David R. Bryson, M.D.

Bryson Cancer Care 5345 West Hillsdale Drive Visalia, CA 93291 Contact(s): Debbie Carr, R.N. Christina Castro, R.N. Cynthia Maldonado, R.N. Joseph C. Smihula, N.P. Margarita Yanez, R.N. Telephone: (559) 622-0100 FAX: (559) 622-0700 drogers@brysoncancercare.com

#### Mark Buyyounouski, M.D.

Stanford Cancer Center Dept of Radiology, Rm CC-G305 875 Blake Wilbur Drive, MC5847 Stanford, CA 94305 *Telephone:* (650) 723-6171 *mbuyyou@stanford.edu* 

#### Timothy Campbell, M.D.

University of California, San Francisco Box #1270 San Francisco, CA 94143-1270 *Telephone:* (415) 443-3243 *FAX:* (415) 476-0624 *timothy.campbell@ucsf.edu* 

#### Sandra Canales, M.D.

The Permanente Medical Group 1150 Veterans Boulevard Redwood City, CA 94063 *Telephone:* (650) 299-2111 *FAX:* (650) 299-4071 sandra.canales@kp.org

#### Aram R. Canin, M.D.

The Permanente Medical Group 1515 Newell Avenue Walnut Creek, CA 94596 *Telephone: (925) 295-4604 FAX: (925) 295-4608 aram.canin@kp.org* 

#### Julia Carnevale, M.D.

University of California, San Francisco Box #1270 San Francisco, CA 94143-1270 Telephone: (415) 443-2836 FAX: (415) 476-0624 julia.carnevale@ucsf.edu

#### Alan D. Cartmell, M.D.

Comprehensive Blood & Cancer Center 6501 Truxtun Avenue Bakersfield, CA 93309 Contact(s): Kjesti Klawitter Tony LaMacchia, CEO Telephone: (661) 322-2206 FAX: (661) 859-2565 dharris@cbccusa.com

## Esther Quijoy Catalya, M.D.

Diablo Valley Oncology & Hematology Medical Group 400 Taylor Boulevard, Suite 202 Pleasant Hill, CA 94523 Contact(s): Leanne M. Francisco Lori Orr Telephone: (925) 677-5041 FAX: (925) 677-5027

#### Dazhi Cen, M.D.

The Permanente Medical Group 2025 Morse Avenue Sacramento, CA 95825 *Telephone:* (916) 973-7864 *FAX:* (916) 973-5777 *dazhi.cen@kp.org* 

## Miguel Cerejo, M.D.

University of California, San Francisco Box #0324 San Francisco, CA 94143-0324 *Telephone:* (415) 443-1830 *miguel.cerejo@ucsf.edu* 

## Priya Chakravarthi, M.D.

Palo Alto Medical Foundation 795 El Camino Real Palo Alto, CA 94301 Contact(s): Pamela Davis, R.N. Julie Roth Jan Van Boeschoten Telephone: (650) 853-2905 FAX: (650) 853-2966 chakrap1@pamf.org

## Ellie E. Chan, M.D.

The Permanente Medical Group 1150 Veterans Boulevard Redwood City, CA 94063

## Daniel Chang, M.D.

Stanford Čancer Center 875 Blake Wilbur Drive, MC5847 Stanford, CA 94305 *Telephone:* (650) 724-3547 *dtchang@stanford.edu* 

## James Chang, M.D.

The Permanente Medical Group 710 Lawrence Expressway, Dept 440 Santa Clara, CA 94051 *james.s.chang@kp.org* 

## Jennifer Chang, M.D.

Marin Cancer Care 1350 South Eliseo Drive, Suite 100 Greenbrae, CA 94904-2007

## Pauling Chang, M.D.

Palo Alto Medical Foundation 795 El Camino Real Palo Alto, CA 94301 Contact(s): Pamela Davis, R.N. Julie Roth Jan Van Boeschoten Telephone: (650) 853-2905 FAX: (650) 853-2966 changp@pamf.org

## Ruby Chang, M.D.

Epic Care 2345 Country Hills Drive Antioch, CA 94509 *Contact(s):* Fatana Abassi Allison Buck, R.N. Gina Burnett Melissa Bynum Angela Čofer Crystal Castro Mary Davis, R.N. Christie Elam **Reinalda** Flores Megan Giddings Melissa Gobble Sharon Herzog Annaque Johnson Briana Martin Michael Milner Dianne Naujok Dayna Orange Maria Rodriguez Rick Roth Kay Ruocco, R.N. Donna Saba, N.P. Stacey Teicher, N.P. Joanna Tomasino Kim Vasques

K. Kenneth Chao, M.D. Epic Care 2345 Country Hills Drive Antioch, CA 94509 *Contact(s):* Fatana Abassi Allison Buck, R.N. Gina Burnett Melissa Bynum Angela Čofer Crystal Castro Mary Davis, R.N. Christie Elam Reinalda Flores Megan Giddings Melissa Gobble Sharon Herzog Annaque Johnson Briana Martin Michael Milner Dianne Naujok Dayna Orange Maria Rodriguez Rick Roth Kay Ruocco, R.N. Donna Saba, N.P. Stacey Teicher, N.P. Joanna Tomasino Kim Vasques Telephone: (925) 771-8377 (925) 825-1820 FAX: kenneth.chao@epic-care.com

#### Joel Anne Chasis, M.D.

University of California, San Francisco Box #1270 San Francisco, CA 94143-1270 *Telephone:* (510) 486-6408 *FAX:* (415) 476-0624 *jachasis@lbl.gov* 

#### Karen Chee, M.D.

California Cancer Care 218 De Anza Boulevard San Mateo, CA 94402 *Contact(s): Elizabeth Eddy Telephone: (650) 341-9131 FAX: (650) 341-9135* 

#### Faisal N. Cheema, M.D.

The Permanente Medical Group 710 Lawrence Expressway, Dept 440 Santa Clara, CA 94051 Daniel Chen, M.D. Stanford Cancer Center 875 Blake Wilbur Drive, MC5847 Stanford, CA 94305 *Telephone:* (650) 498-6000 dschen5@stanford.edu Eric Chen, M.D.

Epic Care 2345 Country Hills Drive Antioch, CA 94509 Contact(s): Fatana Abassi Allison Buck, R.N. Gina Burnett Melissa Bynum Angela Cofer Crystal Castro Mary Davis, R.N. Christie Elam **Reinalda** Flores Megan Giddings Melissa Gobble Sharon Herzog Annaque Johnson Briana Martin Michael Milner Dianne Naujok Dayna Orange Maria Rodriguez Rick Roth Kay Ruocco, R.N. Donna Saba, N.P. Stacey Teicher, N.P. Joanna Tomasino Kim Vasques

#### Gigi Chen, M.D.

Diablo Valley Oncology & Hematology Medical Group 400 Taylor Boulevard, Suite 202 Pleasant Hill, CA 94523 Contact(s): Leanne M. Francisco Lori Orr Telephone: (925) 677-5041 FAX: (925) 677-5027 gchen@dvohmg.com

#### Moon Chen, Ph.D.

UC Davis Cancer Center 4501 X Street, Suite 3016 Sacramento, CA 95817 Telephone: (916) 734-3772 FAX: (916) 734-7946 mschenjr@ucdavis.edu

#### David S. Cheng, M.D.

39275 Mission Boulevard, Suite 203 Fremont, CA 94539 Contact(s): Li Li Cheng Telephone: (510) 791-1115 FAX: (510) 791-6245 davidscheng@msn.com

## Judy Cheng, M.D.

University of California, San Francisco Box #0874 San Francisco, CA 94143-0874 *Telephone:* (415) 476-4082 *FAX:* (415) 476-6953 *judy.cheng@ucsf.edu* 

## Sravana Chennupati, M.D.

Diablo Valley Oncology & Hematology Medical Group 400 Taylor Boulevard, Suite 101 Pleasant Hill, CA 94523 Contact(s): Leanne M. Francisco Lori Orr Telephone: (925) 825-8878 FAX: (925) 825-8613

## Helen Chew, M.D.

UC Davis Cancer Center 4501 X Street, Suite 3016 Sacramento, CA 95817 Telephone: (916) 734-3772 FAX: (916) 734-7946 hkchew@ucdavis.edu

## Jo Chien, M.D.

University of California, San Francisco Box #1710 San Francisco, CA 94143-1710 *Telephone:* (415) 885-7577 *FAX:* (415) 476-0624 *jo.chien@ucsf.edu* 

## Enupi Cho, M.D.

Palo Alto Medical Foundation 301 Old San Francisco Road Sunnyvale, CA 94086 Contact(s): Irene Fernandez, R.Ph. Christine Tran-Robbins Telephone: (408) 730-2800 FAX: (408) 730-2801 Jiyon J. Choi, M.D.

Epic Care 2345 Country Hills Drive Antioch, CA 94509 *Contact(s):* Fatana Abassi Allison Buck, R.N. Gina Burnett Melissa Bynum Angela Čofer Crystal Castro Mary Davis, R.N. Christie Elam **Reinalda** Flores Megan Giddings Melissa Gobble Sharon Herzog Annaque Johnson Briana Martin Michael Milner Dianne Naujok Dayna Orange Maria Rodriguez Rick Roth Kay Ruocco, R.N. Donna Saba, N.P. Stacey Teicher, N.P. Joanna Tomasino Kim Vasques (925) 778-0679 Telephone: (925) 778-3567 FAX: jane.choi@epic-care.com

## Curtis R. Chong, M.D.

The Permanente Medical Group 99 Montecello Road San Rafael, CA 94903

## Jonathan Chou, M.D.

University of California, San Francisco Box #1270 San Francisco, CA 94143-1270 *FAX:* (415) 476-0624 *jonathan.chou@ucsf.edu* 

## Scott Christensen, M.D.

UC Davis Cancer Center 4501 X Street, Suite 3016 Sacramento, CA 95817 Telephone: (916) 734-3772 FAX: (916) 734-7946 schristensen@ucdavis.edu

#### Gilbert Chu, M.D.

Stanford Cancer Center 269 Campus Drive, MC5151 Stanford, CA 94305 *Telephone:* (650) 725-6442 chu@stanford.edu

#### Christine Chung, M.D.

Diablo Valley Oncology & Hematology Medical Group 400 Taylor Boulevard, Suite 101 Pleasant Hill, CA 94523 Contact(s): Leanne M. Francisco Lori Orr Telephone: (925) 825-8878 FAX: (925) 825-8613

#### Pelin Cinar, M.D.

University of California, San Francisco Box #0128 San Francisco, CA 94143-3211 Telephone: (415) 476-8042 FAX: (415) 353-7779 pelin.cinar@ucsf.edu

#### \*Norman Cohen, M.D.

5747 Country Club Drive Oakland, CA 94618 *Telephone:* (510) 882-9451 *FAX:* (510) 601-9312 *norman@normcoh.com* 

#### A. Dimitrios Colevas, M.D.

Stanford Cancer Center 875 Blake Wilbur Drive, MC5826 Stanford, CA 94305 *Telephone:* (650) 724-9707 *FAX:* (650) 498-5800 colevas@stanford.edu

#### Eric Collisson, M.D.

University of California, San Francisco Box #1270 San Francisco, CA 94143-1270 Telephone: (415) 476-3659 FAX: (415) 353-9636 eric.collisson@ucsf.edu

#### Natalia Colocci, M.D. Palo Alto Medical Foundation 795 El Camino Real Palo Alto, CA 94301 Contact(s): Pamela Davis, R.N. Julie Roth Jan Van Boeschoten Telephone: (650) 853-2905 FAX: (650) 853-2966 coloccn1@pamf.org

#### Steven Coutre, M.D.

Stanford Cancer Center 875 Blake Wilbur Drive, MC5821 Stanford, CA 94305 *Telephone: (650) 725-4040 coutre@stanford.edu* 

#### Heather Cunningham, M.D.

Pacific Cancer Care 5 Harris Court, Building T, Suite 201 Monterey, CA 93940 Contact(s): Debbie Davis, R.N. Denise Licini, N.P. Dennis Niekro, N.P. Valeria M. Wareham Telephone: (831) 375-4105 FAX: (831) 372-5722

## Lloyd Damon, M.D.

University of California, San Francisco Box #0324 San Francisco, CA 94143-0324 *Telephone:* (415) 353-2749

FAX: (415) 353-2467 lloyd.damon@ucsf.edu Bao Dao, M.D. Epic Care 2345 Country Hills Drive Antioch, CA 94509 *Contact(s):* Fatana Abassi Allison Buck, R.N. Gina Burnett Melissa Bynum Angela Čofer Crystal Castro Mary Davis, R.N. Christie Elam Reinalda Flores Megan Giddings Melissa Gobble Sharon Herzog Annaque Johnson Briana Martin Michael Milner Dianne Naujok Dayna Orange Maria Rodriguez Rick Roth Kay Ruocco, R.N. Donna Saba, N.P. Stacey Teicher, N.P. Joanna Tomasino Kim Vasques Telephone: (925) 875-1677 (925) 875-0826 FAX: bao.dao@epic-care.com

## Millie Das, M.D.

Stanford Cancer Center 875 Blake Wilbur Drive, MC5827 Stanford, CA 94305 *Telephone: (650) 498-6000 mdas@stanford.edu* 

## Debjyoti Datta, M.D.

Úniversity of California, San Francisco Box #1270 San Francisco, CA 94143-1270 *FAX:* (415) 476-0624 debjyoti.datta@ucsf.edu

## Adil Daud, M.D.

University of California, San Francisco Box #1770 San Francisco, CA 94143-1770 *Telephone:* (415) 353-7392 *FAX:* (415) 353-9956 *adil.daud@ucsf.edu* 

#### Julian Davis, M.D.

UC Davis Cancer Center 4501 X Street, Suite 3016 Sacramento, CA 95817 *Telephone:* (916) 734-3772 *FAX:* (916) 734-7946 *jrdavis@ucdavis.edu* 

## J. Ben Davoren, M.D.

University of California, San Francisco VAMC III HI San Francisco, CA 94121 *Telephone:* (415) 221-4180 x3424 *FAX:* (415) 750-6982 ben.davoren@ucsf.edu

## Monique De Bruin, M.D.

Palo Alto Medical Foundation 301 Old San Francisco Road Sunnyvale, CA 94086 Contact(s): Irene Fernandez, R.Ph. Christine Tran-Robbins Telephone: (408) 730-2800 FAX: (408) 730-2801 debruin1@pamf.org

## Rebecca Jane Deboer, M.D.

University of California, San Francisco Box #3211 San Francisco, CA 94143-3211 *FAX:* (415) 476-0624 rebecca.deboer@ucsf.edu

## Rahel Demisse, M.D.

UC Davis Cancer Center 4501 X Street, Suite 3016 Sacramento, CA 95817 *Telephone: (916) 734-3772 FAX: (916) 734-7946 rdemisse@ucdavis.edu* 

## Mallika Dhawan, M.D.

University of California, San Francisco Box #1270 San Francisco, CA 94143-1270 *Telephone:* (415) 443-3547 *FAX:* (415) 476-0624 *mallika.dhawan@ucsf.edu* 

## Anand Dhruva, M.D.

University of California, San Francisco Box #0874 San Francisco, CA 94143-0874 *Telephone:* (415) 476-4082 x134 FAX: (415) 476-6953 anand.dhruva@ucsf.edu

## Maximilian Diehn, M.D.

Stanford Cancer Center 875 Blake Wilbur Drive, MC5847 Stanford, CA 94305 *Telephone:* (650) 721-1550 *FAX:* (650) 725-8231 *diehn@stanford.edu* 

## Prasad R. Dighe, M.D.

Stockton Hematology-Oncology Medical Group 2626 North California Street, Suite B Stockton, CA 95204 Contact(s): Kelly Calzada Aditi Dighe Lenora Drum, R.N. Hanna Leighton Sheila Sexton-DeSersa Sally Solanki, R.N. Telephone: (209) 466-2626 FAX: (209) 466-7153

## Niharika Dixit, M.D.

University of California, San Francisco Box #0874 San Francisco, CA 94143-0874 *Telephone:* (415) 476-4082 x134 *niharika.dixit@ucsf.edu* 

## Charles Dollbaum, M.D.

University of California, San Francisco Box #1710 San Francisco, CA 94143-1710 *Telephone:* (510) 729-0375 x204 *FAX:* (510) 729-0383 *charlied@aeron.com* 

## Sarah Donaldson, M.D.

Stanford Cancer Center 875 Blake Wilbur Drive, MC5847 Stanford, CA 94305 *Telephone:* (650) 723-6195 sarah2@stanford.edu

## Hoa C. Duong, M.D.

The Permanente Medical Group 2025 Morse Avenue Sacramento, CA 95825 *Telephone: (916) 973-4824 FAX: (916) 973-5777 hoa.c.duong@kp.org* 

## Mrinal Dutia, M.D.

The Permanente Medical Group 710 Lawrence Expressway, Dept 440 Santa Clara, CA 95051 *Telephone: (408) 851-4321 mrinal.dutia@kp.org* 

## Peter D. Eisenberg, M.D.

Marin Cancer Care 1350 South Eliseo Drive, Suite 200 Greenbrae, CA 94904-2007 Contact(s): Harvey Bichkoff Lorraine Holzapfel Cathy Yatabe Telephone: (415) 925-5000 FAX: (415) 925-5050 peisenberg@marincancercare.com

## Bradley C. Ekstrand, M.D.

California Cancer Care 218 De Anza Boulevard San Mateo, CA 94402 *Contact(s): Elizabeth Eddy Telephone: (650) 341-9131 FAX: (650) 341-9135 bekstrand@cal-cancer-care.com* 

## Alice Fan, M.D.

 Stanford Cancer Center

 269 Campus Drive, MC5151

 Stanford, CA 94305

 Telephone:
 (650) 498-6000

 FAX:
 (650) 725-9113

 afan@stanford.edu

## Louis Fehrenbacher, M.D.

The Permanente Medical Group 975 Sereno Drive Vallejo, CA 94589 *Telephone:* (707) 651-2787 *FAX:* (707) 651-2792 *lou.fehrenbacher@kp.org* 

## Timothy Ferng, M.D.

University of California, San Francisco Box #1270 San Francisco, CA 94143-1270 *timothy.ferng@ucsf.edu* 

## George A. Fisher, M.D., Ph.D.

Stanford Cancer Center 875 Blake Wilbur Drive, MC5826 Stanford, CA 94305 *Contact(s): Caitlin Wellman Telephone: (650) 725-9057 FAX: (650) 498-5353* georgeaf@stanford.edu

## Lawrence Fong, M.D.

University of California, San Francisco Box #0511 San Francisco, CA 94143-0511 Telephone: (415) 514-3160 FAX: (415) 514-3165 Ifong@medicine.ucsf.edu

## James Ford, M.D.

Stanford Cancer Center 269 Campus Drive, MC5151 Stanford, CA 94305 *Telephone:* (650) 498-6000 *jmf@stanford.edu* 

#### Michael Forrest, M.D.

Epic Care 2345 Country Hills Drive Antioch, CA 94509 *Contact(s):* Fatana Abassi Allison Buck, R.N. Gina Burnett Melissa Bynum Angela Čofer Crystal Castro Mary Davis, R.N. Christie Elam **Reinalda** Flores Megan Giddings Melissa Gobble Sharon Herzog Annaque Johnson Briana Martin Michael Milner Dianne Naujok Dayna Orange Maria Rodriguez Rick Roth Kay Ruocco, R.N. Donna Saba, N.P. Stacey Teicher, N.P. Joanna Tomasino Kim Vasques (925) 875-1677 Telephone: (925) 875-0826 FAX: michael.forrest@epic-care.com

## Terrance Friedlander, M.D.

University of California, San Francisco Box #1711 San Francisco, CA 94143-1711 Telephone: (415) 443-2175 FAX: (415) 476-0624 terence.friedlander@ucsf.edu

## Joshua Fronk, M.D.

Stanford Cancer Center 875 Blake Wilbur Drive, MC5804 Stanford, CA 94305 *Telephone:* (650) 736-8089 jfronk@stanford.edu

## Karin Gaensler, M.D.

University of California, San Francisco Box #1270 San Francisco, CA 94143-1270 Telephone: (415) 502-4390 FAX: (415) 476-0624 karin.gaensler@ucsf.edu

#### Barbara Galligan, M.D. Marin Cancer Care 1350 South Eliseo Drive, Suite 200 Greenbrae, CA 94904-2007 Contact(s): Harvey Bichkoff Lorraine Holzapfel Cathy Yatabe Telephone: (415) 925-5000 FAX: (415) 925-5050 bgalligan@marincancercare.com Derek Galligan, M.D.

University of California, San Francisco Box #1270 San Francisco, CA 94143-1270 *derek.galligan@ucsf.edu* 

#### David Gandara, M.D.

UC Davis Cancer Center 4501 X Street, Suite 3016 Sacramento, CA 95817 Contact(s): Mary Kilpatrick Telephone: (916) 734-3772 FAX: (916) 734-7946 drgandara@ucdavis.edu John T. Ganey, M.D.

Epic Care 2345 Country Hills Drive Antioch, CA 94509 *Contact(s):* Fatana Abassi Allison Buck, R.N. Gina Burnett Melissa Bynum Angela Čofer Crystal Castro Mary Davis, R.N. Christie Elam **Reinalda** Flores Megan Giddings Melissa Gobble Sharon Herzog Annaque Johnson Briana Martin Michael Milner Dianne Naujok Dayna Orange Maria Rodriguez Rick Roth Kay Ruocco, R.N. Donna Saba, N.P. Stacey Teicher, N.P. Joanna Tomasino Kim Vasques Telephone: (925) 687-2570 (925) 687-2847 FAX: john.ganey@epic-care.com

## Kristen Ganjoo, M.D.

Stanford Cancer Center 875 Blake Wilbur Drive, MC5820 Stanford, CA 94305 *Telephone:* (650) 498-6000 *FAX:* (650) 736-8003 *kganjoo@stanford.edu* 

#### Amit Garg, M.D.

The Permanente Medical Group 1515 Newell Avenue Walnut Creek, CA 94596 *amit.k.garg@kp.org* 

#### Aruna Gavini, M.D.

The Permanente Medical Group 1 Quality Drive Vacaville, CA 95688

## Michael Gensheimer, M.D.

Stanford Cancer Center 875 Blake Wilbur Drive, MC5847 Stanford, CA 94305 *Telephone:* (650) 498-6495 *mgens@stanford.edu* 

#### Iris Gibbs, M.D.

Stanford Cancer Center 875 Blake Wilbur Drive, MC5847 Stanford, CA 94305 *Telephone:* (650) 736-1480 *iris.gibbs@stanford.edu* 

#### Adam Giermasz, M.D.

UC Davis Cancer Center 4501 X Street, Suite 3016 Sacramento, CA 95817 Telephone: (916) 734-3772 FAX: (916) 734-7946 giermasz@ucdavis.edu

## Andrei Goga, M.D.

University of California, San Francisco Box #0512 San Francisco, CA 94143-0512 Telephone: (415) 476-4191 FAX: (415) 353-7021 andrei.goga@ucsf.edu

## I-Yeh Gong, M.D.

The Permanente Medical Group 6600 Bruceville Road Sacramento, CA 95823 *i-yeh.gong@kp.org* 

#### Karen Goodwin, M.D.

Epic Care 2345 Country Hills Drive Antioch, CA 94509 *Contact(s):* Fatana Abassi Allison Buck, R.N. Gina Burnett Melissa Bynum Angela Čofer Crystal Castro Mary Davis, R.N. Christie Elam Reinalda Flores Megan Giddings Melissa Gobble Sharon Herzog Annaque Johnson Briana Martin Michael Milner Dianne Naujok Dayna Orange Maria Rodriguez Rick Roth Kay Ruocco, R.N. Donna Saba, N.P. Stacey Teicher, N.P. Joanna Tomasino Kim Vasques FAX: (510) 830-3316 kgoodwin@babsurgeons.com

## John Gordan, M.D.

University of California, San Francisco Box #1270 San Francisco, CA 94143-1270 Telephone: (415) 443-9868 FAX: (415) 476-0624 john.gordan@ucsf.edu

## Jason Gotlib, M.D.

Stanford Cancer Center 875 Blake Wilbur Drive, MC5826 Stanford, CA 94305 *Telephone:* (650) 498-6000 *jason.gotlib@stanford.edu* 

#### Kathleen Grant, M.D.

Pacific Hematology-Oncology Associates 2100 Webster Street, Suite 225 San Francisco, CA 94115 *Contact(s): Liz Kill Paula Merryweather Aida Moss Telephone: (415) 923-3012 FAX: (415) 928-4840* 

#### Michael M. Green, M.D.

The Permanente Medical Group 275 West MacArthur Boulevard Oakland, CA 94611

#### Peter Greenberg, M.D.

Stanford Cancer Center 875 Blake Wilbur Drive, MC5820 Stanford, CA 94305 *Telephone:* (650) 725-8355 *peterg@stanford.edu* 

#### Natalya Greyz-Yusupov, M.D.

The Permanente Medical Group 99 Montecello Road San Rafael, CA 94903 Telephone: (415) 444-2911 FAX: (415) 441-2343 natalya.greyz@kp.org

#### Alice Guardino, M.D.

Stanford Cancer Center 875 Blake Wilbur Drive, MC5826 Stanford, CA 94305 *Telephone:* (650) 736-0519 guardino@stanford.edu

## Matthew Gubens, M.D.

University of California, San Francisco Box #1705 San Francisco, CA 94143-1705 *Telephone:* (415) 353-9674 *FAX:* (415) 353-7779 *matthew.gubens@ucsf.edu* 

#### Neal Gupta, M.D.

Stanford Cancer Center 875 Blake Wilbur Drive, MC5826 Stanford, CA 94305 *Telephone: (650) 725-4036 neelkg@stanford.edu* 

#### Richard M. Guy, M.D.

The Permanente Medical Group 1600 Eureka Road Roseville, CA 95661 *Telephone:* (916) 784-4183 *FAX:* (916) 784-5649 richard.m.guy@kp.org

#### Huan Ha, M.D.

The Permanente Medical Group 275 West MacArthur Boulevard Oakland, CA 94611 *huan.t.ha@kp.org* 

#### Francine E. Halberg, M.D.

Marin Cancer Care 1350 South Eliseo Drive, Suite 100 Greenbrae, CA 94904-2007 *Telephone:* (415) 925-7326

## Steven Hancock, M.D.

Stanford Cancer Center 875 Blake Wilbur Drive, MC5847 Stanford, CA 94305 *Telephone:* (650) 723-6440 *FAX:* (650) 725-3865 *shancock@stanford.edu* 

## Wendy Hara, M.D.

Stanford Cancer Center 875 Blake Wilbur Drive, MC5847 Stanford, CA 94305 *Telephone:* (650) 723-6171 *FAX:* (650) 725-8231 wendy.hara@stanford.edu

