



AGENDA
REGULAR MEETING OF THE
EL CAMINO HOSPITAL BOARD OF DIRECTORS

Wednesday, May 13, 2026 – 5:30 pm

El Camino Hospital | 2500 Grant Road Mountain View, CA 94040 | Sobrato Boardroom 1

Bob Rebitzer will be participating via teleconference from 28 Seaverns Avenue, Apt. 1, Jamaica Plain, MA 02130

Don Watters will be participating via teleconference from Wallace Hotel 242 W. 76th Street, New York, NY 10023

THE PUBLIC IS INVITED TO JOIN THE OPEN SESSION PORTION OF THE MEETING LIVE AT THE ADDRESS ABOVE OR VIA TELECONFERENCE AT: **1-669-444-9171, MEETING CODE: 922 4914 3770# No participant code. Just press #.**

To watch the meeting, please visit: [ECH Board Meeting Link](#)

Please note that the livestream is for **meeting viewing only** and there is a slight delay; to provide public comment, please use the phone number listed above.

NOTE: If there are technical problems or disruptions that prevent remote public participation, the Chair has the discretion to continue the meeting without remote public participation options, provided that no Board member is participating in the meeting via teleconference.

TIME ESTIMATES: Except where noted as TIME CERTAIN, listed times are estimates only and are subject to change at any time, including while the meeting is in progress. The Board reserves the right to use more or less time on any item, to change the order of items and/or to continue items to another meeting. Particular items may be heard before or after the time estimated on the agenda.

This may occur in order to best manage the time at a meeting.

A copy of the agenda for the Regular Board 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) 988-3218** prior to the meeting so that we may provide the agenda in alternative formats or make disability-related modifications and accommodations.

	AGENDA ITEM	PRESENTED BY	ACTION	ESTIMATED TIMES
1.	CALL TO ORDER AND ROLL CALL	Bob Rebitzer, Chair	Information	5:30 pm
2.	POTENTIAL CONFLICT OF INTEREST DISCLOSURES	Bob Rebitzer, Chair	Information	5:30 pm
3.	PUBLIC COMMUNICATION a. Oral Comments <i>This opportunity is provided for people to address the Board on any matter within the subject matter jurisdiction of the Board that is not on this agenda. Speakers are limited to one (1) to three (3) minutes each depending on number of speakers.</i> b. Written Public Comments <i>Comments may be submitted by mail to the El Camino Hospital Board of Directors at 2500 Grant Avenue, Mountain View, CA 94040. Written comments will be distributed to the Board as quickly as possible. Please note it may take up to 24 hours for documents to be posted on the agenda.</i>	Bob Rebitzer, Chair	Information	5:30 pm
4.	<u>BOARD OFFICER ELECTIONS</u> a. Elect Chair Candidates: - Jack Po - Don Watters - John Zoglin b. Elect Vice Chair Candidates: -Wayne Doiguchi -John Zoglin -Floor nominations c. Elect Secretary Candidates: -Floor nominations	Bob Rebitzer, Chair	Motion Required	5:30 – 6:00

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	AGENDA ITEM	PRESENTED BY	ACTION	ESTIMATED TIMES
	d. Adopt Resolution 2026-02 – Election of Officers			
5.	ADJOURNMENT	Bob Rebitzer, Chair	Motion Required	6:00

NEXT MEETINGS: June 17, 2026



EL CAMINO HOSPITAL BOARD OF DIRECTORS MEETING MEMO

To: ECH Board of Directors
From: Theresa Fuentes, Chief Legal Officer
Date: May 13, 2026
Subject: FY26 Board Officer Elections

Purpose: To conduct the FY26 Board Officer elections. The process is designed to ensure a transparent, orderly, and fair election consistent with Board policy and direction. The following individuals have declared their interest to the CEO:

1. **Board Chair Candidates:**
 - a. Jack Po (statement attached)
 - b. Don Watters (statement attached)
 - c. John Zoglin (statement attached)
2. **Board Vice Chair Candidates**
 - a. Wayne Doiguchi
 - b. John Zoglin
 - c. Nominations will be taken from the floor and/or interested directors can announce their own candidacy
3. **Board Secretary Candidate –**
 - a. Nominations will be taken from the floor and/or interested directors can announce their own candidacy

Election Process:

The FY26 Board Officer Elections will follow the Hospital Board Officers Nomination and Selection Procedures (May 2022), as follows:

