



**El Camino Healthcare District Board of Directors  
Open Session Meeting Minutes  
Tuesday, March 18, 2025**

El Camino Hospital | Sobrato Boardroom 1 | 2500 Grant Road, Mountain View, CA

**Board Members Present**

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

**Board Members Absent**

None

**Others Present**

**Dan Woods**, CEO  
**Carlos Bohorquez**, CFO  
**Theresa Fuentes**, CLO  
**Ken King**, CAO  
**Jon Cowan**, Executive Director, Government Relations and Community Partnerships

**Others Present (cont.)**

**Anne Yang**, Executive Director, Governance Services\*\*  
**Tracy Fowler**, Director, Governance Services  
**Gabriel Fernandez**, Governance Services Coordinator  
**James Gorrell**, Contracts Counsel: Manager, Healthcare Contracting  
**Mike Ichikawa**, Photographer  
**Cheryl Walter**, Managing Director, On-Site Dental Care Foundation  
**Marti Rimmell**, Chairperson, On-Site Dental Care Foundation Board of Directors

\*\*Via teleconference

Agenda Item	Comments/Discussion	Approvals/ Action
<b>1. CALL TO ORDER/ ROLL CALL</b>	Chair Ting called to order the open session of the Regular Meeting of the El Camino Healthcare District Board of Directors (the "Board") at 5:30 p.m. and reviewed the logistics for the meeting. A verbal roll call was taken; Directors Fung, Miller, Somersille, Ting, and Zoglin were present, constituting a quorum.	<b>Call to Order at 5:30 p.m.</b>
<b>2. CONSIDER AB 2449 REQUESTS</b>	Chair Ting asked if any members of the Board are appearing remotely per AB 2449. None were noted.	
<b>3. SALUTE TO THE FLAG</b>	Chair Ting asked Director Miller to lead the Pledge of Allegiance.	
<b>4. POTENTIAL CONFLICT OF INTEREST DISCLOSURES</b>	Chair Ting asked if any Board members had a conflict of interest with any of the items on the agenda. No conflicts were noted.	
<b>5. PUBLIC COMMUNICATION</b>	Chair Ting asked if there were any members of the public with comments for any items not listed on the agenda. There were no members of the public present.	
<b>6. COMMUNITY BENEFIT SPOTLIGHT: ON-SITE DENTAL CARE FOUNDATION</b>	<p>Mr. Cowan introduced Ms. Walter and Ms. Rimmell to the board. Ms. Walter provided an overview of their mobile dental clinic services, emphasizing the importance of oral health and the positive impact on underserved communities. The presentation included statistics demonstrating increased patient recall visits (from 40% to 70%), high rates of treatment plan completion, and a discussion of ongoing challenges and opportunities in delivering dental care to local populations. A mock-up for the van's new wrap, highlighting major donors and incorporating the ECHD's new logo, was also presented.</p> <p><b>Motion:</b> To adopt ECHD Resolution 2025-02 recognizing On-Site Dental Foundation.</p>	<b>Resolution 2025-02 was adopted.</b>

	<p><b>Movant:</b> Fung  <b>Second:</b> Somersille  <b>Ayes:</b> Fung, Miller, Somersille, Ting, Zoglin  <b>Noes:</b> None  <b>Abstentions:</b> None  <b>Absent:</b> None  <b>Recused:</b> None</p>	
<p><b>7. RECEIVE ECHD FY25 FINANCIAL REPORT</b></p>	<p>Mr. Bohorquez presented the FY25 Period 7 financial report, reviewing the consolidated balance sheet and highlighting strong investment portfolio performance, increases in current and board-designated assets, and a slight reduction in current liabilities. The fund balance remains strong, reflecting organizational assets. Revenues remained stable, with expenses rising proportionally, resulting in operating income exceeding the budget by approximately \$21 million.</p> <p>For the district's financial statements, notable changes included Community Partnership Fund payouts. Director Somersille questioned why the IGT PRIME Medi-Cal program appears on the district's balance sheet rather than ECHB's; it was clarified as a legal technicality due to the organization's district hospital status. Additionally, the report showed a 1% (\$6 million) variance in wages and benefits due to increased employee benefits, which was described as reasonable.</p> <p><b>Motion:</b> To receive the FY25 Period 7 Financial report.</p> <p><b>Movant:</b> Miller  <b>Second:</b> Fung  <b>Ayes:</b> Fung, Miller, Somersille, Ting, Zoglin  <b>Noes:</b> None  <b>Abstentions:</b> None  <b>Absent:</b> None  <b>Recused:</b> None</p>	<p><b>FY25 Period 7 Financial report was received.</b></p>
<p><b>8. ECHD BENEFIT FUNDS</b></p>	<p>Director Zoglin opened the discussion by providing context on the purpose and responsibility of district hospitals, emphasizing the intent to use tax monies responsibly and effectively for community benefit. He summarized that since 2008 the philosophy of ECHD board had been to spend as close as possible to total amount of tax monies available for expenses and that this guidance did not appear to have been followed in FY24 and FY25 and he concluded that the delta between tax monies available and those allocated was over \$3 million. Board members discussed several potential motions regarding allocation strategies for future funding. Director Miller suggested allocating additional resources toward Community Sponsorships and mentioned measles vaccination as an idea for further study. Director Somersille thanked Director Zoglin for identifying available funds and advocated for more strategic direction, possibly investing in Social Determinants of Health (SDOH), real estate, or significant health initiatives.</p> <p>Director Fung advised careful consideration, outlining two main alternatives: significantly increasing community spending immediately or strategically investing surplus funds to ensure sustainable funding over the long term. He suggested a hybrid</p>	<p><b>Action:</b> Add review of the community benefit program and process to next agenda.</p> <p><b>Approval:</b> For FY26, expand the Community Benefit amount up to a maximum of \$10 million.</p>



