

## AGENDA

### GOVERNANCE COMMITTEE OF THE EL CAMINO HOSPITAL BOARD OF DIRECTORS

**Wednesday, December 13, 2017 – 5:30pm**

El Camino Hospital | Conference Room A (ground floor)  
2500 Grant Road Mountain View, CA 94040

Mr. Pete Moran will be participating via teleconference from 110 Sioux Lane Los Altos, CA 94022.

Mr. Bob Rebitzer will be participating via teleconference from 159 Seale Ave Palo Alto, CA 94301.

**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.

AGENDA ITEM	PRESENTED BY		ESTIMATED TIMES
<b>1. CALL TO ORDER/ROLL CALL</b>	Peter Fung, MD, Chair		<b>5:30 – 5:32pm</b>
<b>2. POTENTIAL CONFLICT OF INTEREST DISCLOSURES</b>	Peter Fung, MD, Chair		<b>5:32 – 5:33</b>
<b>3. PUBLIC COMMUNICATION</b> a. Oral Comments <i>This opportunity is provided for persons in the audience to make a brief statement, not to exceed three (3) minutes on issues or concerns not covered by the agenda.</i> b. Written Correspondence	Peter Fung, MD, Chair		<b>information 5:33 – 5:36</b>
<b>4. CONSENT CALENDAR</b> <i>Any Committee Member or member of the public may remove an item for discussion before a motion is made.</i> <b>Approval</b> a. Minutes of the Open Session of the Governance Committee Meeting (October 3, 2017)	Peter Fung, MD, Chair	<i>public comment</i>	<b>motion required 5:36 – 5:37</b>
<b>5. REVIEW PROPOSED AMENDED AND RESTATED LIMITED LIABILITY COMPANY OPERATING AGREEMENT OF SILICON VALLEY MEDICAL DEVELOPMENT, LLC</b>	William Faber, MD, CMO; Mary Rotunno, General Counsel	<i>public comment</i>	<b>possible motion 5:37 – 5:55</b>
<b>6. ADJOURN TO CLOSED SESSION</b>	Peter Fung, MD, Chair		<b>motion required 5:55 – 5:56</b>
<b>7. POTENTIAL CONFLICT OF INTEREST DISCLOSURES</b>	Peter Fung, MD, Chair		<b>5:56 – 5:57</b>
<b>8. CONSENT CALENDAR</b> <i>Any Committee Member or member of the public may remove an item for discussion before a motion is made.</i> <b>Approval</b> <i>Gov’t Code Section 54957.2:</i> a. Minutes of the Closed Session of the Governance Committee Meeting (October 3, 2017)	Peter Fung, MD, Chair		<b>motion required 5:57 – 5:58</b>
<b>9. ADJOURN TO OPEN SESSION</b>	Peter Fung, MD, Chair		<b>motion required 5:58 – 5:59</b>

<b>AGENDA ITEM</b>	<b>PRESENTED BY</b>		<b>ESTIMATED TIMES</b>
<b>10. RECONVENE OPEN SESSION/ REPORT OUT</b>	Peter Fung, MD, Chair		<b>5:59 – 6:00</b>
To report any required disclosures regarding permissible actions taken during Closed Session.			
<b>11. ADJOURNMENT</b>	Peter Fung, MD, Chair		<b>motion required 6:00pm</b>

**Upcoming Meetings**

- February 6, 2018
- April 3, 2018
- June 5, 2018

**Board/Committee Educational Gatherings**

- April 25, 2018