



**Minutes of the Open Session of the Special Meeting of the
El Camino Healthcare District Board of Directors
Wednesday, July 15, 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**

George O. Ting, MD, Vice Chair**

John Zoglin**

Board Members Absent

Julia E. Miller, Secretary/Treasurer

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 5:30pm by Chair Kalbach. Chair Kalbach reviewed the logistics for the meeting. A verbal roll call was taken. Director Miller was absent. All other 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. 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.	
3. PUBLIC COMMUNICATION	Director Fung requested that written correspondence sent to the Board members be read into the record. Staff read a communication from Ben Field, Executive Officer of the South Bay Labor Council, where Mr. Field expressed concerns about the appointment of an ad hoc committee.	
4. CONSENT CALENDAR	<p>Chair Kalbach asked if any member of the Board or the public wished to remove an item from the consent calendar.</p> <p>Chair Kalbach requested removal of Agenda Item 4a: Minutes of the Open Session of the District Board Meeting (6/16/2020) and that Section 15 be corrected to note that Chair Kalbach reconvened the open session.</p> <p>Motion: To approve the consent calendar: Minutes of the Open Session of the District Board Meeting (6/16/2020) as amended.</p> <p>Movant: Kalbach Second: Zoglin Ayes: Fung, Kalbach, Ting, Zoglin Noes: None Abstentions: None Absent: Miller Recused: None</p>	<i>Consent calendar approved</i>
5. DISTRICT COVID- 19 TESTING PROGRAM STATUS REPORT	<p>Omar Chughtai, VP of Operations, and Deb Muro, CIO, provided an update on the District's COVID-19 testing program.</p> <p>Mr. Chughtai reviewed program results to date, noting that testing appointments began on June 7, 2020 and 1,104 community members had been tested as of July 15, 2020.</p> <p>Marketing efforts (in social media, print, and radio) have increased testing volume and staff will be tracking how community members hear</p>	<i>Resolution 2020-06 approved</i>

	<p>about the program. He also described ECH's collaboration with the County on marketing and planning efforts. Mr. Chughtai commented that once scheduled, the testing experience is coordinated and efficient. Improving the scheduling process is an ongoing area of focus. He described plans to provide pop-up sites, address testing capacity and supplies, extend appointment hours, and explore additional laboratory options.</p> <p>Ms. Muro described the improved online scheduling process, which is scheduled to go live during the week of July 20, 2020.</p> <p>In response to Director Kalbach's question, Mr. Chughtai explained that staff is considering partnerships with multiple laboratories to meet supply needs, work is coordinated with the County, and program operations are continually evaluated to meet state and local guidance and requirements.</p> <p>Directors Fung and Kalbach suggested clarifying that the testing uses a short swab; it is not a blood test and does not require the long, 12-inch swab.</p> <p>In response Director Zoglin's questions, Mr. Chughtai explained that 1) permanent testing sites will be expanding hours outside of standard working hours, 2) there is work with local chambers to establish pop-up sites at farmers markets and downtown districts to provide more geographic access to testing, and 3) discussion with schools are ongoing. He reported that Dan Woods, CEO, has spoken with school superintendents in the District and explained that schools and school districts are currently developing plans, and testing programs will be tailored to meet those needs.</p>	
<p>6. APPOINTMENT OF AD HOC COMMITTEE TO REVIEW COMPLIANCE ISSUE</p>	<p>Director Fung requested that this agenda item be postponed or tabled.</p> <p>In response to Board questions, Mary Rotunno, General Counsel, clarified that the agenda item is based on the Compliance Issue Review policy, which states that a Board meeting shall be scheduled to consider whether to appoint an ad hoc committee to review a compliance issue, noting that the Board meeting is a mandatory requirement in the policy. She explained that there is no factual determination being made and the consideration of whether or not to form an ad hoc committee requires a Board vote.</p> <p>Motion: To table this item until after the election.</p> <p>Movant: Fung</p> <p>There was no second to the motion.</p> <p>Motion: To approve the formation of an Ad Hoc Committee pursuant to District's Compliance Issue Review Policy and Procedure dated March 25, 2014, in response to a complaint regarding unprofessional and disrespectful conduct of Director Miller at a recent District Board meeting.</p> <p>Movant: Kalbach Second: Zoglin</p> <p>Chair Kalbach commented that the vote is only on the formation of ad hoc committee, not passing any kind of judgment regarding the complaint. He discussed the Standards of Conduct signed by the District Board members in December 2018 and the adoption of the Compliance Issue Review Policy in March 2014.</p> <p>Chair Kalbach commented that 1) neither the Chair nor the District Board</p>	<p><i>Formation of Ad Hoc Committee approved</i></p>

