



**Minutes of the Open Session of the  
El Camino Hospital Board of Directors  
Wednesday, April 10, 2019  
2500 Grant Road, Mountain View, CA 94040  
Conference Rooms F&G (ground floor)**

**Board Members Present**

Lanhee Chen, Chair  
Jeffrey Davis, MD\*\*  
Gary Kalbach  
Julie Kliger  
Julia E. Miller, Secretary/Treasurer  
Bob Rebitzer  
George O. Ting, MD  
John Zoglin, Vice Chair

**Board Members Absent**

Peter C. Fung, MD

**Members Excused**

None

\*\*via teleconference

Agenda Item	Comments/Discussion	Approvals/ Action
<b>1. CALL TO ORDER/ ROLL CALL</b>	The open session meeting of the Board of Directors of El Camino Hospital (the "Board") was called to order at 5:30pm by Secretary/Treasurer Miller. A verbal roll call was taken. Director Davis participated via teleconference. Vice Chair Zoglin joined the meeting at 5:59pm during Agenda Item 4: FY19 Period 8 Financials. Chair Chen joined the meeting during the closed session. Director Fung was absent. All other Board members were present at roll call.	
<b>2. POTENTIAL CONFLICT OF INTEREST DISCLOSURES</b>	Secretary/Treasurer Miller asked if any Board members may have a conflict of interest with any of the items on the agenda. No conflicts were reported.	
<b>3. QUALITY COMMITTEE REPORT</b>	<p>Director Kliger highlighted the Quality Committee discussions from its last meeting:</p> <ul style="list-style-type: none"> <li>- Dashboard Review: mortality is slightly above target, readmissions trending down;</li> <li>- The Committee voted to form an ad hoc committee to recruit new members with expertise in data analytics, high reliability, and technical aspects of quality, or who have recently been a patient at ECH;</li> <li>- Patient Family Advisory Council (PFAC) updates will be added to the Committee's pacing plan; and</li> <li>- The Committee also discussed survey results regarding the organization's quality maturity.</li> </ul> <p>Mark Adams, MD, CMO, outlined four domains for value-based purchasing (VBP): clinical outcomes; patient experience; safety; and efficiency (a Medicare calculation).</p> <p>In response to Board questions, Dr. Adams further described 1) performance of other participants in the VBP program, noting that most hover around 0% withhold/bonus in the zero sum budget-based penalty program, and 2) co-morbidity documentation that drives scoring for mortality.</p> <p>The Board requested additional information on ECH's VBP results and ECH's overall ratings compared to local competitors and other similar organizations. Director Kliger suggested that Dr. Adams present standings as it relates to quality and performance metrics at a future Board meeting. Dr. Adams agreed to bring back additional information and noted that across the various national rating services (Leapfrog, CMS, etc.), there is only</p>	<i>Staff to provide additional information about ECH's ratings compared with other local and comparable orgs</i>

	<p>about 20% agreement between them.</p> <p>In response to Director Miller's question, Dr. Adams discussed the current outbreak of measles in the US.</p>	
<p><b>4. FY19 PERIOD 8 FINANCIALS</b></p>	<p>Iftikhar Hussain, CFO, provided an overview of the February financials:</p> <ul style="list-style-type: none"> <li>- Financial performance for the month and the year are ahead of plan;</li> <li>- Volume is low for general medicine (due to a very mild flu season) and Maternal Child Health/deliveries; Mr. Hussain noted that this contributes to the unfavorable payor mix;</li> <li>- Cost is favorable compared to budget; and</li> <li>- The cash position remains strong.</li> </ul> <p>Mr. Hussain explained that, as of March, ECH recovered another \$13 million in investment income and is currently ahead of plan for the year. He cautioned that investments should be viewed over the long term.</p> <p>He noted that 1) \$13 million favorable variance in revenue was due to unusual items (including revenue cycle items, appeals, denials/underpayments, etc.) and 2) expenses are \$6 million ahead due to good expense and staffing management.</p> <p>Mr. Hussain reported that the opening of the Los Gatos infusion center has been delayed until August or September 2019.</p> <p>In response to Director Rebitzer's question, Mr. Hussain noted that budget assumptions will be discussed further in closed session and that a major focus over the next three years will be to reverse the unfavorable trends in payor mix and volume.</p> <p><b>Motion:</b> To approve the FY19 Period 8 Financials.</p> <p><b>Movant:</b> Kalbach  <b>Second:</b> Rebitzer  <b>Ayes:</b> Davis, Kalbach, Kliger, Miller, Rebitzer, Ting, Zoglin  <b>Noes:</b> None  <b>Abstentions:</b> None  <b>Absent:</b> Chen, Fung  <b>Recused:</b> None</p>	<p><b><i>FY19 Period 8 Financials approved</i></b></p>
<p><b>5. PUBLIC COMMUNICATION</b></p>	<p>Director Miller presented a donation of \$15,000 from Mary Ellen Fox and Michael Fox, Sr. following a positive patient experience at both campuses.</p>	
<p><b>6. ADJOURN TO CLOSED SESSION</b></p>	<p><b>Motion:</b> To adjourn to closed session at 6:03pm pursuant to <i>Gov't Code Section 54957.2</i> for approval of the Minutes of the Closed Session of the Hospital Board Meeting (March, 2019); pursuant to <i>Health and Safety Code Section 32155</i> for a report of the Medical Staff; deliberations concerning reports on Medical Staff quality assurance matters: Medical Staff Report; pursuant to <i>Health and Safety Code Section 32106(b)</i> for a report and discussion involving health care facility trade secrets: FY20 Budget Assumptions; pursuant to <i>Health and Safety Code Section 32106(b)</i> for a report and discussion involving health care facility trade secrets: Brand Positioning; pursuant to <i>Health and Safety Code Section 32106(b)</i> for a report and discussion involving health care facility trade secrets; <i>Gov't Code Section 54957.6</i> for conference with labor negotiator Dan Woods; and <i>Gov't Code Section 54956.9(d)(2)</i> – conference with legal counsel – pending or threatened litigation: CEO Report on New Services and Program and Legal Matters; and pursuant to <i>Gov't Code Section 54957</i> for discussion and report on personnel performance matters – Senior Management: Executive Session.</p> <p><b>Movant:</b> Kalbach</p>	<p><b><i>Adjourned to closed session at 6:03pm</i></b></p>