Chair Election

- Each candidate (Po, Watters, and Zoglin) will provide a **brief verbal statement (up to 10 minutes)** outlining their interest, priorities, and goals. The Board may ask questions of each candidate.
- Each Board member shall vote for a candidate via paper ballot submitted simultaneously to Governance Services staff who will announce the vote cast by each Director. (Remote participants will text their vote to the staff who will then transcribe it to a paper ballot; the texts and paper ballots will be preserved per retention policy)
- If a candidate receives a majority of the votes cast from the paper balloting, the Board shall then consider a motion to elect that candidate. **Regardless of paper balloting outcome, 6 affirmative votes are needed to elect a Chair.**
- In the event that no candidate receives a majority of votes cast from the paper balloting, the candidate receiving the lowest number of votes will be dropped from the next ballot, and a second round of paper balloting will take place.
- This procedure will continue until one candidate receives a majority of the votes cast on paper ballot. The Board shall then consider a motion to elect that candidate.
- **The elected Chair will take office on July 1, 2026.**

Memo: FY26 Board Officer Elections
May 13, 2026

- If no Chair is elected through this process, the meeting will be adjourned, and the Board will reconvene another election process at a later date. The Vice Chair and Secretary elections cannot proceed unless the Board Chair is elected.

Vice-Chair Election

- After a Board Chair is elected, nominations will be taken for any candidates for Vice Chair, in addition to Doiguchi and Zoglin if Zoglin is not elected Chair.
- The process will then proceed as indicated above. Six affirmative votes are needed to elect a Vice Chair.

Secretary Election

- After a Vice Chair is elected, nominations will be taken for any candidates for Secretary.
- If there is one candidate, the Board shall consider a motion to elect that candidate. If there is more than one candidate, then the balloting process shall proceed as above. Six affirmative votes are needed to elect a Secretary.

List of Attachments:

1. Board Chair Candidate: Jack Po Statement of Interest
2. Board Chair Candidate: Don Watters Statement of Interest
3. Board Chair Candidate: John Zoglin Statement of Interest
4. Draft Resolution 2026-02 – Election of Hospital Board Officers
5. Hospital Board Officers Nomination and Selection Procedures (5/11/22)

Statement of Interest — Board Chair, El Camino Hospital

Jack Po, Vice Chair

I am writing to express my interest in serving as Chair of the El Camino Hospital Board of Directors, effective July 1, 2026.

I have served on this board since 2019 — first as a director, then as Vice Chair for the past four years. In that time I have had a front-row seat to some of the most consequential decisions this organization has faced in one of the most dynamic healthcare markets in the country. I have chaired or presided over board meetings, worked closely with our CEO and management team, and served on the Quality, Compliance, Finance, and Investment committees across my tenure.

What draws me to this role is straightforward: I believe the next two years are a critical period for El Camino, and I want to help the board stay focused on what matters most.

Where I would focus as Chair:

- **Strategy execution, not just strategy.** We have set an ambitious plan. The Chair's job is to make sure the board is spending its time on the hard questions — Are we hitting our milestones? Where are we behind? What needs to change? — rather than cycling through report-outs.
- **Board composition and succession.** Our recent board assessment made clear that we need to align our board's skill set with where the organization is headed. I would continue the work the Governance Committee has started on pipeline development, competency mapping, and thoughtful succession planning.
- **Inclusive, efficient meetings.** I want every director to feel like their perspective matters and that we are making good use of their time. That means tighter agendas, more strategic dialogue, less process overhead, and facilitation that draws out the quieter voices in the room.
- **Serving our community.** El Camino's mission and accountability to the people we serve should be at the center of every decision the board makes.

I bring a perspective that is a bit different from a typical hospital board member. My background spans medicine, technology, and building organizations from the ground up. As a physician and someone who works in AI, I think that combination is useful at a moment when healthcare is being reshaped by all three at once.

I am committed to this community and to this hospital. I would welcome the opportunity to lead the board through the next chapter.

Jack Po

Statement of Interest — Board Chair, El Camino Hospital

Don Watters, Director, Chair of Finance Committee

To My Fellow El Camino Health Board Members,

I am honored to be considered for the role of Board Chair at this pivotal time for El Camino Health. While I regret that I cannot be physically present at today's meeting due to a prior commitment in New York City for McKinsey & Company's 100th Anniversary celebration for former Senior Partners, I want to share directly why I am seeking your support.

El Camino Health's future will depend on strong governance, disciplined execution of strategic priorities, sound financial stewardship, and thoughtful succession planning. I believe my career experience, board leadership, and commitment to this organization have prepared me well to serve in this role.

