



Minutes of the Open Session of the  
El Camino Hospital Board of Directors  
Wednesday, December 6, 2023

Hyatt Centric-Mountain View | 409 San Antonio Rd, Mountain View, CA 94040 | Cloud 2

**Board Members Present**

**Bob Rebitzer**, Chair  
**Julia E. Miller**,  
Secretary/Treasurer  
**Lanhee Chen, JD, PhD**  
**Wayne Doiguchi**  
**Carol A. Somersille, MD**  
**George O. Ting, MD**  
**Don Watters**  
**Peter Fung, MD** (arrived at 5:49  
p.m.)  
**John Zoglin**

**Board Members Absent**

**Jack Po, MD, Ph.D.**, Vice-Chair

**Others Present**

**Dan Woods**, CEO  
**Mark Adams, MD**, CMO  
**Holly Beeman, MD**, CQO  
**Carlos Bohorquez**, CFO  
**Shahab Dadjou**, President, ECHMN  
**Andreu Reall**, VP of Strategy  
**Cheryl Reinking**, CNO  
**Theresa Fuentes**, CLO  
**Deanna Dudley**, CHRO  
**Omar Chughtai**, Chief Growth  
Officer  
**Deb Muro**, CIO  
**Ken King**, CAO  
*\*\*via teleconference*

**Others Present (cont.)**

**Tracy Fowler**, Director,  
Governance Services  
**Stephanie Iljin**, Manager,  
Administration  
**Gabriel Fernandez**, Governance  
Services Coordinator  
**Brian Richards**, Information  
Technology

Agenda Item	Comments/Discussion	Approvals/ Action
1. <b>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 5:35 p.m. by Chair Bob Rebitzer. Chair Rebitzer reviewed the logistics for the meeting. Directors Chen, Doiguchi, Miller, Rebitzer, Somersille, Ting, Watters, and Zoglin were present constituting a quorum. Director Po was absent. Director Fung was absent at roll call and joined the meeting at 5:49 pm.	<b>The meeting was called to order at 5:35 p.m.</b>
2. <b>POTENTIAL CONFLICT OF INTEREST DISCLOSURES</b>	Chair Rebitzer asked the Board for declarations of conflict of interest with any items on the agenda. None were reported.	
3. <b>PUBLIC COMMUNICATION</b>	Chair Rebitzer invited the members of the public to address the Board. No members of the public provided comments during this time.	
4. <b>RECEIVE QUALITY COMMITTEE REPORT</b>	Director Carol Somersille, Chair of the Quality, Patient Care, and Patient Experience Committee, provided a verbal report on the updates from the committee. Director Somersille shared the knowledge she gained from her attendance at the Health Quality Improvement Conference, updates on the reviews of certain Quality measures, and a progress report on Health Equity initiatives the committee is involved with.  <b>Motion:</b> To receive the Quality Committee Report  <b>Movant:</b> Miller <b>Second:</b> Watters <b>Ayes:</b> Chen, Doiguchi, Miller, Rebitzer, Somersille, Ting, Watters, Zoglin <b>Noes:</b> None <b>Abstentions:</b> None <b>Absent:</b> Fung, Po	<b>Motion Approved</b>