	<p>has the power to remove someone from office, and that is not the intent or charge for any ad hoc committee, and 2) this issue should be investigated to ensure transparency and accountability of the Board members and the Board as a whole.</p> <p>Director Fung expressed concerns with the Board being asked to make a decision without the specific details of the complaint. He also commented that the timing is inappropriate due to the pandemic and the upcoming election and asked to delay this matter.</p> <p>In response to Board questions, Chair Kalbach explained that names of the complainants are confidential. He confirmed that none of District Board members were the complainants.</p> <p>Chair Kalbach asked for public comment on this matter. Terry Sandoval with SEIU-UHW asked whether the Chair can make a motion. There were no additional comments from the public.</p> <p>Director Zoglin commented that trust of institutions and leadership is important, especially in a pandemic, people in positions of power should be held accountable, and the anonymity of the complainant should be protected. He voiced his support of the creation of the ad hoc committee.</p> <p>Director Ting commented that he is a strong proponent of accountability and protection of employees and expressed concerns about delaying any investigation. He commented that he is in favor of moving forward with an ad hoc committee to conduct research to be able to evaluate the issue.</p> <p>The Board further discussed the complaint and timing of the potential investigation.</p> <p>Chair Kalbach restated the motion: approval of the formation of an Ad Hoc Committee pursuant to District's Compliance Issue Review Policy and Procedure dated March 25, 2014, in response to a complaint regarding unprofessional and disrespectful conduct of Director Miller at a recent District Board meeting.</p> <p>Chair Kalbach stated that the charge of an ad hoc committee would be to investigate and review the complaint and come back to the Board with a recommendation to either dismiss the complaint or take Board action.</p> <p>In response to Director Fung's question, Ms. Rotunno explained that there is no restriction on the Board Chair making a motion.</p> <p>Ayes: Kalbach, Ting, Zoglin Noes: Fung Abstentions: None Absent: Miller Recused: None</p> <p>Chair Kalbach explained that, per the Policy, the Board Chair selects the members of the Ad Hoc Committee and noted that he will do so in the next week. Director Fung offered to participate on the Ad Hoc Committee.</p>	
7. AGENDA ITEM 21: ADJOURNMENT	<p>Motion: To adjourn at 6:48pm.</p> <p>Movant: Zoglin Second: Fung Ayes: Fung, Kalbach, Ting, Zoglin Noes: None Abstentions: None Absent: Miller</p>	Meeting adjourned at 6:48pm

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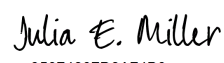
Attest as to the approval of the foregoing minutes by the Board of Directors of El Camino Healthcare District:

DocuSigned by:


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Gary Kalbach

Chair, ECHD Board

DocuSigned by:


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Julia E. Miller

Secretary, ECHD Board

Prepared by: Sarah Rosenberg, Contracts Administrator/Governance Services EA



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Robyn Zamora
AFSCME Local 101

July 13, 2020

Mr. Gary Kalbach, Chair
El Camino Healthcare District Board
2500 Grant Road
Mountain View, CA 94040
gary_kalbach@elcaminohealth.org

Dear Mr. Kalbach,

I am writing to express concern about the proposal, which is before the District Board on July 15, to appoint an ad hoc committee to review a "compliance issue." The issue, whether one of your colleagues on the District Board was sufficiently respectful and professional in her communications with staff, appears to be the result of a longstanding grudge, timed to cause political damage to your Board colleague.

The nature and timing of the complaint reflects badly on the hospital and its governance, suggesting that the District Board is willing to use its powers to serve a political agenda. The ad hoc committee seems designed to create an election issue. This strategy is not only an unethical intrusion into electoral politics, but it is likely to backfire on the hospital by spotlighting the disfunction of your Board.

I urge you not to move forward with the ad hoc committee. Even if there were a legitimate need for such an action, it would be appropriate only after the election season. Thank you for your attention to my request. Please feel free to contact me, if I can be of any service.

Sincerely,

A handwritten signature in blue ink that reads "Ben Field".

Ben Field
Executive Officer

cc: Dan Woods, CEO El Camino Hospital
El Camino Hospital District Board