## Sigurdis Haraldsdottir, M.D.

Stanford Cancer Center 875 Blake Wilbur Drive, MC5826 Stanford, CA 94305 *sharalds@stanford.edu* 

#### Andrea Harzstark, M.D.

The Permanente Medical Group 275 West MacArthur Boulevard Oakland, CA 94611 *andrea.l.harzstark@kp.org* 

#### John A. Hausdorff, M.D.

Pacific Cancer Care 5 Harris Court, Building T, Suite 201 Monterey, CA 93940 Contact(s): Debbie Davis, R.N. Denise Licini, N.P. Dennis Niekro, N.P. Valeria M. Wareham Telephone: (831) 375-4105 FAX: (831) 372-5722 jhausdorff@pacificcancercare.com

## Robert A. Havard, Jr., M.D.

Sequoia Regional Cancer Center 4945 West Cypress Avenue, Suite C Visalia, CA 93277 Contact(s): Senoria Banuelos, R.N. Lucile Gibbs Calandra Uchita Telephone: (559) 624-3000 FAX: (559) 635-6137

## Bobbie Head, M.D., Ph.D.

Marin Cancer Care 1350 South Eliseo Drive, Suite 200 Greenbrae, CA 94904-2007 Contact(s): Harvey Bichkoff Lorraine Holzapfel Cathy Yatabe Telephone: (415) 925-5000 FAX: (415) 925-5050 bhead@marincancercare.com

## Kristen Hege, M.D.

University of California, San Francisco Box #0324 San Francisco, CA 94143-0324 Telephone: (415) 353-2421 FAX: (415) 353-2467 khege@celgene.com

#### Laurence Heifetz, M.D.

Tahoe Forest Cancer Center 10121 Pine Avenue Truckee, CA 96161 Contact(s): Cathey Bervid, N.P. Jaena Gurley Telephone: (530) 582-6450 FAX: (530) 582-6430 lheifetz@tfhd.com

#### Paul Henderson, M.D.

UC Davis Cancer Center 4501 X Street, Suite 3016 Sacramento, CA 95817 *Telephone:* (916) 734-3772 *FAX:* (916) 734-7946 *phenderson@ucdavis.edu* 

## Julie L. Hersch, M.D.

The Permanente Medical Group 1600 Eureka Road Roseville, CA 95661 *Telephone: (916) 784-5626 FAX: (916) 474-2201 julie.l.hersch@kp.org* 

## Sharon Hiner, M.D.

Contra Costa Regional Medical Center 2500 Alhambra Avenue Martinez, CA 94553 *Contact(s): Martha Delgado May Loney, R.N. Telephone: (925) 370-5114 FAX: (925) 370-5479 sharon.hiner@hsd.cccounty.us* 

## Susan Hiniker, M.D.

Stanford Cancer Center 875 Blake Wilbur Drive, MC5847 Stanford, CA 94305 *Telephone:* (650) 725-2209 *shiniker@stanford.edu* 

## Gwendolyn Ho, M.D.

UC Davis Cancer Center 4501 X Street, Suite 3016 Sacramento, CA 95817 Telephone: (916) 734-3772 FAX: (916) 734-7946 gmho@ucdavis.edu

## Richard Hoppe, M.D.

Stanford Ĉancer Center 875 Blake Wilbur Drive, MC5847 Stanford, CA 94305 *Telephone:* (650) 723-5510 *FAX:* (650) 498-6922 *rhoppe@stanford.edu*  Rupert Horoupian, M.D. Epic Care 2345 Country Hills Drive Antioch, CA 94509 *Contact(s):* Fatana Abassi Allison Buck, R.N. Gina Burnett Melissa Bynum Angela Čofer Crystal Castro Mary Davis, R.N. Christie Elam Reinalda Flores Megan Giddings Melissa Gobble Sharon Herzog Annaque Johnson Briana Martin Michael Milner Dianne Naujok Dayna Orange Maria Rodriguez Rick Roth Kay Ruocco, R.N. Donna Saba, N.P. Stacey Teicher, N.P. Joanna Tomasino Kim Vasques

#### Kathleen Horst, M.D.

Stanford Cancer Center 875 Blake Wilbur Drive, MC5847 Stanford, CA 94305 *Telephone:* (650) 725-6009 *FAX:* (650) 725-8231 *kateh@stanford.edu* 

#### Frank T. Hsieh, M.D.

The Permanente Medical Group 1600 Eureka Road Roseville, CA 95661 *Telephone:* (916) 784-5415 *FAX:* (916) 784-5649 *frank.t.hsieh@kp.org* 

#### Mindy Hsiong, M.D.

The Permanente Medical Group 4501 Sand Creek Road Antioch, CA 94531 *mindy.hsiong@kp.org*  Gerald Hsu, M.D.

University of California, San Francisco VAMC III San Francisco, CA 94121 *Telephone:* (415) 220-0264 gerald.hsu@va.gov

#### Li F. Hu, M.D.

The Permanente Medical Group 1600 Eureka Road Roseville, CA 95661 *Telephone: (916) 784-2110 FAX: (916) 784-5649 li.f.hu@kp.org* 

#### Hui X. Huang, M.D.

The Permanente Medical Group 1 Quality Drive Vacaville, CA 95688 Telephone: (707) 624-3235 FAX: (707) 624-3232 hui.x.huang@kp.org

#### Jane Huang, M.D.

Stanford Cancer Center 875 Blake Wilbur Drive, MC5827 Stanford, CA 94305 *Telephone: (650) 498-6000* 

#### Li-Wen Huang, M.D.

University of California, San Francisco Box #1270 San Francisco, CA 94143-1270 *FAX:* (415) 476-0624 *li-wen.huang@ucsf.edu* 

#### William Huang, M.D.

The Permanente Medical Group 1200 El Camino Real South San Francisco, CA 94080 *Telephone:* (650) 742-3112 *FAX:* (650) 742-2943 *william.huang@kp.org* 

#### Zuo Ming Huang, M.D.

The Permanente Medical Group 1515 Newell Avenue Walnut Creek, CA 94596 *Telephone:* (925) 295-6001 *FAX:* (925) 295-4608 zuoming.huang@kp.org

## Lai Hui, M.D.

The Permanente Medical Group 2025 Morse Avenue Sacramento, CA 95825 *Telephone: (916) 973-6181 FAX: (916) 973-5777 lai.hui@kp.org* 

## Kendra Hutchinson, M.D.

UC Davis Cancer Center 4501 X Street, Suite 3016 Sacramento, CA 95817 *Telephone:* (916) 734-3772 *FAX:* (916) 734-7946 *khutchinson@ucdavis.edu* 

## David Iberri, M.D.

Stanford Cancer Center 875 Blake Wilbur Drive, MC5820 Stanford, CA 94305 *diberri@stanford.edu* 

## Grace R. Inouye, M.D.

The Permanente Medical Group 7300 North Fresno Street, Palm 3 Fresno, CA 93720 *Telephone:* (559) 448-4424 *FAX:* (559) 448-4247 grace.r.inouye@kp.org

## Zahid Iqbal, M.D.

UC Davis Cancer Center 4501 X Street, Suite 3016 Sacramento, CA 95817 *Telephone: (916) 734-3772 FAX: (916) 734-7946 ziqbal@ucdavis.edu* 

## Maria Pilar Coronel Ivanov, M.D.

The Permanente Medical Group 270 International Circle San José, CA 95119 *Telephone:* (408) 972-7432 *FAX:* (408) 574-2985 *pilar.ivanov@kp.org* 

## Thierry Jahan, M.D.

University of California, San Francisco Box #1705 San Francisco, CA 94143-1705 *Telephone:* (415) 885-3792 *FAX:* (415) 353-9959 *thierry.jahan@ucsf.edu* 

## Sejal Jhatakia, M.D.

The Permanente Medical Group270 International CircleSan José, CA 95119Telephone:(408) 363-4409FAX:(408) 972-7340sejal.a.jhatakia@kp.org

## Hanlee Ji, M.D.

Stanford Cancer Center 269 Campus Drive, MC5151 Stanford, CA 94305 *Telephone:* (650) 721-1731 genomics\_ji@stanford.edu

## Jewel Johl, M.D.

Diablo Valley Oncology & Hematology Medical Group 400 Taylor Boulevard, Suite 202 Pleasant Hill, CA 94523 Contact(s): Leanne M. Francisco Lori Orr Telephone: (925) 677-5041 FAX: (925) 677-5027 jjohl@dvohmg.com

## Tyler Paul Johnson, M.D.

885 Fielding Drive Palo Alto, CA 94303 *Telephone:* (801) 362-2258 *tpjmd@stanford.edu* 

## Laura Johnston, M.D.

Stanford Cancer Center 300 Pasteur Drive, Room H0101, MC5623 Stanford, CA 94305 *Telephone:* (650) 723-0822 *FAX:* (650) 498-6919 korb@stanford.edu

## Brian Jonas, M.D.

UC Davis Cancer Center 4501 X Street, Suite 3016 Sacramento, CA 95817 *Telephone:* (916) 734-3772 *FAX:* (916) 734-7946 *bajonas@ucdavis.edu* 

#### Jay S. Joseph, M.D.

Annadel Medical Group/ St Joseph's Heritage Healthcare 1165 South Dora Street, Building H Ukiah, CA 95482 Contact(s): Roma Biester Michelle Edwards Telephone: (707) 463-3636 FAX: (707) 463-2714 jay.joseph@stjoe.org

#### Paul Kaesberg, M.D.

UC Davis Cancer Center 4501 X Street, Suite 3016 Sacramento, CA 95817 Telephone: (916) 734-3772 FAX: (916) 734-7946 pkaesberg@ucdavis.edu

#### John Kailath, M.D.

Sierra Hematology-Oncology Medical Center 6555 Coyle Avenue, Suite 301 Carmichael, CA 95608 Contact(s): Kinsey Farr Terry Passmore, R.N. Telephone: (916) 967-4363 FAX: (916) 967-6408 kailath@pol.net

#### Christine Kaiser, M.D.

The Permanente Medical Group 401 Bicentennial Way Santa Rosa, CA 95403 *Telephone:* (707) 393-4351 *FAX:* (707) 571-4775 christine.c.kaiser@kp.org

#### Eugenia Kang, M.D.

Epic Care 2345 Country Hills Drive Antioch, CA 94509 Contact(s): Fatana Abassi Allison Buck, R.N. Gina Burnett Melissa Bynum Angela Čofer Crystal Castro Mary Davis, R.N. Christie Elam Reinalda Flores Megan Giddings Melissa Gobble Sharon Herzog Annaque Johnson Briana Martin Michael Milner Dianne Naujok Dayna Orange Maria Rodriguez Rick Roth Kay Ruocco, R.N. Donna Saba, N.P. Stacey Teicher, N.P. Joanna Tomasino Kim Vasques Telephone: (925) 418-0282 (925) 978-0991 FAX: credentialing@epic-care.com

Tyler Y. Kang, M.D. Epic Care 2345 Country Hills Drive Antioch, CA 94509 *Contact(s):* Fatana Abassi Allison Buck, R.N. Gina Burnett Melissa Bynum Angela Čofer Crystal Castro Mary Davis, R.N. Christie Elam Reinalda Flores Megan Giddings Melissa Gobble Sharon Herzog Annaque Johnson Briana Martin Michael Milner Dianne Naujok Dayna Orange Maria Rodriguez Rick Roth Kay Ruocco, R.N. Donna Saba, N.P. Stacey Teicher, N.P. Joanna Tomasino Kim Vasques *Telephone:* (925) 875-1677 FAX: (925) 875-0826 tyler.kang@epic-care.com

#### Shoba Kankipati, M.D.

Epic Care 2345 Country Hills Drive Antioch, CA 94509 *Contact(s):* Fatana Abassi Allison Buck, R.N. Gina Burnett Melissa Bynum Angela Čofer Crystal Castro Mary Davis, R.N. Christie Elam Reinalda Flores Megan Giddings Melissa Gobble Sharon Herzog Annaque Johnson Briana Martin Michael Milner Dianne Naujok Dayna Orange Maria Rodriguez Rick Roth Kay Ruocco, R.N. Donna Saba, N.P. Stacey Teicher, N.P. Joanna Tomasino Kim Vasques Telephone: (925) 687-2570 (925) 687-2847 FAX: shoba.kankipati@epic-care.com

## Jelena Kao, M.D.

California Cancer Care 218 De Anza Boulevard San Mateo, CA 94402 *Contact(s): Elizabeth Eddy Telephone: (650) 341-9131 FAX: (650) 341-9135* 

## Lawrence Kaplan, M.D.

University of California, San Francisco Box #0324 San Francisco, CA 94143-0324 *Telephone:* (415) 353-2661 *FAX:* (415) 353-2545 *lkaplan@ucsf.edu* 

## Jed A. Katzel, M.D.

The Permanente Medical Group 710 Lawrence Expressway, Dept 440 Santa Clara, CA 95051 *Telephone:* (408) 851-4306 *FAX:* (408) 851-6928 *jed.a.katzel@kp.org* 

## Douglas A. Kaufman, M.D.

The Permanente Medical Group 1515 Newell Avenue Walnut Creek, CA 94596 *Telephone: (925) 295-4605 FAX: (925) 295-4608 douglas.a.kaufman@kp.org* 

## Theresa Keegan, Ph.D.

UC Davis Cancer Center 4501 X Street, Suite 3016 Sacramento, CA 95817 *Telephone: (916) 734-3772 FAX: (916) 734-7946 tkeegan@ucdavis.edu* 

## Robin Kate Kelley, M.D.

University of Čalifornia, San Francisco Box #1770 San Francisco, CA 94143-1770 *Telephone:* (415) 353-9888 *FAX:* (415) 353-7984 *katie.kelley@ucsf.edu* 

## Karen Kelly, M.D.

UC Davis Cancer Center 4501 X Street, Suite 3016 Sacramento, CA 95817 *Telephone: (916) 734-3772 FAX: (916) 734-7946 karkelly@ucdavis.edu* 

## Alice T. Kengla, M.D.

The Permanente Medical Group 1515 Newell Avenue Walnut Creek, CA 94596 Telephone: (925) 295-5934 FAX: (925) 295-4608 alice.t.kengla@kp.org

#### Elizabeth Kidd, M.D.

Stanford Cancer Center 875 Blake Wilbur Drive, MC5847 Stanford, CA 94305 *Telephone: (650) 498-6000 ekidd@stanford.edu*  Wesley Kidder, M.D. University of California, San Francisco Box #1270 San Francisco, CA 94143-1270 wesley.kidder@ucsf.edu

## Edward Kim, M.D.

UC Davis Cancer Center 4501 X Street, Suite 3016 Sacramento, CA 95817 Telephone: (916) 734-3772 FAX: (916) 734-7946 jhkim@ucdavis.edu

#### Jerome Kim, M.D.

The Permanente Medical Group 99 Montecello Road San Rafael, CA 94903 *jerome.g.kim@kp.org* 

#### Kevin B. Kim, M.D.

San Francisco Oncology Associates Medical Group 2100 Webster Street, Suite 326 San Francisco, CA 94115 *Contact(s): Dana Monroe, R.N. Dee Steinberg Telephone: (415) 885-8600 FAX: (415) 885-8680 kkim@sfoncology.com* 

#### Lori Kim, M.D.

The Permanente Medical Group 99 Montecello Road San Rafael, CA 94903 *Telephone:* (415) 444-4969 *FAX:* (415) 441-2343 *lori.c.kim@kp.org* 

#### Teresa Kim, M.D. Epic Care 2345 Country Hills Drive Antioch, CA 94509 *Contact(s):* Fatana Abassi Allison Buck, R.N. Gina Burnett Melissa Bynum Angela Čofer Crystal Castro Mary Davis, R.N. Christie Elam Reinalda Flores Megan Giddings Melissa Gobble Sharon Herzog Annaque Johnson Briana Martin Michael Milner Dianne Naujok Dayna Orange Maria Rodriguez Rick Roth Kay Ruocco, R.N. Donna Saba, N.P. Stacey Teicher, N.P. Joanna Tomasino

## Won Kim, M.D.

University of California, San Francisco Box #1270 San Francisco, CA 94143-1270 Telephone: (415) 885-7276 FAX: (415) 476-0624 won.kim@ ucsf.edu

Kim Vasques

## \*Howard Kleckner, M.D.

thesecondopinion 1200 Gough Street, Suite 500 San Francisco, CA 94109 *Telephone:* (415) 775-9956 *FAX:* (415) 346-8652 *howardkleckner@thesecondopinion.org* 

## Susan Knox, M.D.

Stanford Cancer Center 875 Blake Wilbur Drive, MC5847 Stanford, CA 94305 *Telephone:* (650) 725-2720 *sknox@stanford.edu* 

## Andrew Ko, M.D.

University of California, San Francisco Box #1705 San Francisco, CA 94143-1705 *Telephone:* (415) 353-7286 *FAX:* (415) 353-9636 *andrew.ko@ucsf.edu* 

#### Holbrook Kohrt, M.D., Ph.D.

Stanford Cancer Center 269 Campus Drive, MC5151 Stanford, CA 94305 *Telephone:* (650) 723-6661 kohrt@stanford.edu

#### Tatjana Kolevska, M.D.

The Permanente Medical Group 975 Sereno Drive Vallejo, CA 94589 *tatjana.kolevska@kp.org* 

## Albert Koong, M.D.

Stanford Čancer Center 875 Blake Wilbur Drive, MC5847 Stanford, CA 94305 *Telephone:* (650) 723-6661 *akoong@stanford.edu* 

## Zach Koontz, M.D.

Pacific Cancer Care 18525 Sutter Boulevard, Suite 170 Morgan Hill, CA 95037 Contact(s): Debbie Davis, R.N. Denise Licini, N.P. Dennis Niekro, N.P. Valeria M. Wareham Telephone: (408) 779-9843 FAX: (831) 372-5722 zkoontz@pacificcancercare.com Mariam Korah, M.D. Epic Care 2345 Country Hills Drive Antioch, CA 94509 *Contact(s):* Fatana Abassi Allison Buck, R.N. Gina Burnett Melissa Bynum Angela Čofer Crystal Castro Mary Davis, R.N. Christie Elam Reinalda Flores Megan Giddings Melissa Gobble Sharon Herzog Annaque Johnson Briana Martin Michael Milner Dianne Naujok Dayna Orange Maria Rodriguez Rick Roth Kay Ruocco, R.N. Donna Saba, N.P. Stacey Teicher, N.P. Joanna Tomasino Kim Vasques (925) 778-0679 *Telephone:* (925) 778-3567 FAX: mariam.korah@epic-care.com

## Michael Korn, M.D.

University of California, San Francisco Box #0128 San Francisco, CA 94143-0128 Telephone: (415) 502-2844 FAX: (415) 502-4787 michael.korn@ucsf.edu

## Dinesh M. Kotak, M.D.

The Permanente Medical Group 1600 Eureka Road Roseville, CA 95661 *Telephone: (916) 784-4168 FAX: (916) 784-5649 dinesh.m.kotak@kp.org* 

#### Alan M. Kramer, M.D.

San Francisco Oncology Associates Medical Group 2100 Webster Street, Suite 326 San Francisco, CA 94115 Contact(s): Dana Monroe, R.N. Dee Steinberg Telephone: (415) 885-8600 FAX: (415) 885-8680 akramer@sfoncology.com

## Rajeev Krishnan, M.D.

UC Davis Cancer Center 4501 X Street, Suite 3016 Sacramento, CA 95817 Telephone: (916) 734-3772 FAX: (916) 734-7946 rajkrishnan@ucdavis.edu

## Ming C. Kuan, M.D.

The Permanente Medical Group 2500 Merced Street San Leandro, CA 94577 *ming.c.kuan@kp.org* 

## Shivaani Kummar, M.D.

Stanford Cancer Center 780 Welch Road, MC5769 Stanford, CA 94305 *Telephone: (650) 724-9084 skummar@stanford.edu* 

## Pamela Kunz, M.D.

Stanford Cancer Center 875 Blake Wilbur Drive, MC5826 Stanford, CA 94305 *Telephone:* (650) 725-9057 *FAX:* (650) 498-5353 *pkunz@stanford.edu* 

## Allison Kurian, M.D.

Stanford Cancer Center 259 Campus Drive, MC5405 Stanford, CA 94305 *Telephone:* (650) 498-6000 *FAX:* (650) 498-5150 *akurian@stanford.edu* 

#### Paula Kushlan, M.D.

Palo Alto Medical Foundation 795 El Camino Real Palo Alto, CA 94301 Contact(s): Pamela Davis, R.N. Julie Roth Jan Van Boeschoten Telephone: (650) 853-2905 FAX: (650) 853-2966 kushlanp@pamf.org

#### Diane Kwan, M.D.

Epic Care 2345 Country Hills Drive Antioch, CA 94509 Fatana Abassi *Contact(s):* Allison Buck, R.N. Gina Burnett Melissa Bynum Angela Cofer Crystal Castro Mary Davis, R.N. Christie Elam Reinalda Flores Megan Giddings Melissa Gobble Sharon Herzog Annaque Johnson Briana Martin Michael Milner Dianne Naujok Dayna Orange Maria Rodriguez Rick Roth Kay Ruocco, R.N. Donna Saba, N.P. Stacey Teicher, N.P. Joanna Tomasino Kim Vasques Telephone: (925) 418-0282 (925) 978-0991 FAX: credentialing@epic-care.com

#### Myron Kwong, M.D.

The Permanente Medical Group 270 International Circle San José, CA 95119 *Telephone: (408) 972-7522 FAX: (408) 574-2985 myron.kwong@kp.org*  Uri Ladabaum, M.D.

Stanford Cancer Center 875 Blake Wilbur Drive, MC5187 Stanford, CA 94305 *Telephone: (650) 725-6511 uri.ladabaum@stanford.edu* 

#### Enrico C. Lallana, M.D.

The Permanente Medical Group 2025 Morse Avenue Sacramento, CA 95825

#### Kit Lam, M.D., Ph.D.

UC Davis Cancer Center 4501 X Street, Suite 3016 Sacramento, CA 95817 *Telephone:* (916) 734-3772 *FAX:* (916) 734-7946 *kslam@ucdavis.edu* 

#### Cynthia T. Lan, M.D.

The Permanente Medical Group 4601 Dale Road, 3<sup>rd</sup> Floor Modesto, CA 95356 *Telephone:* (209) 735-6225 *FAX:* (209) 735-3224 *cynthia.t.lan@kp.org* 

#### Primo Lara, Jr., M.D.

UC Davis Cancer Center 4501 X Street, Suite 3016 Sacramento, CA 95817 *Telephone:* (916) 734-3772 *FAX:* (916) 734-7946 *pnlara@ucdavis.edu* 

#### Lisa Law, M.D.

The Permanente Medical Group 1600 Eureka Road Roseville, CA 95661 *Telephone: (916) 746-3961 FAX: (916) 746-3997 lisa.law@kp.org* 

#### Hoa Le, M.D.

The Permanente Medical Group 710 Lawrence Expressway, Dept 440 Santa Clara, CA 94051 Stanford Cancer Center 875 Blake Wilbur Drive, MC5847 Stanford, CA 94305 *Telephone:* (650) 498-5032 *qle@stanford.edu* 

## Andrew Leavitt, M.D.

University of California, San Francisco Box #0100 San Francisco, CA 94143-0100 Telephone: (415) 514-3432 FAX: (415) 476-3433 andrew.leavitt@ucsf.edu

## James Lee, M.D.

University of California, San Francisco Box #1270 San Francisco, CA 94143-1270 Telephone: (415) 443-3555 FAX: (415) 476-0624 james.lee4@ucsf.edu

## Michael Lee, M.D.

The Permanente Medical Group 2238 Geary Boulevard San Francisco, CA 94115 *michael.x.lee@kp.org* 

## \*Tom K. Lee, M.D.

344 Jerome Avenue Piedmont, CA 94610 *Telephone:* (510) 658-1595 tomkleemd1@gmail.com

## Amy Lei, M.D.

The Permanente Medical Group 710 Lawrence Expressway, Dept 440 Santa Clara, CA 95051 *Telephone: (408) 851-4323 amy.q.lei@kp.org* 

## David Leibowitz, M.D.

Palo Alto Medical Foundation 795 El Camino Real Palo Alto, CA 94301 Contact(s): Pamela Davis, R.N. Julie Roth Jan Van Boeschoten Telephone: (650) 853-2905 FAX: (650) 853-2966 leibowd@pamf.org Lawrence Leung, M.D. Stanford Cancer Center 875 Blake Wilbur Drive, MC5820 Stanford, CA 94305 *Telephone: (650) 725-4036 lawrence.leung@stanford.edu* 

## Lauren Sara Levine, M.D.

University of California, San Francisco Box #1270 San Francisco, CA 94143-1270 *FAX:* (415) 476-0624 *lauren.levine@ucsf.edu* 

## Jay Levy, M.D.

University of California, San Francisco Box #1270 San Francisco, CA 94143-1270 Telephone: (415) 476-4071 FAX: (415) 476-8365 jay.levy@ucsf.edu

## Ronald Levy, M.D.

Stanford Cancer Center 269 Campus Drive, MC5151 Stanford, CA 94305 *Telephone:* (650) 725-6423 *aschetky@stanford.edu* 

## Bradley Lewis, M.D.

The Permanente Medical Group 1 Quality Drive Vacaville, CA 95688

## Mingqing Li, M.D.

The Permanente Medical Group 710 Lawrence Expressway, Dept 440 Santa Clara, CA 95051 Telephone: (408) 851-4323 FAX: (408) 851-4319 mingqing.x.li@kp.org

## Tianhong Li, M.D., Ph.D.

UC Davis Cancer Center 4501 X Street, Suite 3016 Sacramento, CA 95817 *Telephone: (916) 734-3772 FAX: (916) 734-7946 thli@ucdavis.edu* 

## Yan Li, M.D.

The Permanente Medical Group 275 West MacArthur Boulevard Oakland, CA 94611 *Telephone:* (510) 752-7386 *FAX:* (510) 752-6431 yan.li@kp.org

## Michaela Liedtke, M.D.

Stanford Cancer Center 875 Blake Wilbur Drive, MC5821 Stanford, CA 94305 *Telephone:* (650) 498-6000 *FAX:* (650) 724-5203 mliedtke@stanford.edu

## Chainarong Limvarapuss, M.D.

Solano Hematology/Oncology 100 Hospital Drive, Suite 110 Vallejo, CA 94589 Contact(s): Tina Beam Michelle Knudson, R.N. Telephone: (707) 551-3300 FAX: (707) 551-3301

## Amy Lin, M.D.

The Permanente Medical Group2238 Geary BoulevardSan Francisco, CA 94115Telephone:(415) 833-2200FAX:(415) 833-8530amy.y1.lin@kp.org

