



**Minutes of the Open Session of the
 Regular Meeting of the Board of Directors
 El Camino Healthcare District
 Tuesday, January 19, 2016, 5:30 p.m.
 El Camino Hospital, Conference Room E, F & G (ground floor)
 2500 Grant Road, Mountain View California**

Members Present

Peter C. Fung, MD
 Dennis Chiu
 Julia Miller
 David Reeder
 John Zoglin

Members Absent

None

Members Excused

None

Agenda Item	Comments/Discussion	Approvals/Action
1. CALL TO ORDER	Board Chair Peter C. Fung, MD called to order the Open Session meeting of the El Camino Healthcare District Board of Directors at 5:30 pm.	
2. SALUTE TO THE FLAG	Director Chiu led the Board members, staff and members of the public present in the Pledge of Allegiance.	
3. ROLL CALL	Roll call was taken. All Board members were present.	
4. PUBLIC COMMUNICATION	None.	
5. POTENTIAL CONFLICT OF INTEREST DISCLOSURES	Chair Fung asked if any Board member may have a conflict of interest with any of the items on the agenda. No conflict of interest was reported.	

<p>6. COMMUNITY BENEFIT SPOTLIGHT</p>	<p>Barbara Avery, Director of Community Benefit, introduced Seth Ammerman, MD, founder of the Packard Teen Health Van, and presented Resolution 2016-01 to him.</p> <p>Motion: To Approve Resolution 2016-01 recognizing the Packard Teen Health Van for its service to the community's adolescents.</p> <p>Movant: Chiu Second: Miller Ayes: Chiu, Fung, Miller, Reeder, Zoglin Noes: None Abstain: None Absent: None Recused: None</p> <p>Dr. Ammerman reported that the Teen Health Van is a health clinic on wheels with two complete examination rooms that provides comprehensive care to underserved children and adolescents with a focus on those age 10 – 25 years old. He explained that the Van provides free primary care, specialty care, medications and supplies to the uninsured, underinsured and homeless populations. He described the clinic's focus as preventative and explained that it provides a wide range of services including sick care, well care, family planning services, STD testing, HIV counseling, immunizations and mental health care.</p> <p>Dr. Ammerman explained that the Van is staffed by a physician, nurse practitioner, social worker and dietician all of whom speak Spanish. He advised the Board that for every \$1 spent, \$10 is saved and expressed his gratitude for the District's financial support.</p>	<p>Resolution 2016-01 Approved</p>
<p>7. CONSENT CALENDAR</p>	<p>Motion: To Approve Consent Calendar Item 7a (Minutes of the Regular Meeting of the District Board of October 20, 2015)</p> <p>Movant: Chiu Second: Reeder Ayes: Chiu, Fung, Miller, Reeder, Zoglin Noes: None Abstain: None Absent: None Recused: None</p> <p>Agenda item 7b (Pacing Plan) was deferred until later in the meeting.</p>	<p>Consent Calendar Item 7a Approved</p>

