

**AGENDA**  
**MEETING OF THE EL CAMINO HOSPITAL BOARD**  
**Wednesday, September 14, 2016 – 5:30 pm**  
 Conference Rooms E, F & G (ground floor)  
 2500 Grant Road, Mountain View, CA 94040

John Zoglin will be participating via teleconference from Hotel Atacama Suites, Colipi 794, Copiapó, III Región, Chile

**MISSION:** To be an innovative, publicly accountable, and locally controlled comprehensive healthcare organization which cares for the sick, relieves suffering, and provides quality, cost competitive services to improve the health and well-being of our community.

AGENDA ITEM	PRESENTED BY		ESTIMATED TIMES
<b>1. CALL TO ORDER / ROLL CALL</b>	Neal Cohen, MD, Board Chair		<b>5:30 – 5:32 pm</b>
<b>2. POTENTIAL CONFLICT OF INTEREST DISCLOSURES</b>	Neal Cohen, MD, Board Chair		<b>5:32 – 5:33</b>
<b>3. BOARD RECOGNITION</b> <i>Resolution 2016-08</i> The Board will recognize individual(s) who enhance the experience of the Hospital's patients and the community.	Cheryl Reinking, CNO	<i>public comment</i>	<b>motion required</b> <b>5:33 – 5:38</b>
<b>4. FY16 ORGANIZATIONAL GOAL ACHIEVEMENT</b>	Mick Zdeblick, COO	<i>public comment</i>	<b>motion required</b> <b>5:38 – 5:43</b>
<b>5. FY17 ORGANIZATIONAL GOAL METRICS</b>	Mick Zdeblick, COO	<i>public comment</i>	<b>motion required</b> <b>5:43 – 5:48</b>
<b>6. RESOLUTION 2016-09</b> <i>Resolution 2016-09</i> Regarding Extension of Letter of Credit Related to Series 2009A Revenue Bonds	Iftikhar Hussain, CFO	<i>public comment</i>	<b>motion required</b> <b>5:48 – 5:53</b>
<b>7. QUALITY COMMITTEE REPORT</b>	Dave Reeder, Quality Committee Chair		<b>information</b> <b>5:53 – 5:58</b>
<b>8. INVESTMENT COMMITTEE REPORT</b>	Jeff Davis, Investment Committee Member		<b>information</b> <b>5:58 – 6:03</b>
<b>9. PUBLIC COMMUNICATION</b> a. Oral Comments <i>This opportunity is provided for persons in the audience to make a brief statement, not to exceed 3 minutes on issues or concerns not covered by the agenda.</i> b. Written Correspondence	Neal Cohen, MD, Board Chair		<b>information</b> <b>6:03– 6:06</b>
<b>10. ADJOURN TO CLOSED SESSION</b>	Neal Cohen, MD, Board Chair		<b>motion required</b> <b>6:06 – 6:07</b>
<b>11. CALL TO ORDER</b>	Neal Cohen, MD, Board Chair		<b>6:07 – 6:08</b>

A copy of the agenda for the Regular 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.

