AGENDA
GOVERNANCE COMMITTEE OF THE
EL CAMINO HOSPITAL BOARD OF DIRECTORS

Tuesday, March 23, 2021 – 5:30pm
El Camino Hospital | 2500 Grant Road Mountain View, CA 94040

PURSUANT TO STATE OF CALIFORNIA EXECUTIVE ORDER N-29-20 DATED MARCH 18, 2020, EL CAMINO HEALTH WILL NOT BE PROVIDING A PHYSICAL LOCATION FOR THIS MEETING. INSTEAD, THE PUBLIC IS INVITED TO JOIN THE OPEN SESSION MEETING VIA TELECONFERENCE AT:


PURPOSE: To advise and assist the El Camino Hospital (ECH) Board of Directors (“Board”) in matters related to governance, board development, board effectiveness, and board composition, i.e., the nomination and appointment/reappointment process. The Governance Committee ensures the Board and Committees are functioning at the highest level of governance standards.

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<tr>
<th>AGENDA ITEM</th>
<th>PRESENTED BY</th>
<th>ESTIMATED TIMES</th>
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<tbody>
<tr>
<td>1. CALL TO ORDER/ROLL CALL</td>
<td>Peter C. Fung, MD, Chair</td>
<td>5:30 – 5:32pm</td>
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<tr>
<td>2. POTENTIAL CONFLICT OF INTEREST DISCLOSURES</td>
<td>Peter C. Fung, MD, Chair</td>
<td>information 5:32 – 5:33</td>
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<td>3. PUBLIC COMMUNICATION</td>
<td>Peter C. Fung, MD, Chair</td>
<td>information 5:33 – 5:36</td>
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<tr>
<td>a. Oral Comments</td>
<td>Peter C. Fung, MD, Chair</td>
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<td>b. Written Correspondence</td>
<td>Peter C. Fung, MD, Chair</td>
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<td>4. CONSENT CALENDAR</td>
<td>Peter C. Fung, MD, Chair</td>
<td>public comment motion required 5:36 – 5:39</td>
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<td>Any Committee Member or member of the public may remove an item for discussion before a motion is made. Approval</td>
<td>Peter C. Fung, MD, Chair</td>
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<tr>
<td>a. Minutes of the Open Session of the Governance Committee Meeting (02/02/2021)</td>
<td>Peter C. Fung, MD, Chair</td>
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<td>b. FY22 Governance Committee Meeting Dates Information</td>
<td>Peter C. Fung, MD, Chair</td>
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<td>c. FY21 Pacing Plan</td>
<td>Peter C. Fung, MD, Chair</td>
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<td>5. REPORT ON BOARD ACTIONS</td>
<td>Peter C. Fung, MD, Chair</td>
<td>information 5:39 – 5:44</td>
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<td>6. PLANNING BOARD EDUCATION</td>
<td>Dan Woods, CEO</td>
<td>discussion 5:44 – 6:04</td>
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<td>7. ASSESS GOVERNANCE STRUCTURE RESILIENCY DURING COVID-19 PANDEMIC RESPONSE AND RECOVERY</td>
<td>Peter C. Fung, MD, Chair</td>
<td>discussion 6:04 – 6:19</td>
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<td>Dan Woods, CEO</td>
<td>Peter C. Fung, MD, Chair</td>
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<td>8. APPOINTMENT OF RFP AD HOC COMMITTEE RE: GOVERNANCE CONSULTANT AND COMMITTEE REPORT</td>
<td>Peter C. Fung, MD, Chair; Ken Alvare, Committee Member</td>
<td>public comment possible motion 6:19 – 6:24</td>
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A copy of the agenda for the Regular Committee Meeting will be posted and distributed at least seventy-two (72) hours prior to the meeting. In observance of the Americans with Disabilities Act, please notify us at (650) 988-7504 prior to the meeting so that we may provide the agenda in alternative formats or make disability-related modifications and accommodations.
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<td>9. PROPOSED RESOLUTION 2021-04 PROPOSED (TEMPORARY) SUSPENSION OF EL CAMINO HOSPITAL BYLAWS ARTICLE VIII, SECTION 8.3</td>
<td>Peter C. Fung, MD, Chair; Dan Woods, CEO</td>
<td>possible motion 6:24 – 6:39</td>
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<td>11. REVIEW ADVISORY COMMITTEE STRUCTURE/OPERATION</td>
<td>Peter C. Fung, MD, Chair</td>
<td>discussion 6:44 – 7:04</td>
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<td>12. ADJOURN TO CLOSED SESSION</td>
<td>Peter C. Fung, MD, Chair</td>
<td>motion required 7:04 – 7:05</td>
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<td>13. POTENTIAL CONFLICT OF INTEREST DISCLOSURES</td>
<td>Peter C. Fung, MD, Chair</td>
<td>information 7:05 – 7:06</td>
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<td>14. CONSENT CALENDAR</td>
<td>Peter C. Fung, MD, Chair</td>
<td>motion required 7:06 – 7:07</td>
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| Any Committee Member or member of the public may remove an item for discussion before a motion is made.  
Approval  
Gov’t Code Section 54957.2:  
a. Minutes of the Closed Session of the Governance Committee Meeting (2/2/2021) |                                                  |                                |
| 15. ADJOURN TO OPEN SESSION                                               | Peter C. Fung, MD, Chair                         | motion required 7:07 – 7:08     |
| 16. RECONVENE OPEN SESSION/ REPORT OUT                                    | Peter C. Fung, MD, Chair                         | information 7:08 – 7:09         |
| To report any required disclosures regarding permissible actions taken during Closed Session.             |                                                  |                                |
| 17. AD HOC COMMITTEE APPOINTMENT: COMMITTEE MEMBER RECRUITMENT            | Peter C. Fung, MD, Chair                         | motion required 7:09 – 7:14     |
| 18. ROUND TABLE DISCUSSION                                                | Peter C. Fung, MD, Chair                         | discussion 7:14 – 7:19          |
| 19. ADJOURNMENT                                                           | Peter C. Fung, MD, Chair                         | motion required 7:19 – 7:20pm   |