<p>8. MAYVIEW COMMUNITY HEALTH CENTER GRANT</p>	<p>Barbara Avery reported that El Camino Hospital's free Rota Care Clinic, which the El Camino Healthcare District provides funding for, has been seeing a much lower volume of patients over the last two years. The lower volumes are due primarily to patients becoming insured under the ACA or leaving the area due to the high cost of living. She also reported that the clinic experienced an interruption in staffing that caused it to temporarily stop seeing patients in late December and early January, but that it is now up and running as before.</p> <p>Ms. Avery explained that clinic management is faced with three choices, leave it running as it is now, but with many appointment slots left unfilled, reduce to fewer hours or partner with a third organization that would provide a Medical Home to the clinic's remaining patients. She suggested that partnering with a third organization would be much a more efficient use of funds than continuing to run the clinic full time and would provide patients with better, more prompt access to care and better chronic disease management than running the clinic on a reduced schedule.</p> <p>Cecile Currier, VP, Corporate and Community Health Services commented that it has always been RotaCare's mission to see its patients become insured and to only provide episodic care for uninsured patients. She suggested that ECHD has a great opportunity to partner with Mayview Community Health Center, a Federally Qualified Health Center ("FQHC"). Ms. Currier explained that Mayview provides primary, obstetric and pediatric care, chronic disease management and has a culturally competent staff. As an FQHC, Mayview must provide a sliding fee scale and can't turn away patients for inability to pay. She also noted that Mayview is interested in developing a volunteer program that could incorporate the RotaCare providers who have been volunteering their time at the clinic. She requested that the Board approve a 3.5 year grant in the amount of \$2.4 million for Mayview Community Health Center.</p> <p>In response to the Board member's questions, Ms. Currier and Kelvin Quan, CEO of the Mayview Community Health Center explained the following: 1) There has been no formal community outreach yet but both outreach and communication are planned and would include notifying local rotary groups pending Board</p>	<p><i>Approved 3.5 year 2.4 million grant for Mayview Community Health Center</i></p>
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	<p>approval of the grant funds; 2) The plan would be to transition all remaining RotaCare patients to Mayview by May or June 2016, 3) The grant funding would be adequate to cover current RotaCare patients and that Mayview is committed to doing outreach to find other uninsured patients living in the community; 4) Mayview refers patients to Valley Medical Center for specialty care; 5) Mayview’s current annual budget is \$6 million; 6) Reportable metrics would be incremental, not necessarily focused on just the RotaCare volume; 7) the length of the grant is necessary to support increasing staff levels at Mayview’s Mountain View and Sunnyvale locations; 8) there would not be enough volume to justify keeping ECH’s RotaCare clinic open until December; 9) Mayview will provide greater access to care than RotaCare would be able to; 10) Mayview is committed to both the uninsured and the underinsured and 11) Mayview will be able to accommodate District residents.</p> <p>Motion: To Approve a 3.5 year \$2.4 million grant to the Mayview Community Health Center.</p> <p>Movant: Reeder</p> <p>Second: Zoglin</p> <p>Director Chiu commented that he would not be voting in favor of the motion because he believes it is necessary to keep ECH’s RotaCare Clinic open until December 2016.</p> <p>Ayes: Fung, Miller, Reeder, Zoglin</p> <p>Noes: None</p> <p>Abstain: Chiu</p> <p>Absent: None</p> <p>Recused: None</p>	
<p>9. AMERICAN HEART ASSOCIATION: HYPERTENSION INITIATIVE FOR ECHD</p>	<p>Sang Mi Oh, VP of the Multicultural Initiative of the American Heart Association (“AHA”); Sharan Johal, ECHD Community Benefit Staff; and Kelvin Quan, CEO, Mayview Community Health Center, reported on the collaboration in concept for a hypertension initiative approved by the Board in October. They reported that staff for the three entities have met and discussed how Mayview and the AHA might partner to improve identification, treatment and management of hypertension in the District, and how the District might play a role in outreach and identification.</p> <p>Ms. Oh reported that the incidence of hypertension in the community is rising, but that it is preventable and can be controlled in a way that will mitigate the risks of stroke</p>	

	<p>and other cardiovascular disease. Ms. Johal described that both the District and the Hospital are already participating in events that could also provide blood pressure screening. Mr. Quan described 4 “pillars” of a program that might come out of the collaboration: (1) outreach and education, (2) screening, identification and stratification, (3) treatment and control, and (4) follow-up, management and data collection. Ms. Oh and Mr. Quan described how the four pillars might be addressed through a collaborative program.</p> <p>Ms. Johal explained that the AHA will submit a community benefit grant application and the funding request will come to the District Board for approval.</p> <p>Chair Fung commented that there would be an opportunity for the Board to learn more about the initiative at a future meeting.</p>	
<p>10. ECHD FINANCIALS FY 2016 YTD</p>	<p>Iftikhar Hussain, CFO, reported that the cash position for the consolidated entities (ECHD and El Camino Hospital) remains very strong with almost a year of cash on hand, but the operating margin through the end of November has fallen \$3 million behind plan. He reported that revenues are higher than expected, but expenses are also higher, primarily due to not making efficiency target plans due to going live with Epic.</p> <p>He also reported that the variances in the District Stand-Alone budget are primarily due to timing related to the Medi-Cal intergovernmental transfer program.</p> <p>Director Reeder requested that the Board be provided with a simple one page summary of how the District’s tax revenues are spent that Board members can provide to members of the public on request. Mr. Hussain agreed to do so.</p> <p>Motion: To Approve the FY 16 YTD Consolidated Financials Movant: Chiu Second: Miller Ayes: Chiu, Fung, Miller, Reeder, Zoglin Noes: None Abstain: None Absent: None Recused: None</p>	

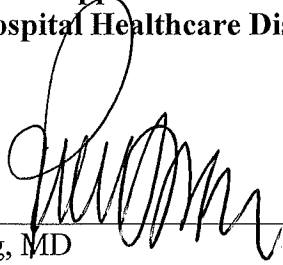
<p>11. DRAFT MEDIA POLICY</p>	<p>Mary Rotunno, General Counsel, reported that the Draft Media Policy was brought forward at the Board’s request and explained that it was based on information she received from the Association of California Healthcare Districts.</p> <p>The Board members discussed the draft policy. Director Chiu suggested that the draft be amended by adding the following language at the end of the policy: “Notwithstanding the above, if the District votes in conflict on any topic with the ECH Board of Directors then in that instance the District Board Chair shall act as spokesperson.”</p> <p>Motion: To Approve the Draft Media Policy as amended Movant: Chiu Second: Zoglin Ayes: Chiu, Fung, Miller, Reeder, Zoglin Noes: None Abstain: None Absent: None Recused: None</p>	
<p>12. RESOLUTION 2016-02 – AMENDMENT TO ECH BYLAWS ARTICLE IV, SECTIONS 4.5 AND 4.6</p>	<p>Chair Fung described the proposed change to the El Camino Hospital Bylaws that would extend the term of service for Non-District Board members serving as members of the El Camino Hospital Board of Directors from 3 to 4 years. The Board members discussed whether the terms should remain shorter than the District Board member’s terms which are currently four years. Director Reeder noted that even if the terms are extended, the District Board still retains the authority to remove a Director from the Hospital Board for any reason.</p> <p>Motion: To Approve Resolution 2016-02 amending the El Camino Hospital Bylaws Article IV, Sections 4.5 and 4.6. Movant: Reeder Second: Fung Ayes: Fung, Reeder Noes: Chiu, Miller, Zoglin Abstain: None Absent: None Recused: None</p> <p>Motion Failed.</p>	

