



**Minutes of the Open Session of the
El Camino Hospital Board of Directors
Wednesday, August 17, 2022**

Pursuant to Government code section 54953(e)(1), El Camino Health did not provide a physical location to the public for this meeting. Instead, the public was invited to join the open session meeting via teleconference.

Board Members Present

Bob Rebitzer, Chair
Jack Po, MD, Ph.D., Vice-Chair
Lanhee Chen, JD, Ph.D. **
Peter C. Fung, MD
Julie Kliger, MPA, BS
Julia E. Miller, Secretary/Treasurer
Carol A. Somersille, MD
George O. Ting, MD
Don Watters
John Zoglin

Board Members Absent

None

Staff Members Present

Dan Woods, Chief Executive Officer
Carlos Bohorquez, Chief Financial Officer
Meenesh Bhimani, MD, Chief Operating Officer
Mark Adams, MD, Chief Medical Officer
Cheryl Reinking, Chief Nursing Officer
Holly Beeman, MD, Chief Quality Officer
Diane Wigglesworth, Sr. Director of Corporate Compliance
Deb Muro, Chief Information Officer
Ken King, Chief Admin Svcs. Officer
Priya Shah, Assistant General Counsel
Stephanie Iljin, Manager, Administration
Omar Chughtai, Chief Growth Officer**
Andreu Reall, Sr. Director of Strategy**
Christine Cunningham, Chief Experience Officer**
Vineeta Hiranandani, Vice President of Marketing and Communications**

Guests Present

Erica Osborne, Principal, Via Healthcare Consulting**
Marianne Vicencio, Via Healthcare Consulting**
Abigail Suarez, Via Healthcare Consulting**

(**via zoom)

Agenda Item	Comments/Discussion	Approvals/ Action
<p>1. CALL TO ORDER/ ROLL CALL</p>	<p>The open session meeting of the Board of Directors of El Camino Hospital (the "Board") was called to order at 5:30 p.m. by Chair Bob Rebitzer. A verbal roll call was taken. All Board members were present at roll call. Chair Rebitzer reviewed the logistics for the meeting. A quorum was present pursuant to State of California Executive Orders N-25-20 dated March 12, 2020, and N-29-20 dated March 18, 2020.</p> <p>Dan Woods, CEO, introduced Meenesh Bhimani, M.D., as the new chief operating officer for El Camino Health.</p> <p>Mr. Woods introduced Erica Osborne, principal, Via Healthcare Consulting, and announced that Via would perform interim outsourced board management (board liaison) services.</p>	
<p>2. POTENTIAL CONFLICT OF INTEREST DISCLOSURES</p>	<p>Chair Rebitzer asked the Board for declarations of conflict of interest with any items on the agenda. None were reported.</p>	
<p>3. PUBLIC COMMUNICATION</p>	<p>Chair Rebitzer invited the members of the public to address the Board, and no comments were made.</p>	
<p>4. QUALITY COMMITTEE REPORT</p>	<p>Director Carol A. Somersille, M.D., chair of the Quality Committee, invited Holly Beeman, M.D., MBA, chief quality officer, to present the quality report. Dr. Beeman noted the following:</p> <ul style="list-style-type: none"> The Quality Committee will be focusing on health equity, ambulatory quality, and patient experience and service excellence in FY2023 	