## Amy Mimi Lin, M.D.

University of California, San Francisco Box #1711 San Francisco, CA 94143-1711 Telephone: (415) 353-9865 FAX: (415) 353-7093 amlin@ucsf.edu

## Patrick Lin, M.D.

UC Davis Cancer Center 4501 X Street, Suite 3016 Sacramento, CA 95817 Telephone: (916) 734-3772 FAX: (916) 734-7946 pslin@ucdavis.edu

## Tzu-Yin Lin, Ph.D.

UC Davis Cancer Center 4501 X Street, Suite 3016 Sacramento, CA 95817 *Telephone:* (916) 734-3772 *FAX:* (916) 734-7946 *tylin@ucdavis.edu* 

## Huichung T. Ling, M.D.

The Permanente Medical Group 39400 Paseo Padre Parkway Fremont, CA 94538 huichung.t.ling@kp.org

## Chunnan Liu, M.D.

The Permanente Medical Group 1515 Newell Avenue Walnut Creek, CA 94596 *Telephone:* (925) 295-7748 *FAX:* (925) 295-4608 *chunnan.liu@kp.org* 

## Raymond Liu, M.D.

The Permanente Medical Group2238 Geary BoulevardSan Francisco, CA 94115Telephone:(415) 833-3692FAX:(415) 833-8530raymond.liu@kp.org

Ernest Lo, M.D. Epic Care 2345 Country Hills Drive Antioch, CA 94509 *Contact(s):* Fatana Abassi Allison Buck, R.N. Gina Burnett Melissa Bynum Angela Čofer Crystal Castro Mary Davis, R.N. Christie Elam Reinalda Flores Megan Giddings Melissa Gobble Sharon Herzog Annaque Johnson Briana Martin Michael Milner Dianne Naujok Dayna Orange Maria Rodriguez Rick Roth Kay Ruocco, R.N. Donna Saba, N.P. Stacey Teicher, N.P. Joanna Tomasino Kim Vasques Telephone: (925) 418-0282 (925) 978-0991 FAX: credentialing@epic-care.com

Irene Lo, M.D. Epic Care 2345 Country Hills Drive Antioch, CA 94509 Contact(s): Fatana Abassi Allison Buck, R.N. Gina Burnett Melissa Bynum Angela Čofer Crystal Castro Mary Davis, R.N. Christie Elam **Reinalda** Flores Megan Giddings Melissa Gobble Sharon Herzog Annaque Johnson Briana Martin Michael Milner Dianne Naujok Dayna Orange Maria Rodriguez Rick Roth Kay Ruocco, R.N. Donna Saba, N.P. Stacey Teicher, N.P. Joanna Tomasino Kim Vasques (925) 418-0282 Telephone: (925) 978-0991 FAX: credentialing@epic-care.com

#### Aaron Logan, M.D.

University of California, San Francisco Box #1270 San Francisco, CA 94143-1270 Telephone: (415) 502-2110 FAX: (415) 476-0624 aaron.logan@ucsf.edu

#### Billy Loo, M.D.

Štanford Cancer Center 875 Blake Wilbur Drive, MC5847 Stanford, CA 94305 *Telephone:* (650) 736-7143 *FAX:* (650) 725-8231 *bwloo@stanford.edu* 

## Alfredo Lopez, M.D.

The Permanente Medical Group 2238 Geary Boulevard San Francisco, CA 94115 *Telephone:* (415) 833-2861 *FAX:* (415) 833-8530 *alfredo.lopez@kp.org* 

## Ronald Lowsky, M.D.

Stanford Cancer Center 300 Pasteur Drive, Room H0101, MC5623 Stanford, CA 94305 *Telephone:* (650) 723-0822 *FAX:* (650) 498-6919 *rlowsky@stanford.edu* 

## Jennifer Lucas, M.D.

Marin Cancer Care 1350 South Eliseo Drive, Suite 200 Greenbrae, CA 94904-2007 Contact(s): Harvey Bichkoff Lorraine Holzapfel Cathy Yatabe Telephone: (415) 925-5000 FAX: (415) 925-5050 jlucas@marincancercare.com

## Judy Luce, M.D.

University of California, San Francisco Box #0874 San Francisco, CA 94143-0874 *Telephone:* (415) 476-4082 x414 *FAX:* (415) 476-6953

## Robert Lundahl, M.D.

Palo Alto Medical Foundation 795 El Camino Real Palo Alto, CA 94301 Contact(s): Pamela Davis, R.N. Julie Roth Jan Van Boeschoten Telephone: (650) 853-2905 FAX: (650) 853-2966 lundhr@pamf.org

## Quoc Luu, M.D.

Stanford Cancer Center/SEROC 880 East Tuolumne Road Turlock, CA 95382 *qluu@stanford.edu* 

## Philip Mack, Ph.D.

ÚC Davis Cancer Center 4501 X Street, Suite 3016 Sacramento, CA 95817 Telephone: (916) 734-3772 FAX: (916) 734-7946 pcmack@ucdavis.edu

## Lauren Maeda, M.D.

Stanford Cancer Center 875 Blake Wilbur Drive, MC5151 Stanford, CA 94305 *Telephone: (650) 498-6000 lmaeda@stanford.edu* 

## Anjlee Mahajan, M.D.

UC Davis Cancer Center 4501 X Street, Suite 3016 Sacramento, CA 95817 Telephone: (916) 734-3772 FAX: (916) 734-7946 anmahajan@ucdavis.edu

## Reena Mahajan, M.D.

University of California, San Francisco Box #1270 San Francisco, CA 94143-1270 *Telephone:* (415) 443-3560 *FAX:* (415) 476-0624 *reena.mahajan@ucsf.edu* 

## Antra Mahaldar, M.D.

The Permanente Medical Group 1 Quality Drive Vacaville, CA 95688 *antra.mahaldar@kp.org* 

## Ravindra Majeti, M.D., Ph.D.

Stanford Ćancer Center 265 Campus Drive, MC5461 Stanford, CA 94305 *rmajeti@stanford.edu* 

## Melanie Majure, M.D.

University of California, San Francisco Box #1270 San Francisco, CA 94143-1270 Telephone: (415) 443-5051 FAX: (415) 476-0624 melanie.majure@ucsf.edu Akshiv Malhotra, M.D. Epic Care 2345 Country Hills Drive Antioch, CA 94509 *Contact(s):* Fatana Abassi Allison Buck, R.N. Gina Burnett Melissa Bynum Angela Čofer Crystal Castro Mary Davis, R.N. Christie Elam **Reinalda** Flores Megan Giddings Melissa Gobble Sharon Herzog Annaque Johnson Briana Martin Michael Milner Dianne Naujok Dayna Orange Maria Rodriguez Rick Roth Kay Ruocco, R.N. Donna Saba, N.P. Stacey Teicher, N.P. Joanna Tomasino Kim Vasques (510) 629-6682 Telephone: (925) 978-0991 FAX: akshiv.malhotra@babsurgeons.com

## Dan Maloney, M.D.

The Permanente Medical Group 99 Montecello Road San Rafael, CA 94903 *Telephone:* (415) 444-4942 *FAX:* (415) 441-2343 daniel.j.maloney@kp.org

## Gabriel Mannis, M.D.

University of California, San Francisco Box #1270 San Francisco, CA 94143-1270 *Telephone:* (415) 443-9870 *FAX:* (415) 514-5645 gabriel.mannis@ucsf.edu

#### Carol Marquez, M.D.

Stanford Cancer Center/South Bay 2589 Samaritan Drive San Jose, CA 95124 *marquezc@stanford.edu* 

\*Alva A. Marsh, M.D. 661 Milford Street Los Angeles, CA 90042 (323) 255-1510 Telephone: aamarsh9226@sbcglobal.net Natalie Marshall, M.D. Epic Care 2345 Country Hills Drive Antioch, CA 94509 *Contact(s):* Fatana Abassi Allison Buck, R.N. Gina Burnett Melissa Bynum Angela Cofer Crystal Castro Mary Davis, R.N. Christie Elam Reinalda Flores Megan Giddings Melissa Gobble Sharon Herzog Annaque Johnson Briana Martin Michael Milner Dianne Naujok Dayna Orange Maria Rodriguez Rick Roth Kay Ruocco, R.N. Donna Saba, N.P. Stacey Teicher, N.P. Joanna Tomasino Kim Vasques (510) 629-6682 Telephone: (510) 830-3316 FAX: natalie.marshall@epic-care.com

## Thomas A. Marsland, M.D.

St. Joseph's Health Care 110 Lynch Creek Way, Suite A Petaluma, CA 94954 *Contact(s): Michelle Speicher Telephone: (707) 763-0600 FAX: (707 765-1757 thomarsland@gmail.com* 

## Beth Martin, M.D.

Stanford Cancer Center 269 Campus Drive, MC5156 Stanford, CA 94305 *martinb@stanford.edu* 

# Thomas Martin, M.D.

University of California, San Francisco Box #0324 San Francisco, CA 94143-0324 *Telephone:* (415) 353-9365 *FAX:* (415) 353-2467 *tom.martin@ucsf.edu* 

## \*Joseph Mason, M.D.

499 South 14<sup>th</sup> Street San José, CA 95112 *Telephone:* (408) 203-4152 *joemason48@sbcglobal.net* 

## Suleiman Massarweh, M.D.

Stanford Cancer Center 269 Campus Drive, MC5151 Stanford, CA 94305 *Telephone:* (650) 724-8935 smass2@stanford.edu

## Bruno Medeiros, M.D.

Stanford Cancer Center 875 Blake Wilbur Drive, MC5821 Stanford, CA 94305 *Telephone:* (650) 723-5007 *FAX:* (650) 724-5203 bruno.medeiros@stanford.edu

## Aminder S. Mehdi, M.D.

Stockton Hematology-Oncology Medical Group 2626 North California Street, Suite B Stockton, CA 95204 Contact(s): Kelly Calzada Aditi Dighe Lenora Drum, R.N. Hanna Leighton Sheila Sexton-DeSersa Sally Solanki, R.N. Telephone: (209) 466-2626 FAX: (209) 466-7153

# Michelle Melisko, M.D.

University of California, San Francisco Box #1710 San Francisco, CA 94143-1710 Telephone: (415) 885-3732 FAX: (415) 353-9592 michelle.melisko@ucsf.edu

### Ostap Melnyk, M.D.

Epic Care 2345 Country Hills Drive Antioch, CA 94509 *Contact(s):* Fatana Abassi Allison Buck, R.N. Gina Burnett Melissa Bynum Angela Čofer Crystal Castro Mary Davis, R.N. Christie Elam **Reinalda** Flores Megan Giddings Melissa Gobble Sharon Herzog Annaque Johnson Briana Martin Michael Milner Dianne Naujok Dayna Orange Maria Rodriguez Rick Roth Kay Ruocco, R.N. Donna Saba, N.P. Stacey Teicher, N.P. Joanna Tomasino Kim Vasques (510) 629-6682 Telephone: (510) 830-3316 FAX: ostap.melnyk@epic-care.com

# Alex S. Metzger, M.D.

Marin Cancer Care 1350 South Eliseo Drive, Suite 200 Greenbrae, CA 94904-2007 Contact(s): Harvey Bichkoff Lorraine Holzapfel Cathy Yatabe Telephone: (415) 925-5000 FAX: (415) 925-5050 ametzger@marincancercare.com

# Everett Meyer, M.D.

Stanford Cancer Center 300 Pasteur Drive, Room H0101, MC5623 Stanford, CA 94305 *Telephone:* (650) 723-0822 *FAX:* (650) 498-6919 evmeyer@stanford.edu UC Davis Cancer Center 4501 X Street, Suite 3016 Sacramento, CA 95817 Telephone: (916) 734-3772 FAX: (916) 734-7946 fjmeyers@ucdavis.edu

#### David Miklos, M.D., Ph.D.

Stanford Cancer Center 300 Pasteur Drive, Room H0101, MC5623 Stanford, CA 94305 *Telephone:* (650) 723-0822 *FAX:* (650) 498-6919 dmiklos@stanford.edu

#### Lynn Million, M.D.

Stanford Cancer Center 875 Blake Wilbur Drive, MC5847 Stanford, CA 94305 *Telephone:* (650) 725-9904 *lmillion@stanford.edu* 

#### Daniel P. Mirda, M.D.

Annadel Medical Group/ St Joseph's Heritage Healthcare 1100 Trancas Street, Suite 256 Napa, CA 94558 *Contact(s): Juli Forrestall Telephone: (707) 253-7161 FAX: (707) 253-0476 daniel.mirda@stjoe.org* 

### Beverly Mitchell, M.D.

Stanford Cancer Center 875 Blake Wilbur Drive, MC5456 Stanford, CA 94305 *Telephone:* (650) 736-7716 bmitchell@stanford.edu Epic Care 2345 Country Hills Drive Antioch, CA 94509 *Contact(s):* Fatana Abassi Allison Buck, R.N. Gina Burnett Melissa Bynum Angela Čofer Crystal Castro Mary Davis, R.N. Christie Elam **Reinalda** Flores Megan Giddings Melissa Gobble Sharon Herzog Annaque Johnson Briana Martin Michael Milner Dianne Naujok Dayna Orange Maria Rodriguez Rick Roth Kay Ruocco, R.N. Donna Saba, N.P. Stacey Teicher, N.P. Joanna Tomasino Kim Vasques (925) 418-0282 Telephone: (925) 978-0991 FAX: credentialing@epic-care.com

### Lloyd Miyawaki, M.D.

Marin Cancer Care 1350 South Eliseo Drive, Suite 100 Greenbrae, CA 94904-2007

### Mark Moasser, M.D.

University of California, San Francisco Box #0875 San Francisco, CA 94143-0875 *Telephone:* (415) 476-0158 *FAX:* (415) 502-5665 mark.moasser@ucsf.edu

### Lori Muffly, M.D.

Stanford Cancer Center 300 Pasteur Drive, Room H0101, MC5623 Stanford, CA 94305 *Telephone:* (650) 723-0822 *FAX:* (650) 598-6919 *lmuffly@stanford.edu* 

## Krista M. Muirhead, M.D.

The Permanente Medical Group 99 Montecello Road San Rafael, CA 94903 *Telephone:* (415) 444-2498 *FAX:* (415) 441-2343 *krista.m.muirhead@kp.org* 

### Pamela Munster, M.D.

University of California, San Francisco Box #1770 San Francisco, CA 94143-1770 *Telephone:* (415) 353-7287 *FAX:* (415) 353-7779 *pamela.munster@ucsf.edu* 

## Aileen Murphy, M.D.

Epic Care 2345 Country Hills Drive Antioch, CA 94509 Fatana Abassi *Contact(s):* Allison Buck, R.N. Gina Burnett Melissa Bynum Angela Čofer Crystal Castro Mary Davis, R.N. Christie Elam **Reinalda** Flores Megan Giddings Melissa Gobble Sharon Herzog Annaque Johnson Briana Martin Michael Milner Dianne Naujok Dayna Orange Maria Rodriguez Rick Roth Kay Ruocco, R.N. Donna Saba, N.P. Stacey Teicher, N.P. Joanna Tomasino Kim Vasques Telephone: (925) 418-0282 (925) 978-0991 FAX: credentialing@epic-care.com

### Jasdeepa Nagi, M.D.

The Permanente Medical Group 1600 Eureka Road Roseville, CA 95611 *jasdeepa.nagi@kp.org* 

Seema Nagpal, M.D. Stanford Cancer Center 875 Blake Wilbur Drive, MC6568 Stanford, CA 94305 Telephone: (650) 725-8630 (650) 498-4686 FAX: snagpal@stanford.edu Bijay Nair, M.D. The Permanente Medical Group 1600 Eureka Road Roseville, CA 95611 bijay.p.nair @kp.org Rupa Narayan, M.D. University of California, San Francisco Box #0324 San Francisco, CA 94143-0324 Telephone: (415) 502-1740 rupa.narayan@ucsf.edu Willis Navarro, M.D. University of California, San Francisco Box #0324 San Francisco, CA 94143-0324 Telephone: (415) 353-2421 willis.navarro@ucsf.edu Joel Neal, M.D. Stanford Cancer Center 875 Blake Wilbur Drive, MC5826 Stanford, CA 94305 Telephone: (650) 725-3081 FAX: (650) 498-5800 jwneal@stanford.edu Robert Negrin, M.D.

Stanford Cancer Center 300 Pasteur Drive, Room H0101, MC5623 Stanford, CA 94305 *Telephone:* (650) 723-0822 *FAX:* (650) 498-6919 negrs@stanford.edu

## Amy Nelson, M.D.

The Permanente Medical Group2238 Geary BoulevardSan Francisco, CA 94115Telephone:(415) 833-9007FAX:(415) 833-8530amy.r.nelson@kp.org

#### Chun Ng, M.D.

The Permanente Medical Group 7373 West Lane Stockton, CA 95210 Telephone: (209) 476-5773 FAX: (209) 476-3566 chun.fai.ng@kp.org

### Kim-Son Nguyen, M.D.

Palo Alto Medical Foundation 301 Old San Francisco Road Sunnyvale, CA 94086 Contact(s): Irene Fernandez, R.Ph. Christine Tran-Robbins Telephone: (408) 730-2800 FAX: (408) 730-2801 nguyenk8@pamf.org

#### Vu Nguyen, M.D.

The Permanente Medical Group 275 West MacArthur Boulevard Oakland, CA 94611 vu.h.nguyen@kp.org

#### Qaiser Niaz, M.D.

Epic Care 2345 Country Hills Drive Antioch, CA 94509 Contact(s): Fatana Abassi Allison Buck, R.N. Gina Burnett Melissa Bynum Angela Čofer Crystal Castro Mary Davis, R.N. Christie Elam **Reinalda** Flores Megan Giddings Melissa Gobble Sharon Herzog Annaque Johnson Briana Martin Michael Milner Dianne Naujok Dayna Orange Maria Rodriguez Rick Roth Kay Ruocco, R.N. Donna Saba, N.P. Stacey Teicher, N.P. Joanna Tomasino Kim Vasques (510) 247-9227 Telephone: (510) 247-9241 FAX: qaiser.niaz@epic-care.com

### Jan Nolta, Ph.D.

UC Davis Cancer Center 4501 X Street, Suite 3016 Sacramento, CA 95817 Telephone: (916) 734-3772 FAX: (916) 734-7946 janolta@ucdavis.edu

#### Robert O'Donnell, M.D.

UC Davis Cancer Center 4501 X Street, Suite 3016 Sacramento, CA 95817 Telephone: (916) 734-3772 FAX: (916) 734-7946 rtodonnell@ucdavis.edu

## Leslie Oesterich, M.D.

UC Davis Cancer Center 4501 X Street, Suite 3016 Sacramento, CA 95817 Telephone: (916) 734-3772 FAX: (916) 734-7946 loesterich@ucdavis.edu

# David Oh, M.D.

University of California, San Francisco Box #1270 San Francisco, CA 94143-1270 Telephone: (415) 443-3563 FAX: (415) 476-0624 david.oh@ucsf.edu

## Ross Okimoto, M.D.

University of California, San Francisco Box #1270 San Francisco, CA 94143-1270 *Telephone:* (415) 443-5052 *FAX:* (415) 476-0624 *ross.okimoto@ucsf.edu* 

## Rebecca Olin, M.D.

University of California, San Francisco Box #0324 San Francisco, CA 94143-0324 *Telephone:* (415) 353-2063 *FAX:* (415) 476-0624 *rebecca.olin@ucsf.edu* 

## Lay Lin Owyong, M.D.

The Permanente Medical Group 7373 West Lane Stockton, CA 95210 Telephone: (209) 476-3758 FAX: (209) 455-3566 lay.lin.owyong@kp.org

# Ashok Pai, M.D.

The Permanente Medical Group 275 West MacArthur Boulevard Oakland, CA 94611 *ashok.p.pai@kp.org* 

## Chong-Xian Pan, M.D., Ph.D.

UČ Davis Cancer Center 4501 X Street, Suite 3016 Sacramento, CA 95817 *Telephone:* (916) 734-3772 *FAX:* (916) 734-7946 *cxpan@ucdavis.edu* 

## Minggui Pan, M.D.

The Permanente Medical Group 710 Lawrence Expressway, Dept 440 Santa Clara, CA 95051 *Telephone:* (408) 851-4306 *FAX:* (408) 851-6928 *minggui.pan@kp.org* 

# Aparna Parikh, M.D.

University of California, San Francisco Box #1270 San Francisco, CA 94143-1270 *Telephone:* (415) 443-5046 *FAX:* (415) 476-0624 *aparna.parikh@ucsf.edu* 

# Mamta Parikh, M.D.

UC Davis Cancer Center 4501 X Street, Suite 3016 Sacramento, CA 95817 Telephone: (916) 734-3772 FAX: (916) 734-7946 mbparikh@ucdavis.edu

# John Park, M.D.

University of California, San Francisco Box #1710 San Francisco, CA 94143-1710 *Telephone:* (415) 502-3844 *FAX:* (415) 353-9592 *john.park@ucsf.edu* 

# Amar Patel, M.D.

University of California, San Francisco Box #1270 San Francisco, CA 94143-1270 *amar.patel@ucsf.edu*  Bimal J. Patel, M.D. Epic Care 2345 Country Hills Drive Antioch, CA 94509 *Contact(s):* Fatana Abassi Allison Buck, R.N. Gina Burnett Melissa Bynum Angela Čofer Crystal Castro Mary Davis, R.N. Christie Elam **Reinalda** Flores Megan Giddings Melissa Gobble Sharon Herzog Annaque Johnson Briana Martin Michael Milner Dianne Naujok Dayna Orange Maria Rodriguez Rick Roth Kay Ruocco, R.N. Donna Saba, N.P. Stacey Teicher, N.P. Joanna Tomasino Kim Vasques (925) 778-0679 *Telephone:* (925) 778-3567 FAX: bimal.patel@epic-care.com

### Naresh A. Patel, M.D.

The Permanente Medical Group 4601 Dale Road, 3<sup>rd</sup> Floor Modesto, CA 95356 *Telephone:* (209) 735-3204 *FAX:* (209) 735-3224 *naresh.a.patel@kp.org* 

### Ravindranath Patel, M.D.

Comprehensive Blood & Cancer Center 6501 Truxtun Avenue Bakersfield, CA 93309 Contact(s): Kjesti Klawitter Tony LaMacchia, CEO Telephone: (661) 322-2206 FAX: (661) 859-2565 ravi@cbccusa.com Scott Peak, M.D. The Permanente Medical Group 1150 Veterans Boulevard Redwood City, CA 94063 scott.peak@kp.org Mark Pegram, M.D. Stanford Cancer Center 265 Campus Drive, MC5456 Stanford, CA 94305 Telephone: (650) 723-5801 mpegram@stanford.edu Sarah Perez, M.D. The Permanente Medical Group 6600 Bruceville Road Sacramento, CA 95823 Telephone(s): (916) 688-2086 FAX: (916) 688-6147 sarah.j.perez@kp.org Prasad Pillai, M.D. Epic Care 2345 Country Hills Drive Antioch, CA 94509 *Contact(s):* Fatana Abassi Allison Buck, R.N. Gina Burnett Melissa Bynum Angela Cofer Crystal Castro Mary Davis, R.N. Christie Elam **Reinalda** Flores Megan Giddings Melissa Gobble Sharon Herzog Annaque Johnson Briana Martin Michael Milner Dianne Naujok Dayna Orange Maria Rodriguez Rick Roth Kay Ruocco, R.N. Donna Saba, N.P. Stacey Teicher, N.P. Joanna Tomasino Kim Vasques Telephone: (925) 778-0679 FAX: (925) 778-3567 prasad.pillai@epic-care.com

## Harlan Pinto, M.D.

Stanford Cancer Center 875 Blake Wilbur Drive, MC5151 Stanford, CA 94305 *Telephone:* (650) 858-3931 *FAX:* (650) 856-8024 *harlan@stanford.edu* 

## Joseph C. Poen, M.D.

Marin Cancer Care 1350 South Eliseo Drive, Suite 100 Greenbrae, CA 94904-2007

## Kenneth S. Poon, M.D.

The Permanente Medical Group 2500 Merced Street San Leandro, CA 94577

## Michael Pourdehnad, M.D.

University of California, San Francisco Box #1270 San Francisco, CA 94143-1270 *Telephone:* (415) 353-2421 *michael.pourdehnad@ucsf.edu* 

### Gautam Prasad, M.D., Ph.D.

Epic Care 2345 Country Hills Drive Antioch, CA 94509 *Contact(s):* Fatana Abassi Allison Buck, R.N. Gina Burnett Melissa Bynum Angela Čofer Crystal Castro Mary Davis, R.N. Christie Elam **Reinalda** Flores Megan Giddings Melissa Gobble Sharon Herzog Annaque Johnson Briana Martin Michael Milner Dianne Naujok Dayna Orange Maria Rodriguez Rick Roth Kay Ruocco, R.N. Donna Saba, N.P. Stacey Teicher, N.P. Joanna Tomasino Kim Vasques Telephone: (925) 875-1677 FAX: (925) 875-0826 gautam.prasad@epic-care.com

# Ajithkumar Puthillath, M.D.

Stockton Hematology-Oncology Medical Group 2626 North California Street, Suite B Stockton, CA 95204 Contact(s): Kelly Calzada Aditi Dighe Lenora Drum, R.N. Hanna Leighton Sheila Sexton-DeSersa Sally Solanki, R.N. Telephone: (209) 466-2626 FAX: (209) 466-7153

### Sophia Rahman, M.D.

Diablo Valley Oncology & Hematology<br/>Medical Group400 Taylor Boulevard, Suite 101<br/>Pleasant Hill, CA 94523<br/>Contact(s):Leanne M. Francisco<br/>Lori OrrTelephone:(925) 825-8878<br/>FAX:FAX:(925) 825-8613<br/>srahman@dvohmg.com

### Vandana Raman, M.D.

Contra Costa Oncology 500 Lennon Lane Walnut Creek, CA 94598 Contact(s): Cindy Gin, R.N. Heidi Lewis Telephone: (925) 939-9610 FAX: (925) 939-9630 vraman@contracostaoncology.com

### Supriya X. Rajpal, M.D.

The Permanente Medical Group1200 El Camino RealSouth San Francisco, CA 94080Telephone:(650) 742-2908FAX:(650) 742-2973supriya.x.rajpal@kp.org

### Kavitha Ramchandran, M.D., Ph.D.

Stanford Cancer Center 875 Blake Wilbur Drive, MC5475 Stanford, CA 94305 *Telephone:* (650) 723-6750 *FAX:* (650) 723-8596 *kavitha@stanford.edu* 

## Julia Goodnough Ramos, M.D.

University of California, San Francisco Box #1270 San Francisco, CA 94143-1270 *FAX:* (415) 476-0624 *julia.ramos@ucsf.edu* 

### Deepa Reddy, M.D.

The Permanente Medical Group 2500 Merced Street San Leandro, CA 94577 *deepa.reddy@kp.org* 

