



**Minutes of the Open Session of the**  
**SPECIAL MEETING TO CONDUCT A STUDY SESSION**  
**AND TO TAKE CERTAIN ACTIONS DESCRIBED IN THE AGENDA**  
**El Camino Hospital Board of Directors**  
**Wednesday, January 4, 2017**  
**2500 Grant Road, Mountain View, CA 94040**  
**Conference Rooms A&B (ground floor)**

**Board Members Present**

Lanhee Chen  
 Dennis Chiu, Vice Chair  
 Neal Cohen, MD, Chair  
 Jeffrey Davis, MD  
 Peter Fung, MD  
 Julia Miller  
 David Reeder  
 John Zoglin

**Board Members Absent**

None

**Members Excused**

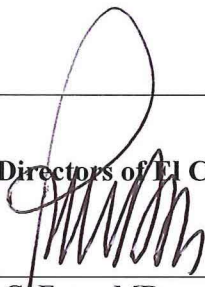
None

Agenda Item	Comments/Discussion	Approvals/ Action
1. <b>CALL TO ORDER/ ROLL CALL</b>	The open session of the Special Meeting to Conduct a Study Session of the Board of Directors of El Camino Hospital (the "Board") was called to order at 5:30pm by Chair Cohen. A silent roll call was taken. Directors Chen and Davis were absent at the roll call but joined the meeting during the closed session at 5:35 pm. All other Board members were present for the roll call.	
2. <b>POTENTIAL CONFLICT OF INTEREST DISCLOSURES</b>	Chair Cohen asked if any Board members may have a conflict of interest with any of the items on the agenda. No conflicts were noted.	
3. <b>ADJOURN TO CLOSED SESSION</b>	<p><b>Motion:</b> To adjourn to closed session at 5:31pm pursuant to <i>Gov't Code Section 54957.2</i> for approval of the Closed Session Minutes of the Hospital Board Meeting of November 9, 2016 and the Closed Session Minutes of the Executive Compensation Committee Meeting of September 12, 2016; pursuant to <i>Health and Safety Code 32106(b)</i> for a report involving health care facility trade secrets: Physician Contracts; pursuant to <i>Gov't Code Section 54956(d)(2)</i> – conference with legal counsel – pending or threatened litigation, <i>Health and Safety Code 32106(b)</i> for a report involving health care facility trade secrets, and <i>Gov't Code Sections 54957</i> and <i>54957.6</i> for report and discussion on personnel matters and: El Camino Hospital Strategic Priorities and Challenges.</p> <p><b>Movant:</b> Fung  <b>Second:</b> Reeder  <b>Ayes:</b> Chiu, Cohen, Fung, Miller, Reeder, Zoglin  <b>Noes:</b> None  <b>Abstentions:</b> None  <b>Absent:</b> Chen, Davis  <b>Recused:</b> None</p>	<b>Adjourned to closed session at 5:31 pm.</b>
4. <b>AGENDA ITEM 9: RECONVENE OPEN SESSION/ REPORT OUT</b>	<p>Open session was reconvened at 8:45pm.</p> <p>During the closed session, the Board approved the Closed Session Minutes of the Hospital Board Meeting of November 9, 2016, and the</p>	

	Closed Session Minutes of the Executive Compensation Committee Meeting of September 12, 2016 by a vote of 6 Directors in favor (Directors Chiu, Davis, Fung, Miller, Reeder, and Zoglin) and 2 Directors absent (Directors Chen and Davis).	
<b>5. AGENDA ITEM 10: CONSENT CALENDAR</b>	<p>Director Cohen asked if any member of the Board or the public wished to remove an item from the consent calendar. No items were removed.</p> <p><b>Motion:</b> To approve the consent calendar: Minutes of the Open Session of the Hospital Board Meeting of November 9, 2016, and Minutes of the Open Session of the Executive Compensation Committee Meeting of September 12, 2016.</p> <p><b>Movant:</b> Reeder  <b>Second:</b> Chiu  <b>Ayes:</b> Chen, Chiu, Fung, Cohen, Davis, Miller, Reeder, Zoglin  <b>Noes:</b> None  <b>Abstentions:</b> None  <b>Absent:</b> None  <b>Recused:</b> None</p>	<b>Consent calendar approved</b>
<b>6. AGENDA ITEM 11: APPROVAL OF SVPMG PALLIATIVE CARE PHYSICIAN</b>	<p><b>Motion:</b> To approve delegating to the CEO the authority to enter into a new agreement not to exceed \$310,000 plus benefits annually with SV Primary Medical Group, P.C. for the professional and medical director services of a full-time physician for the Palliative Care Program through the Professional Services Agreement currently in place with SV Primary Medical Group, P.C.</p> <p><b>Movant:</b> Reeder  <b>Second:</b> Davis  <b>Ayes:</b> Chen, Chiu, Fung, Cohen, Davis, Miller, Reeder, Zoglin  <b>Noes:</b> None  <b>Abstentions:</b> None  <b>Absent:</b> None  <b>Recused:</b> None</p>	<b>SVPMG Palliative Care Physician approved</b>
<b>7. AGENDA ITEM 12: ADJOURNMENT</b>	<p><b>Motion:</b> To adjourn at 8:50 pm.</p> <p><b>Movant:</b> Reeder  <b>Second:</b> Zoglin  <b>Ayes:</b> Chen, Chiu, Fung, Cohen, Davis, Miller, Reeder, Zoglin  <b>Noes:</b> None  <b>Abstentions:</b> None  <b>Absent:</b> None  <b>Recused:</b> None</p>	<b>Meeting adjourned at 8:50 pm.</b>

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

  
Neal Cohen, MD  
Chair, ECH Board

  
Peter C. Fung, MD  
ECH Board Secretary

Prepared by: Cindy Murphy, Board Liaison