



**Minutes of the Open Session of the
El Camino Hospital Board of Directors
Wednesday, May 12, 2021**

Pursuant to State of California Executive Order N-29-20 dated March 18, 2020, El Camino Health did not provide a physical location for this meeting. Instead, the public was invited to join the open session meeting via teleconference.

Board Members Present

Lanhee Chen, Chair**
Peter C. Fung, MD**
Julie Kliger**
Jack Po, MD, PhD**
Bob Rebitzer**
George O. Ting, MD**
Carol A. Somersille, MD**
Don Watters**
John Zoglin, Vice Chair**

Board Members Absent

Julia E. Miller, Secretary/Treasurer

**via teleconference

Members Excused

None

Agenda Item	Comments/Discussion	Approvals/ Action
1. CALL TO ORDER/ ROLL CALL	The open session meeting of the Board of Directors of El Camino Hospital (the "Board") was called to order at 5:30 pm by Chair Chen. A verbal roll call was taken; Director Miller was absent, and all other Board members were present. All members participated via videoconference pursuant to Santa Clara County's shelter in place order. Chair Chen reviewed the logistics for the meeting. A quorum was present pursuant to California Executive Orders N-25-20 dated March 12, 2020, and N-29-20 dated March 18, 2020.	
2. POTENTIAL CONFLICTS OF INTEREST DISCLOSURES	Chair Chen asked if any Board members may have a conflict of interest with any of the items on the agenda. None were noted.	
3. PUBLIC COMMUNICATION	None.	
4. QUALITY COMMITTEE REPORT	<p>Director Kliger, Quality Committee Chair, opened by highlighting recognitions concerning ECH's quality and safety work as follows:</p> <ul style="list-style-type: none"> • Leapfrog issued Grade A for Mountain View campus and Grade B for Los Gatos campus. • 5 Star rating from CMS (Center for Medicare & Medicaid Services), • Fortune IBM/Watson 100 Top hospitals in the U.S. announced this week that El Camino Health's hospital was named the only hospital in California to qualify for this prestigious award. <p>Director Kliger also highlighted a few areas of opportunity for improvement: timeliness through the emergency department, C-section rates, and HCAHPS scores. She also spoke briefly about the data regarding all-cause mortality and sepsis mortality which have been in an upward trend over the last few months. She noted these areas continue to be explored with the leadership team to understand better the reasoning behind the data, the plan of correction, and the timeline for such a plan.</p>	

	<p>Director Kliger reported that there had been much improvement within the El Camino Medical Health Network physician organization structure. In addition, internal committee oversights are being developed, which will help mature the organization.</p> <p>Mark Adams, CMO, provided more context regarding the quality dashboard metrics. He noted the fluctuation in serious safety events and reported other contributing factors regarding the sepsis index rate, citing patients not accessing healthcare at an earlier stage, making it more difficult for providers to intervene. Dr. Adams also spoke about overhauling the intervention process and educating the public to understand when to seek attentive care.</p> <p>Dan Woods, CEO, added that the ER visits have fluctuated. People, in general, have been avoiding hospitals on a nationwide scale. He agreed with Dr. Adams's assessment that having public education would indeed help.</p> <p>Dr. Adams further clarified that a special committee designed to do analysis focuses on the tools used for measurements to continuously improve the sepsis issue. He also mentioned that to impact health equity, more attention needs to shift to the outer environment of the hospital, with a multidisciplinary point of view as opposed to being the focus of the quality committee or social services.</p>	
<p>5. BOARD OFFICERS NOMINATION AND SELECTION PROCEDURES FOR FY21</p>	<p>Chair Chen addressed a minor modification to the board officers' nomination and selection procedures to reflect a simultaneous electronic vote and the addition of nominations from the floor.</p> <p>Motion: To approve Board Officer Nominations and Selection Procedures for FY21. Movant: Po Second: Watters Ayes: Chen, Fung, Kliger, Po, Rebitzer, Somersille, Ting, Watters, Zoglin Noes: None Abstentions: None Absent: Miller Recused: None</p>	
<p>6. BOARD OFFICER ELECTIONS</p>	<p>Director Zoglin explained that Director Chen was the only Director that declared interest in serving as Board Chair.</p> <p>Director Zoglin called for a vote regarding the selection of Director Chen as Board Chair for the upcoming term, and the Directors responded as follows:</p> <p>Chen: Abstain Fung: Aye Kliger: Aye Miller: Absent Po: Aye Somersille: Aye Rebitzer: Aye Ting: Aye Watters: Aye Zoglin: Aye</p>	<p>Board Officers Selected</p>