### Mala N. Reddy, M.D.

The Permanente Medical Group 275 West MacArthur Boulevard Oakland, CA 94611 *Telephone:* (510) 752-1210 *FAX:* (510) 752-6431 *mala.n.reddy@kp.org* 

# Srikanth Reddy, M.D.

Epic Care 2345 Country Hills Drive Antioch, CA 94509 *Contact(s):* Fatana Abassi Allison Buck, R.N. Gina Burnett Melissa Bynum Angela Cofer Crystal Castro Mary Davis, R.N. Christie Elam Reinalda Flores Megan Giddings Melissa Gobble Sharon Herzog Annaque Johnson Briana Martin Michael Milner Dianne Naujok Dayna Orange Maria Rodriguez Rick Roth Kay Ruocco, R.N. Donna Saba, N.P. Stacey Teicher, N.P. Joanna Tomasino Kim Vasques Telephone: (510) 247-9227 FAX: (510) 247-9241 srikanth.reddy@epic-care.com

## Sunil Reddy, M.D.

Stanford Cancer Center 875 Blake Wilbur Drive, MC5334 Stanford, CA 94305 *Telephone:* (650) 736-1234 sreddy@stanford.edu Sara Reinganum, M.D. Epic Care 2345 Country Hills Drive Antioch, CA 94509 *Contact(s):* Fatana Abassi Allison Buck, R.N. Gina Burnett Melissa Bynum Angela Čofer Crystal Castro Mary Davis, R.N. Christie Elam **Reinalda** Flores Megan Giddings Melissa Gobble Sharon Herzog Annaque Johnson Briana Martin Michael Milner Dianne Naujok Dayna Orange Maria Rodriguez Rick Roth Kay Ruocco, R.N. Donna Saba, N.P. Stacey Teicher, N.P. Joanna Tomasino Kim Vasques

## John Reinsch, M.D.

The Permanente Medical Group 7300 North Fresno Street, Palm 3 Fresno, CA 93720 *Telephone:* (559) 448-4500 *FAX:* (559) 448-4142 *john.reinsch@kp.org* 

## James Rembert, M.D.

Diablo Valley Oncology & Hematology Medical Group 400 Taylor Boulevard, Suite 101 Pleasant Hill, CA 94523 *Contact(s): Leanne M. Francisco Lori Orr Telephone: (925) 825-8878 FAX: (925) 825-8613* 

## Andrew Rezvani, M.D.

Stanford Cancer Center 300 Pasteur Drive, Room H0101, MC5623 Stanford, CA 94305 *Telephone:* (650) 723-0822 *FAX:* (650) 498-6919 *arezvani@stanford.edu* 

## Carol Richman, M.D.

UC Davis Cancer Center 4501 X Street, Suite 3016 Sacramento, CA 95817 Telephone: (916) 734-3772 FAX: (916) 734-7946 cmrichman@ucdavis.edu

## Curt Ries, M.D.

University of California, San Francisco Box #0324 San Francisco, CA 94143-0324 *Telephone:* (415) 353-2740 *FAX:* (415) 353-2467 *riesc@medicine.ucsf.edu* 

# Jonathan Riess, M.D.

UC Davis Cancer Center 4501 X Street, Suite 3016 Sacramento, CA 95817 Telephone: (916) 734-3772 FAX: (916) 734-7946 jwriess@ucdavis.edu

# Gabriel Rivera, M.D.

The Permanente Medical Group 7300 North Fresno Street, Palm 3 Fresno, CA 93720 gabriel.a.rivera@kp.org

# Robert L. Robles, M.D.

Diablo Valley Oncology & Hematology Medical Group 400 Taylor Boulevard, Suite 202 Pleasant Hill, CA 94523 Contact(s): Leanne M. Francisco Lori Orr Telephone: (925) 677-5041 FAX: (925) 677-5027 rrobles@dvohmg.com

#### Eve Rodler, M.D.

UC Davis Cancer Center 4501 X Street, Suite 3016 Sacramento, CA 95817 Telephone: (916) 734-3772 FAX: (916) 734-7946 erodler@ucdavis.edu

#### Ana Rodriguez Fahrni, M.D.

The Permanente Medical Group 6600 Bruceville Road Sacramento, CA 95823 Telephone: (916) 688-2086 FAX: (916) 688-6147 ana.m.rodriguez@kp.org

#### Rajat Rohatgi, M.D.

Stanford Cancer Center 875 Blake Wilbur Drive, MC5151 Stanford, CA 94305 *Telephone:* (650) 725-6167 *rrohatgi@stanford.edu* 

#### Aaron Rosenberg, M.D.

UC Davis Cancer Center 4501 X Street, Suite 3016 Sacramento, CA 95817 Telephone: (916) 734-3772 FAX: (916) 734-7946 asrosenberg@ucdavis.edu

#### Saul Rosenberg, M.D.

Stanford Cancer Center 269 Campus Drive, MC5151 Stanford, CA 94305 *Telephone:* (650) 725-6455 saul@stanford.edu

#### Julia Rotow, M.D.

University of California, San Francisco Box #1270 San Francisco, CA 94143-1270 *julia.rotow@ucsf.edu* 

#### James Rubenstein, M.D.

University of California, San Francisco Box #1270 San Francisco, CA 94143-1270 Telephone: (415) 502-4430 FAX: (415) 476-4943 james.rubenstein@ucsf.edu

#### Jerome Rubin, M.D.

Pacific Cancer Care 5 Harris Court, Building T, Suite 201 Monterey, CA 93940 Contact(s): Debbie Davis, R.N. Denise Licini, N.P. Dennis Niekro, N.P. Valeria M. Wareham Telephone: (831) 375-4105 FAX: (831) 372-5722 jrubin@pacificcancercare.com

### Nancy Rubin, D.O.

Pacific Cancer Care 5 Harris Court, Building T, Suite 201 Monterey, CA 93940 Contact(s): Debbie Davis, R.N. Denise Licini, N.P. Dennis Niekro, N.P. Valeria M. Wareham Telephone: (831) 375-4105 FAX: (831) 372-5722 nrubin@pacificcancercare.com

#### Hope Rugo, M.D.

University of California, San Francisco Box #1710 San Francisco, CA 94143-1710 *Telephone:* (415) 353-7428 *FAX:* (415) 353-9592 *hope.rugo@ucsf.edu* 

#### Michael P. Russin, M.D.

The Permanente Medical Group 1515 Newell Avenue Walnut Creek, CA 94596 *Telephone:* (925) 295-6962 *FAX:* (925) 295-4608 *michael.p.russin@kp.org* 

#### Charles Ryan, M.D.

University of California, San Francisco Box #1711 San Francisco, CA 94143-1711 Telephone: (415) 353-9279 FAX: (415) 353-7779 charles.ryan@ucsf.edu Gopal Sachdeva, M.D. Epic Care 2345 Country Hills Drive Antioch, CA 94509 *Contact(s):* Fatana Abassi Allison Buck, R.N. Gina Burnett Melissa Bynum Angela Čofer Crystal Castro Mary Davis, R.N. Christie Elam **Reinalda** Flores Megan Giddings Melissa Gobble Sharon Herzog Annaque Johnson Briana Martin Michael Milner Dianne Naujok Dayna Orange Maria Rodriguez Rick Roth Kay Ruocco, R.N. Donna Saba, N.P. Stacey Teicher, N.P. Joanna Tomasino Kim Vasques (510) 629-6682 *Telephone:* (510) 830-3316 FAX: gopal.sachdeva@epic-care.com

## Philip D. Sardar, M.D.

The Permanente Medical Group 1600 Eureka Road Roseville, CA 95661 *Telephone:* (916) 784-5695 *FAX:* (916) 784-5649 *philip.d.sardar@kp.org* 

## Tanvir Sattar, M.D.

The Permanente Medical Group 1515 Newell Avenue Walnut Creek, CA 94596 *Telephone: (925) 295-7458 FAX: (925) 295-4608 tanvir.sattar@kp.org* 

## Carlos C. Say, M.D.

329 East Bellevue Road Atwater, CA 95301 Contact(s): Loretta Y. Say Becky Yiong, R.N. Telephone: (209) 358-6494 FAX: (209) 358-6498 saychunyip@aol.com

## Antoine X. Sayegh, M.D.

The Permanente Medical Group 2025 Morse Avenue Sacramento, CA 95825 *antoine.x.sayegh@kp.org* 

### Peter Sayre, M.D.

University of California, San Francisco Box #1213 San Francisco, CA 94143-1213 *Telephone:* (415) 353-4423 *FAX:* (415) 353-4404 *peter.sayre@ucsf.edu* 

## Daniel Schiffner, M.D.

Palo Alto Medical Foundation 795 El Camino Real Palo Alto, CA 94301 Contact(s): Pamela Davis, R.N. Julie Roth Jan Van Boeschoten Telephone: (650) 853-2905 FAX: (650) 853-2966 schiffdc@pamf.org

# Edmund Schmulbach, M.D.

The Permanente Medical Group 1200 El Camino Real South San Francisco, CA 94080 *Telephone:* (650) 742-2432 *FAX:* (650) 742-2943 edmond.schmulbach@kp.org

# Stanley Schrier, M.D.

Stanford Cancer Center 875 Blake Wilbur Drive, MC5820 Stanford, CA 94305 *Telephone:* (650) 723-8688 sschrier@stanford.edu Harley Schultz, M.D. Epic Care 2345 Country Hills Drive Antioch, CA 94509 *Contact(s):* Fatana Abassi Allison Buck, R.N. Gina Burnett Melissa Bynum Angela Čofer Crystal Castro Mary Davis, R.N. Christie Elam **Reinalda** Flores Megan Giddings Melissa Gobble Sharon Herzog Annaque Johnson Briana Martin Michael Milner Dianne Naujok Dayna Orange Maria Rodriguez Rick Roth Kay Ruocco, R.N. Donna Saba, N.P. Stacey Teicher, N.P. Joanna Tomasino Kim Vasques

### Erin Schwab, M.D.

UC Davis Cancer Center 4501 X Street, Suite 3016 Sacramento, CA 95817 *Telephone:* (916) 734-3772 *FAX:* (916) 734-7946 *eschwab@ucdavis.edu* 

#### Corey M. Schwartz, M.D.

The Permanente Medical Group 975 Sereno Drive Vallejo, CA 94589 *Telephone:* (707) 651-4487 *FAX:* (707) 651-2792 *corey.m.schwartz@kp.org* 

#### John Schwerkoske, M.D.

UC Davis Cancer Center 4501 X Street, Suite 3016 Sacramento, CA 95817 Telephone: (916) 734-3772 FAX: (916) 734-7946 jpschwerkoske@ucdavis.edu

#### Margaret Seaver, M.D.

Epic Care 2345 Country Hills Drive Antioch, CA 94509 *Contact(s):* Fatana Abassi Allison Buck, R.N. Gina Burnett Melissa Bynum Angela Čofer Crystal Castro Mary Davis, R.N. Christie Elam **Reinalda** Flores Megan Giddings Melissa Gobble Sharon Herzog Annaque Johnson Briana Martin Michael Milner Dianne Naujok Dayna Orange Maria Rodriguez Rick Roth Kay Ruocco, R.N. Donna Saba, N.P. Stacey Teicher, N.P. Joanna Tomasino Kim Vasques (925) 778-0679 Telephone: (925) 778-3567 FAX: margaret.seaver@epic-care.com

#### Neil Shah, M.D.

University of California, San Francisco Box #0324 San Francisco, CA 94143-0324 *Telephone:* (415) 476-3303 *FAX:* (415) 476-0624 *neil.shah@ucsf.edu* 

#### Nina Shah, M.D.

University of California, San Francisco Box #1270 San Francisco, CA 94143-1270 *Telephone:* (415) 514-6354 *FAX:* (415) 476-0624 *nana.shah@ucsf.edu* 

#### Shreya Shah, M.D.

The Permanente Medical Group 1200 El Camino Real South San Francisco, CA 94080 *shreya.k.shah@kp.org* 

### John Shaia, M.D.

The Permanente Medical Group 2238 Geary Boulevard San Francisco, CA 94115 *Telephone:* (415) 833-3692 *FAX:* (415) 833-8530 *john.l.shaia@kp.org* 

## Shawn Shambaugh, M.D.

Comprehensive Blood & Cancer Center 6501 Truxtun Avenue Bakersfield, CA 93309 Contact(s): Kjesti Klawitter Tony LaMacchia, CEO Telephone: (661) 322-2206 FAX: (661) 859-2565 hemeoncmd@aol.com

## Gauri Sharma, D.O.

Contra Costa Oncology 500 Lennon Lane Walnut Creek, CA 94598 Contact(s): Cindy Gin, R.N. Heidi Lewis Telephone: (925) 939-9610 FAX: (925) 939-9630 gsharma@contracostaoncology.com

## Derek Shek, M.D.

The Permanente Medical Group 2500 Merced Street San Leandro, CA 94577 *derek.w.shek@kp.org* 

## Michael P. Sherman, M.D., Ph.D.

Contra Costa Oncology 500 Lennon Lane Walnut Creek, CA 94598 Contact(s): Cindy Gin, R.N. Heidi Lewis Telephone: (925) 939-9610 FAX: (925) 939-9630 msherman@contracostaoncology.com

# Stephen Sherwin, M.D.

University of California, San Francisco Box #0874 San Francisco, CA 94143-0874 *FAX:* (415) 476-8881 stephen.sherwin@ucsf.edu

## Shruti Sheth, M.D.

Stanford Cancer Center 875 Blake Wilbur Drive, MC5826 Stanford, CA 94305 *Telephone:* (650) 498-6000 *shruti.sheth@stanford.edu* 

## Madhu Shetti, M.D.

Epic Care 2345 Country Hills Drive Antioch, CA 94509 *Contact(s):* Fatana Abassi Allison Buck, R.N. Gina Burnett Melissa Bynum Angela Cofer Crystal Castro Mary Davis, R.N. Christie Elam **Reinalda** Flores Megan Giddings Melissa Gobble Sharon Herzog Annaque Johnson Briana Martin Michael Milner Dianne Naujok Dayna Orange Maria Rodriguez Rick Roth Kay Ruocco, R.N. Donna Saba, N.P. Stacey Teicher, N.P. Joanna Tomasino Kim Vasques

# Gary G. Shi, M.D.

Northern California Cancer Specialists 617 New York Ranch Road Jackson, CA 95642 *Contact: Yinghong Shi Telephone: (209) 257-0292 FAX: (209) 257-0676 ggshi05@yahoo.com* 

#### Roger Shiffman, M.D. Pacific Cancer Care 5 Harris Court, Building T, Suite 201 Monterey, CA 93940 Contact(s): Debbie Davis, R.N. Denise Licini, N.P. Dennis Niekro, N.P. Valeria M. Wareham Telephone: (831) 375-4105 FAX: (831) 372-5722 rshiffman@pacificcancercare.com

#### Teisha Shiozaki, M.D.

Epic Care 2345 Country Hills Drive Antioch, CA 94509 *Contact(s):* Fatana Abassi Allison Buck, R.N. Gina Burnett Melissa Bynum Angela Cofer Crystal Castro Mary Davis, R.N. Christie Elam **Reinalda** Flores Megan Giddings Melissa Gobble Sharon Herzog Annaque Johnson Briana Martin Michael Milner Dianne Naujok Dayna Orange Maria Rodriguez Rick Roth Kay Ruocco, R.N. Donna Saba, N.P. Stacey Teicher, N.P. Joanna Tomasino Kim Vasques Telephone: (925) 418-0282 (925) 978-0991 FAX: credentialing@epic-care.com

#### Parveen Shiraz, M.D.

The Permanente Medical Group 1150 Veterans Boulevard Redwood City, CA 94063 Judith Shizuru, M.D., Ph.D. Stanford Cancer Center 300 Pasteur Drive, Room H0101, MC5623 Stanford, CA 94305 Telephone: (650) 723-0822 (650) 498-6919 FAX: jshizuru@stanford.edu Marc Shuman, M.D. University of California, San Francisco Box #1270 San Francisco, CA 94143-1270 (415) 476-6700 Telephone: FAX: (415) 476-4943 marc.shuman@ucsf.edu

#### Manpreet Sidhu, M.D.

The Permanente Medical Group 1600 Eureka Road Roseville, CA 95661 manpreet.sidhu@kp.org

### Branimir Sikic, M.D.

 Stanford Cancer Center

 269 Campus Drive, MC5151

 Stanford, CA 94305

 Telephone:
 (650) 725-6427

 FAX:
 (650) 736-1454

 brandy@stanford.edu

### \*John Simmons, Jr., M.D.

33 Lane Court Oakland, CA 94611 Telephone: (510) 506-2822 johnsmmn@aol.com Sukhwant (Nikki) Singh, M.D. Epic Care 2345 Country Hills Drive Antioch, CA 94509 *Contact(s):* Fatana Abassi Allison Buck, R.N. Gina Burnett Melissa Bynum Angela Čofer Crystal Castro Mary Davis, R.N. Christie Elam **Reinalda** Flores Megan Giddings Melissa Gobble Sharon Herzog Annaque Johnson Briana Martin Michael Milner Dianne Naujok Dayna Orange Maria Rodriguez Rick Roth Kay Ruocco, R.N. Donna Saba, N.P. Stacey Teicher, N.P. Joanna Tomasino Kim Vasques Telephone: (925) 778-0679 (925) 778-3567 FAX: nikki.singh@epic-care.com

## Matthew N. Sirott, M.D.

Diablo Valley Oncology & Hematology Medical Group 400 Taylor Boulevard, Suite 202 Pleasant Hill, CA 94523 Contact(s): Leanne M. Francisco Lori Orr Telephone: (925) 677-5041 FAX: (925) 677-5027 msirott@dvohmg.com

## George Sledge, M.D.

Stanford Cancer Center 269 Campus Drive, MC5151 Stanford, CA 94305 *Telephone:* (650) 724-4397 gsledge@stanford.edu

## Eric Small, M.D.

University of California, San Francisco Box #1711 San Francisco, CA 94143-1711 Contact(s): Michael Sahakian Telephone: (415) 353-7091 FAX: (415) 353-7093 eric.small@ucsf.edu

### Catherine Choy Smith, M.D.

University of California, San Francisco Box #1270 San Francisco, CA 94143-1270 Telephone: (415) 443-6655 FAX: (415) 476-0624 catherine.smith@ucsf.edu

## Garrett A. Smith, M.D.

Smith Integrative Oncology 55 Francisco Street, Suite 700 San Francisco, CA 94133-2111 Telephone: (415) 682-0843 FAX: (415) 682-0880 gsmithmd@yahoo.com

## Gregory B. Smith, M.D.

Martin-O'Neil Cancer Center10 Woodland RoadSt. Helena, CA 94574Contact(s):Shari BlubandKathi Blum, R.N., O.C.N.Barbara BrownDeanna Clark, R.N., O.C.N.Norma Navarro, N.P.Nancy Umland, R.N.Telephone:(707) 967-5721FAX:(707) 967-5722oncolyse@gmail.com

## Rosendo So-Rosillo, M.D.

The Permanente Medical Group 1150 Veterans Boulevard Redwood City, CA 94063 *Telephone:* (650) 299-4840

## Aye M. Soe, M.D.

The Permanente Medical Group 7373 West Lane Stockton, CA 95210

#### Scott Soltys, M.D. Stanford Cancer Center 875 Blake Wilbur Drive, MC5847 Stanford, CA 94305 *Telephone:* (650) 724-1569 sgsoltys@stanford.edu

#### Lucy Song, M.D.

The Permanente Medical Group 710 Lawrence Expressway, Dept 440 Santa Clara, CA 95051 Telephone: (408) 851-4323 FAX: (408) 851-4319 lucy.c.song@kp.org

#### Sandy Srinivas, M.D.

Stanford Cancer Center 875 Blake Wilbur Drive, MC5151 Stanford, CA 94305 *Telephone:* (650) 725-2078 sandysri@stanford.edu

#### Piyush A. Srivastava, M.D.

The Permanente Medical Group 1515 Newell Avenue Walnut Creek, CA 94596 *Telephone:* (925) 813-3931 *FAX:* (925) 813-3901 *piyush.a.srivastava@kp.org* 

#### Laura Stampleman, M.D.

Pacific Cancer Care 5 Harris Court, Building T, Suite 201 Monterey, CA 93940 Contact(s): Debbie Davis, R.N. Denise Licini, N.P. Dennis Niekro, N.P. Valeria M. Wareham Telephone: (831) 375-4105 FAX: (831) 372-5722 Istampleman@pacificcancercare.com

#### Steven Stanten, M.D.

Epic Care 2345 Country Hills Drive Antioch, CA 94509 *Contact(s):* Fatana Abassi Allison Buck, R.N. Gina Burnett Melissa Bynum Angela Čofer Crystal Castro Mary Davis, R.N. Christie Elam **Reinalda** Flores Megan Giddings Melissa Gobble Sharon Herzog Annaque Johnson Briana Martin Michael Milner Dianne Naujok Dayna Orange Maria Rodriguez Rick Roth Kay Ruocco, R.N. Donna Saba, N.P. Stacey Teicher, N.P. Joanna Tomasino Kim Vasques

### Thomas S. Stanton, M.D.

Annadel Medical Group/ St Joseph's Heritage Healthcare 3555 Round Barn Circle Santa Rosa, CA 95403 *Telephone:* (707) 521-3826 *FAX:* (707) 526-3785 *thomas.stanton@stjoe.org* 

### Merin Stephen, M.D.

UC Davis Cancer Center 4501 X Street, Suite 3016 Sacramento, CA 95817 *Telephone:* (916) 734-3772 *FAX:* (916) 734-7946 *mstephen@ucdavis.edu* 

### Ryan Stevenson, M.D.

The Permanente Medical Group 6600 Bruceville Road Sacramento, CA 95823

# Frank Stockdale, M.D., Ph.D.

Stanford Cancer Center 875 Blake Wilbur Drive, MC5826 Stanford, CA 94305 *Telephone:* (650) 725-6449 *stockdale@stanford.edu* 

# Jennifer Marie Suga, M.D.

The Permanente Medical Group 975 Sereno Drive Vallejo, CA 94589 *Telephone:* (707) 651-4574 *FAX:* (707) 651-2792 *jennifer.m.suga@kp.org* 

## David Sun, M.D.

The Permanente Medical Group 6600 Bruceville Road Sacramento, CA 95823

## Tilak K. Sundaresan, M.D.

The Permanente Medical Group 2238 Geary Boulevard San Francisco, CA 94115

## Diana Superfin, M.D.

Contra Costa Oncology 500 Lennon Lane Walnut Creek, CA 94598 Contact(s): Cindy Gin, R.N. Heidi Lewis Telephone: (925) 939-9610 FAX: (925) 939-9630 dsuperfin@contracostaoncology.com

# Julie Sutcliffe, Ph.D.

UC Davis Cancer Center 4501 X Street, Suite 3016 Sacramento, CA 95817 Telephone: (916) 734-3772 FAX: (916) 734-7946 jlsutcliffe@ucdavis.edu

# Tiffany Svahn, M.D.

Diablo Valley Oncology & Hematology Medical Group 400 Taylor Boulevard, Suite 202 Pleasant Hill, CA 94523 Contact(s): Leanne M. Francisco Lori Orr Telephone: (925) 677-5041 FAX: (925) 677-5027 tsvahn@dvohmg.com

## Patrick Swift, M.D.

Stanford Cancer Center/South Bay 2589 Samaritan Drive San Jose, CA 95124 *pswift2@stanford.edu* 

# Edmund Tai, M.D.

Palo Alto Medical Foundation 701 East El Camino Real Mountain View, CA 94040 *Telephone:* (650) 934-7600 *FAX:* (650) 934-7645 *taie1@pamf.org* 

# Kit Tam, M.D.

UC Davis Cancer Center 4501 X Street, Suite 3016 Sacramento, CA 95817 *Telephone:* (916) 734-3772 *FAX:* (916) 734-7946 *kwtam@ucdavis.edu* 

# Michael Tanaka, M.D.

UC Davis Cancer Center 4501 X Street, Suite 3016 Sacramento, CA 95817 *Telephone:* (916) 734-3772 *FAX:* (916) 734-7946 *mitanaka@ucdavis.edu* 

# Jahan Tavakoli, M.D.

The Permanente Medical Group 2238 Geary Boulevard San Francisco, CA 94115 *Telephone:* (415) 833-8734 *FAX:* (415) 833-8905 *jahan.x.tavakoli@kp.org* 

# Melinda Telli, M.D.

Stanford Cancer Center 875 Blake Wilbur Drive, MC5826 Stanford, CA 94305 Telephone: (650) 724-9533 FAX: (650) 498-4696 mtelli@stanford.edu

# Margaret Tempero, M.D.

University of California, San Francisco Box #1770 San Francisco, CA 94115-1770 Telephone: (415) 885-3846 FAX: (415) 353-9636 margaret.tempero@ucsf.edu

### Eva S. Thomas, M.D. The Permanente Medical Group 275 West MacArthur Boulevard Oakland, CA 94611 Telephone: (510) 752-1295 FAX: (510) 752-6431 eva.s.thomas@kp.org

### Piia E. Thomas, M.D.

The Permanente Medical Group 1150 Veterans Boulevard Redwood City, CA 94063

#### Vladimir Titov, M.D.

Epic Care 2345 Country Hills Drive Antioch, CA 94509 Contact(s): Fatana Abas Allison Buck,

Fatana Abassi Allison Buck, R.N. Gina Burnett Melissa Bynum Angela Cofer Crystal Castro Mary Davis, R.N. Christie Elam Reinalda Flores Megan Giddings Melissa Gobble Sharon Herzog Annaque Johnson Briana Martin Michael Milner Dianne Naujok Dayna Orange Maria Rodriguez Rick Roth Kay Ruocco, R.N. Donna Saba, N.P. Stacey Teicher, N.P. Joanna Tomasino Kim Vasques

#### Wilson Tong, M.D.

Epic Care 2345 Country Hills Drive Antioch, CA 94509 *Contact(s):* Fatana Abassi Allison Buck, R.N. Gina Burnett Melissa Bynum Angela Čofer Crystal Castro Mary Davis, R.N. Christie Elam **Reinalda** Flores Megan Giddings Melissa Gobble Sharon Herzog Annaque Johnson Briana Martin Michael Milner Dianne Naujok Dayna Orange Maria Rodriguez Rick Roth Kay Ruocco, R.N. Donna Saba, N.P. Stacey Teicher, N.P. Joanna Tomasino Kim Vasques Telephone: (925) 778-0679 (925) 778-3567 FAX: wilson.tong@epic-care.com

#### Thach-Giao Truong, M.D.

The Permanente Medical Group 975 Sereno Drive Vallejo, CA 94589 *thach-giao.truong@kp.org* 