	<p>model, combining immediate community benefit spending with setting aside funds for unforeseen circumstances and future strategic use. Directors agreed guidance for FY26 should explicitly increase spending amounts. The board asked for clarification and input from Mr. Cowan and Mr. Woods for internal perspectives. Mr. Woods proposed a second-round funding approach to address unmet needs from prior grant cycles, and Director Somersille recommended reserving percentages specifically for special grants and discretionary investments. Chair Ting asked that a review of the community benefit program and process be added to the next meeting agenda.</p> <p><b>Motion:</b> For FY26, expand the Community Benefit amount to a maximum of \$10 million.</p> <p><b>Movant:</b> Zoglin <b>Second:</b> Somersille <b>Ayes:</b> Fung, Miller, Somersille, Ting, Zoglin <b>Noes:</b> None <b>Abstentions:</b> None <b>Absent:</b> None <b>Recused:</b> None</p>	
<p><b>9. EL CAMINO HEALTHCARE DISTRICT BOARD HEALTH AND SAFETY CODE § 32103: DIRECTOR COMPENSATION</b></p>	<p>Chair Ting opened the discussion asking if there were any questions or comments. Director Zoglin raised questions regarding the definition and classification of board meetings for compensation purposes. The central issue was clarifying what constitutes an official meeting and determining who provides that definition. Ms. Fuentes advised that meetings are defined in the Board's policy and read some of the examples stated in the policy. Ms. Fuentes also reminded the Board that state law sets a maximum number of compensated meetings per month at five or, if the board makes certain findings up to six, but it's up to the district to determine the necessity of reaching that maximum.</p> <p>It was noted that all director stipends are publicly reported to the State Controller, emphasizing transparency and accountability. The discussion concluded with agreement on the need for clearer guidelines or definitions around meetings eligible for directors' compensation and a request to bring the policy to the next meeting for review. Staff was asked to send information regarding the FY24 stipends paid to the board.</p> <p><b>Motion:</b> To direct staff to work with Counsel to draft a resolution, publish a notice of public hearing in a newspaper of general circulation, and set a date for the Board to conduct the public hearing to adopt a resolution in accordance with the procedures for being compliant with California Health and Safety Code 32103(b).</p> <p><b>Movant:</b> Ting <b>Second:</b> Somersille <b>Ayes:</b> Fung, Miller, Somersille, Ting, Zoglin <b>Noes:</b> None <b>Abstentions:</b> None</p>	<p><b>Action:</b> Add ECHD Compensation policy to next meeting agenda.</p> <p>Staff to send policy and information re FY24 stipends paid to board members</p> <p>Staff work with Counsel to draft resolution, publish notice of public hearing and set date for the public hearing.</p>

