



**El Camino Healthcare District Board of Directors
Open Session Meeting Minutes**

Tuesday, March 19, 2024

El Camino Hospital | Sobrato Boardroom 1 | 2500 Grant Road, Mountain View, CA

Board Members Present

George O. Ting, MD, Chair
Carol A. Somersille, MD, Vice Chair
John Zoglin, Secretary/Treasurer
Peter C. Fung, MD
Julia E. Miller

Others Present

Dan Woods, CEO **
Carlos Bohorquez, CFO
Theresa Fuentes, Chief Legal Officer
Jon Cowan, Senior Director, Government Relations and Community Partnerships

Others Present (cont.)

Tracy Fowler, Director, Governance Services
Gabriel Fernandez, Governance Services Coordinator
Jennifer Sanchez Nieto, YWCA
Mike Ichikawa, Photographer

Board Members Absent

None

**Via teleconference*

Agenda Item	Comments/Discussion	Approvals/ Action
1. CALL TO ORDER/ ROLL CALL	Chair Ting called to order the open session of the Regular Meeting of the El Camino Healthcare District Board of Directors (the "Board") at 5:30 pm and reviewed the logistics for the meeting. A verbal roll call was taken; Directors Fung, Miller, Somersille, and Ting were present, constituting a quorum. Director Zoglin was absent at roll call and joined the meeting at 5:32 p.m. Director Fung was absent at roll call and joined the meeting at 5:37 p.m.	<i>Call to Order at 5:30 pm.</i>
2. CONSIDER AB 2449 REQUESTS	Chair Ting asked if any members of the Board are appearing remotely per AB 2449. None were noted.	
3. SALUTE TO THE FLAG	Chair Ting asked Director Julia Miller to lead all present in the Pledge of Allegiance.	
4. POTENTIAL CONFLICT OF INTEREST DISCLOSURES	Chair Ting asked if any Board members had a conflict of interest with any of the items on the agenda. No conflicts were noted.	
5. PUBLIC COMMUNICATION	Chair Ting asked if there were any members of the public with comments for any items not listed on the agenda. There were no members of the public present.	
6. CONSENT CALENDAR	<p>Chair Ting inquired if any member of the Board intended to remove any item from the consent calendar.</p> <p>Item C was removed by Director Zoglin for further discussion.</p> <p>Motion: To approve the consent calendar items minus item C</p> <p>Movant: Somersille Second: Miller Ayes: Fung, Miller, Somersille, Ting, Zoglin Noes: None Abstentions: None Absent: None Recused: None</p>	<i>The consent calendar was approved minus item C.</i>

	<p>Motion: To receive consent calendar item C) FY24 Pacing Plan with update to include site visit meetings.</p> <p>Movant: Miller Second: Zoglin Ayes: Fung, Miller, Somersille, Ting, Zoglin Noes: None Abstentions: None Absent: None Recused: None</p>	<p>FY24 Pacing Plan was received noting it was to include site visits going forward.</p> <p>Actions: FY24 Pacing Plan to be updated to include ECHD Site Visit Meetings</p>
<p>7. COMMUNITY BENEFIT SPOTLIGHT: YWCA GOLDEN GATE SILICON VALLEY</p>	<p>Mr. Cowan introduced Ms. Jennifer Sanchez Nieto from YWCA Golden Gate Silicon Valley who gave an overview of their mission to eliminate racism, empower women, and promote peace, justice, freedom, and dignity for all. Ms. Sanchez Nieto continued to highlight the shared impact that El Camino and YWCA have had over the fiscal year.</p> <p>During a question session after the presentation, board members expressed their gratitude for the informative presentation and for the important work that the YWCA performs in the community. There was a discussion about the training programs offered and whether they are language-specific. The Board also inquired regarding how clients are referred to the YWCA. Ms. Sanchez Nieto provided the details of client referrals, as well as the recruiting practices of the YWCA to serve as large a base of community members as possible.</p> <p>Motion: To approve Resolution 2024-04 recognizing the work of YWCA Golden Gate Silicon Valley.</p> <p>Movant: Fung Second: Somersille Ayes: Fung, Miller, Somersille, Ting, Zoglin Noes: None Abstentions: None Absent: None Recused: None</p>	<p>Resolution 2024-04 was approved.</p>
<p>8. ECHD COMMUNICATIONS UPDATE</p>	<p>Chair Ting led a discussion regarding communications with the community of the El Camino Healthcare District. Chair Ting looked to clarify the objectives and desires of the Board to communicate with the community. Chair Ting expressed a desire to build a relationship with the residents of the district and to ensure that outward communications were utilized to foster the relationship to best serve. The Board expressed a desire to see that the outward communication benefits the community relationship and not be a recapture of previous accomplishments.</p>	<p>Action: Staff to develop a draft District newsletter to present to the Board for feedback and approval.</p>