#### Katy Tsai, M.D.

University of California, San Francisco Box #1270 San Francisco, CA 94143-1270 Telephone: (415) 443-3047 FAX: (415) 476-0624 katy.tsai@ucsf.edu

## Bertrand Tuan, M.D.

Pacific Hematology-Oncology Associates 2100 Webster Street, Suite 225 San Francisco, CA 94115 *Contact(s): Liz Kill Paula Merryweather Aida Moss Telephone: (415) 923-3012 FAX: (415) 928-4840* 

#### Mark Turrill, M.D.

Annadel Medical Group/ St Joseph's Heritage Healthcare 5150 Hill Road East, Suite F Lakeport, CA 95453 Contact(s): Ellen M. Boersma, N.P. Michelle Edwards Sarah Tichava, R.N. Telephone: (707) 262-3060 FAX: (707) 262-3062 mark.turrill@stjoe.org

#### Joseph Tuscano, M.D.

ŪC Davis Cancer Center 4501 X Street, Suite 3016 Sacramento, CA 95817 *Telephone:* (916) 734-3772 *FAX:* (916) 734-7946 *jtuscano@ucdavis.edu* 

#### Valery Uhl, M.D.

Epic Care 2345 Country Hills Drive Antioch, CA 94509 *Contact(s):* Fatana Abassi Allison Buck, R.N. Gina Burnett Melissa Bynum Angela Čofer Crystal Castro Mary Davis, R.N. Christie Elam Reinalda Flores Megan Giddings Melissa Gobble Sharon Herzog Annaque Johnson Briana Martin Michael Milner Dianne Naujok Dayna Orange Maria Rodriguez Rick Roth Kay Ruocco, R.N. Donna Saba, N.P. Stacey Teicher, N.P. Joanna Tomasino Kim Vasques Telephone: (510) 629-6682 FAX: (510) 830-3316 valery.uhl@epic-care.com

Ajay Upadhyay, M.D. Epic Care 2345 Country Hills Drive Antioch, CA 94509 *Contact(s):* Fatana Abassi Allison Buck, R.N. Gina Burnett Melissa Bynum Angela Čofer Crystal Castro Mary Davis, R.N. Christie Elam Reinalda Flores Megan Giddings Melissa Gobble Sharon Herzog Annaque Johnson Briana Martin Michael Milner Dianne Naujok Dayna Orange Maria Rodriguez Rick Roth Kay Ruocco, R.N. Donna Saba, N.P. Stacey Teicher, N.P. Joanna Tomasino Kim Vasques

### Carling Ursem, M.D.

University of California, San Francisco Box #1270 San Francisco, CA 94143-1270 Telephone: (415) 443-3606 FAX: (415) 476-0624 carling.ursem@ucsf.edu

### Katherine Van Loon, M.D.

University of California, San Francisco Box #1770 San Francisco, CA 94143-1770 *Telephone:* (415) 443-1629 *FAX:* (415) 476-0624 *katherine.vanloon@ucsf.edu* 

### Hyma Vempaty, M.D.

The Permanente Medical Group 710 Lawrence Expressway, Dept 440 Santa Clara, CA 95051 *Telephone:* (408) 851-4304 *FAX:* (408) 851-6928 *hyma.vempaty@kp.org* 

### Alan P. Venook, M.D.

University of California, San Francisco Box #1705 San Francisco, CA 94143-1705 *Telephone:* (415) 353-2745 *FAX:* (415) 353-9959 *alan.venook@ucsf.edu* 

### Ann Von Gehr, M.D.

The Permanente Medical Group 270 International Circle San José, CA 95119 *Telephone:* (408) 972-6564 *FAX:* (408) 574-2985 ann.vongehr@kp.org

#### Khoan Tuong Vu, M.D.

University of California, San Francisco Box #1270 San Francisco, CA 94143-1270 *FAX:* (415) 476-0624 khoan.vu@ucsf.edu

### Heather Wakelee, M.D.

Stanford Cancer Center 875 Blake Wilbur Drive, MC5826 Stanford, CA 94305 *Telephone:* (650) 736-7221 *FAX:* (650) 498-5000 *hwakelee@stanford.edu* 

### Janet Wang, M.D.

Palo Alto Medical Foundation 2850 Commercial Crossing Santa Cruz, CA 95085 *Contact(s): Suzanne Skerness Telephone: (831) 458-5634* 

## Stephen E. Wang, M.D.

The Permanente Medical Group6600 Bruceville RoadSacramento, CA 95823Telephone:(916) 688-2086FAX:(916) 688-6147stephen.e.wang@kp.org

### Sunny Wang, M.D.

University of California, San Francisco VAMC 111 HI San Francisco, CA 94143 *Telephone:* (415) 221-4820 x3380 sunny.wang@ucsf.edu

# Victoria Wang, M.D.

University of California, San Francisco Box #1270 San Francisco, CA 94143-1270 Telephone: (415) 443-9866 FAX: (415) 476-0624 victoria.wang@ucsf.edu

# Wei Wang, M.D.

San Francisco Oncology Associates Medical Group 2100 Webster Street, Suite 326 San Francisco, CA 94115 *Contact(s): Dana Monroe, R.N. Dee Steinberg Telephone: (415) 885-8600 FAX: (415) 885-8680 wwang@sfoncology.com* 

## Jane Wardzinska, M.D.

Epic Care 2345 Country Hills Drive Antioch, CA 94509 Fatana Abassi *Contact(s):* Allison Buck, R.N. Gina Burnett Melissa Bynum Angela Cofer Crystal Castro Mary Davis, R.N. Christie Elam Reinalda Flores Megan Giddings Melissa Gobble Sharon Herzog Annaque Johnson Briana Martin Michael Milner Dianne Naujok Dayna Orange Maria Rodriguez Rick Roth Kay Ruocco, R.N. Donna Saba, N.P. Stacey Teicher, N.P. Joanna Tomasino Kim Vasques

## Robert W. Weber, M.D.

1800 Sullivan Avenue, Suite 603Daly City, CA 94015Contact(s):Arlyne YamamotoTelephone:(415) 337-2121FAX:(415) 337-1247

## Laurie Weisberg, M.D.

University of California, San Francisco Post Office Box 170406 San Francisco, CA 94117-0406 *laurie.weisberg@ucsf.edu* 

# Jeanna Welborn, M.D.

UC Davis Cancer Center 4501 X Street, Suite 3016 Sacramento, CA 95817 Telephone: (916) 734-3772 FAX: (916) 734-7946 jlwelborn@ucdavis.edu

# Wen-Kai Weng, M.D., Ph.D.

Stanford Cancer Center 300 Pasteur Drive, Room H0101, MC5623 Stanford, CA 94305 *Telephone:* (650) 723-0822 *FAX:* (650) 498-6919 wkweng@stanford.edu

## Melissa Whitney, M.D.

The Permanente Medical Group 975 Sereno Drive Vallejo, CA 94589 *Telephone:* (707) 651-2790 *FAX:* (707) 651-2792 *melissa.whitney@kp.org* 

# Jeffrey Wolf, M.D.

University of California, San Francisco Box #0324 San Francisco, CA 94143-0324 *Telephone:* (415) 353-2421 *FAX:* (415) 353-2467 *jeffrey.wolf@ucsf.edu* 

# Derrick Wong, M.D.

Palo Alto Medical Foundation 301 Old San Francisco Road Sunnyvale, CA 94086 Contact(s): Irene Fernandez, R.Ph. Christine Tran-Robbins Telephone: (408) 730-2800 FAX: (408) 730-2801 wongd6@pamf.org

Palo Alto Medical Foundation 2850 Commercial Crossing Santa Cruz, CA 95085 Suzanne Skerness *Contact(s):* Telephone: (831) 460-7374 wonggd@pamf.org

### Melisa Wong, M.D.

University of California, San Francisco Box #1270 San Francisco, CA 94143-1270 Telephone: (415) 443-3616 (415) 476-0624 FAX: melisa.wong@ucsf.edu

#### Sandy W. Wong, M.D.

University of California, San Francisco Box #0324 San Francisco, CA 94143-0324 Telephone: (415) 514-6354 (415) 476-0624 FAX: sandyw.wong@ucsf.edu

#### H. Irene Wu, M.D.

Palo Alto Medical Foundation 301 Old San Francisco Road Sunnyvale, CA 94086 *Contact(s):* Irene Fernandez, R.Ph. Christine Tran-Robbins (408) 730-2800 *Telephone:* (408) 730-2801 FAX: wui1@pamf.org

### Jocelyn X. Wu, M.D.

The Permanente Medical Group 2025 Morse Avenue Sacramento, CA 95825 Telephone: (916) 973-5552 FAX: (916) 973-5777 jocelyn.x.wu@kp.org

#### Michael Wu, M.D.

Palo Alto Medical Foundation 2850 Commercial Crossing Santa Cruz, CA 95085 Suzanne Skerness *Contact(s): Telephone:* (831) 458-5634 wumc@pamf.org

#### Ted Wun, M.D.

UC Davis Cancer Center 4501 X Street, Suite 3016 Sacramento, CA 95817 Telephone: (916) 734-3772 (916) 734-7946 FAX: twun@ucdavis.edu

#### Kenneth S. Yamamoto, M.D.

1800 Sullivan Avenue, Suite 603 Daly City, CA 94015 *Contact(s):* Arlyne Yamamoto Telephone: (415) 337-2121 FAX: (415) 337-1247

### Min Yan, M.D.

Epic Care 2345 Country Hills Drive Antioch, CA 94509 Fatana Abassi *Contact(s):* 

Allison Buck, R.N. Gina Burnett Melissa Bynum Angela Cofer Crystal Castro Mary Davis, R.N. Christie Elam **Reinalda** Flores Megan Giddings Melissa Gobble Sharon Herzog Annaque Johnson Briana Martin Michael Milner Dianne Naujok Dayna Orange Maria Rodriguez Rick Roth Kay Ruocco, R.N. Donna Saba, N.P. Stacey Teicher, N.P. Joanna Tomasino Kim Vasques (510) 629-6682 Telephone: (510) 830-3316 min.yan@epic-care.com

### Leonid Yavorkovsky, M.D.

FAX:

The Permanente Medical Group 270 International Circle San José, CA 95119 (408) 972-3566 Telephone: (408) 574-2985 FAX: leonid.yavorkovsky@kp.org

# Jeffrey Ye, M.D.

The Permanente Medical Group 401 Bicentennial Way Santa Rosa, CA 95403 *Telephone:* (707) 571-3210 *FAX:* (707) 571-4775 *jeffrey.z.ye@kp.org* 

## Shihfan Yeh, M.D.

The Permanente Medical Group 975 Sereno Drive Vallejo, CA 94589

## Jack Youngren, M.D.

University of California, San Francisco Box #1387 San Francisco, CA 94143-1387 Telephone: (415) 476-9443 FAX: (415) 353-7779 jack.youngren@ucsf.edu

## Jeanette C. Yu, M.D.

The Permanente Medical Group275 West MacArthur BoulevardOakland, CA 94611Telephone:(510) 752-1209FAX:(510) 752-6431jeanette.c.yu@kp.org

## Sandra Zaky, M.D.

Stanford Cancer Center/SEROC 880 East Tuolumne Road Turlock, CA 95382 szaky@stanford.edu

## James Zehnder, M.D.

Stanford Cancer Center 875 Blake Wilbur Drive, MC5324 Stanford, CA 94305 *Telephone:* (650) 723-9232 zehnder@stanford.edu

## Christine Zhang, M.D.

The Permanente Medical Group 7300 North Fresno Street, Palm 3 Fresno, CA 93720 *Telephone:* (559) 448-4500 *FAX:* (559) 448-4142 *christine.x.zhang@kp.org* 

## Fan Zhang, M.D.

The Permanente Medical Group 401 Bicentennial Way Santa Rosa, CA 95403 *Telephone:* (707) 571-3557 *FAX:* (707) 571-4775 *fan.zhang@kp.org* 

# Li Zhang, M.D.

University of California, San Francisco Box #0981 San Francisco, CA 94143-0981 Telephone: (415) 514-6324 FAX: (415) 353-9636 li.zhang@ucsf.edu

# Ying Zhu, M.D.

The Permanente Medical Group710 Lawrence Expressway, Dept 440Santa Clara, CA 95051Telephone:(408) 851-4317FAX:(408) 851-4319ying.x.zhu@kp.org

# ALPHABETICAL DIRECTORY OF NURSE & OFFICE MANAGER CONTACTS

#### Fatana Abassi

Epic Care 2345 Country Hills Drive Antioch, CA 94531 Telephone: (925) 418-2477 FAX: (925) 778-1212 fatana.abassi@epic-care.com

#### Jamie Baker, R.N.

Sutter Pacific Medical Foundation 3883 Airway Drive Santa Rosa, CA 95403 *Telephone:* (707) 521-7750 *FAX:* (707) 521-7745 bakerj5@sutterhealth.org

### Senoria Banuelos, R.N.

Sequoia Regional Cancer Center 4945 West Cypress Avenue, Suite C Visalia, CA 93277 *Telephone:* (559) 624-3000 *FAX:* (559) 624-4747

### Tina Beam

Solano Hematology/Oncology 100 Hospital Drive, Suite 110 Vallejo, CA 94589 *Telephone:* (707) 551-3300 *FAX:* (707) 551-3301 *tbeam@solanohemonc.com* 

### Cathey Bervid, N.P.

 Tahoe Forest Cancer Center

 10121 Pine Avenue

 Truckee, CA 96161

 Telephone:
 (530) 582-6450

 FAX:
 (530) 582-6430

 cbervid@tfhd.com

### Harvey Bichkoff

Marin Cancer Care 1350 South Eliseo Drive, Suite 200 Greenbrae, CA 94904-2007 *Telephone:* (415) 925-5000 *FAX:* (415) 925-5050 *hbichkoff@marincancercare.com* 

#### **Roma Biester**

Annadel Medical Group/ St Joseph's Heritage Healthcare 1165 South Dora Street, Building H Ukiah, CA 95482 *Telephone:* (707) 463-3636 *FAX:* (707) 463-2714 *roma.biester@stjoe.org* 

### Shari Bluband

Martin-O'Neil Cancer Center 10 Woodland Road St. Helena, CA 94574 *Telephone:* (707) 967-5752 *FAX:* (707) 967-5722 *blubansl@ah.org* 

## Kathi Blum, R.N., O.C.N.

Martin-O'Neil Cancer Center 10 Woodland Road St. Helena, CA 94574 *Telephone:* (707) 967-5721 *FAX:* (707) 967-5722

### Ellen M. Boersma, N.P.

Annadel Medical Group/ St Joseph's Heritage Healthcare 5150 Hill Road East, Suite F Lakeport, CA 95453 *Telephone:* (707) 262-3060 *FAX:* (707) 262-3062 *ellen.boersma@stjoe.org* 

### Barbara Brown

Martin-O'Neil Cancer Center 10 Woodland Road St. Helena, CA 94574 *Telephone:* (707) 967-5721 *FAX:* (707) 967-5722

## Allison Buck, R.N.

Epic Care 2345 Country Hills Drive Antioch, CA 94509 *Telephone:* (510) 247-9227 *FAX:* (510) 247-9241 allison.buck@epic-care.com

# Gina Burnett

Epic Care 2345 Country Hills Drive Antioch, CA 94509 Telephone: (925) 418-0241 FAX: (925) 778-1212 gina.burnett@epic-care.com

## Melissa Bynum

Epic Care 2345 Country Hills Drive Antioch, CA 94531

## Cheryl A. Caletti, N.P.

Sutter Pacific Medical Foundation 3883 Airway Drive Santa Rosa, CA 95403 *Telephone:* (707) 521-7750 *FAX:* (707) 521-7745 *calettic@sutterhealth.org* 

## Kelly Calzada

Stockton Hematology-Oncology Medical Group 2626 North California Street, Suite B Stockton, CA 95204 *Telephone:* (209) 466-2626 *FAX:* (209) 466-7153

## Debbie Carr, R.N.

Bryson Cancer Care 5345 West Hillsdale Drive Visalia, CA 93291 *Telephone:* (559) 622-0100 *FAX:* (559) 622-0700 dcarr@brysoncancercare.com

## Christina Castro, R.N.

Bryson Cancer Care 5345 West Hillsdale Drive Visalia, CA 93291 *Telephone:* (559) 622-0100 *FAX:* (559) 622-0700 *ccastro@brysoncancercare.com* 

## Crystal Castro

Epic Care 2345 Country Hills Drive Antioch, CA 94531

## Li Li Cheng

39275 Mission Boulevard, Suite 203 Fremont, CA 94539 *Telephone:* (510) 791-1115 *FAX:* (510) 791-6245 *lilichengho@msn.com* 

### Deanna Clark, R.N., O.C.N.

Martin-O'Neil Cancer Center 10 Woodland Road St. Helena, CA 94574 *Telephone:* (707) 967-5721 *FAX:* (707) 967-5722

# Angela Cofer

Epic Care 2345 Country Hills Drive Antioch, CA 94509 *Telephone:* (925) 687-2570 *FAX:* (925) 687-2847 angela.cofer@epic-care.com

## Debbie Davis, R.N.

Pacific Cancer Care 5 Harris Court, Building T, Suite 201 Monterey, CA 93940 *Telephone:* (831) 375-4105 *FAX:* (831) 372-5722 ddavis@pacificcancercare.com

## Mary Davis, R.N.

Epic Care 2345 Country Hills Drive Antioch, CA 94509 *Telephone:* (510) 247-9227 *FAX:* (510) 247-9241 mary.davis@epic-care.com

## Pamela Davis, R.N.

Palo Alto Medical Foundation 795 El Camino Real Palo Alto, CA 94301 *Telephone:* (650) 853-2905 *FAX:* (650) 853-2966 *davisps@pamf.org* 

# Martha Delgado

Contra Čosta Regional Medical Center 2500 Alhambra Avenue Martinez, CA 94553 *Telephone:* (925) 370-5478 *FAX:* (925) 370-5479 *mdelgado@hsd.cccounty.us* 

## Aditi Dighe

Stockton Hematology-Oncology Medical Group 2626 North California Street, Suite B Stockton, CA 95204 *Telephone:* (209) 466-2626 *FAX:* (209) 466-7153

# Lenora Drum, R.N.

Stockton Hematology Oncology Medical Group 2626 North California Street, Suite B Stockton, CA 95204 *Telephone:* (209) 474-1458 *FAX:* (209) 474-1444

# Elizabeth Eddy

California Cancer Care 218 De Anza Boulevard San Mateo, CA 94402 *Telephone:* (650) 341-9131 *FAX:* (650) 341-9135 *leddy@cal-cancer-care.com* 

## Michelle Edwards

Annadel Medical Group/ St Joseph's Heritage Healthcare 5150 Hill Road East, Suite F Lakeport, CA 95453 *Telephone:* (707) 262-3060 *FAX:* (707) 262-3062

# Christie Elam

Epic Care 2345 Country Hills Drive Antioch, CA 94509 *Telephone:* (925) 418-0219 *FAX:* (925) 778-1212 christie.elam@epic-care.com

## Patricia Falconer

Stanford Cancer Center South Bay 2589 Samaritan Drive, Room 4235 San Jose, CA 95124 *Telephone:* (408) 376-2300 *FAX:* (408) 376-2316 *patty@sbhop.com* 

## Kinsey Farr

Sierra Hematology-Oncology Medical Center 3939 J Street, Suite 360 Sacramento, CA 95819 *Telephone:* (916) 736-1704 *FAX:* (916) 736-1528

# Irene Fernandez, R.Ph.

Palo Alto Medical Foundation 301 Old San Francisco Road Sunnyvale, CA 94086 *Telephone:* (408) 730-2800 *FAX:* (408) 730-2801 okonski@pamf.org

## **Reinalda Flores**

Epic Care 2345 Country Hills Drive Antioch, CA 94531

# Juli Forrestall

Annadel Medical Group/ St Joseph's Heritage Healthcare 1100 Trancas Street, Suite 256 Napa, CA 94558 *Telephone:* (707) 253-7161 *FAX:* (707) 253-0476 *juli.forrestall@stjoe.org* 

## Leanne M. Francisco

Diablo Valley Oncology & Hematology Medical Group 400 Taylor Boulevard, Suite 202 Pleasant Hill, CA 94523 *Telephone:* (925) 677-5041 x253 *FAX:* (925) 677-5025 *lfrancisco@dvohmg.com* 

# Lucile Gibbs

Sequoia Regional Cancer Center 4945 West Cypress Avenue, Suite C Visalia, CA 93277 *Telephone:* (559) 624-3257 *FAX:* (559) 713-2257 *lgibbs@kdhcd.org* 

# Megan Giddings

Epic Care 2345 Country Hills Drive Antioch, CA 94509 *Telephone:* (925) 418-0279 *FAX:* (925) 978-0991 *megan.giddings@epic-care.com* 

# Cindy Gin, R.N.

Contra Costa Oncology 500 Lennon Lane Walnut Creek, CA 94598 *Telephone: (925) 939-9610 FAX: (925) 939-9630* 

# Melissa Gobble

Epic Care 2345 Country Hills Drive Antioch, CA 94509 *Telephone:* (925) 687-2570 *FAX:* (925) 687-2847 *melissa.gobble@epic-care.com* 

## Patricia L. Grinnell, N.P.

Sutter Pacific Medical Foundation 3883 Airway Drive Santa Rosa, CA 95403 *Telephone:* (707) 521-7750 *FAX:* (707) 521-7745 grinnep@sutterhealth.org

# Jaena Gurley

Tahoe Forest Cancer Center 10121 Pine Avenue Truckee, CA 96161 *Telephone:* (530) 582-6450 *FAX:* (530) 582-6430 *jgurley@tfhd.com* 

# Catherine Haddorf, R.N.

Sutter Pacific Medical Foundation 3883 Airway Drive Santa Rosa, CA 95403 *Telephone:* (707) 521-7750 *FAX:* (707) 521-7745 *haddorc@sutterhealth.org* 

# Kris Hartigan, R.N.

Annadel Medical Group/ St Joseph's Heritage Healthcare 3555 Round Barn Circle Santa Rosa, CA 95403 *Telephone:* (707) 521-3820 *FAX:* (707) 525-6129 *kristine.hartigan@stjoe.org* 

## Michelle Heron

Annadel Medical Group/ St Joseph's Heritage Healthcare 3555 Round Barn Circle Santa Rosa, CA 95403 *Telephone:* (707) 528-1050 *FAX:* (707) 576-0445 *mherron@rrmg.com* 

# Sharon Herzog

Epic Care 2345 Country Hills Drive Antioch, CA 94509 Telephone: (925) 418-0217 FAX: (925) 778-3567 sharon.herzog@epic-care.com

# Lorraine Holzapfel

Marin Cancer Care 1350 South Eliseo Drive, Suite 200 Greenbrae, CA 94904-2007 *Telephone:* (415) 925-5000 *FAX:* (415) 925-5050 *lholzapfel@marincancercare.com* 

# Annaque Johnson

Epic Care 2345 Country Hills Drive Antioch, CA 94531

# Liz Kill

Pacific Hematology-Oncology Associates 2100 Webster Street, Suite 225 San Francisco, CA 94115 *Telephone:* (415) 923-6562 *FAX:* (415) 749-5732 *liz@phoamd.com* 

# Mary Kilpatrick

ÚC Davis Cancer Center 4501 X Street, Suite 3016 Sacramento, CA 95817 Telephone: (916) 734-8013 FAX: (916) 734-7946 mary.kilpatrick@ucdmc.ucdavis.edu

# Kjesti Klawitter

Comprehensive Blood & Cancer Center 6501 Truxtun Avenue Bakersfield, CA 93309 *Telephone:* (661) 322-2206, x105 *FAX:* (661) 859-2565 *kklawitter@cbccuse.com* 

## Michelle Knudson, R.N.

Solano Hematology/Oncology 100 Hospital Drive, Suite 110 Vallejo, CA 94589 *Telephone:* (707) 551-3300 *FAX:* (707) 551-3301 *mknud@solanohemonc.com* 

### Tony LaMacchia, CEO

Comprehensive Blood & Cancer Center 6501 Truxtun Avenue Bakersfield, CA 93309 *Telephone:* (661) 862-8568 *FAX:* (661) 859-2565 *tlamacchia@cbccusa.com* 

### Kim Lang

California Cancer Care Medical Group 1325 Melrose Avenue, Suite A Modesto, CA 95350 *Telephone:* (209) 524-7000 *FAX:* (209) 527-5601

## Hanna Leighton

Stockton Hematology Oncology Medical Group 2626 North California Street, Suite B Stockton, CA 95204 *Telephone:* (209) 474-1458 *FAX:* (209) 474-1444 *hleighton.sjho@gmail.com* 

## Heidi Lewis

Contra Costa Oncology 500 Lennon Lane Walnut Creek, CA 94598 *Telephone: (925) 939-9610 FAX: (925) 939-9630***Denise Licini, N.P.** Pacific Cancer Care 5 Harris Court, Building T, Suite 201 Monterey, CA 93940 *Telephone: (831) 375-4105 FAX: (831) 372-5722* 

## May Loney, R.N.

Contra Costa Regional Medical Center 2500 Alhambra Avenue Martinez, CA 94553 *Telephone: (925) 370-5478 FAX: (925) 370-5479 mloney@hsd.cccounty.us* 

### Briana Ludwig, R.N.

Sutter Pacific Medical Foundation 3883 Airway Drive Santa Rosa, CA 95403 *Telephone:* (707) 521-7750 *FAX:* (707) 521-7745 *ludwigb@sutterhealth.org* 

## Cynthia Maldonado, R.N.

Bryson Cancer Care 5345 West Hillsdale Drive Visalia, CA 93291 Telephone: (559) 622-0100 FAX: (559) 622-0700 cmaldonado@brysoncancercare.com

## Briana Martin

Epic Care 2345 Country Hills Drive Antioch, CA 94509 *Telephone:* (925) 418-0282 *FAX:* (925) 978-0991 credentialing@epic-care.com

## Jacque McCoy

 Stanford Cancer Center South Bay

 2589 Samaritan Drive, Room 4235

 San Jose, CA 95124

 Telephone:
 (408) 376-2300

 FAX:
 (408) 376-2316

## Paula Merryweather

Pacific Hematology-Oncology Associates 2100 Webster Street, Suite 225 San Francisco, CA 94115 *Telephone:* (415) 923-6562 *FAX:* (415) 749-5732 pmerryweather1228@hotmail.com

## Michael Milner

Epic Care 2345 Country Hills Drive Antioch, CA 94531

## Dana Monroe, R.N.

San Francisco Oncology Associates Medical Group 2100 Webster Street, Suite 326 San Francisco, CA 94115 *Telephone:* (415) 885-8600 *FAX:* (415) 885-8680 dmonroe@sfoncology.com

### Theresa L. Mortensen, N.P.

Annadel Medical Group/ St Joseph's Heritage Healthcare 3555 Round Barn Circle Santa Rosa, CA 95403 *Telephone:* (707) 528-1050 *FAX:* (707) 525-3874 *theresa.mortensen@stjoe.org* 

