



**Minutes of the Open Session of the
El Camino Healthcare District Board of Directors
Tuesday, May 17, 2022**

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

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 5:31 pm and reviewed the logistics for the meeting. A verbal roll call was taken; all Board members were present at the roll call, 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 5:31 pm.</i>
2. SALUTE TO THE FLAG	Chair Miller asked Vice-Chair, Dr. Peter Fung, 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. PUBLIC COMMUNICATION	There was no public communication.	
5. SPOTLIGHT: RESOLUTION 2022-06	<p>Chair Miller invited Jon Cowan, Senior Director, Relations and Community Partnerships, to introduce Karen Scussel, Women SV Board. Mr. Cowan introduced Ms. Scussel, and she provided a brief overview of Women SV, a local non-profit in Los Altos serving people of intimate partner abuse, and the impact of the El Camino Healthcare District Grant on the program in FY21 and FY22.</p> <p>Motion: To approve the Resolution 2022-06 recognizing Womens SV.</p> <p>Movant: Zoglin Second: Fung Ayes: Fung, Miller, Somersille, Ting, Zoglin Noes: None Abstentions: None Absent: None Recused: None</p>	<i>Resolution 2022-06 was approved</i>
6. CONSENT CALENDAR	<p>Chair Miller asked if any member of the Board or the public wished to remove an item from the consent calendar.</p> <p>Director Zoglin requested to remove 6c – Community Benefits Mid-Year Update for discussion.</p> <p>Motion: To approve the consent calendar excluding item 6c to include:</p> <ul style="list-style-type: none"> a. Continuation of Resolution 2021-10 of the Board of Directors Making Findings and Determinations Under AB 361 for Teleconference Meetings b. Minutes of the Open Session of the El Camino Healthcare District Board Meeting (03/15/2021) d. FY22 Pacing Plan 	<i>The consent calendar was approved.</i>

	<p>e. Community Benefits Sponsorship Report</p> <p>Movant: Somersille Second: Fung Ayes: Fung, Miller, Somersille, Ting, Zoglin Noes: None Abstentions: None Absent: None Recused: None</p> <p>Director Zoglin asked for further clarification on the following items:</p> <ul style="list-style-type: none"> • How the programs are doing compared to the pre-Covid year and overall as the numbers reported seem lower than pre-Covid years. • Why the cost per student/session in similar programs have a higher variance for similar services delivered. <p>Mr. Cowan responded that the numbers are lower than pre-Covid, yet trending in the right direction. He further disclosed the following degrees of variations:</p> <ul style="list-style-type: none"> • Fiscal Year 20: 65% of the programs met 80% of their metrics, and 92% of them met 80% of their metrics for the largest grants. • Fiscal Year 19: 72% of the programs met 80% of their metrics, and 73% met 80% of their metrics for the largest grants. <p>Mr. Cowan reported that some programs were faced with staffing challenges due to Covid, and some of the services were more intensive than expected.</p> <p>Motion: To approve item 6c - Community Benefits Mid-Year Update</p> <p>Movant: Zoglin Second: Somersille Ayes: Fung, Miller, Somersille, Ting, Zoglin Noes: None Abstentions: None Absent: None Recused: None</p>	
<p>7. FY23 COMMUNITY BENEFIT PLAN STUDY SESSION</p>	<p>Mr. Cowan reported that the grants utilized the guiding principles and approved percentages that the Board approved at the end of last year. There was an increase of 6% from 2022 to 2023 in diabetes and obesity, a 2% increase for behavioral health, and a decrease in healthcare access and delivery.</p> <p>Mr. Cowan highlighted the FY23 strategies for Diabetes and Obesity, School Behavioral Health, Community Service Agencies, and Staff Innovation Grants. He explained the recommended funding to 9 out of the 15 applications for new programs. In addition, more recognition will be requested from the grantees such as building signage for programs receiving grants ≥\$200,000 and mobile van signage for programs receiving grants ≥\$50,000.</p> <p>Director Fung asked how many of the grants or programs came from staff recommendations and why some were not funded.</p> <p>Mr. Cowan reported that a few programs were recommended by staff based on gaps identified within our Behavior Health department. Specifically, Caminar – LGBTQ, Behavioral Health Navigator, and Post Discharge Navigator.</p> <p>Director Somersille requested details regarding the analysis on Road Runners and the outreach changes, including utilizing our services.</p>	

