



**Minutes of the Open Session of the
Meeting of the El Camino Healthcare District Board of Directors
Wednesday, August 16, 2017
El Camino Hospital | 2500 Grant Road, Mountain View, CA 94040
Conference Rooms F&G (ground floor)**

Board Members Present

Peter Fung, MD, Chair
Julia Miller
David Reeder
John Zoglin, Vice Chair

Board Members Absent

None

Members Excused

None

Agenda Item	Comments/Discussion	Approvals/Action
1. CALL TO ORDER/ ROLL CALL	The open session meeting of the El Camino Healthcare District Board of Directors (the "Board") was called to order at 5:31pm by Chair Fung. A silent roll call was taken. All Board members were present.	
2. SALUTE TO THE FLAG	Chair Fung led the Board members, staff, and members of the public present in the Pledge of Allegiance.	
3. POTENTIAL CONFLICT OF INTEREST DISCLOSURES	Chair Fung asked if any Board members may have a conflict of interest with any of the items on the agenda. No conflicts were noted.	
4. PUBLIC COMMUNICATION	Mr. Doug Jones, who identified himself as an SEIU political organizer, requested that the Board appoint a new Director who will carry out the mission of the District, including maintaining healthy labor relations and good faith negotiations.	
5. CONSENT CALENDAR	<p>Motion: To approve the consent calendar: Minutes of the Open Session of the District Board Meeting (June 20, 2017); Minutes of the Open Session of the District Board Meeting (June 28, 2017).</p> <p>Movant: Zoglin Second: Reeder Ayes: Fung, Miller, Reeder, Zoglin Noes: None Abstentions: None Absent: None Recused: None</p>	
6. DISTRICT BOARD VACANCY AD HOC COMMITTEE REPORT	<p>Director Fung, Chair of the District Board Vacancy Ad Hoc Committee, reported that Dennis Chiu's departure created a vacancy on the District Board. He outlined the steps taken to notice the vacancy and prepare for applicant interviews.</p> <p>Director Reeder expressed concerns about the process of appointing the Ad Hoc Committee and questioned legal counsel about the bylaws. Director Fung described the Resolution adopted by the Board at its June 20, 2017 meeting delegating authority to the Board Chair to appoint the Ad Hoc Committee.</p> <p>Director Reeder also requested adding development of a formalized policy for filling vacancies on the District Board to the Pacing Plan.</p> <p>In response to Director Reeder's question, Director Fung explained that the candidates were not provided with the competency matrix used for selecting members of the Hospital Board.</p>	

	<p>The Board discussed the proposed voting procedures and whether to list specific candidates or have roll call votes. The Board also discussed next steps if there is no majority vote for a candidate at the end of Round 6, including continued discussion and referring the vacancy to the Santa Clara County Board of Supervisors.</p> <p>Motion: To approve the proposed appointment (voting) procedure, with the process of voting aye, nay, or abstain replaced with each Board member listing the candidates they support for each round.</p> <p>Movant: Reeder</p> <p>There was no second to the motion.</p> <p>Motion: To approve the proposed appointment (voting) procedure as written.</p> <p>Movant: Miller Second: Fung</p> <p>Director Fung explained that Directors can abstain rather than voting nay for a candidate.</p> <p>Ayes: Fung, Miller, Reeder, Zoglin Noes: None Abstentions: None Absent: None Recused: None</p>	Voting Procedure approved
7. DISTRICT BOARD DIRECTOR APPLICANT INTERVIEWS – GROUP 1	<p>Director Fung reviewed the position description for the Director position.</p> <p>The Board interviewed four candidates: Mr. William Adler, Mr. Jonathan Cowan, Ms. Neysa Fligor, and Mr. Gary Kalbach for a position on the El Camino Healthcare District Board of Directors. Each candidate gave a presentation and answered questions from the Board about their experience and interest in the role.</p>	
8. RECESS	A brief recess was taken.	
9. DISTRICT BOARD DIRECTOR APPLICANT INTERVIEWS – GROUP 1	<p>The Board interviewed seven candidates: Mr. R. Michael Kasperzak, Mr. Sivaram Krishnan, Mr. Edward Loizeaux, Mr. Sachihiko Michitaka, Ms. Kristina Peterson, Dr. Carol Somersille, and Dr. George Ting for a position on the El Camino Healthcare District Board of Directors. Each candidate gave a presentation and answered questions from the Board about their experience and interest in the role.</p>	
10. APPOINTMENT OF DISTRICT BOARD DIRECTOR	<p>For Round 1, to narrow the field, the Directors cast the following votes by roll call (each Director with three (3) aye votes):</p> <p>To consider Mr. William Adler for appointment.</p> <p>Ayes: None Noes: None Abstentions: Fung, Miller, Reeder, Zoglin</p> <p>To consider Mr. Jonathan Cowan for appointment.</p> <p>Ayes: Fung, Miller Noes: None Abstentions: Reeder, Zoglin</p> <p>To consider Ms. Neysa Fligor for appointment.</p>	

Ayes: Miller, Reeder
Noes: None
Abstentions: Fung, Zoglin

To consider Mr. Gary Kalbach for appointment.

