



**Minutes of the Open Session of the Special Meeting of the
El Camino Healthcare District Board of Directors
Tuesday, May 19, 2020**

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

Peter C. Fung, MD**
Gary Kalbach**, Chair
Julia E. Miller**, Secretary/Treasurer
George O. Ting, MD**, Vice Chair
John Zoglin**

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 Kalbach. A verbal roll call was taken. Chair Kalbach reviewed the logistics for the meeting. Director Fung joined the meeting at 5:33pm and Director Miller joined the meeting at 5:36pm during Agenda Item 1: Call to Order/Roll Call. All Board members were present and participated via teleconference and videoconference pursuant to Santa Clara County's shelter in place order. 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.	
2. SALUTE TO THE FLAG	Dan Woods, CEO, led the Board members, staff, and members of the public present in the Pledge of Allegiance.	
3. POTENTIAL CONFLICT OF INTEREST DISCLOSURES	Chair Kalbach 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	None.	
5. CONSENT CALENDAR	<p>Chair Kalbach asked if any member of the Board or the public wished to remove an item from the consent calendar. Director Miller requested that Agenda Item 5b: Sponsorships (2/2020 – 4/2020) and Item 5c: Additional Community Benefit Funding for FY20 be removed for discussion.</p> <p>Motion: To approve the consent calendar: Minutes of the Open Session of the District Board Meeting (4/15/2020).</p> <p>Movant: Fung Second: Miller Ayes: Fung, Kalbach, Miller, Ting, Zoglin Noes: None Abstentions: None Absent: None Recused: None</p> <p>Barbara Avery, Director of Community Benefit, described 1) Community Benefit District Sponsorships, noting that there were no events from February through April 2020 and 2) the use of FY20 placeholder funds for COVID-19 response efforts. Placeholder funds were granted to Ravenswood Family Health Center, Sunnyvale Community Services, Meals on Wheels, Day Workers Center of Mountain View, Fresh Approach, and New Directions.</p>	Consent calendar approved

	<p>Director Miller noted that Bay Area Women's Sports Initiative (BAWSI) held a successful event on May 1, 2020.</p> <p>Motion: To approve the consent calendar: for information: Sponsorships (2/2020 – 4/2020); Additional Community Benefit Funding for FY20.</p> <p>Movant: Miller Second: Fung Ayes: Fung, Kalbach, Miller, Ting, Zoglin Noes: None Abstentions: None Absent: None Recused: None</p>	
6. FY20 YTD FINANCIALS	<p>Michael Moody, Interim CFO, provided an overview of the year-to-date District financials:</p> <ul style="list-style-type: none"> - On the consolidated balance sheet, the significant variance of Other Accounts and Notes Receivable and Accounts Payable and Accrued Expenses (from \$125 million in June 2019 to \$156 million in March 2020) is due to inter-company payables and receivables between El Camino Hospital and its affiliated entities. - Through March 31, operating income is consistent with budget, which includes a \$9.7 million operating loss due to the COVID-19 pandemic and shelter in place orders. - The non-operating income loss of \$36 million is due to the market downturn and resulting credit crisis. Mr. Moody commented that investment performance has recovered in April 2020 and the portfolio has once again been valued at over \$1 billion. - On the District standalone balance sheet, Mr. Moody reviewed M&O Taxes Receivables and the Board-designated Capital Appropriation Fund, and Restricted Fund Balance (related to General Obligation bonds). - The positive variance in net income is due to the budgeting of unrestricted M&O property taxes, which was split over 12 months; monies came in over 9 months. <p>In response to Director Miller's questions, Michael Walsh, Controller, explained that the \$18,000 postage expense was for the direct mailing related to the El Camino Health branding change and distribution of the District newsletter. Director Miller requested a breakdown of these costs.</p> <p>In response to Director Miller's questions, Mr. Moody noted that there are a total of 4.21 FTEs supporting the District Community Benefit program. Cecile Currier, VP, Corporate & Community Health Services, commented that the currently budgeted staffing is appropriate. The Board and staff discussed the salary, wages, and benefits (SW&B) percentage allocated to the District for running the District's community Benefit program.</p> <p>Director Fung requested that certain line items be explicitly notated, like "Community Benefit Expenditures" rather than "Donations to Outside Organizations." He also requested that the Professional Fees & Services line item related to Community Benefit support be more specific (e.g., reference the 46% allocation of SW&B).</p> <p>Motion: To approve the FY20 YTD financials and have Director Fung's comments incorporated.</p> <p>Movant: Miller Second: Fung</p>	<i>FY20 YTD financials approved</i>