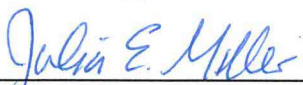
	<p>Mr. Cowan explained reaching out to Santa Clara Family Health Plan, Senior Centers, and Clinical Practices to help connect vulnerable and underserved individuals to get to their appointments and identify other options to help. Furthermore, staff works with those who express concern about being able to afford the rates.</p> <p>Director Somersille stated that she would like to extend the time of the grant to 2 years for the nursing programs in various school districts.</p> <p>Mr. Cowan responded that extending the time of the grant is an excellent idea to reduce the burden on the grantee and provide more focus on newer grants, and will try to implement in the following fiscal year.</p> <p>Director Zoglin wanted to know what total percentage the new organizations represent.</p> <p>Mr. Cowan stated roughly 6% of funds go to new organizations.</p> <p>Director Ting inquired about the correlation with the community health needs assessment and whether it is valuable enough to guide us to a better understanding of the community needs.</p> <p>Mr. Cowan stated that the assessment does help identify the community and broad health needs. The El Camino Healthcare District and El Camino Hospital have historically had a comprehensive approach of wanting to reach many different organizations.</p> <p>Director Miller would like to challenge the process and have staff consider the following recommendations:</p> <ul style="list-style-type: none"> • Remove dual funding • If possible, fund hospital programs out of the hospital funds and district programs out of district funds • If appropriate, increase the hospital funds 	
8. ECHD FY22 YTD FINANCIALS	<p>Carlos Bohorquez, Chief Financial Officer, presented the FY22 YTD Financials and highlighted the following:</p> <ul style="list-style-type: none"> • \$91.098M in total Assets as of March 31, 2022 • \$59.072M in total Fund Balance as of March 31, 2022 • Deferred Revenue decreased from 67M to 37M dollars • Year over Year, increased by about 20%, mainly driven by a strong rebound in volume. • Unrealized loss on our portfolio in our non-operating income (investment income) <p>Mr. Bohorquez concluded that we are unfavorable to budget with investment income by \$1.7M, net income at \$12.6M versus \$13.1M but overall revenue and expenses are consistent with the projected budget. A brief discussion ensued.</p> <p>Director Somersille requested a range of percentages of our assets when reporting the financials to the District Board.</p>	
9. REPORT ON COVID-19 COMMUNITY PROGRAM	<p>Omar Chughtai, VP of Operations, provided a brief update on the El Camino Healthcare District funds allocation to cover testing and vaccinations. He reviewed El Camino Health's efforts to help the community by providing at-home kits, N95 masks, and vaccine clinics. Mr. Chughtai reported a remaining balance of \$1.2M and requested allocating the remaining balance to FY23.</p> <p>Motion: To approve rolling over the existing funds to fiscal FY23 to continue our testing and vaccination program.</p>	Motion to approve allocating remaining 1.2M funds to FY23.

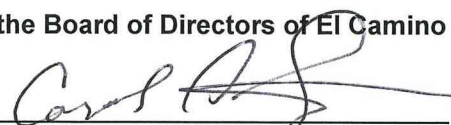
	<p>Movant: Miller Second: Fung Ayes: Fung, Miller, Somersille, Ting, Zoglin Noes: None Abstentions: None Absent: None Recused: None</p>	
10. FY23 PACING PLAN	<p>Chair Miller asked for a discussion regarding the FY23 pacing plan. She requested that the January meeting be moved to February to remain dark to align with the Hospital Board pacing and hold a December meeting during the election year.</p> <p>There was consensus from the Board of Directors to remain dark in January and hold a meeting in December during the election year.</p> <p>A revised pacing plan will be paced for review, discussion, and possible motion at the June Meeting.</p>	Deferred to 6/14 Board Meeting
11. EL CAMINO HEALTH DISTRICT MISSION STATEMENT REVIEW AD HOC COMMITTEE FORMATION <i>Resolution 2022-04</i>	<p>Chair Miller called for a motion to appoint Director John Zoglin to the District Mission Statement Review Ad Hoc Committee.</p> <p>Motion: To approve Resolution 2022-04, Appointment of Director John Zoglin to the District Mission Statement Review Ad Hoc Committee.</p> <p>Movant: Somersille Second: Fung Ayes: Fung, Miller, Somersille, Ting, Zoglin Noes: None Abstentions: None Absent: None Recused: None</p>	Resolution 2022-04 was approved.
12. DISTRICT BOARD MEMBER HEALTH BENEFITS DISCUSSION	<p>Dan Woods, Chief Executive Officer, provided a brief update on District Board Member Health Benefit and introduced outside counsel Allison Bassett and Shauna Amon to explain aspects of the health and safety code of the districts and employment law regarding providing health care benefits to district board members.</p> <p>Shauna Amon stated while it is legal for the district to offer health-related benefits, providing and implementing coverage may be more difficult. She further detailed the following requirements:</p> <ul style="list-style-type: none"> Hourly requirements that employees need to work to qualify for benefits <ul style="list-style-type: none"> 20 hours a week for part-time employees and 32 hours per week for full-time employees Compared to Sequoia Healthcare District, Sequoia likely has a pre-existing contract with Calipers to provide benefits to their active members and extend coverage to their board members <ul style="list-style-type: none"> ECH can reach out to Calipers to see if there are similar coverage plans that can be made Might not be cost-effective <p>Director Fung asked whether the board members were interested in health care benefits.</p> <p>Chair Miller asked each board member for their interest in the process of discovery and discussion. Directors Fung, Miller, Somersille, and Ting responded yes. Director Zoglin responded no.</p> <p>Director Ting asked if the health care benefit was individual or family coverage.</p> <p>Chair Miller stated that would be a decision for Board approval.</p>	