Ayes: Fung, Reeder
Noes: None
Abstentions: Miller, Zoglin

To consider Mr. R. Michael Kasperzak for appointment.

Ayes: None
Noes: None
Abstentions: Fung, Miller, Reeder, Zoglin

To consider M. Sivaram Krishnan for appointment.

Ayes: Reeder
Noes: None
Abstentions: Fung, Miller, Zoglin

To consider Mr. Edward Loizeaux for appointment.

Ayes: None
Noes: None
Abstentions: Fung, Miller, Reeder, Zoglin

To consider Ms. Tara Martin-Milius for appointment.

Ayes: None
Noes: None
Abstentions: Fung, Miller, Reeder, Zoglin

To consider Mr. Sachihiko Michitaka for appointment.

Ayes: Zoglin
Noes: None
Abstentions: Fung, Miller, Reeder

To consider Ms. Kris Peterson for appointment.

Ayes: None
Noes: None
Abstentions: Fung, Miller, Reeder, Zoglin

To consider Dr. Carol Somersille for appointment.

Ayes: Miller, Zoglin
Noes: None
Abstentions: Fung, Reeder

To consider Dr. George Ting for appointment.

Ayes: Fung, Zoglin
Noes: None
Abstentions: Miller, Reeder

For Round 2, to further narrow the field, the Directors cast the following votes by roll call (each Director with two (2) aye votes):

To consider Mr. Jonathan Cowan for appointment.

Ayes: Fung, Miller
Noes: None
Abstentions: Reeder, Zoglin

To consider Ms. Neysa Fligor for appointment.

Ayes: Fung, Miller, Reeder

Noes: None

Abstentions: Fung, Miller, Zoglin

To consider Mr. Gary Kalbach for appointment.

Ayes: Reeder

Noes: None

Abstentions: Fung, Miller, Zoglin

To consider M. Sivaram Krishnan for appointment.

Ayes: None

Noes: None

Abstentions: Fung, Miller, Reeder, Zoglin

To consider Mr. Sachihiko Michitaka for appointment.

Ayes: None

Noes: None

Abstentions: Fung, Miller, Reeder, Zoglin

To consider Dr. Carol Somersille for appointment.

Ayes: Zoglin

Noes: None

Abstentions: Fung, Miller, Reeder

To consider Dr. George Ting for appointment.

Ayes: Zoglin

Noes: None

Abstentions: Fung, Miller, Reeder

For Round 3, the Directors cast the following votes by roll call (each Director with one (1) aye vote):

To consider Mr. Jonathan Cowan for appointment.

Ayes: Miller

Noes: None

Abstentions: Fung, Reeder, Zoglin

To consider Ms. Neysa Fligor for appointment.

Ayes: Fung, Reeder

Noes: None

Abstentions: Miller, Zoglin

To consider Mr. Gary Kalbach for appointment.

Ayes: None

Noes: None

Abstentions: Fung, Miller, Reeder, Zoglin

To consider Dr. Carol Somersille for appointment.

Ayes: None

Noes: None

Abstentions: Fung, Miller, Reeder, Zoglin

To consider Dr. George Ting for appointment.


Ayes: Zoglin

Noes: None

	<p>Abstentions: Fung, Miller, Reeder</p> <p>For Round 4, the Directors cast the following votes by roll call:</p> <p>Director Fung: Neysa Fligor Director Miller: Jonathan Cowan Director Reeder: Neysa Fligor Director Zoglin: George Ting, MD</p> <p>For Round 5, the Directors cast the following votes by roll call:</p> <p>Director Fung: Neysa Fligor Director Miller: George Ting, MD Director Reeder: Neysa Fligor Director Zoglin: George Ting, MD</p> <p>For Round 6, the Directors cast the following votes by roll call:</p> <p>Director Fung: Neysa Fligor Director Miller: George Ting, MD Director Reeder: Neysa Fligor Director Zoglin: Neysa Fligor</p> <p>Motion: To approve Resolution 2017-12 appointing Ms. Neysa Fligor to the El Camino Healthcare District Board.</p> <p>Movant: Miller Second: Reeder Ayes: Fung, Miller, Reeder, Zoglin Noes: None Abstentions: None Absent: None Recused: None</p>	<p><i>Ms. Neysa Fligor appointed to the El Camino Healthcare District Board</i></p>
<p>11. AGENDA ITEM 17: ADJOURNMENT</p>	<p>Motion: To adjourn at 9:56 pm.</p> <p>Movant: Miller Second: Reeder Ayes: Fung, Miller, Reeder, Zoglin Noes: None Abstentions: None Absent: None Recused: None</p>	<p><i>Meeting adjourned at 9:56 pm.</i></p>

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


Peter C. Fung, MD
Chair, ECHD Board


John Zoglin
Secretary, ECHD Board

Prepared by: Sarah Rosenberg, Contracts & Board Services Coordinator