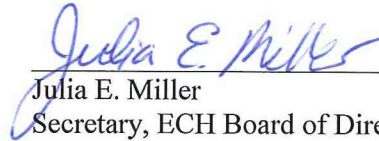
	<p><b>Second:</b> Rebitzer  <b>Ayes:</b> Davis, Kalbach, Kliger, Miller, Rebitzer, Ting, Zoglin  <b>Noes:</b> None  <b>Abstentions:</b> None  <b>Absent:</b> Chen, Fung  <b>Recused:</b> None</p>	
<p><b>7. AGENDA ITEM 15: RECONVENE OPEN SESSION/ REPORT OUT</b></p>	<p>Open session was reconvened at 8:42pm by Chair Chen. Agenda items 7-14 were addressed in closed session.</p> <p>During the closed session, the Board approved the Minutes of the Closed Session of the Hospital Board Meeting (March 13, 2019) and the minutes of the Executive Compensation Committee (April 10, 2019) the Medical Staff Report, including the credentials and privileges report, by a unanimous vote in favor of all members present (Directors Chen, Davis (via teleconference), Kalbach, Kliger, Miller, Rebitzer, Ting, and Zoglin). Director Fung was absent.</p>	
<p><b>8. AGENDA ITEM 16: CONSENT CALENDAR</b></p>	<p>Chair Chen asked if any member of the Board or the public wished to remove an item from the consent calendar. Director Miller requested that Item 16a: Minutes of the Open Session of the Hospital Board Meeting (March 13, 2019) be pulled for discussion.</p> <p><b>Motion:</b> To approve the consent calendar: FY19 Period 7 Financials; Minutes of the Open Session of the Executive Compensation Committee (January 29, 2019); Annual Board Self-Assessment Tool; Medical Staff Report; and for information: Finance Committee Approvals; Report on Capital Projects in Progress.</p> <p><b>Movant:</b> Miller  <b>Second:</b> Zoglin  <b>Ayes:</b> Chen, Davis, Kalbach, Kliger, Miller, Rebitzer, Ting, Zoglin  <b>Noes:</b> None  <b>Abstentions:</b> None  <b>Absent:</b> Fung  <b>Recused:</b> None</p> <p>Director Miller noted that the public outreach regarding the expansion of the Board to 11 members has not happened, as the Governance Committee has currently tabled the issue. She commented that it is critical for the public to be notified before a bylaws change is considered and voted on.</p> <p><b>Motion:</b> To approve the consent calendar: Minutes of the Open Session of the Hospital Board Meeting (March 13, 2019).</p> <p><b>Movant:</b> Miller  <b>Second:</b> Kalbach  <b>Ayes:</b> Chen, Davis, Kalbach, Kliger, Miller, Rebitzer, Ting, Zoglin  <b>Noes:</b> None  <b>Abstentions:</b> None  <b>Absent:</b> Fung  <b>Recused:</b> None</p>	<p><i>Consent calendar approved</i></p>
<p><b>9. AGENDA ITEM 17: CEO REPORT</b></p>	<p>Dan Woods, CEO, highlighted several processes and technologies: daily executive rounding to engage with patients and employees, an ambient listening feature (“talk to text”) for physicians, “Nurse Brain” feature in Epic, and predictive analytics to identify fall risks. He also described the new RN cohort and new leadership development program.</p> <p>Mr. Woods acknowledged the El Camino Hospital Foundation for securing its highest ever annual yield, almost \$18 million YTD. He thanked the</p>	

	Auxiliary for their contribution of over 6,000 hours in March 2019.  In response to Director Ting's question, Mr. Woods explained that the ambient listening feature will be rolled out to the units, then to ambulatory sites on ECH's instance of Epic.	
<b>10. AGENDA ITEM 22: BOARD COMMENTS</b>	None.	
<b>11. AGENDA ITEM 23: ADJOURNMENT</b>	<b>Motion:</b> To adjourn at 8:53pm. <b>Movant:</b> Kalbach <b>Second:</b> Miller <b>Ayes:</b> Chen, Davis, Kalbach, Kliger, Miller, Rebitzer, Ting, Zoglin <b>Noes:</b> None <b>Abstentions:</b> None <b>Absent:</b> Fung <b>Recused:</b> None	<b><i>Meeting adjourned at 8:53pm</i></b>

**Attest as to the approval of the foregoing minutes by the Board of Directors of El Camino Hospital:**



Lanhee Chen  
Chair, ECH Board of Directors



Julia E. Miller  
Secretary, ECH Board of Directors

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