	<p>Chair Miller asked for further explanation on the general counsel's opinion of special district board members receiving benefits. Ms. Bassett explained there are no specific procedures for providing benefits, but a government code allows approval in an open meeting subject to the Brown Act.</p> <p>Chair Miller requested additional information regarding insurance coverage that Calipers can provide.</p>	
<p>13. FY23 EL CAMINO HEALTHCARE DISTRICT POLICY BYLAW REVIEW AD-HOC COMMITTEE RECOMMENDATION P.2 Compliance Review Process</p>	<p>Chair Miller referred to the revised P.2 Compliance Review Process as detailed in the packet materials and asked the Board of Directors for feedback.</p> <p>Director Zoglin asked if there was a limit to the hourly rate for legal fees.</p> <p>Alison Bassett stated the Board has control over the legal fees as the Board would engage the counsel for the board member and negotiate the engagement letter to define the cap amount, set the number of hours, and so forth. A personal attorney would not be permitted to submit bills to the District.</p> <p>Motion: To approve P.2 Compliance Review Process.</p> <p>Movant: Fung Second: Ting Ayes: Fung, Miller, Somersille, Ting, Zoglin Noes: None Abstentions: None Absent: None Recused: None</p>	<p><i>P.2 Compliance Review Process was approved</i></p>
<p>14. FY23 EL CAMINO HEALTHCARE DISTRICT POLICY BYLAW REVIEW AD-HOC COMMITTEE RECOMMENDATION P.3 Director Compensation Policy</p>	<p>Chair Miller referred to the revised P.3 Director Compensation Policy as detailed in the packet materials and asked the Board of Directors for feedback.</p> <p>Director Zoglin asked for clarification on meeting compensation definitions (i.e., what constitutes \$100 compensation and the maximum allowance)</p> <p>Mr. Shiraz Ali noted that meetings are defined in section 1.2 on page 205 of the packet and the maximum is 6 meetings equaling \$630 a month. Ms. Bassett added that the Health and Safety government code regulates the compensation.</p> <p>Motion: To approve P.3 Director Compensation Policy.</p> <p>Movant: Fung Second: Somersille Ayes: Fung, Miller, Somersille, Ting Noes: Zoglin Abstentions: None Absent: None Recused: None</p>	<p><i>P.3 Director Compensation Policy was approved</i></p>
<p>15. FY23 EL CAMINO HEALTHCARE DISTRICT POLICY BYLAW REVIEW AD-HOC COMMITTEE RECOMMENDATION P.6 Appointment of Board Members to El Camino Hospital Board</p>	<p>Chair Miller referred to the revised P.6 Appointment of Board Members to El Camino Hospital Board Policy as detailed in the packet materials and asked the Board of Directors for feedback.</p> <p>Director Zoglin asked to remove the bullet under Item 2: Appropriate business attire at ECH meetings and functions. There was no second to the motion.</p> <p>Motion: To approve P.6 Appointment of Board Members to El Camino Hospital Board.</p> <p>Movant: Fung Second: Somersille Ayes: Fung, Miller, Somersille, Ting, Zoglin</p>	<p><i>P.6 Appointment of Board Members to El Camino Hospital Board Policy was approved</i></p>

	Noes: None Abstentions: None Absent: None Recused: None	
16. ADJOURN TO CLOSED SESSION	<p>To adjourn to closed session at 7:34 pm pursuant to Gov't Code Section 54957.2 for approval of the Minutes of the Closed Session of the District Board Meeting (01/25/22), pursuant to Gov't Code Section 54957 for discussion on personnel performance matters, an Executive Session with the CEO.</p> <p>Motion: To approve to adjourn to closed session at 7:34 pm.</p> <p>Movant: Ting Second: Fung Ayes: Fung, Miller, Somersille, Ting, Zoglin Noes: None Abstentions: None Absent: None Recused: None</p>	Adjourned to closed session at 7:34 pm.
17. AGENDA ITEM 22: RECONVENE TO OPEN SESSION/ REPORT OUT	<p>The open session of the El Camino Healthcare District Board of Directors was reconvened at 8:36 pm. Agenda items 17-21 were addressed in the closed session.</p> <p>During the closed session, the Board approved the closed session minutes of the 03/15/22 El Camino Healthcare District Board of Directors by all Board Members present. (Directors Fung, Miller, Somersille, Ting, and Zoglin).</p>	Open Session reconvened at 8:36 pm.
18. AGENDA ITEM 23: BOARD COMMENTS	None were noted.	
19. AGENDA ITEM 24: ADJOURNMENT	<p>Motion: To adjourn at 8:37 pm.</p> <p>Movant: Somersille Second: Ting Ayes: Fung, Miller, Somersille, Ting, Zoglin Noes: None Abstentions: None Absent: None Recused: None</p>	Meeting adjourned at 8:37 pm.

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: Stephanie Ijin, Manager, Administration
 Michele Collaco, Executive Assistant II