A Distinguished Career of Strategic Leadership

Over more than 25 years as a Senior Partner at McKinsey & Company, I had the privilege of advising C-suite leaders at major corporations across the United States, Canada, the United Kingdom, Japan, the Netherlands, and Australia. My work focused on helping organizations solve complex strategic, organizational, and operational challenges. This experience taught me how to navigate uncertainty, align stakeholders, and ensure that strategy translates into results—skills I believe are directly relevant to leading our Board.

Proven Commitment to Leadership Development and Governance

Following my McKinsey career, I spent more than a decade leading professional development seminars for McKinsey associates, helping prepare future leaders. I have also served on six local nonprofit boards, chairing three of them. These experiences reinforced my belief that successful leadership requires not only strategy and governance, but also mentorship, collaboration, and a deep commitment to mission.

Deep Commitment to El Camino Health

At El Camino Health, I have worked actively—often behind the scenes—to help shape important strategic priorities. I helped draft the Strategic Framework that continues to guide us today, contributed to the analysis and finalization of the proposal to replace Los Gatos, and helped develop the 10-year capital and operating plan now before us. These contributions reflect my commitment not just to governance, but to the long-term strength and sustainability of this institution.

The Right Leadership for This Moment

I am seeking the role of Board Chair because I believe this is a critical period for El Camino Health—one that requires strategic discipline, implementation focus, and continuity. If elected, I would commit to serving one term with two clear priorities:

1. Working closely with my fellow board members and executive leadership to successfully implement the strategic, operational, and capital priorities we have developed together.

2. Partnering closely with the Vice Chair to ensure strong succession planning and prepare future board leadership for continued success.

I view this role not as a personal career milestone, but as an opportunity to help ensure that El Camino Health executes effectively on its plans and remains positioned for long-term excellence.

Integrity, Collaboration, and Trusted Leadership

Throughout my career, I have believed that leadership is most effective when it is grounded in thoughtful analysis, collaboration, and trust. I would bring that same approach to the role of Board Chair.

Conclusion

I respectfully ask for your support and confidence. I believe my combination of global strategic expertise, nonprofit governance leadership, deep institutional knowledge, and commitment to implementation and succession uniquely positions me to serve El Camino Health effectively as Board Chair.

Thank you for your consideration and for the opportunity to continue serving alongside each of you.

Statement of Interest — Board Chair, El Camino Hospital

John Zoglin, Secretary

Why Board Chair

My candidacy is grounded in a lifelong personal and familial commitment to El Camino Health — and a conviction that the board's highest contribution is a disciplined, effective partnership with the executive team. As chair, I want to leverage my passion for the institution to help us deliver the highest quality, most accessible care to our community today and for generations to come.

ECH Leadership Experience

Through my research into the challenges facing smaller independent hospitals, I developed a vision to transform ECH's governance into what is now our innovative hybrid board/committee model. This structure has provided the foundation for an executive team whose increasingly sophisticated strategy has guided our evolution from a hospital to a health system.

Executing that vision required engaging the full ECHD board and broader community to deliver a solution that met the needs of a wide variety of stakeholders — ultimately bringing dozens of local experts onto our board and committees.

I have served as chair of every committee except for Quality (on which I have served for the past 4 years). That breadth of experience gives me a clear-eyed understanding of the forces that drive committees either toward isolation or integration. My understanding of committee dynamics is also reflected in the high retention rates and average tenure among community members who began their service while I was their committee chair — a signal that engaged, well-led committees attract and retain talented contributors.

Through multiple CEO transitions and strategic cycles I have helped the board and executive team navigate an increasingly competitive environment. Since 2008, we have evolved from treating "strategy" as a list of priorities to a shared, substantive commitment to differentiated offerings as an existential necessity. I also championed the development of dashboards aligned with enterprise strategy to create a data-driven feedback loop between the board and executive team.

Governance Philosophy

My focus has been to identify and continuously evolve best practices in governance for an institution growing in a dynamic market. I work to build processes that maximize transparency at the complex interface between board and executive responsibility — always seeking the right balance between advice and oversight and between strategic and tactical engagement.

As our governance structure matures, committees are assuming greater workloads and responsibility, enabling the full board to concentrate on strategic issues. The chair and vice-chair, as representatives of the board, must ensure that committees not only have a deep understanding of ECH's enterprise strategy but also receive communications and functional

training commensurate with that responsibility — while remaining attentive to the unique challenges and needs of each committee.