Motion: To select Lanhee Chen as ECH Board Chair for a one-year term of service, effective July 1, 2021.

Movant: Watters

Second: Ting

Ayes: Fung, Kliger, Po, Somersille, Rebitzer, Ting, Watters, Zoglin

Noes: None

Abstentions: Chen

Absent: Miller

Recused: None

Director Chen requested nominations or declarations of interest from the floor for the position of Vice-Chair.

Director Watters nominated Director Rebitzer.

A brief discussion about the term limit ensued among the directors. Mary Rotunno, General Counsel, clarified that the Vice-Chair position is for a two-year term and that Board elections decisions for the future Board Chair cannot be binding. It is the intention that the vice-chair will assume the position of the chair if or when there is a vacancy or an election for the chair, and the Board will need to ratify that with a formal vote.

Motion: To select Director Rebitzer as ECH Board Vice-Chair for a two-year term of service, effective July 1, 2021.

Movant: Po

Second: Watters

Ayes: Chen, Fung, Kliger, Po, Somersille, Ting, Watters, Zoglin

Noes: None

Abstentions: Rebitzer

Absent: Miller

Recused: None

Director Chen requested nominations or declarations of interest from the floor for the position of Secretary/Treasurer.

Director Po nominated Director Miller.

Motion: To select Director Miller as ECH Board Secretary/Treasurer for a two-year term of service, effective July 1, 2021.

Movant: Ting

Second: Somersille

Ayes: Chen, Fung, Kliger, Po, Somersille, Rebitzer, Ting, Watters, Zoglin

Noes: None

Abstentions: None

Absent: Miller

Recused: None

**7. FY21 PERIOD 9
FINANCIALS**

Carlos Bohorquez, CFO, provided an overview of the FY21 Period 9 Financials highlighting a strong rebound attributed to decreased COVID-19 patients and a significant upward trend in procedural cases. Mr. Bohorquez further noted that the impact of the pandemic is still being managed as far as productivity and discharge rates. However, from an operational standpoint, the budget was favorable compared to the prior year. Mr. Bohorquez also anticipated that the following months would present us with an upward trend from a utilization standpoint.