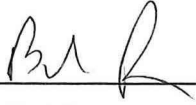
	<ul style="list-style-type: none"> • A deep dive into health equity will be the topic at the next board meeting <p>Dr. Beeman reviewed the Q4 FY22 Board Quality (Safe Care, Timely, Effective, Efficient, Equitable, Patient-Centered > STEEEP) Dashboard. She highlighted several areas of opportunity, including catheter-associated urinary tract infections (CAUTI), PSI-90 HAC infections, and emergency department (ED) patient throughput (median time arrival to ED departure).</p> <p>Dr. Beeman provided details on the drivers behind these metrics and implemented strategies to improve performance. She also highlighted the 100% positive performance for timely care of the heart attack patient.</p> <p>The Board held an in-depth discussion regarding work being done to improve performance in stroke, CAUTI, and ED throughput metrics. Members asked questions, which Dr. Beeman and Cheryl Reinking, CNO, answered. Director Somersille described efforts by the Quality Committee around committee member recruitment. These include the formation of an ad-hoc committee and the identification of three attributes/types of experience the committee will seek in candidates, including patient satisfaction and customer service, health equity, and the social determinants of health (SDOH).</p>	
<p>5. FY22 PRE-AUDIT FINANCIAL RESULTS</p>	<p>Carlos Bohorquez, CFO, provided the FY22 pre-audit financial results and shared the following observations:</p> <ul style="list-style-type: none"> • Activity/Volume: The past year saw a significant rebound in volumes, with all volume metrics better than the budget for the year. The ED, outpatient surgery, and maternal services were the main drivers of the increased volumes. • Operations: <ul style="list-style-type: none"> ○ Total FTEs (full-time equivalents) were essential as budgeted (-0.5%), despite the significant increases in patient volume. ○ Net days in A/R (accounts receivable) were unfavorable due to being out of contract with a major payer for part of the year and an increase in overall denials. • Financial Performance: <ul style="list-style-type: none"> ○ Total operating revenue was up year over year due to increased patient volumes. ○ Operating EBITDA (earnings before interest, depreciation, and amortization) was better than budget by \$122M. ○ Non-operating revenue has been challenged by volatilities in the stock market and equities. ○ Net income was unfavorable to budget and worse than the prior year. This impacted liquidity, but even with capital expenditures and Medicare advanced payments from April 2020 being fully repaid, the overall liquidity of the organization is solid. <p>Discussion followed wherein questions were asked and answered. A board member asked a question regarding fluctuation in performance in June versus the rest of the year. Mr. Bohorquez explained that this resulted from a positive pension and workers compensation liability adjustment.</p>	

<p>6. DIVERSITY, EQUITY, AND INCLUSION</p>	<p>Dan Woods, CEO, facilitated a conversation regarding work being done on inclusion-diversity, equity, and belonging (I-DEB). He reported highlights from the work of the consultants and the incoming chief human resource officer. He also indicated that ECH is in the process of hiring a new director of diversity.</p> <p>The group discussed community demographics; Mr. Woods then discussed the work done to promote diversity within leadership. Board members asked for clarification about the data and how it was calculated, which Mr. Woods provided.</p>	
<p>7. ADJOURN TO CLOSED SESSION</p>	<p>Motion to adjourn to closed session at 6:12 pm pursuant to Gov't Code Section 54957.2 for approval of the Minutes of the Closed Session of June 8, 2022, Hospital Board Meeting; pursuant to Health and Safety Code Section 32155 for a report of the Medical Staff; deliberations concerning reports on Medical Staff quality assurance matters: (Medical Staff Credentialing & Privileges Report); pursuant to Gov't Code Section 54957 for discussion on personnel performance matters, an Executive Session with the CEO, and a CEO Report.</p> <p>Motion: to adjourn to closed session at 6:12 pm.</p> <p>Movant: Miller Second: Po Ayes: Fung, Kliger, Miller, Po, Rebitzer, Somersille, Ting, Watters, Zoglin Noes: None Abstentions: None Absent: Chen Recused: None</p>	<p>Adjourned to closed session at 6:12 pm.</p>
<p>8. AGENDA ITEM 16: RECONVENE OPEN SESSION/ REPORT OUT</p>	<p>Open Session reconvened at 7:39 pm by Chair Rebitzer. Agenda Items 8-15 were addressed in closed session.</p> <p>During the closed session, the El Camino Hospital Board of Directors approved the Closed Session Minutes of June 8, 2022, Hospital Board and the Credentials and Privileges Report, by a unanimous vote of all Directors present (Directors Kliger, Miller, Po, Rebitzer, Somersille, Ting, Watters, and Zoglin). Directors Chen and Fung were absent at the roll call vote.</p>	
<p>9. AGENDA ITEM 17: CONSENT CALENDAR ITEMS</p>	<p>Chair Rebitzer asked if any member of the Board or the public wished to remove an item from the consent calendar for discussion.</p> <p>Director Ting asked to remove item 17b - the Open Session minutes of the 6/8/2022 Hospital Board meeting for discussion. Director Ting asked that section 5 be amended as follows: "the hospital does not use the skills of the medical staff to the extent that they could for quality improvement activities."</p> <p>Motion: to approve the consent calendar to include:</p> <ol style="list-style-type: none"> a. Continuation of Resolution 2021-10 of the Board of Directors Making Findings and Determinations Under AB 361 for Teleconference Meetings b. Minutes of the Open Session of the Hospital Board (06/08/2022) c. CHRO Base Salary d. Silicon Valley Medical Development Board Appointments e. Third Amended and Restated Limited Liability Company Operating Agreement of Silicon Valley Medical Development, LLC f. Enterprise EKG Reading Panel Renewal Agreements 	<p>Consent calendar approved with requested revisions to item 17b: Section 5.</p> <p>Follow up: Director Ting will submit the requested revisions to Stephanie Iljin.</p>