### Aida Moss

Pacific Hematology-Oncology Associates 2100 Webster Street, Suite 225 San Francisco, CA 94115 *Telephone:* (415) 923-6562 *FAX:* (415) 749-5732 amoss@phoamd.com

### Dianne Naujok

Epic Care 2345 Country Hills Drive Antioch, CA 94509 *Telephone:* (925) 778-0679 *FAX:* (925) 778-3567 dianne.naujok@epic-care.com

### Norma Navarro, N.P.

Martin-O'Neil Cancer Center 10 Woodland Road St. Helena, CA 94574 *Telephone:* (707) 967-5721 *FAX:* (707) 967-5722

## Erin Neal

Sutter Pacific Medical Foundation 3883 Airway Drive Santa Rosa, CA 95403 *Telephone:* (707) 521-7750 *FAX:* (707) 521-7745 *nealem@sutterhealth.org* 

## Dennis Niekro, N.P.

Pacific Cancer Care 5 Harris Court, Building T, Suite 201 Monterey, CA 93940 *Telephone:* (831) 375-4105 *FAX:* (831) 372-5722

### Ilham Nusair

Annadel Medical Group/ St Joseph's Heritage Healthcare 3555 Round Barn Circle Santa Rosa, CA 95403 *Telephone:* (707) 528-1050 *FAX:* (707) 576-0445 *ilham.nusair@stjoe.org* 

## Dayna Orange

Epic Care 2345 Country Hills Drive Antioch, CA 94531

## Lori Orr

Diablo Valley Oncology & Hematology Medical Group 400 Taylor Boulevard, Suite 202 Pleasant Hill, CA 94523 *Telephone:* (925) 677-5041 x222 *FAX:* (925) 677-5027 *lorr@dvohmg.com* 

## Terry Passmore, R.N.

Sierra Hematology-Oncology Medical Center 3939 J Street, Suite 360 Sacramento, CA 95819 *Telephone:* (916) 736-1704 *FAX:* (916) 736-1528

## **Claudia** Powell

Salinas Valley Medical Clinic 505 East Romie Lane, Suite A Salinas, CA 93901 *Telephone:* (831) 755-1701 *FAX:* (831) 755-1702 cpowell@chp-dod.com

## Denise Ricigliano, N.P.

Salinas Valley Medical Clinic 505 East Romie Lane, Suite A Salinas, CA 93901 *Telephone:* (831) 755-1701 *FAX:* (831) 755-1702 *dricigliano@chp-dod.com* 

## Maria Rodriguez

Epic Care 2345 Country Hills Drive Antioch, CA 94531

### Marta Roeder, R.N.

Stanford Cancer Center South Bay 2589 Samaritan Drive, Room 4235 San Jose, CA 95124 *Telephone:* (408) 376-2300 *FAX:* (408) 376-2316 *nurses@sbohp.com* 

### Julie Roth

Palo Alto Medical Foundation 795 El Camino Real Palo Alto, CA 94301 *Telephone: (650) 853-6081 rothj2@pamf.org* 

### **Rick Roth**

Epic Care 2345 Country Hills Drive Antioch, CA 94509 *Telephone:* (925) 771-5404 *FAX:* (925) 687-2847 rick.roth@epic-care.com

## Kay Ruocco, R.N.

Epic Care 2345 Country Hills Drive Antioch, CA 94509 *Telephone:* (925) 875-1677 *FAX:* (925) 875-0826 kay.ruocco@epic-care.com

### Donna Saba, N.P.

Epic Care 2345 Country Hills Drive Antioch, CA 94509 *Telephone:* (925) 687-2570 *FAX:* (925) 687-2847 donna.saba@epic-care.com

### Michael Sahakian, M.D.

University of California, San Francisco Box #1711 San Francisco, CA 94143-1711 Telephone: (415) 353-7091 FAX: (415) 353-7093 michael.sahakian@ucsf.edu

## Loretta Y. Say

329 East Bellevue Road Atwater, CA 95301 *Telephone:* (209) 358-6494 *FAX:* (209) 358-6498

#### Jane Schlutius, R.N.

Sutter Pacific Medical Foundation 3883 Airway Drive Santa Rosa, CA 95403 *Telephone:* (707) 521-7750 *FAX:* (707) 521-7745 *schlutj@sutterhealth.org* 

### Sheila Sexton-DeSersa

Stockton Hematology-Oncology Medical Group 2626 North California Street, Suite B Stockton, CA 95204 *Telephone:* (209) 466-2626 *FAX:* (209) 466-7153

## Yinghong Shi

Northern California Cancer Specialists 617 New York Ranch Road Jackson, CA 95642 *Telephone:* (209) 257-0292 *FAX:* (209) 257-0676 yinghongshi00@yahoo.com

### Diana Silveira

California Cancer Care Medical Group 1325 Melrose Avenue, Suite A Modesto, CA 95350 *Telephone:* (209) 524-7000 *FAX:* (209) 527-5601

### Suzanne Skerness

Palo Alto Medical Foundation 2850 Commercial Crossing Santa Cruz, CA 95085 *Telephone:* (831) 458-5880 *skernes@sutterhealth.org* 

## Joseph C. Smihula, N.P.

Bryson Cancer Care 5345 West Hillsdale Drive Visalia, CA 93291 Telephone: (559) 622-0100 FAX: (559) 622-0700 jsmihula@brysoncancercare.com

## Sally Solanki, R.N.

Štockton Hematology-Oncology Medical Group 2626 North California Street, Suite B Stockton, CA 95204 *Telephone:* (209) 466-2626 *FAX:* (209) 466-7153 ssolanki@shomg.net

### Michelle Speicher

 St. Joseph's Health Care

 110 Lynch Creek Way, Suite A

 Petaluma, CA 94954

 Telephone:
 (707) 763-0600

 FAX:
 (707 765-1757)

### Dee Steinberg

San Francisco Oncology Associates Medical Group 2100 Webster Street, Suite 326 San Francisco, CA 94115 *Telephone:* (415) 885-8600 *FAX:* (415) 885-8680 *dsteinberg@sfoncology.com* 

## Stacey Teicher, N.P.

Epic Care 2345 Country Hills Drive Antioch, CA 94509 *Telephone:* (925) 778-0679 *FAX:* (925) 778-3567 stacey.teicher@epic-care.com

## Sarah Tichava, R.N.

Annadel Medical Group/ St Joseph's Heritage Healthcare 5150 Hill Road East, Suite F Lakeport, CA 95453 *Telephone:* (707) 262-3060 *FAX:* (707) 262-3062 *ellen.boersma@stjoe.org* 

### Joanna Tomasino

Epic Care 2345 Country Hills Drive Antioch, CA 94509 Telephone: (510) 247-9227 FAX: (510) 247-9241 joanna.tomasino@epic-care.com

## Christine Tran-Robbins

Palo Alto Medical Foundation 301 Old San Francisco Road Sunnyvale, CA 94086 *Telephone:* (408) 730-2800 *FAX:* (408) 730-2801

### Calandra Uchita

Sequoia Regional Cancer Center 4945 West Cypress Avenue, Suite C Visalia, CA 93277 Telephone: (559) 624-3109 FAX: (559) 635-3035 cuchita@kdhcd.org

## Nancy Umland, R.N.

Martin-O'Neil Cancer Center 10 Woodland Road St. Helena, CA 94574 *Telephone:* (707) 967-5721 *FAX:* (707) 967-5722

### Jan Van Boeschoten

Palo Alto Medical Foundation 795 El Camino Real Palo Alto, CA 94301 *Telephone:* (650) 853-2905 *FAX:* (650) 853-2966 *vanboej@pamf.org* 

## Kim Vasques

Epic Čare 2345 Country Hills Drive Antioch, CA 94509 Telephone: (925) 418-0251 FAX: (925) 778-1212 kim.vasques@epic-care.com

## Valeria M. Wareham

Pacific Cancer Care 5 Harris Court, Building T, Suite 201 Monterey, CA 93940 *Telephone:* (831) 375-4105 *FAX:* (831) 372-5722 *vwareham@pacificcancercare.com* 

## Caitlin Wellman

Stanford Cancer Center 875 Blake Wilbur Drive, CC2212 Stanford, CA 94305 *Telephone:* (650) 723-4250 *FAX:* (650) 683-5283 *cwellman@stanfordhealthcare.org* 

## Arlyne Yamamoto

1800 Sullivan Avenue, Suite 603 Daly City, CA 94015 *Telephone:* (415) 337-2121 *FAX:* (415) 337-1247 *arlyne1@pacbell.net* 

#### Margarita Yanez, R.N.

Bryson Cancer Care 5345 West Hillsdale Drive Visalia, CA 93291 Telephone: (559) 622-0100 FAX: (559) 622-0700 myanez@brysoncancercare.com

#### Cathy Yatabe

Marin Cancer Care 1350 South Eliseo Drive, Suite 200 Greenbrae, CA 94904 *Telephone:* (415) 925-5083 *FAX:* (415) 925-5050 *cyatabe@marincancercare.com* 

#### Becky Yiong, R.N.

329 East Bellevue Road	
Atwater, CA 95301	
Telephone:	(209) 358-6494
FAÂ:	(209) 358-6498

# GEOGRAPHIC DIRECTORY OF PHYSICIAN MEMBERS

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### Sacramento

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Brian Jonas, M.D. Paul Kaesberg, M.D. Theresa Keegan, Ph.D. Karen Kelly, M.D. Edward Kim, M.D. Rajeev Krishnan, M.D. Enrico C. Lallana, M.D. Kit Lam, M.D., Ph.D. Primo Lara, Jr., M.D. Tianhong Li, M.D., Ph.D. Patrick Lin, M.D. Tzu-Yin Lin, Ph.D. Philip Mack, Ph.D. Anjlee Mahajan, M.D. Frederick Meyers, M.D. Jan Nolta, Ph.D. Robert O'Donnell, M.D. Leslie Oesterich, M.D. Chong-Xian Pan, M.D., Ph.D. Mamta Parikh, M.D. Sarah Perez, M.D. Carol Richman, M.D. Jonathan Riess, M.D. Eve Rodler, M.D. Ana Rodriguez Fahrni, M.D. Aaron Rosenberg, M.D. Antoine X. Sayegh, M.D. Erin Schwab, M.D. John Schwerkoseki, M.D. Merin Stephen, M.D. Ryan Stevenson, M.D. David Sun, M.D. Julie Sutcliffe, Ph.D. Kit Tam, M.D. Michael Tanaka, M.D. Joseph Tuscano, M.D. Stephen E. Wang, M.D. Jeanna Welborn, M.D. Jocelyn X. Wu, M.D. Ted Wun, M.D.

## Salinas

Shehzad Aziz, M.D.**San Francisco** Donald Abrams, M.D. Rahul Aggarwal, M.D. Wei Ai, M.D. Alain Algazi, M.D. Gregory Maness Allen, M.D. Babis Andreadis, M.D. Shagun Arora, M.D. Alan Ashworth, Ph.D. Chloe Atreya, M.D. Ari D. Baron, M.D. Caroline Behler, M.D.

Chris Benz, M.D. Emily Bergsland, M.D. J. Michael Berry-Lawhorn, M.D. Trever Bivona, M.D. Collin Blakely, M.D. Richard A. Bohannon, M.D. Hala Borno, M.D. Timothy Campbell, M.D. Julia Carnevale, M.D. Miguel Cerejo, M.D. Joel Anne Chasis, M.D. Judy Cheng, M.D. Jo Ċhien, M.D. Jonathan Chou, M.D. Pelin Cinar, M.D. Eric Collisson, M.D. Lloyd Damon, M.D. Debjyoti Datta, M.D. Adil Daud, M.D. J. Ben Davoren, M.D. Rebecca Jane Deboer, M.D. Mallika Dhawan, M.D. Anand Dhruva, M.D. Niharika Dixit, M.D. Charles Dollbaum, M.D. Timothy Ferng, M.D. Lawrence Fong, M.D. Terrance Friedlander, M.D. Karin Gaensler, M.D. Derek Galligan, M.D. Andrei Goga, M.D. John Gordan, M.D. Kathleen Grant, M.D. Matthew Gubens, M.D. Kristen Hege, M.D. Gerald Hsu, M.D. Li-Wen Huang, M.D. Thierry Jahan, M.D. Lawrence Kaplan, M.D. Robin Kate Kelley, M.D. Wesley Kidder, M.D. Kevin B. Kim, M.D. Won Kim, M.D. Howard Kleckner, M.D. Andrew Ko, M.D. Michael Korn, M.D. Alan M. Kramer, M.D. Andrew Leavitt, M.D. James Lee, M.D. Michael Lee, M.D. Lauren Sara Levine, M.D. Jay Levy, M.D. Amy Lin, M.D. Amy Mimi Lin, M.D.

Raymond Liu, M.D. Aaron Logan, M.D. Alfredo Lopez, M.D. Judy Luce, M.D. Reena Mahajan, M.D. Melanie Majure, M.D. Gabriel Mannis, M.D. Thomas Martin, M.D. Michelle Melisko, M.D. Mark Moasser, M.D. Pamela Munster, M.D. Rupa Narayan, M.D. Willis Navarro, M.D. Amy Nelson, M.D. David Oh, M.D. Ross Okimoto, M.D. Rebecca Olin, M.D. Aparna Parikh, M.D. John Park, M.D. Amar Patel, M.D. Michael Pourdehnad, M.D. Curt Ries, M.D. Julia Goodnough Ramos, M.D. Julia Rotow, M.D. James Rubenstein, M.D. Hope Rugo, M.D. Charles Ryan, M.D. Peter Sayre, M.D. Neil Shah, M.D. Nina Shah, M.D. John Shaia, M.D. Stephen Sherwin, M.D. Marc Shuman, M.D. Eric Small, M.D. Catherine Choy Smith, M.D. Garrett A. Smith, M.D. Tilak K. Sundaresan, M.D. Jahan Tavakoli, M.D. Margaret Tempero, M.D. Katy Tsai, M.D. Bertrand Tuan, M.D. Carling Ursem, M.D. Katherine Van Loon, M.D. Alan P. Venook, M.D. Khoan Tuong Vu, M.D. Sunny Wang, M.D. Victoria Wang, M.D. Wei Wang, M.D. Laurie Weisberg, M.D. Jeffrey Wolf, M.D. Melisa Wong, M.D. Sandy W. Wong, M.D. Jack Youngren, M.D. Li Zhang, M.D.

#### San José

Maria Pilar Coronel Ivanov, M.D. Sejal Jhatakia, M.D. Myron Kwong, M.D. Carol Marquez, M.D. Joseph Mason, M.D. Ann Von Gehr, M.D. Patrick Swift, M.D. Leonid Yavorkovsky, M.D.

#### San Leandro

Amit Arora, M.D. Nathalie Brophy, M.D. Ming C. Kuan, M.D. Kenneth S. Poon, M.D. Deepa Reddy, M.D. Derek Shek, M.D.

#### San Mateo

Kent M. Adler, M.D. Jennifer A. Brown, M.D. Karen Chee, M.D. Bradley C. Ekstrand, M.D. Jelena Kao, M.D.

#### San Rafael

Curtis R. Chong, M.D. Natalya Greyz-Yusupov, M.D. Jerome Kim, M.D. Lori Kim, M.D. Dan Maloney, M.D. Krista M. Muirhead, M.D.

## Santa Clara

James Chang, M.D. Faisal N. Cheema, M.D. Mrinal Dutia, M.D. Jed A. Katzel, M.D. Hoa Le, M.D. Amy Lei, M.D. Mingqing Li, M.D. Minggui Pan, M.D. Lucy Song, M.D. Hyma Vempaty, M.D. Ying Zhu, M.D.

### Santa Cruz

Janet Wang, M.D. Glenn Wong, M.D. Michael Wu, M.D.

### Santa Rosa

Nicolaj Andersen, M.D. Ian C. Anderson, M.D.

Peter B. Brett, M.D. Christine Kaiser, M.D. Thomas S. Stanton, M.D. Jeffrey Ye, M.D. Fan Zhang, M.D. South San Francisco William Huang, M.D. Supriya X. Rajpal, M.D. Edmund Schmulbach, M.D. Shreya Shah, M.D. St. Helena Gregory B. Smith, M.D. Stanford Ranjana Advani, M.D. Ash Arash Alizadeh, M.D., Ph.D. Sally Arai, M.D. Caroline Berube, M.D. Ami Bhatt, M.D., Ph.D. Douglas W. Blayney, M.D. Linda Boxer, M.D., Ph.D. Rondeep Brar, M.D. Janice Brown, M.D. Mark Buyyounouski, M.D., Ph.D. Daniel Chang, M.D. Daniel Chen, M.D. Gilbert Chu, M.D. A. Dimitrios Colevas, M.D. Steven Coutre, M.D. Millie Das, M.D. Maximilian Diehn, M.D. Sarah Donaldson, M.D. Alice Fan, M.D. George A. Fisher, M.D., Ph.D. James Ford, M.D. Joshua Fronk, M.D. Kristen Ganjoo, M.D. Michael Gensheimer, M.D. Iris Gibbs, M.D. Jason Gotlib, M.D. Peter Greenberg, M.D. Alice Guardino, M.D. Neal Gupta, M.D. Steven Hancock, M.D. Wendy Hara, M.D. Sigurdis Haraldsdottir, M.D. Susan Hiniker, M.D. Richard Hoppe, M.D. Kathleen Horst, M.D. Jane Huang, M.D. David Iberri, M.D. Hanlee Ji, M.D.

Laura Johnston, M.D. Elizabeth Kidd, M.D. Susan Knox, M.D. Holbrook Kohrt, M.D., Ph.D. Albert Koong, M.D. Shivaani Kummar, M.D. Pamela Kunz, M.D. Shivaani Kummar, M.D. Allison Kurian, M.D. Uri Ladabaum, M.D. Quynh Le, M.D. Lawrence Leung, M.D. Ronald Levy, M.D. Michaela Liedtke, M.D. Billy Loo, M.D. Ronald Lowsky, M.D. Lauren Maeda, M.D. Ravindra Majeti, M.D., Ph.D. Beth Martin, M.D. Suleiman Massarweh, M.D. Bruno Medeiros, M.D. Everett Meyer, M.D. David Miklos, M.D., Ph.D. Lynn Million, M.D. Beverly Mitchell, M.D. Lori Muffly, M.D. Seema Nagpal, M.D. Joel Neal, M.D. Robert Negrin, M.D. Mark Pegram, M.D. Harlan Pinto, M.D. Kavitha Ramchandran, M.D., Ph.D. Sunil Reddy, M.D. Andrew Rezvani, M.D. Rajat Rohatgi, M.D. Saul Rosenberg, M.D. Stanley Schrier, M.D. Shruti Sheth, M.D. Judith Shizuru, M.D., Ph.D. Branimir Sikic, M.D. George Sledge, M.D. Scott Soltys, M.D. Sandy Srinivas, M.D. Frank Stockdale, M.D., Ph.D. Melinda Telli, M.D. Shaveta Vinayak, M.D. Heather Wakelee, M.D. Wen-Kai Weng, M.D., Ph.D. James Zehnder, M.D.

# Stockton

Neelesh S. Bangalore, M.D., Ph.D. Prasad R. Dighe, M.D. Aminder S. Mehdi, M.D.

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Tanvir Sattar, M.D. Gauri Sharma, D.O. Michael P. Sherman, M.D., Ph.D. Piyush A. Srivastava, M.D. Diana Superfin, M.D.

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# Stockton

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**Walnut Creek** Cindy Gin, R.N. Heidi Lewis

# **GROUP MEMBERSHIP**

# ANCO initiated a Group Membership

in 2008 based on a mutual set of perceived values and benefits and a mutual set of interests. The ANCO *Board* believes that the *Association* and *The Permanente Medical Group* (TPMG) will each receive value from Group Membership. Specifically:

# • TPMG

hematologists/oncologists will be included in ANCO's ongoing advocacy activities (e.g., coverage policy development) with Medicare, DHS/MediCal, and other state regulatory agencies.

• TPMG

hematologists/oncologists and their staffs will be invited to attend ANCO's clinical and professional education programs and will be included in ANCO's educational programming and planning (e.g., for *San Antonio Breast Cancer Symposium Highlights, ASH Highlights*, and *ASCO Highlights*).

• Group Membership will provide networking opportunities for TPMG, community, and institutional ANCO members and will provide an opportunity for additional professional collaboration between TPMG, community, and academic hematologists/oncologists (e.g., by announcing TPMG educational opportunities to ANCO's membership at large).

# INSTITUTIONAL MEMBERSHIP

Institutional Members have the following dues and benefits.

Dues: \$1,000/calendar year/institution.

**Eligibility**: *Department(s) of Hematology and/or Oncology* of accredited, degree granting teaching universities or research institutions.

**Benefits**: (1) Faculty and fellows will be designated members of ANCO and receive all the membership privileges and benefits of other members. (2) Each Institutional Member shall provide ANCO with a list of those faculty and fellows that wish to be affiliated with ANCO and listed in *The ANCO Directory*. (3) The full-time head or medical director of the *Department* or his/her designee will be invited to participate on the ANCO *Board of Directors*.

**Goals and Objectives**. The goals and objectives of ANCO's Institutional Membership program are:

- to include the academic institutions in its ongoing advocacy activities.
- to include the academic institutions in its educational programming and planning.
- to develop programs and services for those Fellows interested in a possible career in community practice.
- to facilitate research collaboration between community oncologists and academic institutions.

• to develop programs and services for academic cancer nurses regarding patient care.

• to develop programs and services for academic cancer center administrators regarding contracting, practice administration, and reimbursement.

# CURRENT INSTITUTIONAL MEMBERS

# Stanford Cancer Center

University of California, Davis Cancer Center

University of California, San Francisco

# **CORPORATE MEMBERSHIP**

The goal of ANCO's Corporate Membership program is to develop a comprehensive partnership between ANCO and other organizations serving the oncology community.

# CURRENT CORPORATE MEMBERS

Sustaining Level (\$20,000 per year)

Astellas Oncology • Celgene • Incyte • Taiho Oncology • Takeda Oncology • Teva Oncology

Diamond Level

(\$12,000 per year)

AMGEN • Bristol-Myers Squibb Oncology • Eisai

Genentech BioOncology • Janssen Oncology • Lilly Oncology

Merck • Pharmacyclics • Sandoz Biopharmaceuticals

Gold Level

(\$6,000 per year)

AbbVie • Bayer Healthcare Pharmaceuticals • Boehringer Ingelheim Pharmaceuticals

Clovis Oncology • EMD Serono • Exelixis • Gilead Sciences • Genomic Health

Heron Therapeutics • Jazz Pharmaceuticals • Novartis Oncology • Pfizer Oncology

Pfizer US Biosimilars • Seattle Genetics

Silver Level (\$1,200 per year)

Agendia • Alexion Pharmaceuticals • ARIAD Pharmaceuticals • AstraZeneca

bioTheranostics • Cardinal Health Specialty Solutions • Daiichi Sankyo

Foundation Medicine • Guardant Health • Helsinn Oncology • Kite Pharmaceuticals

nanoString • Oncology Supply/ION • Puma Biotechnology • Sanofi Genzyme • Tesaro

# DRUG REIMBURSEMENT & PATIENT ASSISTANCE PROGRAMS

ANCO's Corporate Members have provided specific information about their drug reimbursement and patient assistance programs below. For general assistance information, also visit:

> American Society of Hematology www.hematology.org/Clinicians/ Drugs/Programs/

> > *assistPoint* www.assistpoint.com

Association of Community Cancer Centers Patient Assistance and Reimbursement Guide www.accc-cancer.org/publications/ PatientAssistanceGuide.asp

> CancerCare Co-Payment Assistance Foundation www.cancercarecopay.org

*HealthWell Foundation* www.healthwellfoundation.org

#### National Comprehensive Cancer Network Reimbursement Resource Room www.nccn.org/ reimbursement resource room/default.aspx

National Organization for Rare Disorders www.rarediseases.org

> *NeedyMeds* www.needymeds.com

Patient Advocate Foundation www.copays.org

Partnership for Prescription Assistance www.helpingpatients.org

> *RxAssist* www.rxassist.org

# **Alexion Pharmaceuticals**

OneSource www.soliris.net/onesource/ about-onesource.html (888) 765-4747 Soliris

# AMGEN

AMGEN Assist 360 www.amgenassist360.com (888) 4ASSIST (427-7478) 9:00AM-8:00PM Eastern Time AMGEN Assist gives patients and healthcare professionals a single destination for access to eService and online forms, and makes it easier to find a program that would best meet each patient's unique needs, including coverage and reimbursement services, co-pay support information, and assistance for uninsured patients. Please contact (888) 4ASSIST (888-427-7478), or visit www.amgenassistonline.com.

# Astellas Oncology

Cresemba Support Solutions www.cresembasupportsolutions.com (800) 477-6472 Cresemba Xtandi Support Solutions www.xtandisupportsolutions.com (855) 898-2634 Xtandi Astellas Pharma Support Solutions www.astellaspharmasupportsolutions.c om All Astellas Products

# AstraZeneca

AstraZeneca Access 360 Program (844) 275-2360 www.MyAccess360.com 8:00AM-8:00PM Eastern Time Arimadex, Casodex, Faslodex, Imfinzi, Iressa, Lynparza, Tagrisso, Zoladex AstraZeneca Access 360 provides patient access, reimbursement support, and information about affordability programs for AstraZeneca's medicines. We help patients and providers with: Identifying and understanding prescription coverage, out-of-pocket costs, and pharmacy options; prior authorization support; pharmacy coordination; reimbursement process; claims, denials, and appeal support; connecting patients to patient savings programs; referring patients to patient

assistance programs; and, connecting to nurse assistance or educational support programs, if applicable (not for all medicines).

#### **Bayer Healthcare Pharmaceuticals**

REACH (Patient Assistance and General Information for Nexavar and Stivarga) www.REACHPatientSupport.com (866) NEXAVAR (639-2827) Nexavar, Stivarga www.xofigo-us.com/patient/ assistance/ (855) 6XOFIGO (696-3446) FAX (855) 963-4463 9:00AM-8:00PM Eastern Time Xofigo Patient assistance and general information is available for Bayer products.

#### **Boehringer Ingelheim Pharmaceuticals**

www.gilotrifhcp.com/solutions-plus (877) 814-3915 8:00AM-8:00PM Eastern Time

Gilotrif Solutions Plus makes patient support a priority by providing a broad range of access, reimbursement, and clinical support solutions for patients who are prescribed Gilotrif tablets by helping patients quickly and affordably access *Gilotrif*; providing patient education; and, managing doses and adverse events to complement care. Solutions Plus improves the overall patient support experience by offering a single, dedicated specialty pharmacy (Accredo); a single point of contact; efficient and reliable service; consistent patient support; and, innovative programs to support treatment.