AGENDA ITEM	PRESENTED BY	ESTIMATED TIMES
<p><b>12. CONSENT CALENDAR</b>  <i>Any Board Member may remove an item for discussion before a motion is made.</i></p> <p><i>Gov't Code Section 54957.2.</i></p> <ul style="list-style-type: none"> <li>a. Minutes of the Closed Session of the Hospital Board Meeting (August 10, 2016)</li> <li>b. Minutes of the Closed Session of the Hospital Board Meeting (August 27, 2016)</li> </ul> <p><i>Gov't Code Sections 54957 and 54957.6 for a report involving personnel matters.</i></p> <ul style="list-style-type: none"> <li>c. VP, Corporate &amp; Community Health Services &amp; President, CONCERN:EAP FY17 Incentive Goal Revision</li> </ul>	Neal Cohen, MD, Board Chair	<b>motion required</b> <b>6:08 – 6:10</b>
<p><b>13.</b> Report of the Medical Staff.  <i>Health and Safety Code Section 32155.</i>  Deliberations concerning reports on Medical Staff quality assurance matters:  - Medical Staff Report</p>	Rebecca Fazilat, MD, Mountain View Chief of Staff; J. Augusto Bastidas, MD, Los Gatos Chief of Staff	<b>motion required</b> <b>6:10 – 6:20</b>
<p><b>14.</b> Report of the Medical Staff.  <i>Health and Safety Code Section 32155.</i>  Deliberations concerning reports on Medical Staff quality assurance matters:  - Organizational Clinical Risks</p>	Daniel Shin, MD, Director of Quality Assurance	<b>discussion</b> <b>6:20 – 6:30</b>
<p><b>15.</b> <i>Health and Safety Code 32106(b)</i> for a report involving health care facility trade secrets:  - Review of Physician Contracts</p>	Daniel Shin, MD, Director of Quality Assurance; Will Faber, MD, CMO	<b>discussion</b> <b>6:30 - 6:35</b>
<p><b>16.</b> <i>Gov't Code Section 54957.6</i> for a conference with labor negotiator Kathryn Fisk.  - Labor Relations Update</p>	Kathryn Fisk, CHRO	<b>possible motion</b> <b>6:35 – 6:45</b>
<p><b>17.</b> <i>Gov't Code Section 54956.9(d)(2)</i> for a report involving conference with legal counsel – pending or threatened litigation:  - FY16 Compliance Program Summary</p>	Diane Wigglesworth, Sr. Director of Corporate Compliance; Mary Rotunno, General Counsel	<b>possible motion</b> <b>6:45 – 6:55</b>
<p><b>18.</b> Discussion involving <i>Gov't Code Section 54957 and 54957.6</i> for report and discussion on personnel matters and <i>Health and Safety Code 32106(b)</i> for report involving health care facility trade secrets:  - Informational Items</p>	Tomi Ryba, President and CEO	<b>discussion</b> <b>6:55 – 6:58</b>
<p><b>19.</b> Discussion involving <i>Health and Safety Code Section 32106(b)</i> for a report involving health care facility trade secrets:  - Strategic Priorities</p>	Tomi Ryba, President and CEO	<b>discussion</b> <b>6:58 – 7:58</b>

AGENDA ITEM	PRESENTED BY		ESTIMATED TIMES
<b>20.</b> <i>Gov't Code Section 54956.8</i> - conference with real estate negotiator Ken King regarding property (APN 279-08-017) - Real Estate Lease	Ken King, CASO		<b>possible motion</b> <b>7:58 – 8:08</b>
<b>21.</b> Discussion involving <i>Health and Safety Code Section 32106(b)</i> for a report involving health care facility trade secrets: - El Camino Ambulatory Surgery Center Transaction	Iftikhar Hussain, CFO; Mary Rotunno, General Counsel		<b>discussion</b> <b>8:08 – 8:23</b>
<b>22.</b> Discussion involving <i>Gov't Code Section 54657</i> and <i>54957.6</i> for report and discussion on personnel matters and <i>Health and Safety Code 32106(b)</i> for report involving health care facility trade secrets: - Proposed FY16 CEO Incentive Compensation Payout Amount	Lanhee Chen, Executive Compensation Committee Chair		<b>information</b> <b>8:23 – 8:28</b>
<b>23.</b> Discussion involving <i>Gov't Code Section 54657</i> and <i>54957.6</i> for report and discussion on personnel matters and <i>Health and Safety Code 32106(b)</i> for report involving health care facility trade secrets: - Proposed FY17 CEO Salary Range	Lanhee Chen, Executive Compensation Committee Chair		<b>discussion</b> <b>8:28 – 8:38</b>
<b>24.</b> Report involving <i>Gov't Code Section 54957</i> for discussion and report on personnel performance matters and <i>Health and Safety Code 32106(b)</i> for report involving health care facility trade secrets: - Interim CEO Search Ad Hoc Committee Report a. Recommendation Regarding Appointment of Interim CEO b. Appointment of CEO Search Ad Hoc Committee c. Retention of CEO Search Recruitment Firm	Lanhee Chen, Chair of Interim CEO Search Ad Hoc Committee; Kathryn Fisk, CHRO		<b>possible motion(s)</b> <b>8:38 – 9:38</b>
<b>25.</b> Report involving <i>Gov't Code Section 54957</i> for discussion and report on personnel performance matters: - Executive Session	Neal Cohen, MD, Board Chair		<b>discussion</b> <b>9:38 – 9:50</b>
<b>26. ADJOURN TO OPEN SESSION</b>	Neal Cohen, MD, Board Chair		<b>9:50 – 9:51</b>
<b>27. RECONVENE OPEN SESSION / REPORT OUT</b> To report any required disclosures regarding permissible actions taken during Closed Session.	Neal Cohen, MD, Board Chair		<b>9:51 – 9:52</b>

