



**Minutes of the Open Session of the
Meeting of the El Camino Healthcare District Board of Directors
Tuesday, March 19, 2019**
El Camino Hospital | 2500 Grant Road, Mountain View, CA 94040
Conference Rooms F&G (ground floor)

Board Members Present

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

Board Members Absent

Peter C. Fung, MD, Chair

Members Excused

None

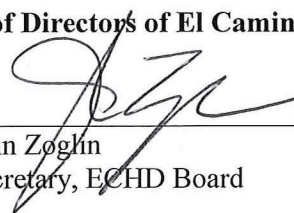
Agenda Item	Comments/Discussion	Approvals/ Action
1. CALL TO ORDER/ ROLL CALL	The open session meeting of the El Camino Healthcare District Board of Directors (the "Board") was called to order at 5:30pm by Vice Chair Miller. A silent roll call was taken. Director Fung was absent. All other Board members were present.	
2. SALUTE TO THE FLAG	Director Kalbach led the Board members, staff, and members of the public present in the Pledge of Allegiance.	
3. POTENTIAL CONFLICT OF INTEREST DISCLOSURES	Vice 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	Two members of the public identified themselves as bargaining representatives for the SEIU-UHW, presented the District Board with documents containing a number of signatures, and commented they hoped the union members would get a fair contract from El Camino Hospital.	
5. COMMUNITY BENEFIT SPOTLIGHT: MAGICAL BRIDGE	<p>Motion: To approve <i>Resolution 2019-02</i>.</p> <p>Movant: Zoglin Second: Kalbach</p> <p>Barbara Avery, Director, Community Benefit, introduced Olenka Willarreal, CEO of Magical Bridge and described the organization's innovative and inclusive playgrounds to meet play needs of everyone in the community.</p> <p>Ms. Willarreal thanked the Board for their support and described the Foundation's origins, the upcoming groundbreaking for a playground in Sunnyvale and fundraising for a playground in Mountain View, and inclusive programming.</p> <p>In response to Director Zoglin's questions, Ms. Willarreal described the site preparation and material cost for the playgrounds (\$4 million) and partnership with a global manufacturer.</p> <p>Ayes: Kalbach, Miller, Ting, Zoglin Noes: None Abstentions: None Absent: Fung Recused: None</p>	Resolution 2019-02 approved
6. CONSENT CALENDAR	<p>Vice Chair Miller asked if any member of the Board or the public wished to remove an item from the consent calendar.</p> <p>Director Ting requested that the Sections 12 and 14 of the minutes be corrected to reflect the current membership of the Board.</p> <p>Motion: To approve the consent calendar: Minutes of the Open Session of</p>	Consent calendar approved

	<p>the District Board Meeting (January 22, 2019), as amended to reflect the current composition of the Board.</p> <p>Movant: Kalbach Second: Ting Ayes: Kalbach, Miller, Ting, Zoglin Noes: None Abstentions: None Absent: Fung Recused: None</p>	
<p>7. FY19 YTD ECHD FINANCIALS</p>	<p>Iftikhar Hussain, CFO, provided an overview of the financials:</p> <ul style="list-style-type: none"> - The consolidated balance sheet is very healthy; the main change is in capital investments (about \$100 million increase) - Operating margin is \$16 million ahead of plan; revenue and expenses are favorable - On the standalone balance sheet, one unusual item is the negative fund balance <p>In response to Director Ting's questions, Mr. Hussain described the adjustment of investments to market every month, the net return on portfolio through January of 0.3%, and the earthquake fund (surplus cash earmarked for a catastrophic event) that supplements earthquake insurance. Mr. Hussain offered to research and provide Board Members with additional information on that line item.</p> <p>Director Miller requested additional information about the "supplies and other expenses" line item and the \$177,000 for the Registrar of Voters.</p> <p>Motion: To approve the FY19 YTD ECHD Financials.</p> <p>Movant: Zoglin Second: Kalbach Ayes: Kalbach, Miller, Ting, Zoglin Noes: None Abstentions: None Absent: Fung Recused: None</p>	<p><i>FY19 YTD ECHD Financials approved</i></p> <p><i>Staff to provide additional info on the line items specified</i></p>
<p>8. ECH BOARD MEMBER ELECTION AD HOC COMMITTEE REPORT</p>	<p>Director Miller, Chair of the ECH Board Member Election Ad Hoc Committee, explained that the Committee has received three applications, will be conducting interviews shortly, and will be bringing recommendations and/or candidates to the District Board's May meeting.</p> <p>The Board discussed having the Committee narrow the field of candidates to 3 or 4 finalists to interview with the full Board at an upcoming meeting.</p>	
<p>9. BOARD COMPENSATION POLICY AND PROCEDURE</p>	<p>Cindy Murphy, Director of Governance Services, provided an overview of the proposed changes to the Board compensation policy and procedure.</p> <p>Director Miller suggested that the policy be revised to reflect that the stipends are paid "in accordance with the Health & Safety Code and other applicable laws."</p> <p>In response to Director Miller's question, Ms. Murphy explained that the proposed changes would go into effect upon approval by the Board.</p> <p>Motion: To approve the revised Board Compensation Policy, including the above revision.</p> <p>Movant: Ting Second: Kalbach</p>	<p><i>Board compensation policy and procedure approved</i></p>

	Ayes: Kalbach, Miller, Ting, Zoglin Noes: None Abstentions: None Absent: Fung Recused: None	
10. FY19 PACING PLAN	There were no comments on the Pacing Plan.	
11. POSSIBLE REVISION TO MEETING STIPEND	Director Miller provided an informational update on this topic. No action was taken at this time.	
12. ADJOURN TO CLOSED SESSION	Motion: To adjourn to closed session at 6:10pm pursuant to <i>Gov't Code Section 54957.2</i> for approval of Minutes of the Closed Session of the District Board Meeting (January 22, 2019); pursuant to <i>Gov't Code Section 54957</i> for discussion and report on personnel performance matters – Senior Management: Executive Session. Movant: Kalbach Second: Ting Ayes: Kalbach, Miller, Ting, Zoglin Noes: None Abstentions: None Absent: Fung Recused: None	<i>Adjourned to closed session at 6:10pm</i>
13. AGENDA ITEM 17: RECONVENE OPEN SESSION/REPORT OUT	<p>Open session was reconvened at 6:29pm. Agenda items 13-16 were addressed in closed session.</p> <p>During the closed session, the Board approved the Minutes of the Closed Session of the District Board Meeting (January 22, 2019) by a unanimous vote in favor of all members present (Directors Miller, Kalbach, Ting, and Zoglin). Director Fung was absent.</p> <p>Director Miller described her attendance at the recent Chamber of Commerce events in Mountain View, Campbell, and Sunnyvale (where she was the recipient of the Lifetime Community Contribution Murphy Award).</p>	
14. AGENDA ITEM 18: ADJOURNMENT	Motion: To adjourn at 6:30pm. Movant: Kalbach Second: Zoglin Ayes: Kalbach, Miller, Ting, Zoglin Noes: None Abstentions: None Absent: Fung Recused: None	<i>Meeting adjourned at 6:30pm.</i>

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


Peter C. Fung, MD
Chair, ECHD Board


John Zoglin
Secretary, ECHD Board

Prepared by: Cindy Murphy, Director of Governance Services
Sarah Rosenberg, Contracts & Board Services Coordinator