



**Minutes of the Open Session of the  
Compliance and Audit Committee  
Thursday, November 15, 2018  
El Camino Hospital | Conference Room E  
2500 Grant Road, Mountain View, CA 94040**

**Members Present**

**Sharon Anolik Shakked**, Chair  
**Lica Hartman**  
**Julia Miller**  
**Neysa Fligor**, Vice Chair  
**Christine Sublett**

**Members Absent**

**Bob Rebitzer**

Agenda Item	Comments/Discussion	Approvals/ Action
<b>1. CALL TO ORDER/ ROLL CALL</b>	The open session meeting of the Compliance and Audit Committee of El Camino Hospital (the "Committee") was called to order at 5:01pm by Chair Anolik Shakked. A silent roll call was taken. Mr. Rebitzer was absent. All other Committee members were present at roll call.	
<b>2. POTENTIAL CONFLICT OF INTEREST</b>	Chair Anolik Shakked asked if any Committee members had a conflict of interest with any of the items on the agenda. No conflicts were reported.	
<b>3. PUBLIC COMMUNICATION</b>	None.	
<b>4. CONSENT CALENDAR</b>	<p>Chair Anolik Shakked asked if any member of the Committee 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 Compliance and Audit Committee Meeting (September 27, 2018); and for information: Status of FY19 Committee Goals.</p> <p><b>Movant:</b> Sublett <b>Second:</b> Fligor <b>Ayes:</b> Anolik Shakked, Fligor, Hartman, Miller, Sublett <b>Noes:</b> None <b>Abstentions:</b> None <b>Absent:</b> Rebitzer <b>Recused:</b> None</p>	<b><i>Consent Calendar approved</i></b>
<b>5. REPORT ON BOARD ACTIONS</b>	<p>Ms. Fligor described the recent results of the November election for the open District Board seats and noted that the Hospital Board Chair Chen will propose an updated Committee slate.</p> <p>Ms. Miller explained that Mr. David Reeder will be leaving the District and Hospital Boards.</p> <p>The Committee and Ms. Fligor discussed her election to the Los Altos City Council and upcoming departure from the District and Hospital Boards, noting that this Committee meeting was her last as a member.</p>	
<b>6. POLICY OVERSIGHT APPROVAL</b>	Ms. Wigglesworth outlined the proposed changes to the policy regarding Board of Director Approval of Hospital Policies (the "Policy on Policies") to further streamline the review at the Board level that would limit review and approval to required patient care/clinical policies. She noted that 1) the review remains flexible to Board discretion; if there are certain non-clinical/administrative policy areas of interest, the Board can request to review and approve them and 2) any clinical policies, plans, or scopes of service will continue to be reviewed by the Medical Executive Committee	<b><i>Policies on Policies as amended recommended for approval; forwarded for Governance Committee</i></b>

	<p>and then forwarded to the Board for review and approval.</p> <p>Ms. Wigglesworth explained that, historically, the Board reviewed all of the Hospital's 3,000+ policies and procedures, which require review every three years. The policies are reviewed on a staggered schedule.</p> <p>Mary Rotunno, General Counsel, suggested that the Governance Committee could review this issue and recommend policy areas that the Board should be reviewing and approving.</p> <p>Ms. Hartman requested that the Medical Executive Committee ("MEC") be clearly identified and defined in the proposed revisions to the policy.</p> <p><b>Motion:</b> To recommend that the proposed revisions include edits to clearly define "MEC," and to forward the policy to the Governance Committee for review (including consideration of policy areas for Board review), and then forwarding to the Board for approval.</p> <p><b>Movant:</b> Miller  <b>Second:</b> Sublett  <b>Ayes:</b> Anolik Shakked, Fligor, Hartman, Miller, Sublett  <b>Noes:</b> None  <b>Abstentions:</b> None  <b>Absent:</b> Rebitzer  <b>Recused:</b> None</p>	<i>and Board review and approval</i>
<b>7. KPIs, SCORECARD, AND TRENDS</b>	<p>Ms. Wigglesworth reported that there has been a decrease in hotline calls compared to the same period in the prior year. She reported that Human Resources has established their own dedicated hotline for employees. She noted that there was a slight uptick in Stark/Anti-Kickback, due in part to additional education that Compliance and Legal provided to the executive team and senior leadership regarding issues that should be reported to Compliance.</p> <p>In response to Committee questions, Ms. Wigglesworth explained that the Human Resources hotline is available to employees, and the number for the Compliance hotline is posted on the website and is available to anyone (internal, external, vendors, patients). She also described the hotline for reporting issues related to patient safety and the process for requesting an ethics consultation from the Ethics Committee. She explained that the various hotlines are enterprise-wide and complaints are fielded to other related departments as appropriate (e.g., HR refers an issue to Compliance if a complaint on their hotline has a compliance/privacy implication).</p> <p>The Committee discussed the use of distinct, dedicated resources for various areas of reporting (compliance, HR, etc.) and how this is in line with best practices.</p>	
<b>8. ADJOURN TO CLOSED SESSION</b>	<p><b>Motion:</b> To adjourn to closed session at 5:17pm.</p> <p><b>Movant:</b> Fligor  <b>Second:</b> Miller  <b>Ayes:</b> Anolik Shakked, Fligor, Hartman, Miller, Sublett  <b>Noes:</b> None  <b>Abstentions:</b> None  <b>Absent:</b> Rebitzer  <b>Recused:</b> None</p>	<i>Adjourned to closed session at 5:17pm.</i>
<b>9. AGENDA ITEM 17: RECONVENE OPEN SESSION/</b>	<p>Open session was reconvened at 7:03pm. Agenda Items 9-16 were covered in closed session.</p> <p>During the closed session, the Committee approved the Minutes of the</p>	

<b>REPORT OUT</b>	Closed Session of the Compliance and Audit Committee Meeting (September 27, 2018) by a unanimous vote of all members present (Anolik Shakked, Fligor, Hartman, Miller, Sublett). Mr. Rebitzer was absent.	
<b>10. AGENDA ITEM 18: ADJOURNMENT</b>	<b>Motion:</b> To adjourn at 7:03pm. <b>Movant:</b> Sublett <b>Second:</b> Hartman <b>Ayes:</b> Anolik Shakked, Fligor, Hartman, Miller, Sublett <b>Noes:</b> None <b>Abstentions:</b> None <b>Absent:</b> Rebitzer <b>Recused:</b> None	<i>Meeting adjourned at 7:03pm.</i>

Attest as to the approval of the foregoing minutes by the Compliance and Audit Committee of El Camino Hospital:

  
Sharon Anolik Shakked  
Chair, Compliance and Audit Committee