



**Minutes of the Open Session of the
Special Meeting of the
El Camino Hospital Board of Directors
Monday, December 16, 2019
2500 Grant Road, Mountain View, CA 94040
Conference Rooms F&G (ground floor)**

Board Members Present

Lanhee Chen, Chair
 Peter C. Fung, MD
 Gary Kalbach
 Julia E. Miller, Secretary/Treasurer
 George O. Ting, MD
 Bob Rebitzer**
 Don Watters**
 John Zoglin, ** Vice Chair

Board Members Absent

Julie Kliger, MPA, BSN
 Jack Po, MD, PhD

Members Excused

None

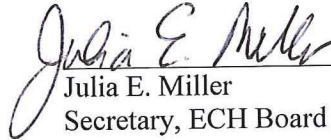
**via teleconference

Agenda Item	Comments/Discussion	Approvals/ Action
1. CALL TO ORDER/ ROLL CALL	The open session meeting of the Board of Directors of El Camino Hospital (the “Board”) was called to order at 5:00pm by Chair Chen. A verbal roll call was taken. Directors Watters and Zoglin participated via teleconference from within the El Camino Healthcare District. Director Rebitzer also participated by phone. Directors Kliger and Po were absent. All other Board members were present at roll call.	
2. POTENTIAL CONFLICTS OF INTEREST DISCLOSURES	Chair Chen asked if any Board members may have a conflict of interest with any of the items on the agenda. No conflicts were reported.	
3. DRAFT REVISED RESOLUTION 2019- 12	Iftikhar Hussain, CFO, reported that some changes to Resolution 2019-12 that the Board approved on November 6, 2019 were required. In response to Director Miller’s questions about specifics, Mr. Hussain explained that the Resolution, as written, specifies the amount of debt, the ceiling on the interest rate at 2%, and authorizes the CEO and CFO to execute the SWAP transaction within a six-month window. Mr. Hussain also commented that he and Dan Woods, CEO, are monitoring interest rates and will execute the SWAP transaction when and if interest rates are favorable. Director Fung left the meeting prior to the vote. Motion: To approve the revised Resolution 2019-12. Movant: Miller Second: Kalbach Ayes: Chen, Kalbach, Miller, Rebitzer, Ting, Watters, Zoglin Noes: None Abstentions: None Absent: Kliger, Po, Fung Recused: None	Resolution 2019-12 approved
4. ADJOURNMENT	Motion: To adjourn at 5:05pm. Movant: Kalbach Second: Ting Ayes: Chen, Kalbach, Miller, Rebitzer, Ting, Watters, Zoglin Noes: None Abstentions: None Absent: Kliger, Po, Fung Recused: None	Meeting adjourned at 5:05pm

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