# Bristol-Myers Squibb Oncology

BMS Access Support www.BMSAccessSupport.com (800) 861-0048 8:00AM-8:00PM Eastern Time All Bristol-Myers Squibb Oncology Products

*BMS Access Support* is committed to providing access and reimbursement support, including co-pay assistance for eligible commercially-insured patients.

# **Cardinal Health Specialty Solutions**

Cardinal Health e-Recovery Program www.eobone.com (reimbursement solution tool); www.vitalsourcegpo.com (access to all *Cardinal* services) Taking advantage of patient assistance and copay assistance programs is a fulltime job. Our solutions are there to help save you time and money. Community practices like yours spend a significant amount of time every day helping patients find ways to offset the rising costs of cancer care. Accessing patient assistance programs (PAPs) for cancer and supportive care drugs is important, but takes so much time. Keeping up with all the changes in program requirements and forms, tracking applications and drug replacement are an incredible burden. Layered on top of that are all the emerging copay assistance programs. The Cardinal Health e-Recovery *Program* provides a web-based tool to make it all so much easier. Our team has the experience to help you make sure you don't miss any opportunities to help your patients access all the available programs out there.

# Celgene

Celgene Patient Support www.celgenepatientsupport.com (800) 931-8691 5:00AM-4:00PM Pacific Time Celgene Patient Support provides a dedicated, central point of contact for patients and healthcare professionals who use Celgene products. Celgene Patient Support is a free service that helps patients and healthcare professionals navigate the challenges of reimbursement, providing information about co-pay assistance, and answering questions about obtaining Celgene products.

# Eisai

*Eisai Assistance Program* www.eisaireimbusement.com www.akynzeosavingsprogram.com www.halavensavingsprogram.com www.lenvima.com (866) 613-4724 FAX (866) 573-4724 8:00AM-8:00PM Eastern Time Aloxi, Halaven, Lenvima The *Eisai Assistance Program* currently provides patient assistance and reimbursement support for Aloxi, Halaven, and Lenvima. A customer service representative will assist with *Eisai* product information, patient assistance programs for uninsured and indigent patients, underinsured patients, reimbursement questions, prior authorizations, insurance verifications, benefits investigations, referral to co-pay assistance programs, billing/coding questions, appeal assistance, and referral to disease-state assistance programs.

#### EMD Serono

CoverOne www.coverone.com (844) 8COVER1 (826-8371) FAX (800) 214-7295 8:00AM-8:00PM Eastern Time Bavencio CoverOne provides patient access and reimbursement support services to help patients gain appropriate access to Bavencio, including reimbursement support, patient assistance support, and co-pay assistance support.

#### Foundation Medicine

FoundationACCESS Reimbursement and Financial Assistance (888) 988-3639 FoundationOne, FoundationOne Heme Foundation Medicine works within each patient's ability to pay by providing financial assistance and payment plans through our Reimbursement and Financial Assistance Program. Foundation *Medicine* is committed to making the billing and reimbursement process as straightforward as possible for patients by appealing coverage decisions for Foundation Medicine's comprehensive genomic profiling tests on behalf of patients and supporting patients every step of the way. The Financial Assistance Request Form is available at http://foundationone.com/docs/ Patient%20Financial%20Assistance

%20Application.pdf?\_\_hstc= 197910000.ca54bd200688390fb3cfffe d497960ad.1401198872498.14326978 51762.1432747722833.28&\_\_hssc=1 97910000.2.1432747722833&\_\_hsfp =196914911. Please watch a video at https://www.youtube.com/ watch?v=yPcRm2eCRvQ or contact our billing or client services team to learn more about the financial assistance program. Patients may access additional information and apply for financial assistance online at www.foundationmedicine.com/ genomic-testing#support-services.

FoundationACCESS Careline foundationone.pafcareline.org (866) 460-1928 Monday-Thursday, 8:00AM-8:00PM Eastern Time; Friday, 8:00AM-7:00PM Eastern Time Foundation Medicine in collaboration with the Patient Advocate Foundation (PAF) is offering the FoundationACCESS Careline program to offer comprehensive case management services to uninsured, underinsured and insured patients who are facing obstacles obtaining prescribed targeted therapies that are approved in an indication other than the patient's tumor type and increases physicians' ability to act on FoundationOne or FoundationOne Heme results. Physicians may enroll their patients through the dedicated hotline or online portal.

# *FoundationACCESS Trial Navigator* (888) 988-3639

*Foundation Medicine* in collaboration with *EmergingMed* offers clinical trial navigation services to help patients and their physicians find and enroll in the right clinical trial for them. This service provides patients with a dedicated clinical trial navigator at *EmergingMed* who will work with the patient and their health care team to identify the clinical trials that best match the patient's clinical and genomic profile and ensure successful connection to a trial site through support and followup. Patients or physicians can contact our client services team to learn more or enroll.

#### Genentech BioOncology

Genentech Access Solutions www.genentech-access.com (888) 249-4918 Alecensa, Avastin, Cotellic, Erivedge, Gazyva, Herceptin, Kadcyla, Perjeta, Rituxan, Rituxan Hycela, Tarceva, Tecentriq, Xeloda, Želboraf Genentech Access Solutions provides one-stop access to a broad array of reimbursement information, and support and services for patients so that they can focus on treatment. In addition to providing information about co-pay assistance through independent public charities, Genentech Access Solutions can also help with common reimbursement challenges, insurance appeals and coverage denials, and referrals to the Genentech Access to Care Foundation.

Oncoline

(800) 443-6676 8:30AM-5:00PM Eastern Time *Kytril, Roferon-A, Vesanoid, Xeloda Oncoline* offers a range of reimbursement and literature search services, including third-party payer reimbursement information, coverage and benefits verification, billing codes and claims procedures, assistance with appeals, clinical literature searches, and enrollment information for *Roche's Medical Needs Program*.

#### Genomic Health

Genomic Access Program (GAP) www.OncotypeDX.com (866) ONCOTYPE (662-6897) Oncotype DX Genomic Health has established the Genomic Access Program (GAP) to provide financial and administrative support to patients ordering the Oncotype DX assay. The GAP program was established to assist qualified patients gain access to Oncotype DX and to help patients and physicians with the entire reimbursement process. GAP is made up of dedicated professionals who advocate on a patient's behalf by working with physicians' offices and insurance companies to facilitate access to Oncotype DX. In addition, GAP provides various comprehensive financial assistance programs for patients with financial hardship, uninsured patients, and underinsured patients based on eligibility. While GAP directly supports the patient, it also works with physicians' offices to provide individualized assistance and support with every claim. GAP services are available at physician or patient request, do not require pre-registration, and can be accessed at any time before, during, or after you have ordered the Oncotype DX assay. Genomic Health is prepared to bill insurance plans directly on behalf of insured patients whose physician orders an *Oncotype DX* assay. Through GAP, the patient's physician can request a benefits investigation to confirm whether the patient's insurance plan is active and obtain available benefits information specific for Oncotype DX. Some insurers require a prior authorization before processing the patient's specimen; the GAP team can also help facilitate this process. In the event that a payer denies an *Oncotype DX* claim, GAP representatives will identify the reasons and advocate on the patient's behalf. For additional information, visit www.OncotypeDX.com.

#### **Gilead Sciences**

Zydelig AccessConnect Program www.zydeligaccessconnect.com (844) 6ACCESS (622-2377) Zydelig

The Zydelig AccessConnect Program offers a central resource designed to help your patients access, afford, and adhere to Zydelig therapy. Patients or their providers may access the AccessConnect Program by visiting www.zydeligaccessconnect.com or www.zydelig.com or calling (844)-6ACCESS (622-2377). Our Case Specialist Team can help you navigate insurance requirements for Zydelig

coverage, including determining prior authorizations and appeals requirements. Plus, they can help explain the fulfillment process of Zydelig, from the day benefits investigation starts all the way through product delivery. The *Zydelig* QuickStart Program offers a free 30-day supply of Zydelig for eligible patients experiencing an insurance delay of more than 5 business days. There is no purchase obligation for participation in the *QuickStart Program*. Patients with commercial insurance may be eligible for the Zydelig AccessConnect Copay Coupon Card. The Copay Coupon Card will cover the out-of-pocket costs for Zydelig after the first \$5 per prescription fill, up to a maximum of 25% of the catalog price. Additional copay assistance may be available through independent assistance foundations that meet certain eligibility requirements, including income limits. They can help patients with government insurance, like Medicare, who are having difficulty paying for Zydelig copays, coinsurance, or other related expenses. Your patients who lack insurance coverage may be eligible to receive Zydelig free of charge through the Zydelig Patient Assistance Program. Zydelig AccessConnect understands that it may be challenging for patients to remember to take their medication. Patients who enroll in nurse support will receive the outreach where the Patient Support Nurse can support your patients with useful tips to help them take their medication as prescribed as well as provide access to patient resource groups.

#### Guardant Health

*Guardant 360 Access* www.guardanthealth.com/wpcontent/uploads/2016/06/Guardant-Access.pdf *Guardant Health* is committed to

providing easy and affordable access to its test and services. *Guardant Access* is a program that manages the billing process for patients and is designed to reduce paperwork, manage claims appeals with insurance companies and handle most billing questions. Additional *Guardant Access* can be found at guardanthealth.com/wpcontent/uploads/2016/06/Guardant-Access.pdf.

# Helsinn Oncology

Helsinn Cares www.helsinnreimbursement.com www.akynzeosavingsprogram.com 84HELSINN-U (844-357-4668, Prompt 2) FAX (844) 357-4669 Akynzeo Helsinn Cares is committed to providing healthcare professionals, patients, and caregivers with the resources and information needed for access and reimbursement support. At *Helsinn*, one of our goals is to reduce the uncertainty of how patients will afford and access their medication. With this goal in mind, *Helsinn Cares* helps support patient access in 2 ways: By providing tools and resources for physicians, nurses, and office staff for reimbursement and access support for patients; and, by providing services and support for patients and caregivers that help with access, reimbursement, and patient assistance. Three programs are available for patients, one or more may be right for your patients: Pay \$0 Savings Program (eligible patients with commercial insurance can pay \$0 copay on each prescription, with an \$1,800 annual limit; for patients who pay cash, the program will pay up to \$150 per prescription for a maximum of \$1,800 per year); Quick Start Voucher Program (for patients whose insurance company requires prior authorization for coverage of their prescription; the program provides the first dose--one tablet--for free so that the patient can start therapy while waiting for approval of their prior authorization request by the insurance company); and, Patient Assistance Program (product is available at no cost to uninsured and underinsured patients, including Medicare Part D

Page 84

beneficiaries, if they meet eligibility requirements).

#### Heron Therapeutics

SustolConnect (844) HERON11 (437-6611) FAX (844) 504-8652 8AM-8PM Eastern Time www.sustol.com/hcp/access/practicesupport Sustol

The *SustolConnect Program* is a multiservice program that can assist practices in the following areas: insurance verification; prior authorization (PA) support; appeals support; billing and coding support; co-pay assistance (nongovernment payers); and, drug replacement.

#### Incyte

*IncyteCARES* www.incytecares.com (855) 4-Jakafi (452-5234) FAX (855) 525-7207 6:00AM-5:00PM Pacific Time *Jakafi* 

IncyteCARES (Connecting Access, Reimbursement, Education and Support) offers ongoing support and resources to patients being treated with Jakafi, including: prescription insurance verification and prior authorization support; free drug and co-pay assistance, for those who qualify; referral to independent nonprofit organizations or foundations that may be able to provide financial assistance; and, access to oncology nurses.

# Janssen Oncology

www.janssencarepath.com The *JanssenCarePath* website provides reimbursement and patient support for over 20 *Janssen* products and a list of resources to assist providers and patients.

# Jazz Pharmaceuticals

JumpStart Program (888) 837-4397 9AM-6PM Eastern Time Defitelio, Erwinaze Jazz Pharmaceuticals recognizes that many patients today face financial obstacles that keep them from accessing

important medications. We are committed to improving patient care through unique patient and physician programs and ongoing collaboration with patients, physicians, and advocacy groups. The JumpStart Program is sponsored by Jazz Pharmaceuticals to help improve access to *Defitelio* and *Erwinaze* for appropriate patients. This program provides reimbursement support for *Defitelio* and *Erwinaze*, including benefits investigation and access to financial assistance options for eligible patients. Additionally, we offer a patient assistance program (PAP) designed to help eligible patients gain access to Defitelio and Erwinaze. For information on the Defitelio JumpStart Program, please visit www.defitelio.com; for information on the Erwinaze JumpStart Program, please visit www.erwinaze.com.

#### JumpStart Program

(855) 5VYXEOS (589-9367) 9AM-8PM Eastern Time Vyxeos Jazz Pharmaceuticals has reimbursement assistance available for patients being treated with *Vyxeos*. Dedicated JumpStart Specialists are available to assist patients starting *Vyxeos* in either the inpatient or outpatient setting. You can also request to be contacted by an Access and Reimbursement Manager (ARM) to assist you with additional reimbursement-related questions. Specialists can assist with investigating benefits and verifying patients' coverage; providing information about financial assistance programs for eligible patients; providing prior authorization and appeals support (outpatient setting); answering coding and other reimbursement questions.

# Lilly Oncology

Lilly PatientOne www.lillypatientone.com (866) 4PatOne (472-8663) 9AM-7PM Eastern Time Alimta, Cyramza, Gemzar Lilly Oncology's PatientOne strives to offer reliable and individualized treatment support for eligible patients prescribed a *Lilly Oncology* product whether they are insured, underinsured, or simply uninsured. For those who qualify, *Lilly PatientOne* can help in the following ways: connect patients with the Patient Assistance Program to determine eligibility and funding options; evaluate financial assistance options including co-pay programs and co-pay assistance foundations; provide reimbursement assistance (benefits investigations, prior authorization, evaluation of other funding options); and, assist with denied claim appeals. Lilly Oncology's Patient One co-pay assistance program has transitioned to a non-needs based program eliminating the income requirements for participation and has extended the look-back period for program inclusion from 30 to 120 days.

#### Merck

The Merck Access Program www.merckaccessprogram.com (855) 257-3932 8:00AM-8:00PM Eastern Time *The Merck Access Program* can help answer questions about access and support, including insurance coverage for patients, reimbursement, benefit investigations, prior authorizations, appeals, and referrals to the Merck Patient Assistance Program.

#### nanoString

Prosigna Patient Support Program (PPSP)

prosigna.com/patient-support/ Prosigna Prognostic Breast Cancer Gene Signature

The *Prosigna Patient Support Program* (PPSP) is designed to help breast cancer patients gain access to the important information which can be obtained from the *Prosigna Prognostic Breast Cancer Gene Signature.* The *Program* includes an array of services to meet the needs of patients and health care providers.

#### Novartis Oncology

Oncology Access Now

www.oncologyaccessnow.com Reimbursement Hotline (800) 282-7630 Patient Assistance Programs (866) 884-5906 *Novartis* is committed to providing access to its medicines for those most in need. Through a variety of resources, including the Novartis Oncology Patient Assistance Program, the Novartis Oncology Reimbursement Hotline, and our support of independent charitable copay foundations, Novartis has made a firm commitment to enable patients in need to access medicines. Visit www.oncologyaccessnow.com for complete patient assistance, reimbursement, and clinical trial information.

# Oncology Supply/ION

www.oncologysupply.com (888) 536-7697 For over 35 years, Oncology Supply has distributed chemotherapy and supportive care products to independent oncology practices nationwide from our office/distribution center in Dothan, Alabama Our passion is customer satisfaction. Our priority is exceeding expectations by delivering friendly, responsive service, while making the purchasing process easy and reliable to help our practices positively impact cancer patients' lives. Creating relationships of trust and loyalty is the foundation of our culture. Our experience and stability in the marketplace allows us to understand our customer challenges and achieve timely resolution with transparency. We guarantee the integrity of the origin of all pharmaceutical products we sell. In 1998, we partnered as the exclusive distributor for ION Solutions. Community-based oncologists rely on ION Solutions for creative GPO contracting, integrated dispensing solutions, and the expertise practices need to improve clinical and operational management. Pharmaceutical manufacturers rely on us as a trusted preferred partner for

achieving product exposure and driving growth with existing products. Managed care companies depend on us to develop innovative programs to reduce overall costs and variability of care among our practices. With our extensive industry network experience, we have the knowledge, consulting guidance, and contracting programs to help oncology practices succeed. *ION Solutions* introduced the *Community Counts* advocacy campaign in 2012. Through this, practices are encouraged to take charge and enact change to shape healthcare delivery.

#### Pfizer Oncology

PfizerOncologyTogether www.pfizeroncologytogether.com (877) 744-5675 FAX (877) 736-6506 8:00AM-8:00PM Eastern Time Aromasin, Bosulif, Camptosar, Ellence, Emcyt, Ibrance, Idamycin, Inlyta, Neumega, Sutent, Torisel, Xalkori, Zinecard

*Pfizer Oncology* is committed to helping patients get access to the medications they need. Pfizer Oncology Together has a range of offerings to provide eligible patients with financial support, regardless of their insurance coverage, including: Uninsured—patients who do not have any form of healthcare coverage; Commercially insured commercial, private, employer, and healthcare exchange patients; Medicare/Government insured— Medicare, Medicaid, and other government insured patients; one-topersonalized office support and education to help offices best navigate access and reimbursement issues. Please reach out to your *Pfizer* representative for additional details.

# Pfizer US Biosimilars

*Pfizer enCompass* (844) 722-6672 FAX (844) 482-4482 9:00AM-8:00PM Eastern Time *Inflectra Pfizer enCompass* is your comprehensive resource for information and resources related to reimbursement and patient access for Inflectra. With Pfizer enCompass, you have access to a team of experienced Access Counselors trained to investigate your patients' insurance benefits and coverage details for Inflectra. Access Counselors can also help your office navigate prior authorization requirements, coding and billing questions, the appeals process, and identify affordability options to help appropriate patients get started with Infletctra treatment. Pfizer enCompass provide a variety of patient support programs to help patients access *Inflectra* therapy including assistance for eligible uninsured and insured patients who cannot afford their outof-pocket costs.

# Pharmacyclics

YOU&i Support Program www.youandiaccess.com (877) 877-3536 Imbruvica YOU&i Support Program is a personalized support program from Pharmacyclics and Janssen Oncology that includes information on access and affordability, nurse call support, and resources for patients being treated with Imbruvica. Patients or their provider may access the YOU&I Support Program by visiting www.youandiaccess.com or www.imbruvica.com or calling (877)877-3536. YOU&i Support Program provides rapid (within 2 business days) benefit investigation, information about the prior authorization process, information about the insurance appeals process and can refer you to a specialty pharmacy. Patients may qualify for YOU&i Start: (If a patient is experiencing an insurance coverage decision delay, this program may give you access to Imbruvica.) Patients may also qualify for YOU&i Instant Savings *Program*: (If a patient has commercial health insurance and meets eligibility requirements, they will pay no more than \$10 per month for *Imbruvica*.)

# Sandoz Biopharmaceuticals

Sandoz One Source

www.sandozonesource.com (844) SANDOZ1 (726-3691) FAX: (844) SANDOZ5 (726-3695) 9:00AM-8:00PM Eastern Time

#### Sanofi Genzyme

Sanofi Patient Connection Provider Portal for Healthcare Professionals www.visitspconline.com Informational Website for Patients and Providers www.sanofipatientconnection.com (888) visitSPC (847-4877) FAX (888) 847-1797 9:00AM-8:00PM Eastern Time As part of Sanofi Genzyme's commitment to comprehensive disease management we offer resources to help healthcare professionals provide care for their patients. Sanofi Patient *Connection* is a program that includes patient assistance and reimbursement services to help take the challenge out of gaining access to Sanofi Genzyme products for patients in need. Visit the Sanofi Patient Connection website for additional information or call (888) visitSPC.

#### Seattle Genetics

SeaGen Secure Services www.seagensecure.com www.adcetris.com (855) 473-2873 9:00AM-8:00PM Eastern Time Adcetris SeaGen Secure is a comprehensive reimbursement support hotline and patient assistance program for Adcetris. Reimbursement counselors are available to provide coverage, coding and reimbursement information in addition to case management for our patient assistance programs. Patient assistance is available to uninsured and underinsured patients that have been prescribed Adcetris. Eligibility for patient assistance is based on gross family household income, residency and diagnosis. Additional program services include benefit investigations, assistance with underpaid/denied claims, Adcetris policy information and alternate funding research. Patients

now have access to an *Oncology Nurse Advocate* when they call (855) 4SECURE. Our *Oncology Nurse Advocate* can assist patients with access to advocacy associations as well as provide regular patient support emails and newsletters.

# Taiho Oncology

Taiho Oncology Patient Support www.TaihoPatientSupport.com (844) TAIHO-4U (824-4648) FAX: (844) 287-2559 Longsurf Taiho Oncology Patient Support provides financial support (insurance coverage and reimbursement support, co-pay savings for commercially insured patients, alternate funding support for Medicaid/Medicare- or governmentinsured patients, and patient assistance for those unable to afford Longsurf), and personalized nurse support.

# Takeda Oncology

*Takeda Oncology 1Point* One point of connection for access and support www.ariadpass.com (844) N1POINT (844-617-6468), Option #2

Alunbrig 1Point (844) A1POINT (217-6468) 8AM-8PM Eastern Time Alunbrig

The Alunbrig 1Point dedicated case management team deliver personalized services that help patients and providers navigate coverage requirements for *Alunbrig*, streamline product access, and connect to helpful resources. Services include benefit verification and prior authorization assistance; assistance with appealing a payer denial; *Alunbrig Co-Pay* Assistance Program enrollment for eligible, commercially insured patients; specialty pharmacy referral and coordination; referral to alternative funding sources and third-party foundations; connection to support services, including referral for legal support and national and local organizations for counseling; and,

# Patient Assistance Programs.

*Iclusig 1Point* (844) T1POINT (817-6468) 8AM-8PM Eastern Time *Iclusig* 

*Ninlaro 1Point* (844) N1POINT (617-6468) 8AM-8PM Eastern Time *Ninlaro* 

Velcade Reimbursement Assistance Program (VRAP) www.velcade-hcp.com/ reimbursement/ (866) VELCADE (835-2233), Option 2 5:00AM-5:00PM Pacific Time Velcade

# Tesaro

*Together with Tesaro* (844) 2TESARO (283-7276) 8:00AM-8:00PM Eastern Time *Together with Tesaro* provides a co-pay assistance program (virtual pay card), a patient assistance program, the *First Dose Program*, and coverage support.

# Teva Oncology

CORE (Comprehensive Oncology Reimbursement Expertise) www.TevaCORE.com (888) 587-3263 FAX (866) 676-4073 9:00AM-7:00PM Eastern Time CORE provides support for branded Teva Oncology products. Teva Oncology support programs are designed to help patients and healthcare providers navigate the reimbursement landscape with resources aimed at clarifying issues and assisting with the claims process. Specific assistance includes benefit verification and coverage determination, policy benefits and limitations, personalized support through the claims process, and appeals support.

INTevaGENCE offers an online expert forum where seasoned presenters bring you information, tools, instruction, and expert perspectives. Topics include oncology nurse navigation, continuous improvement of quality, and patient satisfaction. Go to intevagence.com/Brochure/ ONC-40643\_InTevaGence\_ Flashcard\_v5.pdf for more information.

#### ARTICLES OF INCORPORATION of the ASSOCIATION OF NORTHERN CALIFORNIA ONCOLOGISTS I

The name of this Corporation is THE ASSOCIATION OF NORTHERN CALIFORNIA ONCOLOGISTS.

#### Π

A. This Corporation is a nonprofit mutual benefit corporation organized under the Nonprofit Mutual Benefit Corporation Law. The purpose of this Corporation is to engage in any lawful act or activity which a corporation may be organized under such law.

B. The specific purposes of this Corporation are to (1) promote high professional standards of Medical Oncology in Northern California; (2) provide Oncologists with a forum for exchanging ideas, data and knowledge necessary to provide quality care; (3) support the search for more effective treatments of malignant illnesses by enrolling patients in clinical trials and implementing clinical research; and (4) assist Oncologists in providing patients with the best treatments possible.

#### III

The name and address in the State of California of this Corporation's initial agent for service of process is:

> José Luis González, *Executive Director* 53 Maple Hill Drive San Rafael, CA 94903

#### IV

The number and qualifications of members of this Corporation and their rights and privileges shall be as specified in the Bylaws.

#### V

Notwithstanding any of the above statements of purposes and powers, this Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the specific purposes of this Corporation.

Filed: March 22, 1991

#### BYLAWS *of the* ASSOCIATION OF NORTHERN CALIFORNIA ONCOLOGISTS

#### ARTICLE I NAME AND PURPOSES

The name of this Corporation and its purposes shall be as set forth in the Articles of Incorporation of this Corporation.

#### ARTICLE II OFFICES

Section 1. Principal Office. The Corporation's principal office shall be fixed and located at such place as the Board of Directors shall determine. The Board is granted full power and authority to change the principal office of this Corporation from one location to another.

Section 2. Other Offices. The Board of Directors may at any time establish branch or subordinate offices at any place or places where the Corporation is qualified to do business.

<u>Section 3. Registered Agent.</u> The Executive Director shall serve as the Registered Agent for the Association of Northern California Oncologists. (Amended 2002)

#### ARTICLE III INDIVIDUAL MEMBERSHIP

Section 1. Membership and Qualifications. Membership in this Corporation shall be open to those individuals who practice in California and are either Board qualified or Board eligible in Medical Oncology, Pediatric Oncology or Hematology. Full membership in this Corporation shall be open to those individuals who practice in California and are either Board qualified or Board eligible in Medical <u>Ôncology, Pediatric Õncology or Hematology.</u> Associate memberships in this Corporation shall be open to those individuals who practice in California and are either Board qualified or Board eligible in Radiation Oncology or <u>Surgical Oncology.</u> Individual membership in this Corporation shall be open to those individuals who practice in California or adjacent States and are either Board qualified or Board eligible in Medical Oncology, Pediatric Oncology, Radiation Oncology, Surgical Oncology, or Hematology. Each candidate for membership shall be required to submit an application to the Corporation for approval. (Amended 1995) The Board is authorized to create additional membership categories (e.g., corporate, institutional) with specific requirements, rights, and privileges as shall be set by the Board from time to time. (Amended 2002)

*Section 2. Membership Certificates.* The Corporation shall not issue membership certificates, but may issue identification cards.

