



**Minutes of the Open Session of the
Compliance and Audit Committee
of the El Camino Hospital Board of Directors
Thursday, November 19, 2020**

El Camino Hospital | 2500 Hospital Drive, Mountain View, CA 94040

Members Present**

Sharon Anolik Shakked, Chair

Lica Hartman

Jack Po, MD, Vice Chair

Christine Sublett

Julia Miller

Members Absent

****All via teleconference**

Agenda Item	Comments/Discussion	Approvals/ Action
1. CALL TO ORDER/ ROLL CALL	The open session meeting of the Compliance and Audit Committee of El Camino Hospital (“the Committee”) was called to order at 5:00pm by Chair Anolik Shakked. All Committee members participated via teleconference and were present at roll call. A quorum was present pursuant to State of California Executive Orders N-25-20 dated March 12, 2020 and N-29-20 dated March 18, 2020.	<i>Called to order at 5:00pm</i>
2. POTENTIAL CONFLICT OF INTEREST	Chair Anolik Shakked asked if any Committee members had a conflict of interest with any of the items on the agenda. No conflicts were reported.	
3. PUBLIC COMMUNICATION	None.	
4. CONSENT CALENDAR	<p>Chair Anolik Shakked asked if any member of the Committee or the public wished to remove any agenda items from the consent calendar.</p> <p>Chair Anolik Shakked pulled Item 4c “Articles of Interest” for discussion. Ms. Sublett stated that ransoms for ransomware attacks are typically paid by the companies themselves or by cyber insurance. Nevertheless, law enforcement advises against paying any ransoms because it encourages continued criminal behavior and doesn’t necessarily guarantee that the hackers won’t release the data being held.</p> <p>In response to committee members’ questions, Mary Rotunno, General Counsel, stated that ECH has a cyber-insurance policy with Beasley, and if that situation occurred, management would report it to the carrier as well as contact the FBI for recommendations and guidance. Ms. Rotunno stated that ECH has a response team who would also help during those discussions. Deb Muro, Chief Information Officer, stated the ECH Incident Response Plan provides guidance during security related events including communication and notification to the Committee and Board. Diane Wigglesworth, Director, Corporate Compliance, stated that no two cyber situations are the same and ECH has never paid any ransom to date.</p> <p>Motion: To approve the consent calendar a) Minutes of the Open Session of the Compliance and Audit Committee Meeting (10/01/2020); and for information: b) Status of FY21 Committee Goals, and (c) Articles of Interest.</p> <p>Movant: Miller Second: Sublett Ayes: Anolik Shakked, Hartman, Miller, Po, & Sublett Noes: None Abstentions: None</p>	<i>Consent Calendar approved</i>

	Absent: None Recused: None	
5. REPORT ON BOARD ACTIONS	<p>Jack Po, MD, reported on the board actions and discussed the materials as presented in the packet. In regards to the election, the El Camino Hospital Board will have one new elected member, Carol Sommersille, MD, joining in December 2020. Dan Woods, Chief Executive Officer, also reported that COVID cases have increased and that ECH has a process in place to manage a surge.</p> <p>Chair Anolik Shakked asked if any Committee members had any questions about the Report on Board Actions. No questions were reported.</p>	
6. ADJOURN TO CLOSED SESSION	Motion: To adjourn to closed session at 5:28pm. Movant: Sublett Second: Miller Ayes: Anolik Shakked, Hartman, Miller, Po, & Sublett Noes: None Abstentions: None Absent: None Recused: None	<i>Adjourned to closed session at 5:28pm</i>
7. AGENDA ITEM 15: RECONVENE OPEN SESSION/ REPORT OUT	<p>Open session was reconvened at 6:57pm. Agenda items 7-14 were discussed in closed session. During the closed session, the Committee approved the Minutes of the Closed Session of the Compliance and Audit Committee Meeting (10/01/20).</p>	<i>Open session reconvened at 6:57pm</i>
8. AGENDA ITEM 16: ADJOURNMENT	Motion: To adjourn at 6:59pm. Movant: Sublett Second: Po Ayes: Anolik Shakked, Hartman, Miller, Po, & Sublett Noes: None Abstentions: None Absent: None Recused: None	<i>Meeting adjourned at 6:59pm</i>

Attest as to the approval of the foregoing minutes by the Compliance and Audit Committee of El Camino Hospital:

DocuSigned by:

Sharon Anolik-Shakked

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Sharon Anolik Shakked

Chair, Compliance and Audit Committee