In 2012, and again in 2017, the ECH board took a step rarely seen in comparable institutions: publicly elected officials voluntarily sharing governance authority in the best interests of the organization. Those actions reflected a growing institutional maturity. However, sharing power was never intended to mean ceding responsibility. As the board has grown, we have not yet achieved a balanced distribution of leadership roles across elected and appointed members.

Over the past four years all five appointed board members have consistently held one of the board's most impactful positions — Chair, Vice-Chair, Chair of the ECHMN Board of Managers, or Committee Chair. Only one elected board member holds one of those positions.

Balanced representation in leadership positions strengthens governance by ensuring a diversity of perspectives at the table. Where elected members would benefit from additional preparation for leadership roles we should invest in coaching and development — not as a corrective, but as a commitment to building the strongest possible board.

Vision: Translation to Action

To maximize our effectiveness and efficiency we must continue to evolve and adopt best practices in interactions between the executive team and board AND committees. To this end, to increase transparency and consistency both in the data shared by executives and the consumption and response of board and committee members to that information, I will prioritize:

- Standardized data literacy and presentation: Provide training in best practices for all modes of content creation, analysis, and consumption — so that executives and board and committee members are working from a shared framework when data is presented and discussed.
- Case study alignment: Use both generic governance case studies and ECH-specific examples to align board, committee, and executive expectations around the nature and quality of discussions and decisions.
- Clearer guidance mechanisms: Institute structured vehicles — including focused votes at key decision points — to ensure the executive team receives clear, actionable direction rather than having to interpret a range of views expressed across a full board or committee discussion.
- Consistent engagement guidelines: Confirm clear norms for board, committee, and staff engagement outside of formal meetings.

Beyond internal board and committee workings, with our focus on improving access to ECH as a community health system, we should intensify and accelerate:

- Community stakeholder engagement: Board and committee members should engage deeply, both learning from and educating a broad range of community stakeholders, in support of ECH's access and growth strategy.
- ECHMN integration: ECH's quality of care culture must be leveraged and integrated across ECHMN. We need to clarify reporting, guidance, and engagement levels and align governance best practices across the two organizations.

I am committed to this institution and to the discipline of excellent governance. As board chair, vice-chair or individual contributor, I will focus on the processes, training, and structures that allow our board, committees, and executive team to do their best work together — in service of the community El Camino Health exists to serve.



DRAFT RESOLUTION 2026-01

**RESOLUTION OF THE BOARD OF DIRECTORS OF EL CAMINO HOSPITAL
APPOINTING OFFICERS OF EL CAMINO HOSPITAL**

WHEREAS, Article VIII of the Amended and Restated Bylaws of El Camino Hospital (“Corporation”) provides that the officers of the Corporation shall consist of the Chairperson, the Vice Chairperson, the Secretary, the Treasurer, the Chief Executive Officer, and such other persons who are specifically designated as officers by the Board;

WHEREAS, Article VIII of the Amended and Restated Bylaws of the Corporation provides that the Chief Financial Officer of the Corporation shall be the Treasurer of the Corporation unless the Board of Directors appoints a separate individual to serve as Treasurer;

WHEREAS, on May 13, 2026, the Board of Directors conducted elections for the offices of Chairperson, Vice Chairperson, and Secretary, for a two-year term commencing July 1, 2026;

WHEREAS, the Chief Executive Officer and Chief Financial Officer/Treasurer are employees of the Corporation and are appointed officers as long as they hold their positions;

NOW, THEREFORE, BE IT RESOLVED, that the following persons are appointed to the offices indicated next to their names to serve until their successor(s) shall be duly elected or appointed, unless the officer resigns, is removed from office, or is otherwise disqualified from serving as an officer of the corporation, to take their respective offices as of July 1, 2026, except in the case of the Chief Executive Officer and the Chief Financial Officer, who have and shall retain their offices throughout their employment with the Corporation:

Office	Name
Chief Executive Officer	Dan Woods
Chief Financial Officer/Treasurer	Raju Iyer
Chairperson	
Vice-Chairperson	
Secretary	

RESOLVED FURTHER, that the officers of the corporation are, and each acting alone is, hereby authorized to do and perform any and all such acts within their authority, including execution of any and all documents and certificates, as such officers shall deem necessary and advisable, to carry out the purposes and intent of the foregoing resolutions.