	<p>Motion: To support the creation and subsequent distribution of a District newsletter</p> <p>Movant: Miller Second: Zoglin Ayes: Fung, Miller, Somersille, Ting, Zoglin Noes: None Abstentions: None Absent: None Recused: None</p>	
<p>9. RECEIVE ECHD FY24 FINANCIAL REPORT</p>	<p>Mr. Bohorquez provided the FY24 Period 7 Financial Report to the Board. Mr. Bohorquez highlighted updates on the consolidated comparative balance sheet, statement of revenues and expenses, stand-alone comparative balance sheet, and year-to-date statement of revenue and expenses.</p> <p>Motion: To receive the ECHD FY24 Period 7 Financial report</p> <p>Movant: Miller Second: Zoglin Ayes: Fung, Miller, Somersille, Ting, Zoglin Noes: None Abstentions: None Absent: None Recused: None</p>	<p><i>FY24 Period 7 Financial Report was approved.</i></p>
<p>10. APPROVE CAPITAL EXPENDITURE REQUEST (APN 406-27-022)</p>	<p>Mr. King presented the Capital Expenditure Request (APN 406-27-022) for Board approval.</p> <p>Motion: To approve Capital Expenditure Request (APN 406-27-022)</p> <p>Movant: Zoglin Second: Fung Ayes: Fung, Miller, Somersille, Ting, Zoglin Noes: None Abstentions: None Absent: None Recused: None</p>	<p><i>Capital Expenditure Request (APN 406-27-022) was approved.</i></p>
<p>11. APPROVE REQUEST FOR AND CONSENT TO CONSOLIDATION OF ELECTION</p>	<p>The Board discussed resolution 2024-05 to approve a request for and consent to consolidation of the election. The Board inquired about the choices available for candidate statement submissions and discussed the benefits of both options. The Board also discussed the process for “by lot” done in event of a tie. The Board discussed need for staff to include all options in the board memos going forward.</p> <p>Motion: To approve resolution 2024-05 as proposed</p> <p>Movant: Zoglin Second: Somersille Ayes: Fung, Miller, Somersille, Ting, Zoglin</p>	<p><i>Resolution 2024-05 was approved.</i></p>

	<p>Noes: None Abstentions: None Absent: None Recused: None</p>	
<p>12. EL CAMINO HEALTHCARE DISTRICT BOARD HEALTH AND SAFETY CODE § 32103: DIRECTOR COMPENSATION</p>	<p>The Board discussed whether to initiate a process for annual increase in board compensation. The Board also asked staff to review whether the process must be initiated every year as opposed to a multi-year process. Ms. Fuentes advised that she was not aware of any districts that have a multi-year increase but would continue to research.</p> <p>Motion: To initiate the process to increase Board compensation</p> <p>Movant: Miller Second: Somersille Ayes: Fung, Miller, Somersille, Ting Noes: Zoglin Abstentions: None Absent: None Recused: None</p>	<p><i>Initiation of annual board compensation process was approved.</i></p> <p><i>Action: Staff to initiate the process for annual increase to board compensation.</i></p>
<p>13. ECHD POLICY UPDATE</p>	<p>The Board discussed the revisions to the Compliance Issue Review Process policy, including language regarding appointment of counsel and use of mediation. Director Miller requested to move the item to the next meeting to work with counsel on revisions.</p> <p>Motion: To table approval of the Compliance Issue Review Process policy</p> <p>Movant: Miller Second: Somersille Ayes: Miller, Somersille Noes: Fung, Ting, Zoglin Abstentions: None Absent: None Recused: None</p> <p>Motion: To approve the Compliance Issue Review Process policy with revision to add option to bring a mediator as external resource</p> <p>Movant: Zoglin Second: Fung Ayes: Fung, Somersille, Ting, Zoglin Noes: Miller Abstentions: None Absent: None Recused: None</p>	<p><i>Motion to table approval until next meeting not approved.</i></p> <p><i>Motion to approve the Compliance Issue Review Process Policy approved</i></p>

14. ECHD TEAMBUILDING/ FACILITATOR EVENT	Chair Ting discussed the objectives of the proposed ECHD Teambuilding event. Board members provided comments for the logistical setting of the meeting.	
15. RECESS TO CLOSED SESSION	<p>Motion: To recess to closed session at 7:03 pm</p> <p>Movant: Zoglin Second: Fung Ayes: Fung, Miller, Somersille, Ting, Zoglin Noes: None Abstentions: None Absent: None Recused: None</p>	Recessed to Closed Session at 7:03 pm
16. AGENDA ITEM 18: RECONVENE OPEN SESSION / REPORT OUT	<p>The open session was reconvened at 7:21 p.m. by Chair Ting. Agenda Item 16 was addressed in closed session.</p> <p>Mr. Fernandez reported that during the closed session, the El Camino Healthcare District Board did not take any reportable actions.</p>	Reconvened Open Session at 7:21 pm
17. AGENDA ITEM 19: BOARD ANNOUNCEMENTS	Director Miller shared that she and Director Somersille represented the District Board at The West Valley Community Services, Chefs of Compassion, and Joint Venture Silicon Valley events.	
18. AGENDA ITEM 20: ADJOURNMENT	<p>Motion: To adjourn at 7:22 pm.</p> <p>Movant: Fung Second: Zoglin Ayes: Fung, Miller, Somersille, Ting, Zoglin Noes: None Abstentions: None Absent: None Recused: None</p>	Meeting adjourned at 7:22 pm

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

/s/ John Zoglin

 John Zoglin
 Secretary/Treasurer, ECHD Board

Prepared by: Gabriel Fernandez, Governance Services Coordinator
 Reviewed by: Tracy Fowler, Director, Governance Services and Theresa Fuentes, Chief Legal Officer