<p>13. ECH BOARD MEMBER ELECTION AD HOC COMMITTEE REPORT</p>	<p>After noting that it been the District Board’s decision in October to delay a decision regarding re-electing Dr. Jeffrey Davis to the El Camino Hospital Board and seek potential candidates through advertising in local print media (“passive recruitment”), Cindy Murphy, Board Liaison, reported she was instructed by the Ad Hoc Committee to suspend that activity pending the District Board’s consideration of the Hospital Board’s action to amend its Bylaws to lengthen the term of service for Non-District Board Members serving on the Hospital Board from 3-4 years, as, had the District Board approved the amendment, this would have made Director Davis’ re-election moot this fiscal year.</p> <p>Director Reeder requested that the re-election of Director Davis be placed on the agenda for the March Board meeting. Director Zoglin suggested that the passive recruitment activity be undertaken in the meantime.</p> <p>Following discussion, Director Reeder moved to re-elect Director Davis to the Hospital Board. Mary Rotunno, General Counsel, advised the Board that the Ad Hoc committee report in the Board packet was not broad enough to have noticed there might be a motion to re-elect Director Davis to the Hospital Board at this time. Director Reeder withdrew his motion.</p> <p>Motion: To put passive recruitment activities for the Hospital Board seat that expires on June 30, 2016 on hold. Movant: Reeder Second: Zoglin Ayes: Fung, Reeder Noes: Chiu Abstain: Miller, Zoglin Absent: None Recused: None</p> <p>Motion Failed.</p> <p>The Board directed staff to go forward with the passive recruitment activities in accordance with its October 20, 2016 decision.</p>	
<p>14. AGENDA ITEM 7b – Pacing Plan</p>	<p>Chair Fung noted that an agenda item regarding the re-election of a Board member to the Hospital Board is already on the pacing plan for the March 17, 2016</p>	

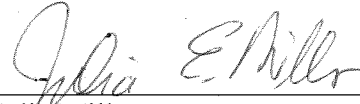
	<p>meeting. Chair Fung noted that Director Zoglin would be able to advise Director Davis of the Board's action tonight.</p> <p>Motion: To approve the pacing plan Movant: Miller Second: Chiu Ayes: Chiu, Fung, Miller, Reeder, Zoglin Noes: None Abstain: None Absent: None Recused: None</p>	
15. TOBACCO SECURITIZATION AUTHORITY REPORT	<p>Director Miller explained the genesis and purpose of the Tobacco Securitization JPA and that funds from the sale of bonds were used to support the modernization of and seismic upgrades for Santa Clara Valley Medical Center. She reported that the JPA meets once a year to approve the annual audit reports and the JPA's financial statements.</p>	
16. REPORT ON ASSOCIATION OF CALIFORNIA HEALTHCARE DISTRICTS	<p>Director Miller commented that she will attend the ACHD's leadership academy this week. She commented that there will be an opportunity to nominate a District Trustee of the Year. She also commented that Chair Fung had agreed she and Tomi Ryba, CEO, should participate in a survey regarding governance practices being conducted by ACHD and requested that staff schedule this at Ms. Ryba's convenience.</p>	
17. BOARD COMMENTS	<p>None.</p>	
18. ADJOURN TO CLOSED SESSION	<p>Motion: To adjourn to closed session at 7:52pm. Movant: Chiu Second: Miller Ayes: Chiu, Fung, Miller, Reeder, Zoglin Noes: None Abstain: None Absent: None Recused: None</p>	
19. AGENDA ITEM 22 RECONVENE OPEN SESSION	<p>Open Session was reconvened at 8:11 pm. The closed session minutes of the October 20, 2015 meeting were approved by a vote of 5 Directors in favor (Chiu, Fung, Miller, Reeder, Zoglin).</p>	
20. AGENDA ITEM 23 ADJOURNMENT	<p>Motion: To adjourn at 8:12 pm Movant: Reeder Second: Miller Ayes: Chiu, Fung, Miller, Reeder, Zoglin</p>	<i>Meeting Adjourned</i>

	Noes: None Abstain: None Absent: None Recused: None	
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Attest as to the approval of the foregoing minutes by the Board of Directors of El Camino Hospital Healthcare District:



Peter Fung, MD
Chair, ECHD Board of Directors



Julia Miller
Secretary, ECHD Board of Directors

Prepared by: Cindy Murphy, Board Liaison