***FY21
Period 9
Financials
approved***

	<p>Motion: To approve FY21 Period 9 Financials. Movant: Zoglin Second: Somersille Ayes: Chen, Fung, Kliger, Po, Rebitzer, Somersille, Ting, Watters, Zoglin Noes: None Abstentions: None Absent: Miller Recused: None</p>	
<p>8. ADJOURN TO CLOSED SESSION</p>	<p>Motion: To adjourn to closed session at 6:31pm pursuant to <i>Gov't Code Section 54957.2</i> for approval of the Minutes of the Closed Session of the Hospital Board Meeting (04/07/2021), Minutes of the Closed Session of the Hospital Board Meeting (04/14/2021), and Minutes of the Closed Session of the Hospital Board Meeting (04/28/2021); pursuant to <i>Health and Safety Code Section 32155</i> for a report of the Medical Staff; deliberations concerning reports on Medical Staff quality assurance matters: Quality Committee Report (Medical Staff Credentials and Privileges Report, Quality Council Minutes); pursuant to <i>Health and Safety Code Section 32155</i> for a report of the Medical Staff; deliberations concerning reports on Medical Staff quality assurance matters: Medical Staff Report; pursuant to <i>Health and Safety Code Section 32106(b)</i> for a report and discussion involving health care facility trade secrets: Semi-Annual ECHMN Report, FY21 Strategic Plan Q3 Metrics Update and Draft FY22 Strategic Plans and Goals, and FY22 Budget Review (Assumptions); pursuant to <i>Gov't Code Section 54956.9(d)(2)</i> – conference with legal counsel – pending or threatened litigation and <i>Gov't Code Section 54957</i> and <i>54957.6</i> for a discussion and report on personnel matters: CEO Report on Legal Services and Personnel Matters; and pursuant to <i>Gov't Code Section 54957</i> for discussion and report on personnel performance matters – Senior Management: Executive Session.</p> <p>Movant: Fung Second: Ting Ayes: Chen, Fung, Kliger, Po, Rebitzer, Somersille, Ting, Watters, Zoglin Noes: None Abstentions: None Absent: Miller Recused: None</p>	<p><i>Adjourned to closed session at 6:31 pm</i></p>
<p>9. AGENDA ITEM 17: RECONVENE OPEN SESSION/ REPORT OUT</p>	<p>The open session was reconvened at 8:21 pm by Chair Chen. Agenda Items 9-15 were addressed in the closed session.</p> <p>During the closed session, the Board approved the Minutes of the Closed Session of the Hospital Board Meeting (04/07/2021, 04/14/2021, 04/28/2021), Quality Committee Report, including the Medical Staff Credentials and Privileges Report, and the Quality Council Minutes by a unanimous vote in favor of all members present and participating in the meeting (Directors Chen, Fung, Kliger, Po, Rebitzer, Somersille, Ting, and Zoglin). Director Miller was absent.</p>	
<p>10. AGENDA ITEM 18: CONSENT CALENDAR</p>	<p>Chair Chen asked if any member of the Board or the public wished to remove an item from the consent calendar. None were removed.</p> <p>Motion: To approve the consent calendar.</p>	<p><i>Consent calendar approved</i></p>

	<p>Minutes of the Open Session of the Hospital Board Meeting (04/07/2021, 04/14/2021, 04/28/2021); FY21 Period 8 Financials; Urology Call Panel; and the Medical Staff Report.</p> <p>Movant: Fung Second: Watters Ayes: Chen, Fung, Kliger, Po, Rebitzer, Somersille, Ting, Watters, Zoglin Noes: None Abstentions: None Absent: Miller Recused: None</p>	
11. AGENDA ITEM 19: CEO REPORT	<p>Dan Woods, CEO, reported that we received final approval from The Joint Commission for new performance measures for its disease-specific certification programs in Hip Replacement, Knee Replacement, Hip Fracture, and Spine Fusion.</p> <p>He further recognized the outstanding contribution of all our nurses in honor of Nurses Week in May (the American Nurse Association has designated the whole month of May to honor nurses).</p> <p>Mr. Woods concluded with the various awards and recognitions that ECH has received as detailed in the packet materials.</p>	
12. AGENDA ITEM 20: BOARD COMMENTS	None.	
13. AGENDA ITEM 21: ADJOURNMENT	<p>Motion: To adjourn at 8:30 pm. Movant: Po Second: Ting Ayes: Chen, Fung, Kliger, Miller, Po, Rebitzer, Somersille, Ting, Watters, Zoglin Noes: None Abstentions: None Absent: Miller Recused: None</p>	<i>Meeting adjourned at 8:30 pm</i>

Attest as to the approval of the foregoing minutes by the Board of Directors of El Camino Hospital:

DocuSigned by:

Lanhee Chen

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Lanhee Chen

Chair, ECH Board of Directors

Prepared by: Diksha Jagga, Contracts Administrator and Governance Services

Julia E Miller

Julia E. Miller

Secretary, ECH Board of Directors