



**Minutes of the Open Session of the
El Camino Healthcare District Board of Directors
Tuesday, October 19, 2021**

Pursuant to Government code section 54953(e)(1), El Camino Health will not be providing a physical location to the public for this meeting. Instead, the public is invited to join the open session meeting via teleconference at:

Board Members Present

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

Board Members Absent

**via teleconference

Members Excused

None

Agenda Item	Comments/Discussion	Approvals/ Action
1. CALL TO ORDER/ ROLL CALL	Chair Miller 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; all Board members were present at roll call excluding Director Ting, and 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.	<i>Call to Order at 5:30 pm</i>
2. SALUTE TO THE FLAG	Chair Miller asked Dan Woods, CEO to lead all present in the Pledge of Allegiance.	
3. POTENTIAL CONFLICT OF INTEREST DISCLOSURES	Chair Miller asked if any Board members may have a conflict of interest with any of the items on the agenda. No conflicts were noted.	
4. AB 361 RESOLUTION ADOPTING FINDINGS TO CONTINUE VIRTUAL PUBLIC MEETINGS DURING STATE OF EMERGENCY	Chair Miller asked if any member of the Board or General Counsel wished to comment on the AB 361 Resolution adopting findings to continue virtual public meetings during the State of Emergency. No comments were made. Motion: To approve AB 361 Resolution adopting findings to continue virtual public meetings during the State of Emergency. Movant: Zoglin Second: Somersille Ayes: Fung, Miller, Somersille, Zoglin Noes: None Abstentions: None Absent: Ting Recused: None	<i>AB 361 Resolution Adopting Findings to Continue Virtual Public Meetings During State of Emergency approved</i>
5. PUBLIC COMMUNICATION	There was no public communication.	
6. CONSENT CALENDAR	Chair Miller asked if any member of the Board or the public wished to remove an item from the consent calendar. Director Zoglin requested to remove the 6e – FY21 Year-End Community Benefit Report. Motion: To approve the consent calendar excluding item 6e.	<i>Consent calendar approved</i>

	<p>Movant: Fung Second: Somersille Ayes: Fung, Miller, Somersille, Zoglin Noes: None Abstentions: None Absent: Ting Recused: None</p> <p>Chair Miller called for the discussion regarding agenda item 6e.</p> <p>Director Zoglin requested further clarification regarding different organizations that were under target and what were the next steps and/or modifications to meet the goal. He further noted that a couple of organizations' costs per person seemed higher than most programs. A brief discussion ensued.</p> <p>Director Ting joined the meeting at 5:48 pm.</p> <p>Motion: To approve 6e – FY21 Year-End Community Benefit Report</p> <p>Movant: Zoglin Second: Fung Ayes: Fung, Miller, Somersille, Ting, Zoglin Noes: None Abstentions: None Absent: None Recused: None</p>	
<p>7. FY21 YEAR-END ECHD STAND-ALONE FINANCIALS</p>	<p>Carlos Bohorquez, CFO, reviewed the FY21 Year-End ECHD Stand-Alone Financials and highlighted the following areas:</p> <ul style="list-style-type: none"> • Year over Year increase by 8.9M. • Short Term Investments increased from 5.7M to 12M. • Other Assets 3.1M – Related to refund made to the state tied to IGT. • Assets (Capitol Appropriation Fund) decreased from 24.5M to 18.7M. The decrease is tied to the renovation of Women's Hospital. • Budgeting for tax receipts for FY21 was 28.7M, received 32.5M. The increase is tied to overall assets (Real estate value within the district) • IGT/PRIME funding was budgeted at 2.6M, actual was 4.4M <p>Motion: To approve the FY21 Year-End ECHD Stand-Alone Financials.</p> <p>Movant: Fung Second: Ting Ayes: Fung, Miller, Somersille, Ting, Zoglin Noes: None Abstentions: None Absent: None Recused: None</p>	<p><i>FY21 Year End ECHD Stand-Alone Financials approved</i></p>
<p>8. FY21 AUDITED FINANCIAL REPORT</p>	<p>Carlos Bohorquez, CFO, opened the discussion by introducing Joelle Pulver from Moss Adams to present on the FY21 Audited Financial Report.</p>	