Section 3. Membership Fee. Each member shall pay a membership fee and periodic dues and assessments in such amounts and at such times as shall be determined by the Board. To the extent that any fees, dues and assessments collected in any one (1) year exceed expenses, the excess will be applied to reduce assessments in the next year. (Amended 2002)

Section 4. Privileges. Each <u>full</u> member shall have the right-to vote, as set forth in Section 5 of this Article III, for the election of Directors, the disposition of substantially all of the assets of the Corporation, a merger and on a dissolution. Further, full members shall have all the rights afforded members under the California Nonprofit Mutual Benefit Corporation Law. Each member shall be eligible to attend meetings of the members of the Corporation and meetings of the Board. Each full member may serve on committees, hold elected office, receive Corporation publications, and participate in Corporation functions. Each full member may serve on committees and hold elected office. Each member may receive Corporation periodicals and participate in Corporation functions. (Amended 1995) (Amended 2002)

Section 5. Voting Rights. Subject to the provisions of Section 7612 of the California Nonprofit Mutual Benefit Corporation Law and these Bylaws, each <u>full</u> member shall be entitled to one vote on each matter submitted to a vote of the members. <u>Full mM</u>embers who fail to be in good standing, as set forth in Section 8 of this Article, shall not be entitled to vote on any matter. <u>Full mM</u>embers may vote by written proxy. (<del>Amended 1995</del>) (Amended 2002)

Section 6. Transfer of Membership. No membership or right arising from membership shall be transferred by reason of a member's death, resignation or otherwise.Membership or right arising from membership may be transferred by reason of a member's death, resignation, or otherwise with the approval of the Board of Directors. (Amended 1994)

Section 7. Termination of Membership. The Board may terminate or suspend a membership or expel or suspend a member for non-payment of fees, periodic dues or assessments. The Board may also suspend a membership or expel or suspend a member if such member fails to subscribe to the purposes of this Corporation or abide by these Bylaws; fails to satisfy the qualifications for membership or fails in a material and serious degree to observe the rules of conduct of the Corporation or engages in conduct materially and seriously prejudicial to the purpose and interests of the Corporation. In the latter case, the Board shall give the member at least fifteen (15) days' prior written notice via personal delivery or certified or registered mail of the proposed expulsion, suspension or termination and of the reasons therefor. The member may submit a written statement to the Board regarding the proposed action not less then five (5) days before the effective date of the proposed expulsion, suspension or termination. Prior to the effective date of the proposed expulsion, suspension or termination, the Board shall review any such statement submitted and shall determine the mitigating effect, if any, of the information contained therein. A suspended member shall not be entitled to exercise any of the voting rights described in these Bylaws.

Section 8. Good Standing. If a member is in arrears in the payment of any installment of fees, periodic dues or assessments, for more than thirty (30) ninety (90) days, the Secretary shall notify the member of the delinquency. If no response from the member is received within thirty (30) days of the mailing of such notice, the member shall not be in good standing and shall not be entitled to vote as a member. The member may also be subject to termination as set forth in Section 7 of this Article III. (Amended 2002)

*Section 9. Place of Meetings*. Meetings of members shall be held either at the principal office of the Corporation or at such other location within or outside the State of California that is designated either by the Board of by the written consent of all members entitled to vote.

Section 10. Annual and Regular Meetings. Annual and regular meetings of members shall <u>may</u> be held on such dates or at such times as may be fixed by the Board. In any year in which Directors are to be elected, the election shall <u>may</u> be held at the annual meeting of the members. The purpose of the annual and regular meetings shall be to transact pertinent business, share practice concerns and provide continuing education. (Amended 2002)

Section 11. Special Meetings. Special meetings of members may be called for any lawful purpose at any time by either (i) a majority of the Board or (ii) a majority of the Corporation's members and four (4) of its Directors. All requests for special meetings shall be in writing and be made to the President and Vice-President. The Secretary shall cause notice to be given to the members entitled to vote that a meeting will be held at time fixed by the Board not less than fourteen (14) nor more than sixty (60) days after the receipt of their request.

Section 12. Notice of Meetings. Written notice of each annual, regular and special meeting of members shall be given not less than fourteen (14) nor more than ninety (90) days before the date of the meeting to each member entitled to notice thereof; provided, however, that if notice is given by mail, and the notice is not mailed by first class, registered or certified mail, the notice shall be given not less than twenty (20) days before the meeting. Such notice shall state the place, date and hour of the meeting and the general nature of the business to be transacted, and no other business may be transacted. The notice of any meeting at which Directors are to be elected shall include the names of all those who are nominees at the time the notice is sent to members.

Page 92

Section 13. Quorum. One-third (1/3) of the voting power represented in person or by written proxy shall constitute a quorum at any meeting of members. If a quorum is present, the affirmative vote of the majority of the voting power represented at the meeting, entitled to vote, and voting on any matter shall be the act of the members, unless the vote of a greater number is required by law, by the Articles of Incorporation of this Corporation or by these Bylaws. The members present at a duly called or held meeting at which a quorum is present may continue to do business until adjournment, notwithstanding the withdrawal of enough members to leave less than a quorum, if any action taken (other than adjournment) is approved by at least a majority of the members required to constitute a quorum.

Section 14. Adjourned Meetings. Any members' meeting, whether or not a quorum is present, may be adjourned from time to time by a vote of the majority of the votes represented in person but in the absence of a quorum (except as provided in Section 13 of this Article III) no other business may be transacted at such meeting. No meeting may be adjourned for more than forty-five (45) days. It shall not be necessary to give any notice of the time and place of the adjourned meeting or of the business to be transacted thereat, other than by announcement at the meeting at which such adjournment is taken; provided, however, that if after adjournment a new record date is fixed for voting, a notice of the adjourned meeting shall be given to each member who, on the record date for notice of the meeting, is entitled to vote at the meeting, as in the case of the meeting as originally called.

Section 15. Record Date. The record date for determining members entitled to notice of the meeting of members shall be at the close of business on the business day next preceding the day on which notice is given or, if notice is waived, at the close of business day next preceding the day on which the meeting is held.

Section 16. Action Without Meeting. Subject to Section 7513 of the California Nonprofit Mutual Benefit Corporation Law, any action that may be taken at any annual, regular or special meeting of members may be taken without a meeting if the written ballot of every member is solicited. Approval by written ballot shall be valid only if the number of ballots cast within the time period specified equals or exceeds the quorum required to be present at a meeting authorizing the action, and the number of approvals equals or exceeds the number of votes that would be required to approve at a meeting at which the total number of votes cast was the same as the number of votes cast by ballot. Alternatively, any action required or permitted to be taken by the members may be taken without a meeting, if all member individually or collectively consent in writing to the action. The written consent or consents shall be filed with the minutes of the proceedings of the members.

*Section 17. Conduct of Meetings.* The President, or his or her designee, shall preside as chairman at all meetings of the members. All meetings shall be conducted in accordance with Roberts Rules of Order.

Section 18. Proxies. Each member entitled to vote may do so either in person or by one or more agents authorized by a written proxy, signed by the person and filed with the Secretary of the Corporation. If the Corporation has 100 or more members, any form of proxy distributed to 10 or more members shall afford an opportunity on the proxy to specify a choice between approval and disapproval of each matter or group of related matters and shall provide, subject to reasonable specified conditions that when the person solicited specifies a choice with respect to any such matter, the vote shall be cast in accordance with that specification. In any election of Directors any form of proxy that a member marks "withhold," or otherwise in a manner indicating that the authority to vote for the election of Directors is withheld, shall not be voted either for or against the election of a Director.

#### ARTICLE IV DIRECTORS

*Section 1. Powers.* Subject to the limitations of the Articles of Incorporation, these Bylaws, and the California Nonprofit Mutual Benefit Corporation Law relating to action required to be approved by the members or by a majority of members, the activities and affairs of this Corporation shall be conducted and all corporate powers shall be exercised by or under the direction of the Board. The Board may delegate the management of the activities of the Corporation to any person or persons, a management company, or committees however composed, provided that the activities and affairs of the Corporation shall be conducted and all corporate powers shall be exercised by or under the direction of the Board. Without prejudice to such general powers, but subject to the same limitations, the Board shall have the following powers in addition to the other powers enumerated in these Bylaws:

(a) to conduct, manage and control the affairs and activities of the Corporation and establish such administrative policies not inconsistent with law, the Articles of Incorporation or these Bylaws;

(b) to execute and deliver in the corporate name, agreements, promissory notes, or other evidences of debt and securities therefor and to make necessary expenditures for the Corporation;

(c) to authorize the issuance of memberships in the Corporation from time to time and determine appropriate membership dues, fees and assessments;

(d) to generally foster the growth and development of the Corporation;

(e) to review committee reports and determine appropriate action to be taken;

(f) to discharge such other duties as herein provided; and

(g) to select and remove all Officers, agents and employees of the Corporation, and prescribe powers and duties for such representatives as are consistent with law, the Articles of Incorporation, and these Bylaws.

Section 2. Number and Qualification of Directors. The authorized number of Directors shall be nine (9), twelve (12), unless such number is changed by a duly adopted amendment to these Bylaws. The President, Vice-President, Secretary and Treasurer shall all be Directors. The immediate past President of the Corporation shall serve as an ex-officio member of the Board, without the right to vote, for a period of two (2) years following expiration of his or her term as President. Each Director shall be and continuously remain a licensed physician and surgeon as defined in the California Business and Professions Code. (Amended 2002)

Section 3. Election and Term of Office. Directors shall be elected at the annual meeting of the members, but if any such annual meeting is not held or the Directors are not elected at such meeting, the Directors may be elected at any special meeting of the members held for that purpose or by mail ballot. Directors shall serve for <u>a</u> terms of that vary from one (1) to three (3) years and until a successor has been elected and qualified. No Director may serve for more than six (6) consecutive years. The terms services by individuals who are Directors because of their status as Officers shall not be counted in calculating such six (6) year period. Each Director, including a Director elected to fill a vacancy, shall hold office until the expiration of the term for which elected or until a successor has been elected and qualified. (Amended 2002)

The Board of Directors shall be divided into three (3) classes, Class I, Class II and Class III. Each class shall consist of three (3) four (4)directors. The term of office of Class I Directors shall expire at the 1992 annual meeting of the members. The term of office of Class II Directors shall expire at the 1993 annual meeting of members. The term of office of Class III Directors shall expire at the 1994 annual meeting of members. This same process shall be followed in subsequent years. At each annual election, the Directors chosen to succeed those whose terms then expire shall be of the same class as the Directors they succeed, unless by reason of any changes in the authorized number of Directors, the Board designates one or more Directorships whose term then expires as Directorships of another class in order more nearly to achieve equality of number of Directors among the classes. In the event of any change in the authorized number of Directors, each Director then continuing to serve as such shall nevertheless continue as a Director of the class of which he or she is a member until the expiration of his or her

current term, or his or her prior death, resignation or removal. (Amended 2002)

Section 4. Alternate Directors. At each annual election of Directors, the members shall elect three (3) individuals to serve as "Alternate Directors." Upon the request of any Director, <u>aAn</u> Alternate Director shall serve in the place of such Director at Board meetings and have the authority to vote or take other action on matters upon which such other Directors is are authorized to vote or take action. Alternate Directors shall serve terms of one (1) year each. The provision for Alternate Directors contained in this Section 4 shall not increase the authorized number of the Corporation's Directors as set forth in Section 2 above, nor shall it change the quorum requirements set forth in Section 9 below. (Amended 2002)

Section 5 4. Vacancies. Any Director may resign effective upon giving written notice to the President or the Secretary, unless the notice specifies a later time for the effectiveness of such resignation. If the resignation is effective at a future time, a successor may be elected before such time to take office when the resignation becomes effective. Vacancies in the Board, except those existing as a result of a removal of a Director, may be filled by approval of the Board, or, if the number of Directors then in office is less than a quorum, by the unanimous written consent of the Directors then in office, the affirmative vote of a majority of Directors then in office at a meeting held pursuant to notice or waivers of notice, or by a sole remaining Director. Each Director so elected shall hold office until the expiration of the term of the replaced Director and until a successor has been elected and qualified. (Amended 2002)

A vacancy or vacancies in the Board shall be deemed to exist in (i) the event of the death, resignation or removal of any Director, (ii) if the Board by resolution declares vacant the office of a Director who has been declared of unsound mind by an order of court or who has been convicted of a felony, (iii) if the authorized number of Directors is increased, or (iv) if the members fail, at any meeting of the members at which any Director or Directors are elected, to elect the number of Directors to be elected at that meeting. The members of this Corporation may elect a Director or Directors at any time to fill any vacancy or vacancies not filled by the Directors. No reduction of the authorized number of Directors shall have the effect of removing any Director prior to the expiration of the Director's term of office.

Section 6 <u>5</u>. Place of Meeting. Regular or special meetings of the Board shall be held at any place within or without the State of California which has been designated from time to time by the Board. In the absence of such designation, meetings shall be held at the principal office of the Corporation. (Amended 2002)

Section 7 <u>6</u>.Regular Meetings. Immediately <u>4</u>Eollowing the annual meeting of members where Directors are elected election, the Board shall hold a regular meeting for the purpose of organization, election of Officers, and the transaction of other business. Other regular meetings of the Board shall be held quarterly (or more frequently as necessary) at such times as are fixed by the Board of Directors. Notice of the time and place of regular meetings shall be given to each Director by mail, in person, or by telephone at least fourteen (14) days prior to the meeting. (Amended 2002)

Section 8 7. Special Meetings. Special meetings of the Board for any purpose or purpose may be called at any time by the President or a majority the Board. Notice of the time and place of special meeting shall be delivered personally or by telephone to each Director sent by first-class or priority mail or telegram, charges prepaid, addressed to each Director at that Director's address as it is shown on the records of the Corporation. In case the notice is mailed, it shall be deposited in the United States Mail at least four (4) days before the time of the holding of the meeting. In case the notice is delivered personally or by telephone or telegram, it shall be delivered personally or by telephone or to the telegraph company at least forty-eight (48) hours before the time of the holding of the meeting. Any oral notice given personally or by telephone may be communicated either to the Director or to a person at the office of the Director who the person giving the notice has reason to believe will promptly communicate it to the Director. The notice need not specify the purpose of the

meeting or, if the meeting is to be held at the principal executive office of the Corporation, the place. (Amended 2002)

Section 9 8. Quorum. A majority of the authorized number of Directors shall constitute a quorum for the transaction of business, except to adjourn as provided in Section 12 of this Article. Every act or decision done or made by a majority of the Directors present at a meeting duly held at which a quorum is present shall be regarded as the act of the Board of Directors, subject to applicable provisions of the California Corporations Code. A meeting at which a quorum is initially present may continue to transact business notwithstanding the withdrawal of Directors, if any action taken is approved by at least a majority of the required quorum for that meeting. (Amended 2002)

Section 10 9. Waiver of Notice. Notice of the meeting need not be given to any Director who signs a waiver of notice or a written consent to holding the meeting or an approval of the minutes thereof, whether before or after the meeting, or who attends the meeting without protesting, prior thereto or at its commencement, the lack of notice to such Director. All such waivers, consents and approvals shall be filed with the corporate records or made a part of the minutes of the meeting. (Amended 2002)

Section 11 10. Participation by Conference Telephone. Members of the Board may participate in a meeting through use of conference telephone or similar communications equipment, so long as all members participating in such meeting can hear one another. (Amended 2002)

Section 12 11. Adjournment. A majority of the Directors present, whether or not a quorum is present, may adjourn any Board meeting to another time and place. Notice of the time and place of holding an adjourned meeting need not be given, unless the meeting is adjourned for more than twenty-four (24) hours, in which case notice of the time and place shall be given before the time of the adjourned meeting to the Directors who were not present at the time of the adjournment. (Amended 2002) Section 13 12. Action Without Meeting. Any action required or permitted to be taken by the Board may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such consent or consents shall have the same effect as a unanimous vote of the Board and shall be filed with the minutes of the proceedings of the Board. (Amended 2002)

*Section 14 <u>13</u>. Fees and Compensation*. Directors may receive such compensation, if any, for their services, and such reimbursement for expenses, as may be fixed or determined by the Board. (Amended 2002)

Section <del>15</del> <u>14</u>.Prohibition Against Proxy Voting. No Director may vote by proxy. (Amended 2002)

Section <u>16</u> <u>15</u>. Attendance Requirement. Board members whose unexcused absences exceed three <u>consecutive</u> (3) meetings in any one (1) year period may be subject to removal from the Board. (Amended 2002)

#### ARTICLE V OFFICERS

Section 1. Officers. The Officers of this Corporation shall be a President, a Vice-President, a Secretary and a Treasurer. The Corporation may also have, at the discretion of the Board, one or more Assistant Secretaries, one or more Assistant Treasurers, and such other Officers as may be elected or appointed in accordance with these Bylaws. Any number of offices may be held by the same person unless the California Corporations Code, the Articles of Incorporation or these Bylaws provide otherwise.

Section 2. Election and Term. The Officers of the Corporation, except such Officers as may be elected or appointed in accordance with the provisions of Section 3 or Section 5 of this Article V, shall be chosen every other year by, and shall serve at the pleasure of, the Board, and shall hold their respective offices for (a) terms of two (2) years; (b) until they no longer serve as Directors of the Corporation; (c) until their resignation, removal or other disqualification from service; or (d) until their respective successors are elected, whichever occurs first. Page 96

Section 3. Subordinate Officers. The Board may elect, and may empower the President to appoint, such other Officers as the business of the Corporation may require, each of whom shall hold office for such period, have such authority, and perform such duties as are provided in these Bylaws or as the Board may from time to time determine.

Section 4. Removal and Resignation. Any Officer may be removed, either with or without cause, by the vote of at least  $\frac{1}{5}$  eight (8)Directors. No removal shall occur until the Officer has been advised of the reasons for the removal and been given an opportunity to discuss the matter with the Board. Any such removal shall be without prejudice to the rights, if any, of the Officer under any contract of employment of the Officer. Any Officer may resign at any time by giving written notice to the Corporation, but without prejudice to the rights, if any, of the Corporation under any contract to which the Officer is a party. Any such resignation shall take effect at the date of the receipt of such notice or at any later time specified therein and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective. (Amended 2002)

Section 5. Vacancies. A vacancy in any office due to the death, resignation, removal, disqualification, or any other cause, shall be filled in the manner prescribed in these Bylaws for regular election or appointment to such office, provided that such vacancies shall be filled as they occur and not on a biannual basis.

Section 6. President. The President shall be the Chief Executive Officer of the Corporation and shall, subject to the control of the Board, have general supervision, direction and control of the business and the Officers of the Corporation. The President, or his or her designee, shall preside at all meetings of the members and at all meetings of the Board. The President shall have the general powers and duties of management usually vested in the office of president of a corporation, and shall have such other powers and duties as from time to time may be prescribed by the Board or these Bylaws. Subject to approval by the Board, the President shall appoint all standing and any special committees and chairpersons of such

committees. The President shall be an exofficio member of all committees and shall make certain that all members comply with the rules and regulations of the Corporation.

Section 7. Vice-President. In the absence or disability of the President, the Vice-President, shall perform all duties of the President, and when so acting shall have all the powers of, and be subject to all the restrictions upon, the President. The Vice-President shall have such other powers and perform such other duties as from time to time may be prescribed by the President, the Board of Directors or these Bylaws.

Section 8. Secretary. The Secretary shall keep or cause to be kept at the principal office or such other place as the Board may direct, a book of minutes of all meetings and actions of Directors, committees of Directors and members, with the time and place of holding, whether regular or special, and, if special, how authorized, the notice given, the names of those present or represented at members' meetings and the proceedings. The Secretary shall give or cause to be given notice of all meetings of the members and of the Board required by these Bylaws and shall have such other powers and perform such other duties as from time to time may be prescribed by the Board or these Bylaws.

Section 9. Treasurer. The Treasurer shall be the Chief Financial Officer of the Corporation and shall keep and maintain or cause to be kept and maintained adequate and correct books and records of accounts of the properties and business transactions of the Corporation. The Treasurer shall be responsible for collecting dues from members of the Corporation and keeping an accurate account of all dues received. The Treasurer shall also be responsible for preparing annual budgets of the Corporation for approval by the Board. The Treasurer shall be required to present the annual budget to the Board at a regularly scheduled meeting of the Board. The Treasurer shall render to the President and the Board, whenever either requests it, an account of all of his or her transactions as Treasurer and of the financial condition of the Corporation and shall have such other powers and perform such other duties as may be prescribed by the Board or these Bylaws.

Section 10. Executive Director. The Executive Director will be selected by the Board and shall serve as an employee of the Corporation without voting rights but has the privilege of the floor. The Executive Director cannot hold any other office. The Executive Director has fiscal, planning and coordination responsibilities. The Executive Director shall attend all meetings of the membership and the Board and shall work to ensure continuity of the Corporation's business. (Amended 2002)

#### ARTICLE VI COMMITTEES

Section 1. In General. The Board of Directors may, by resolution adopted by a majority of the authorized number of Directors, designate one (1) or more standing or advisory committees whose members shall serve at the pleasure of the Board of Directors. All committees shall report their findings and recommendations to the Board of Directors.

Section 2. Prohibited Activities. No committee shall have authority with respect to (a) any action for which the California Corporations Code requires approval of the members or the majority of all members; (b) the filling of vacancies on the Board or any committee; (c) the fixing of compensation of the Directors for serving on the Board or any committee; (d) the amendment or repeal of bylaws or the adoption of new bylaws; (e) the amendment or repeal of any resolution of the Board which by its express terms is not so amendable or repealable; (f) the appointment of other committees of the Board or the members thereof; (g) the expenditure of corporate funds to support a nominee for Director after there are more people nominated for Director than can be elected; or (h) the approval of any self-dealing transaction as such transactions are defined in the California Corporations Code.

Section 3. Executive Committee. There shall be an Executive Committee which, shall be a standing Committee of the Board and shall consist of all Directors who also are Officers of the Corporation. The Chairman of the Executive Committee shall be the person then serving as Chairman of the Board of Directors. The Executive Committee shall have authority to act for the Corporation, subject to the provisions of Section 2 of this Article VI. The Executive Committee shall establish rules and regulations for its meetings. It shall meet at such times as it deems necessary, provided that reasonable notice of all meetings of the Executive Committee shall be given to its members and no act of the Executive Committee shall be valid unless approved by the vote or written consent of a majority of its members. The Chairman and each member of the Executive Committee shall serve until the next election of Officers or Directors and until his or her successor is appointed, or until he or she is removed, resigns, or otherwise ceases to qualify as a member of the committee.

Section 4. Advisory Committees. Advisory committees may be appointed and may consist of one or more persons who shall be appointed by the President or the Directors of the Corporation. Advisory committees shall have no legal authority to act for the Corporation, but shall report their findings and recommendations to the Board of Directors.

Section 5. Quorum. At all committee meetings, a majority of the members of the committee shall be necessary to constitute a quorum for the transaction of business, except that a majority of the committee members present, whether or not a quorum, may adjourn any committee meeting to another time and place. The act of a majority of the members present at a meeting at which there is a quorum shall be the act of the committee. Notwithstanding the foregoing, the members present at a meeting at which a quorum is initially present may continue to transact business, notwithstanding the withdrawal of committee members, so long as any action taken is approved by at least a majority of the required quorum for such meeting.

#### ARTICLE VII INDEMNIFICATION & INSURANCE

Section 1. Indemnification. To the full extent permitted by law and in the manner provided by law, this Corporation may indemnify against liability and hold harmless any person who was or is a party to or is threatened to be a party to, or is otherwise involved in any threatened, pending or completed action, suit or proceeding, whether civil, criminal,

administrative or investigative, by reason of the fact that such person is or was a Director, Officer, employee or agent of this Corporation when serving in an official capacity on behalf of this Corporation or is or was serving at the request of this Corporation as a Director, Officer, employee or agent of another corporation, domestic or foreign, non-profit or for-profit, partnership, joint venture, trust or other enterprise. The foregoing rights of indemnification shall not be deemed to be exclusive of any other rights to which such person may be entitled under applicable law and shall continue as to a person who has ceased to be a Director, Officer, employee or agent of this Corporation and shall inure to the benefit of the estate, executors, administrators, heirs, legatees, or devisees of any such person to the extent such action, suit or proceeding survived the death of such person.

Section 2. Insurance. The Board of Directors may adopt a resolution authorizing the purchase and maintenance of insurance on behalf of any person who is or was a Director, Officer, employee or agent of this Corporation against any liability asserted against or incurred by the agent in such capacity or arising out of the agent's status as such, whether or not the Corporation would have the power to indemnify the agent against such liability under the provisions of this Article.

#### ARTICLE VIII AMENDMENTS TO THE BYLAWS

These Bylaws may be amended or repealed at any time by approval of two-thirds (2/3) of the members <u>voting</u> and approval by the Board. All proposed amendments to the Bylaws shall be submitted in writing to the Secretary and then distributed to the members and the Board at least thirty (30) days prior to the <del>date</del> scheduled for the membership meeting at which the proposed amendment will be considered annual election. (Amended 2002)

# ARTICLE IX GENERAL PROVISIONS

Section 1. Maintenance of Corporate Records. The Corporation shall maintain, at a minimum, the following records: (a) adequate and correct books and records of account; (b) written minutes of the proceedings of its members, Board and committees of the Board; and (c) a record of each member's name and address.

Section 2. Inspection of Corporate Records. The accounting books, records, minutes of proceedings of the Board, its members and any committee of the Board, shall be kept in such place or places designated by the Board or, in the absence of such designation, at the principal office of this Corporation. The minutes shall be kept in written or typed form <u>or in any other</u> form capable of being converted into written, typed or printed form and the accounting books and records shall be kept either in written or typed form or in any other form capable of being converted into written, typed or printed form. Each Director shall have the right at any time to inspect all books, records and documents of every kind and the physical properties of this Corporation. Such inspection by a Director may be made in person, or by the agent or attorney of such Director. The right of inspection includes the right to copy and make abstracts of documents. (Amended 2002)

Section 3. Inspection of Articles and Bylaws. The Corporation shall keep in its principal office in the State of California the original or a copy of its Articles of Incorporation and of these Bylaws as amended to date, which shall be open to inspection by Directors, Officers and members at all reasonable times during offices hours.

Section 4. Annual Report. The Board of Directors shall prepare an annual report within 120 days after the end of the Corporation's fiscal year. The annual report shall be sent to each Director of the Corporation and upon written request by a member, to the requesting member. The annual report shall be prepared in conformity with the requirements of the California Nonprofit Corporation Law as such law now exists and may hereafter be amended.

Section 5. Endorsement of Documents: Contracts. A11 checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of or payable to the Corporation, shall be signed or endorsed by such person or persons in such manner as shall be determined from time to time by resolution of the Board of Directors. Except as otherwise provided in these Bylaws, the Board shall authorize two (2) Officers of the Corporation to enter into contracts and execute instruments in the name of and on behalf of the Corporation, each of whom shall have the authority to act independently, and such authority may be general or confined to specific instances and, unless so authorized by the Board, no individual shall have any power or authority to bind the Corporation by any contract or engagement or to pledge its credit or to render it liable for any purpose or in any amount.

*Section 6. Fiscal Year.* The fiscal year of this Corporation shall begin on the first day of January and end on the last day of December of the same year.