	<p>g. Enterprise Vascular Surgery ED and Inpatient On-Call Panel Renewal h. MV & LG Gastroenterology ED and Inpatient Call Panel Renewal i. MV NICU Medical Director Renewal j. LG General Surgery ED and Inpatient On-Call Panel Renewal k. Real Estate Acquisition / APN: 264-09-57 l. Policies, Plans, and Scope of Services m. Executive Compensation Philosophy Policy</p> <p>Movant: Miller Second: Somersille Ayes: Fung, Kliger, Miller, Po, Rebitzer, Somersille, Ting, Watters, Zoglin Noes: None Abstentions: None Absent: Chen Recused: None</p>	
<p>10. AGENDA ITEM 18: FY23 CAPITAL BUDGET</p>	<p>Motion: to approve the FY23 Capital Budget.</p> <p>Movant: Watters Second: Fung Ayes: Fung, Kliger, Miller, Po, Rebitzer, Somersille, Ting, Watters, Zoglin Noes: None Abstentions: None Absent: Chen Recused: None</p>	<p><i>FY23 Capital Budget approved</i></p>
<p>11. AGENDA ITEM 19: CEO REPORT</p>	<p>Mr. Woods stated that quality is the focus at El Camino Hospital. He reported that the clinical and operational teams achieved full re-certification for the orthopedics and spine program from The Joint Commission. El Camino Health launched a telehealth on-demand lactation program in Women's Care.</p> <p>Regarding corporate and community health services, the Chinese Health Initiative hosted an Ask-a-Doctor workshop on diabetes prevention. The South Asian Heart Center engaged participants in screening, education, and coaching programs to prevent heart disease and diabetes.</p> <p>Regarding information technology, Mr. Woods reported the steps taken to enhance cybersecurity at ECH.</p> <p>Mr. Woods reported that the committee achieved 106% of the goal regarding philanthropy.</p> <p>In closing, Mr. Woods recognized Director Fung and Director Ting for their unopposed reelection to El Camino Hospital District Board.</p>	
<p>12. AGENDA ITEM 20: BOARD COMMENTS</p>	<p>No comments were made.</p>	
<p>13. AGENDA ITEM 21: ADJOURNMENT</p>	<p>Motion: to adjourn at 7:50 p.m.</p> <p>Movant: Second: Ayes: Fung, Kliger, Miller, Po, Rebitzer, Somersille, Ting, Watters, Zoglin Noes: None Abstentions: None Absent: Chen</p>	<p><i>Meeting adjourned at 7:50 p.m.</i></p>

	Recused: None	
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Attest as to the approval of the foregoing minutes by the Board of Directors of El Camino Hospital:



Bob Rebitzer
Chair, ECH Board of Directors



Julia E. Miller
Secretary, ECH Board of Directors

Prepared by: Marianne Vicencio, Via Healthcare Consulting
Reviewed by: Stephanie Iljin, Manager of Administration