	<p>Ayes: Fung, Kalbach, Miller, Ting, Zoglin Noes: None Abstentions: None Absent: None Recused: None</p>	
<p>7. PROPOSED BUDGET EXPENSE ALLOCATIONS TO ECHD FOR FY21</p>	<p>Michael Moody, Interim CFO, described process for allocating SW&B for the community benefit program and proposed association memberships (Local Agency Formation Commission (LAFCo) and California Special Districts Association (CSDA)) for the District's FY21 budget.</p> <p>Motion: To approve the District's membership in LAFCo and CSDA with the amounts listed in the Board materials.</p> <p>Movant: Miller Second: Fung Ayes: Fung, Kalbach, Miller, Ting, Zoglin Noes: None Abstentions: None Absent: None</p>	<p><i>Memberships approved</i></p>
<p>8. RESOLUTION 2020-04:</p>	<p>Director Kalbach suggested increasing the voter guide candidate statement word count from 200 words to 400 words. Cindy Murphy, Director of Governance Services, reported that 1) the cost for 200 words is \$4,140 and 400 words is \$5,310 and 2) the proposed resolution was drafted so the cost would be covered by the candidate.</p> <p>Director Miller expressed concerns that a higher cost would discourage candidates from running. Director Zoglin noted that a larger word count could provide greater opportunity for new candidates to present their case. Director Fung commented that a candidate is not obligated to include a statement and that 200 words is sufficient.</p> <p>Director Fung suggested offering the choice to the candidate, 200 or 400 words.</p> <p>Motion: To approve <i>Resolution 2020-04</i>: Requesting for and Consenting to Consolidation of Election, adding 200/400 words.</p> <p>Movant: Fung Second: Ting</p> <p>Director Miller commented that a candidate could reference their website in their statement.</p> <p>Mary Rotunno, General Counsel, explained that the Board must choose one option, either 200 or 400 words, and re-iterated the choices on the form (word count, who is required to pay, and whether or not payment is required in advance).</p> <p>There was no vote on the motion.</p> <p>Motion: To approve <i>Resolution 2020-04</i> in the packet with a 200 word limit and the price borne by the candidate.</p> <p>Movant: Miller Second: Fung</p> <p>The Board engaged in discussion on this topic.</p> <p>Ms. Rotunno clarified that the County form requires a choice between 200 and 400 words and candidates would be required to pay the full amount regardless of the actual length of their statement.</p>	<p><i>Resolution 2020-04 as amended approved</i></p>

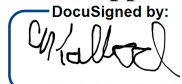
	<p>Director Ting voiced support of the 400 word count, noting that a candidate statement is less expensive than other campaign elements.</p> <p>Motion: To amend the motion to 400 words.</p> <p>Movant: Ting Second: Zoglin Ayes: Kalbach, Ting, Zoglin Noes: Fung, Miller Abstentions: None Absent: None</p> <p>The amendment to the motion passed. Director Miller withdrew her motion.</p> <p>Motion: To accept the proposed <i>Resolution 2020-04</i>: Requesting for and Consenting to Consolidation of Election, changing 200 words to 400 words, with the cost paid for by the candidate.</p> <p>Movant: Ting Second: Zoglin Ayes: Fung, Kalbach, Miller, Ting, Zoglin Noes: None Abstentions: None Absent: None</p>	
<p>9. FY20 ECHD COMMUNITY BENEFIT GRANT PROGRAM MID-YEAR METRICS</p>	<p>Barbara Avery, Director, Community Benefit, summarized the midterm status of the FY20 grantees' metrics. There were 53 grant programs (recipients of \$7.4 million approved by the Board). 65% of grants met at least 80% of their metrics across a total of 169 metrics.</p> <p>Ms. Avery reviewed the distribution of grant funding across the Community Health Needs Assessment (CHNA) priority areas.</p> <p>Program highlights for the period from July 1, 2019 – December 31, 2019 included:</p> <ul style="list-style-type: none"> - Obesity in youth: 10 programs serving 18,000 students through programs related to nutrition and physical activity - Access to clinical and dental care: 6 programs, including safety net clinics and mobile units, serving approx. 2,700 community members - Access to mental health care: 11 programs serving 1,600 youth and adults through counseling, medication managements, social emotional learning, and resiliency training <p>She also described the response to the COVID-19 pandemic through \$125,000 in additional Community Benefit funding. After the shelter in place order was issued, staff reached out to partners for opportunities to use funding by the end of the fiscal year (June 30, 2020).</p> <p>In response to Director Zoglin's question, staff described programs related to nutrition education, food insecurity, and funding for social work case managers who assist with navigation of food stamp programs, which falls under the CHNA category of chronic conditions & obesity.</p>	
<p>10. PROPOSED FY21 COMMUNITY BENEFIT GRANT PROGRAM</p>	<p>Ms. Avery reported that ECHD received 63 proposals, with a total of \$8,645,029 in requested funding; the Plan recommends \$7,338, 519 across 56 grants. She described the largest proposals (of \$200,000 or more), which include safety net clinics, school nurse and mental health counseling, and hospital-operated community programs.</p> <p>The Board discussed a number of questions and requests for additional</p>	