AGENDA ITEM	PRESENTED BY		ESTIMATED TIMES
<b>28. CONSENT CALENDAR ITEMS:</b> <i>Any Board Member or member of the public may remove an item for discussion before a motion is made.</i>	Neal Cohen, MD, Board Chair	<i>public comment</i>	<b>motion required 9:52 – 9:55</b>
<u><b>Approval</b></u> a. Minutes of the Open Session of the Hospital Board Meeting (August 10, 2016) b. Minutes of the Open Session of the Hospital Board Meeting (August 27, 2016) c. Draft Revised El Camino Hospital Foundation Bylaws d. <i>Resolution 2016-10: Appointing Interim CEO Search Ad Hoc Committee</i> e. <i>Resolution 2016-11: Appointing CEO Search Ad Hoc Committee</i> f. Physician Contracts - ED On-Call Neuro-Interventional Panel (MV) - ED On-Call Gastroenterology Panel (MV) <i>Reviewed and Recommended for Approval by the Corporate Compliance/Privacy and Internal Audit Committee</i> g. FY17 Internal Audit Work Plan <i>Reviewed and Approved by the Medical Executive Committee</i> h. Medical Staff Report  <u><b>Information</b></u> i. FY17 Period 1 Financials			
<b>29. RETENTION OF CEO SEARCH RECRUITMENT FIRM</b>	Lanhee Chen, Chair of Interim CEO Search Ad Hoc Committee; Kathryn Fisk, CHRO	<i>public comment</i>	<b>possible motion 9:55 – 9:57</b>
<b>30. APPROVAL OF SVMD PRIMARY CARE CLINIC AND PHYSICIAN CONTRACTS</b>	Will Faber, MD, CMO; Jeff Gruer, Executive Director Business Development	<i>public comment</i>	<b>possible motion 9:57 – 9:59</b>
<b>31. APPROVAL OF ECASC TRANSACTION</b>	Iftikhar Hussain, CFO; Mary Rotunno, General Counsel	<i>public comment</i>	<b>possible motion 9:59 – 10:01</b>
<b>32. PROPOSED FY16 CEO INCENTIVE COMPENSATION PAYOUT AMOUNT</b>	Lanhee Chen, Executive Compensation Committee Chair	<i>public comment</i>	<b>possible motion 10:01 – 10:03</b>
<b>33. PROPOSED FY17 CEO SALARY RANGE</b>	Lanhee Chen, Executive Compensation Committee Chair	<i>public comment</i>	<b>possible motion 10:03 – 10:05</b>
<b>34. INFORMATIONAL ITEMS</b> a. CEO Report	Tomi Ryba, President and CEO		<b>information 10:05 – 10:09</b>
<b>35. BOARD COMMENTS</b>	Neal Cohen, MD, Board Chair		<b>information 10:09 – 10:14</b>
<b>36. ADJOURNMENT</b>	Neal Cohen, MD, Board Chair		<b>motion required 10:14 – 10:15pm</b>

Agenda: El Camino Hospital Board

Regular Meeting of the Board

September 14, 2016 | Page 5

**Upcoming Meetings**

- October 12, 2016
- October 26, 2016 (*Semi-Annual Board & Committee Educational Gathering*)
- November 9, 2016 (*Joint Meeting with Compliance Committee*)
- January 11, 2017