RESOLVED FURTHER, that any actions taken by such officers prior to the date of the foregoing resolutions adopted hereby are within their authority conferred thereby and are hereby ratified, confirmed, and approved as the acts and deeds of the corporation.

DULY PASSED AND ADOPTED at a Regular Meeting held on the 13th day of May 2026 by the following votes:

AYES:

NOES:

ABSENT:

ABSTAIN:

By: _____
John Zoglin, Board Secretary
El Camino Hospital Board of Directors



HOSPITAL BOARD OFFICERS NOMINATION AND SELECTION PROCEDURES

Approved 05/2022

Any current Director of the El Camino Hospital Board is eligible to serve as a Hospital Board Officer. The new Hospital Board Officer terms begin the 1st day of July. El Camino Hospital Board Officer elections shall be held in June annually (if needed). Following the election, it shall be the role of the Board Chair-Elect to work with the Hospital CEO in May and June to develop a slate of Board Advisory Committee Chairs and members for the following fiscal year and to present the slate to the Board for approval in June.

Hospital Board Chair:

1. Interested Directors will declare their interest to the CEO or designee by no later than the 1st day of April. If requested by the CEO, interested Directors will prepare a one-page Position Statement that summarizes the candidate's interest and relevant experience as it relates to the attached Hospital Board Chair competencies, no later than the 15th day of April.
2. Position Statements will be distributed to Board members along with other routine Hospital Board materials one week in advance of the June meeting.
3. Position Statements will be made available to the public and posted on the El Camino Hospital web-site when the Hospital Board materials are issued to the Board.
4. Standard questions for Hospital Board Chair:
 - a. What do you see as the ECH strategic priorities over the coming two years?
 - b. Name three defining roles of an effective Board Chair.
 - c. How would you judge the success of your leadership and the Board at the end of your term?
5. At the June meeting, interested Directors will present the information below, in public session, in the sequence outlined. Approximately 25 minutes will be allocated to each interested Director: five (5) minutes for the Position Statement, ten (10) minutes for responses to standard questions, and (10) ten minutes to respond to general questions from the board and public:
 - a. Each interested Director will read his or her Position Statement
 - b. Each interested Director will provide responses to the standard questions. (Directors will present one question at a time in random order.)
 - c. The Public will be invited to ask interested Directors any questions related to the candidate's interest in the position, and relevant experience as it relates to the Hospital Board Chair competencies
 - d. The Board will be invited to ask interested Directors any additional questions related to an interested Director's candidacy.
6. Upon review and discussion of the candidates, the Board will vote in public session. The current Chair will facilitate the discussion and voting process.

7. The Hospital Board Chair will be elected by the Board in accordance with the following procedure at a meeting where a quorum is present.
 - a. Preliminary Balloting
 - i. Each Board member shall vote for a candidate via electronic submission or paper ballot simultaneously to a neutral party who will announce the vote cast by each Director.
 - ii. In the event a majority is not achieved, the vote will be announced for each candidate and the candidate receiving the lowest number of votes will be dropped from the next ballot.
 - iii. This procedure will continue until one candidate receives a majority of the votes cast.
 - iv. In the event a tie vote occurs (e.g., 3-3 or 4-2-2), interested Directors may be asked additional questions by Hospital Board members and the balloting procedure will continue until a majority is achieved by one candidate.
 - b. Selection of a Board Chair
 - i. Following the preliminary balloting, the Board shall consider a motion to elect the candidate who has received the majority of the votes in his/her favor.
 - ii. If a motion pursuant to Section 7(b)(i) is not adopted by a majority of the Board members present at the meeting when a quorum is present, the Board shall continue to consider motions until a Board Chair is elected.

Hospital Vice-Chair:

1. At the June Hospital Board meeting, Interested Directors will announce their candidacy and/or nominations taken from the floor following the successful election of the Hospital Board Chair.
2. Interested Directors will be asked questions, which relate to the candidate's experience, by other Hospital Board members in public session.
3. Voting will follow the same procedure as described in the Hospital Board Chair selection and appointment process above.
4. The Vice Chair is the presumptive Chair at the end of the current Chair's term.

Hospital Secretary/Treasurer:

1. At the June Hospital Board meeting, Interested Directors will announce their candidacy and/or nominations taken from the floor following the successful election of the Hospital Board Chair and the Hospital Vice-Chair.
2. Interested Directors will be asked questions, which relate to the candidate's experience, by other Hospital Board members in public session.
3. Voting will follow the same procedure as described in the Hospital Board Chair selection and appointment process above.