	<p>information, including clarification on geography (organizations that are headquartered outside of the District, but providing services to those who live, work, or go to school in the District), operational transitions due to COVID-19, overall philosophical focus on healthcare, and differing recommendations between staff and the Community Benefit Advisory Council (CBAC).</p> <p>Director Zoglin suggested that for grantees that are providing training, metrics should breakdown how many are new and how many are repeat trainees. He also suggested that grantees should focus on presenting how their services meet the needs identified in the CHNA.</p> <p>Director Fung suggested 1) developing of a strategic plan, 2) conducting an assessment to measure impact on community health, 3) using different metrics to measure impact and success beyond the number of patients or students served, and 4) soliciting feedback from grantees about challenges to their programs.</p> <p>Director Miller expressed concerns about the Board liaisons not having a vote with the CBAC and proposed reallocating grants for certain programs due to COVID-19's impact on operations.</p> <p>The Board and staff discussed how to incorporate feedback and answer questions from the Board. Mary Rotunno, General Counsel, suggested that Board members send written comments to the Community Benefit staff and copy Director Miller, the CBAC Liaison.</p> <p>Director Miller suggested that any changes or recommendations coming out of this discussion or the Community Benefit Ad Hoc Committee's report would affect the grant cycle for FY22.</p>	
11. PUBLIC HEALTH ACTIONS TO SUPPORT THE COMMUNITY RELATED TO COVID-19	<p>Dan Woods, CEO, described proposed potential uses for District funding to support the community during the COVID-19 pandemic. Mr. Woods explained that the highest priority proposed initiative would be to open a community testing center open to the public and District residents. He noted that specific operational details are in progress.</p> <p>Chair Kalbach explained that there are several million dollars (\$1.2 million for FY20 and \$1.2 million for FY21) that can be used for whichever program(s) the Board decides to pursue.</p> <p>In response to questions from the Board about the proposed testing program, Mr. Woods explained that if the patient is insured, the test can be paid for by the insurance company; monies would be available for those who desire testing who do not have insurance. A physician's order is required for insurance companies to pay for the test. If insurers cover the costs of some of the tests, that allows the District to provide more free tests to those who do not have coverage. In terms of timing, Mr. Woods noted that there is a possibility of a second wave in the fall, which influenced the proposed November time frame for testing. Mr. Woods explained that these efforts will be coordinated with the County as well.</p> <p>Director Zoglin suggested pursuing work with schools, given the impact of school closures on the community.</p> <p>Director Ting commented widespread testing will encourage those who are hesitant to seek care but need it to feel more comfortable doing so.</p> <p>In response to Director Miller's questions, Mr. Woods explained that</p>	<i>District testing program funding authorized</i>

	<p>1) the proposed testing method is nasopharyngeal rather than a blood test, 2) staff would do their best to validate District residency of program participants, 3) "other agents" referenced in the memo may include a firm to help administer testing or coordination with other hospital systems and/or the County, and 4) proposed testing sites include El Camino Hospital's campus (drive through) and in Downtown Mountain View and Sunnyvale.</p> <p>Director Fung cautioned that the program should be flexible and not overly restrictive.</p> <p>Director Kalbach noted that to get a program started, Board action is required and asked for a motion.</p> <p>Motion: To approve District funding for a testing program.</p> <p>Movant: Miller Second: Fung Ayes: Fung, Kalbach, Miller, Ting, Zoglin Noes: None Abstentions: None Absent: None</p>	
12. FY20 PACING PLAN	Director Miller noted that the Ad Hoc Committee Report has been paced for the Board's June 2020 meeting.	
13. BOARD COMMENTS	<p>In response to Director Miller's question, Michael Moody, Interim CFO, clarified that hospitals get a higher Medicare reimbursement for care for COVID-19-diagnosed patients, but there are no such payments for deaths.</p> <p>The Board thanked the staff for their work.</p> <p>Chair Kalbach commented that there should be recognition of staff for their tremendous efforts during the pandemic.</p>	
14. ADJOURNMENT	<p>Motion: To adjourn at 7:44pm.</p> <p>Movant: Fung Second: Miller Ayes: Fung, Kalbach, Miller, Ting, Zoglin Noes: None Abstentions: None Absent: None Recused: None</p>	<i>Meeting adjourned at 7:44pm</i>

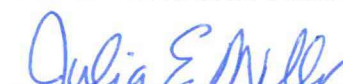
Attest as to the approval of the foregoing minutes by the Board of Directors of El Camino Healthcare District:

DocuSigned by:



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Gary Kalbach
Chair, ECHD Board



Julia E. Miller
Secretary, ECHD Board

Prepared by: Cindy Murphy, Director of Governance Services
Sarah Rosenberg, Contracts Administrator/Governance Services EA