	<p><b>Absent:</b> None <b>Recused:</b> None</p>	
<p><b>10. ECHD POLICY REVIEW – RECORDS RETENTION POLICY</b></p>	<p>Ms. Fuentes opened the discussion explaining the need for the policy and the process in drafting the version before the board. She requested board input regarding the retention of video recordings, noting that written minutes are kept indefinitely. Discussion and comments included requests for information on what other districts and public councils were doing with varied recommendations for length of storage.</p> <p><b>Motion:</b> To adopt ECHD Resolution 2025-03 approving ECHD Records Retention Policy with website video storage at seven (7) years.</p> <p><b>Movant:</b> Zoglin <b>Second:</b> Miller <b>Ayes:</b> Fung, Miller, Somersille, Ting, Zoglin <b>Noes:</b> None <b>Abstentions:</b> None <b>Absent:</b> None <b>Recused:</b> None</p>	<p><b>Resolution 2025-03 was adopted approving ECHD Records Retention Policy with website video storage at seven (7) years.</b></p>
<p><b>11. FORMATION OF FY26 ECHB REAPPOINTMENT / RECRUITMENT AD HOC COMMITTEE</b></p>	<p>Chair Ting opened the agenda item regarding the formation of an ad hoc committee for the FY26 ECHB member reappointment and recruitment process. Director Somersille was appointed and accepted the role of committee chair. Director Zoglin volunteered and was appointed as the second committee member. It was clarified that only two district board members could officially serve on this ad hoc committee to avoid quorum issues.</p> <p><b>Motion:</b> To adopt ECHD Resolution 2025-04 forming FY26 ECHB Reappointment/Recruitment Ad Hoc Committee with Director Somersille as Chair and Director Zoglin as member.</p> <p><b>Movant:</b> Ting <b>Second:</b> Zoglin <b>Ayes:</b> Fung, Miller, Somersille, Ting, Zoglin <b>Noes:</b> None <b>Abstentions:</b> None <b>Absent:</b> None <b>Recused:</b> None</p>	<p><b>Resolution 2025-04 was adopted.</b></p>
<p><b>12. RECESS TO CLOSED SESSION</b></p>	<p><b>Motion:</b> To recess to closed session at 7:06 p.m.</p> <p><b>Movant:</b> Ting <b>Second:</b> Somersille <b>Ayes:</b> Fung, Miller, Somersille, Ting, Zoglin <b>Noes:</b> None <b>Abstentions:</b> None <b>Absent:</b> None <b>Recused:</b> None</p>	<p><b>Recessed to closed session at 7:06 p.m.</b></p>
<p><b>13. AGENDA ITEM 18: CLOSED SESSION REPORT OUT</b></p>	<p>The open session was reconvened at <b>7:46 p.m.</b> by Chair Ting. Agenda Items 13-15 were addressed in closed session.</p>	<p><b>Reconvened open session at 7:46 p.m.</b></p>



	Mr. Fernandez reported that during the closed session, the ECHD board approved the closed session minutes of the prior meeting.	
<b>14. AGENDA ITEM 19: CONSENT CALENDAR</b>	<p>Chair Ting inquired if any member of the Board intended to remove any item from the consent calendar. No items were removed.</p> <p><b>Motion:</b> To approve the consent calendar.</p> <p><b>Movant:</b> Miller <b>Second:</b> Zoglin <b>Ayes:</b> Fung, Miller, Somersille, Ting, Zoglin <b>Noes:</b> None <b>Abstentions:</b> None <b>Absent:</b> None <b>Recused:</b> None</p>	<p><b>The consent calendar was approved.</b></p> <ul style="list-style-type: none"><li>- Minutes of the Open Session of the District Board Site Visit Meeting (02/07/2025)</li><li>- Minutes of the Open Session of the District Board Meeting (02/11/2025)</li><li>- Resolution 2025-05: Amending ECHD Conflict of Interest Code</li></ul>
<b>15. AGENDA ITEM 20: BOARD ANNOUNCEMENTS</b>	Director Miller noted that March was Women's History month. She also thanked staff for the personalized notepads with the updated ECHD logo.	
<b>16. AGENDA ITEM 21: ADJOURNMENT</b>	<p><b>Motion:</b> To adjourn at 7:48 p.m.</p> <p><b>Movant:</b> Zoglin <b>Second:</b> Fung <b>Ayes:</b> Fung, Miller, Somersille, Ting, Zoglin <b>Noes:</b> None <b>Abstentions:</b> None <b>Absent:</b> None <b>Recused:</b> None</p>	<p><b>Meeting adjourned at 7:48 p.m.</b></p>

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

  
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John Zoglin  
Secretary/Treasurer, ECHD Board

Prepared by: Tracy Fowler, Director, Governance Services

Reviewed by: John Zoglin, Secretary/Treasurer, ECHD Board and Theresa Fuentes, Chief Legal Officer