

AGENDA
GOVERNANCE COMMITTEE OF THE
EL CAMINO HOSPITAL BOARD OF DIRECTORS

Tuesday, March 23, 2021 – 5:30pm

El Camino Hospital | 2500 Grant Road Mountain View, CA 94040

PURSUANT TO STATE OF CALIFORNIA EXECUTIVE ORDER N-29-20 DATED MARCH 18, 2020, EL CAMINO HEALTH WILL NOT BE PROVIDING A PHYSICAL LOCATION FOR THIS MEETING. INSTEAD, THE PUBLIC IS INVITED TO JOIN THE OPEN SESSION MEETING VIA TELECONFERENCE AT:

1-669-900-9128, MEETING CODE: 760-083-0558#. No participant code. Just press #.

PURPOSE: To advise and assist the El Camino Hospital (ECH) Board of Directors (“Board”) in matters related to governance, board development, board effectiveness, and board composition, *i.e.*, the nomination and appointment/ reappointment process. The Governance Committee ensures the Board and Committees are functioning at the highest level of governance standards.

AGENDA ITEM	PRESENTED BY		ESTIMATED TIMES
1. CALL TO ORDER/ROLL CALL	Peter C. Fung, MD, Chair		5:30 – 5:32pm
2. POTENTIAL CONFLICT OF INTEREST DISCLOSURES	Peter C. Fung, MD, Chair		information 5:32 – 5:33
3. PUBLIC COMMUNICATION a. Oral Comments <i>This opportunity is provided for persons in the audience to make a brief statement, not to exceed three (3) minutes on issues or concerns not covered by the agenda.</i> b. Written Correspondence	Peter C. Fung, MD, Chair		information 5:33 – 5:36
4. CONSENT CALENDAR <i>Any Committee Member or member of the public may remove an item for discussion before a motion is made.</i> Approval a. Minutes of the Open Session of the Governance Committee Meeting (02/02/2021) b. FY22 Governance Committee Meeting Dates Information c. FY21 Pacing Plan	Peter C. Fung, MD, Chair	<i>public comment</i>	motion required 5:36 – 5:39
5. REPORT ON BOARD ACTIONS	Peter C. Fung, MD, Chair		information 5:39 – 5:44
6. PLANNING BOARD EDUCATION	Dan Woods, CEO		discussion 5:44 – 6:04
7. ASSESS GOVERNANCE STRUCTURE RESILIENCY DURING COVID-19 PANDEMIC RESPONSE AND RECOVERY	Peter C. Fung, MD, Chair Dan Woods, CEO		discussion 6:04 – 6:19
8. APPOINTMENT OF RFP AD HOC COMMITTEE RE: GOVERNANCE CONSULTANT AND COMMITTEE REPORT	Peter C. Fung, MD, Chair; Ken Alvares, Committee Member	<i>public comment</i>	possible motion 6:19 – 6:24

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9. PROPOSED RESOLUTION 2021-04 PROPOSED (TEMPORARY) SUSPENSION OF EL CAMINO HOSPITAL BYLAWS ARTICLE VIII, SECTION 8.3	Peter C. Fung, MD, Chair; Dan Woods, CEO	<i>public comment</i>	possible motion 6:24 – 6:39
10. PROPOSED REVISED BOARD OFFICER NOMINATION AND SELECTION PROCEDURE	Dan Woods, CEO	<i>public comment</i>	possible motion 6:39 – 6:44
11. REVIEW ADVISORY COMMITTEE STRUCTURE/OPERATION	Peter C. Fung, MD, Chair		discussion 6:44 – 7:04
12. ADJOURN TO CLOSED SESSION	Peter C. Fung, MD, Chair	<i>public comment</i>	motion required 7:04 – 7:05
13. POTENTIAL CONFLICT OF INTEREST DISCLOSURES	Peter C. Fung, MD, Chair		information 7:05 – 7:06
14. CONSENT CALENDAR <i>Any Committee Member or member of the public may remove an item for discussion before a motion is made.</i> Approval <i>Gov't Code Section 54957.2:</i> a. Minutes of the Closed Session of the Governance Committee Meeting (2/2/2021)	Peter C. Fung, MD, Chair		motion required 7:06 – 7:07
15. ADJOURN TO OPEN SESSION	Peter C. Fung, MD, Chair		motion required 7:07 – 7:08
16. RECONVENE OPEN SESSION/ REPORT OUT To report any required disclosures regarding permissible actions taken during Closed Session.	Peter C. Fung, MD, Chair		information 7:08 – 7:09
17. AD HOC COMMITTEE APPOINTMENT: COMMITTEE MEMBER RECRUITMENT	Peter C. Fung, MD, Chair	<i>public comment</i>	motion required 7:09 – 7:14
18. ROUND TABLE DISCUSSION	Peter C. Fung, MD, Chair		discussion 7:14 – 7:19
19. ADJOURNMENT	Peter C. Fung, MD, Chair	<i>public comment</i>	motion required 7:19 – 7:20pm