	<b>Recused:</b> None	
<b>5. RECESS TO CLOSED SESSION</b>	<p>Motion to recess to closed session at 5:47 p.m. pursuant to <i>Health and Safety Code Section 32106(b)</i> for reports and discussion involving healthcare facility trade secrets for discussion of the strategic environment; and <i>Gov't Code Section 54957</i>; and deliberations concerning reports on Medical Staff quality assurance matters.</p> <p><b>Motion:</b> To recess to closed session</p> <p><b>Movant:</b> Ting  <b>Second:</b> Chen  <b>Ayes:</b> Chen, Doiguchi, Miller, Rebitzer, Somersille, Ting, Watters, Zoglin  <b>Noes:</b> None  <b>Abstentions:</b> None  <b>Absent:</b> Fung, Po  <b>Recused:</b> None</p>	<b>Recessed to closed session at 5:47 p.m.</b>
<b>6. AGENDA ITEM 11: CLOSED SESSION REPORT OUT</b>	<p>The open session was reconvened at <b>6:13 p.m.</b> by Chair Rebitzer. Agenda Items 6-9 were addressed in closed session.</p> <p>During the closed session, the El Camino Hospital Board of Directors approved: The Credentialing and Privileging Report. By a unanimous vote of all Directors present: Directors Chen, Doiguchi, Fung, Miller, Rebitzer, Somersille, Ting, Watters, and Zoglin</p>	<b>Reconvened Open Session at 6:13 p.m.</b>
<b>7. AGENDA ITEM 12: CONSENT CALENDAR ITEMS</b>	<p>Chair Rebitzer asked if any member of the Board wished to raise an item from the consent calendar for discussion. Director Somersille pulled item h) <i>Approve Physician Wellness Policy</i> for further discussion.</p> <p><b>Motion:</b> To approve the consent calendar (not including item h).</p> <p><b>Movant:</b> Chen  <b>Second:</b> Watters  <b>Ayes:</b> Chen, Doiguchi, Fung, Miller, Rebitzer, Somersille, Ting, Watters, Zoglin  <b>Noes:</b> None  <b>Abstentions:</b> None  <b>Absent:</b> Po  <b>Recused:</b> None</p> <p><b>Motion:</b> To approve item h) <i>Physician Wellness Policy</i> with the requested revisions</p> <p><b>Movant:</b> Chen  <b>Second:</b> Watters  <b>Ayes:</b> Chen, Doiguchi, Fung, Miller, Rebitzer, Somersille, Ting, Watters, Zoglin  <b>Noes:</b> None  <b>Abstentions:</b> None  <b>Absent:</b> Po</p>	<p><b>The consent calendar was approved.</b></p> <p><b>Actions:</b></p> <p>Staff to revise item h) <i>Physician Wellness Policy</i> to include 'Medical Professionals'</p> <p>Staff to confirm that Director Miller's requested revisions have been made to the November 8<sup>th</sup>, 2023 Hospital Board of Directors Open and Closed Session Minutes</p>

	<b>Recused:</b> None	
<b>8. AGENDA ITEM 13: APPROVE AMENDED MOTION TO CLARIFY CEO BASE SALARY</b>	<p><b>Motion:</b> The Amended Motion to approve FY24 CEO Fixed Cash Compensation and Annual Base Salary and Range as disclosed at the meeting.</p> <p><b>Movant:</b> Miller  <b>Second:</b> Doiguchi  <b>Ayes:</b> Chen, Doiguchi, Fung, Miller, Rebitzer, Somersille, Ting, Watters, Zoglin  <b>Noes:</b> None  <b>Abstentions:</b> None  <b>Absent:</b> Po  <b>Recused:</b> None</p>	
<b>9. AGENDA ITEM 14: DIRECTOR MILLER ECH FOUNDATION LIASON REPORT</b>	Director Julia Miller, Liaison to the El Camino Health Foundation, provided information on the activity of the Foundation. Director Miller highlighted the Foundation's initiative surrounding the Orchard Pavilion Donor Wall at the Mountain View campus. Director Miller invited members of the Board to review the materials and consider donating to the initiative.	
<b>10. AGENDA ITEM 15: BOARD ANNOUNCEMENTS</b>	Director John Zoglin, Chair of the Ad Hoc Committee, highlighted updates surrounding the process for conducting Board evaluations in advance of the upcoming Board appointments to the El Camino Hospital Board of Directors by the El Camino Healthcare District Board.	
<b>11. AGENDA ITEM 16: ADJOURNMENT</b>	<p><b>Motion:</b> To adjourn at 6:27 p.m.</p> <p><b>Movant:</b> Fung  <b>Second:</b> Miller  <b>Ayes:</b> Chen, Doiguchi, Fung, Miller, Rebitzer, Somersille, Ting, Watters, Zoglin  <b>Noes:</b> None  <b>Abstentions:</b> None  <b>Absent:</b> Po  <b>Recused:</b> None</p>	<b><i>The meeting adjourned at 6:27 p.m.</i></b>

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

  
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Julia Miller, Secretary/Treasurer