

**AMENDED AGENDA**  
**SPECIAL MEETING OF THE**  
**GOVERNANCE COMMITTEE OF THE**  
**EL CAMINO HOSPITAL BOARD OF DIRECTORS**

**Tuesday, March 5, 2019 – 5:30pm**

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

Bob Rebitzer will be participating via teleconference from Courtyard Marriot Riverside, 1510 University Ave, Riverside, CA 92507.

**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 C. Fung, MD, Chair		<b>5:30 – 5:32pm</b>
<b>2. POTENTIAL CONFLICT OF INTEREST DISCLOSURES</b>	Peter C. 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 C. Fung, MD, Chair		<b>information</b> <b>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 (November 6, 2018)  <b>Information</b> b. Article of Interest c. Progress Against Committee Goals	Peter C. Fung, MD, Chair	<i>public comment</i>	<b>motion required</b> <b>5:36 – 5:38</b>
<b>5. REPORT ON BOARD ACTIONS</b>	Peter C. Fung, MD, Chair		<b>information</b> <b>5:38 – 5:43</b>
<b>6. ANNUAL BOARD ASSESSMENT TOOL</b>	Erica Osborne, Via Healthcare Consulting	<i>public comment</i>	<b>possible motion</b> <b>5:43 – 6:03</b>
<b>7. CONSIDER DESIGNATING BOARD SEAT TO THE CEO</b>	Peter C. Fung, MD, Chair	<i>public comment</i>	<b>possible motion</b> <b>6:03 – 6:23</b>
<b>8. APRIL EDUCATION SESSION PLANNING</b>	Peter C. Fung, MD, Chair	<i>public comment</i>	<b>possible motion</b> <b>6:23 – 6:38</b>
<b>9. PROGRESS ON FY19 BOARD GOALS</b>	Peter C. Fung, MD, Chair	<i>public comment</i>	<b>possible motion</b> <b>6:38 – 6:58</b>
<b>10. DRAFT REVISED BOARD DIRECTOR COMPENSATION POLICY AND PROCEDURE</b>	Cindy Murphy, Director of Governance Services	<i>public comment</i>	<b>possible motion</b> <b>6:58 – 7:08</b>
<b>11. QUALITY COMMITTEE CHARTER REVIEW</b>	Peter C. Fung, MD, Chair	<i>public comment</i>	<b>possible motion</b> <b>7:08 – 7:13</b>

A copy of the agenda for the Special Committee Meeting will be posted and distributed at least twenty four (24) 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
<b>12. DRAFT REVISED HOSPITAL BOARD OFFICERS NOMINATION AND SELECTION PROCEDURES</b>	Peter C. Fung, MD, Chair	<i>public comment</i>	<b>possible motion 7:13 – 7:23</b>
<b>13. ADJOURN TO CLOSED SESSION</b>	Peter C. Fung, MD, Chair		<b>motion required 7:23 – 7:24</b>
<b>14. POTENTIAL CONFLICT OF INTEREST DISCLOSURES</b>	Peter C. Fung, MD, Chair		<b>7:24 – 7:25</b>
<b>15. 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 (November 6, 2018)	Peter C. Fung, MD, Chair		<b>motion required 7:25 – 7:26</b>
<b>16. ADJOURN TO OPEN SESSION</b>	Peter C. Fung, MD, Chair		<b>motion required 7:26 – 7:27</b>
<b>17. RECONVENE OPEN SESSION/ REPORT OUT</b>  To report any required disclosures regarding permissible actions taken during Closed Session.	Peter C. Fung, MD, Chair		<b>7:27 – 7:28</b>
<b>18. FY19 COMMITTEE PACING PLAN</b>	Peter C. Fung, MD, Chair		<b>discussion 7:28 – 7:33</b>
<b>19. ROUND TABLE DISCUSSION</b>	Peter C. Fung, MD, Chair		<b>discussion 7:33 – 7:39</b>
<b>20. ADJOURNMENT</b>	Peter C. Fung, MD, Chair	<i>public comment</i>	<b>motion required 7:39 – 7:40pm</b>

**Upcoming Meetings:** April 2, 2019 | June 4, 2019 || **Board & Committee Education:** April 24, 2019