	<p>Joelle Pulver shared a brief overview of the 2021 Audit Results – District specific which included:</p> <ul style="list-style-type: none"> • Scope of Services • Auditor Report on the Consolidated Financial Statements • Assets and Deferred Outflows • Liabilities, Deferred Inflows, and Net Position • Income Statement Year to Year Comparison: Sources of Nonoperating Revenues • Income Statement Year to Year Comparison: Outflow of Expenses • Our Responsibility • Significant Accounting Policies & Unusual Transactions • Management Judgments & Accounting Estimates • Significant Audit Adjustments & Unadjusted Differences Considered by Management to Be Immaterial • Deficiencies in Internal Control <p>For further details, please review the distributed material.</p>	
<p>9. ECHD FY22 YTD FINANCIALS PERIOD 02</p>	<p>Carlos Bohorquez reviewed the FY22 YTD Financials Period 02 and noted:</p> <ul style="list-style-type: none"> • Reduction in Cash and Investments attributed to the recouping of the Medicare advance that was received in April/May of 2020. • Patient Account Receivables is higher than budgeted but expected to decrease • Facilities and Replacement Fund increased by 13M due to District to Hospital transfer for Women’s hospital project. • Operating income Favorable by 15M <p>Motion: To approve the FY22 YTD Financials Period 02.</p> <p>Movant: Fung Second: Zoglin Ayes: Fung, Miller, Somersille, Ting, Zoglin Noes: None Abstentions: None Absent: None Recused: None</p>	<p><i>ECHD FY22 YTD Financials Period 02 approved</i></p>
<p>10. FY22 COMMUNITY BENEFIT BOARD POLICY GUIDANCE</p>	<p>Jon Cowen, Senior Director, Government Relations and Community Partnerships presented the following and asked the Board of Directors for their feedback.</p> <ul style="list-style-type: none"> • Guiding Principles: Definition • Discussion Draft: Guiding principles for evaluating and prioritizing appropriateness of grant proposals • Current Health Needs Come from 2019 Community Health Needs Assessment (CHNA) • Process for Reaching the Proposed Ranked and Prioritized Health Needs • Health Needs Identification Criteria • How ECH considered which health needs to focus on • ECH’s Selected Health Needs to Focus On • Discussion Draft: ECHD Ranked & Prioritized Health Needs 	<p><i>FY22 Community Benefit Board Policy Guidance approved</i></p>


	<ul style="list-style-type: none"> • ECHD Grants Grouped by Health Need • Staff-initiated community benefit grant proposals being investigated (Draft) <p>A brief discussion ensued. There was consensus and agreement with the new direction of the program.</p> <p>Motion: To approve FY22 Community Benefit Board Policy Guidance</p> <p>Movant: Fung Second: Somersille Ayes: Fung, Miller, Somersille, Ting, Zoglin Noes: None Abstentions: None Absent: None Recused: None</p>	
<p>11. REPORTING ON COVID-19 COMMUNITY TESTING PROGRAM</p>	<p>Omar Chughtai, Vice President of Operations at Los Gatos, updated the Board of Directors on the current efforts and statistics of the ECHD COVID-19 Community Testing & Vaccination Program, noting the following. Additional details are available in the distributed materials.</p> <ul style="list-style-type: none"> • 42,148 District tests completed through 10/4/21 • .5% COVID positive rate 5/1/20-9/30/21 • \$1,125,944 District Funds used as of 8/31/21 	
<p>12. APPOINTMENT OF EL CAMINO HOSPITAL BOARD MEMBER ELECTION ADHOC COMMITTEE CHAIR</p>	<p>Chair Miller reviewed the re-election of non-district Board Member policy and the upcoming need for reappointment of two Board members in July 2022. She further advised that both directors are interested in continuing their service with the Hospital. A discussion occurred regarding the re-appointments.</p> <p>Chair Miller also shared that she has appointed herself Chair of the AdHoc Committee.</p> <p>Director Zoglin expressed concern around the self-appointment which led to Chair Miller requesting Mary Rotunno, General Counsel to speak to the Bylaws which allow this to occur.</p> <p>Mary Rotunno, General Counsel, shared that the Bylaws of the District state that the Board Chair can appoint the chair of any ADHOC Committee or special committee. The appointment of the committee members must be approved by the full Board.</p> <p>Director Zoglin recommended presenting this to the Governance Committee and asking for their advice regarding best practices with appointing the ADHOC Committee Chair.</p> <p>It was reiterated that according to the Bylaws Chair Miller could appoint herself as Chair of the AdHoc Committee.</p>	
<p>13. ADJOURN TO CLOSED SESSION</p>	<p>Motion: To approve to adjourn to closed session at 7:22 pm.</p> <p>Movant: Ting Second: Miller Ayes: Fung, Miller, Somersille, Ting, Zoglin Noes: None Abstentions: None Absent: None Recused: None</p>	<p>Adjourned to closed session at 7:22 pm</p>

<p>14. AGENDA ITEM 20: RECONVENE TO OPEN SESSION/ REPORT OUT</p>	<p>The open session of the El Camino Healthcare District Board of Directors was reconvened at 7:40 pm. The closed session minutes of the 6/29/2021 El Camino Healthcare District Board of Directors was approved.</p>	<p>Open Session reconvened at 7:40 pm</p>
<p>15. AGENDA ITEM 21: FY21 AUDITED FINANCIAL REPORT</p>	<p>Chair Miller and Board have a discussion in closed session regarding the FY21 Audited Financial Report.</p> <p>Motion: To accept the FY21 Audited Financial Report</p> <p>Movant: Somersille Second: Fung Ayes: Fung, Miller, Somersille, Ting, Zoglin Noes: None Abstentions: None Absent: None Recused: None</p>	<p>FY21 Audited Financial Report approved</p>
<p>16. AGENDA ITEM 22: BOARD COMMENTS</p>	<p>None were noted.</p>	
<p>17. AGENDA ITEM 23: ADJOURNMENT</p>	<p>Motion: To adjourn at 7:41 pm.</p> <p>Movant: Fung Second: Miller Ayes: Fung, Miller, Somersille, Ting, Zoglin Noes: None Abstentions: None Absent: None Recused: None</p>	<p>Meeting adjourned at 7:41 pm</p>

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



 Julia E. Miller
 Chair, ECHD Board



 Carol Somersille, MD
 Secretary/Treasurer, ECHD Board

Prepared by: Nicole Hartely, Executive Assistant II