



ALAMEDA COUNTY MEDICAL CENTER

Highland Campus • Fairmont Campus

John George Psychiatric Pavilion • Ambulatory Healthcare Services

GOVERNANCE COMMITTEE MEETING

WEDNESDAY, January 9, 2013

Central Administration Offices Located at Highland Hospital

1411 East 31st Street Oakland, CA 94602

Barbara L. McElroy, Clerk of the Board

(510) 437-8468

LOCATION:

Open Session: E3-19

COMMITTEE MEMBERS

Valerie D. Lewis, Esq., **Chair**

Ronald D. Nelson

J. Bennett Tate

AGENDA

TAB #1 **CLOSED SESSION** – None.

OPEN SESSION – 4:30 pm

ROLL CALL

TAB #2 **ACTION: Approval of Minutes**
4:30 – 4:35 pm

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Approval of the Minutes of the October 15, 2012 Governance Committee Meeting.

Recommendation: Motion to approve.

TAB #3 **UPDATE / DISCUSSION: Trustee Appointments / Re-appointments**
4:35 – 4:50 pm

Valerie D. Lewis, Esq., Chair

Oral

A. **UPDATE:** Re-appointment of Trustees Valerie D. Lewis, Esq. and Kirk E. Miller to the Alameda County Board of Supervisors. Terms expire December 19, 2012.

Oral B. **UPDATE:** Michele Lawrence (Appointed by BOS – 11-20-2012 / Oath of Office submitted to BOS COB 12-11-2012)

Pg. 11 C. **UPDATE:** 2013 Expiring Terms of Office
1. Floyd Huen, MD – 4-30-2013 – termed out
2. Anthony Slimick – 6-30-2013 – eligible for additional 2 year term

Oral D. **DISCUSSION:** Open Trustee Appointments

TAB #4 ACTION: Community Advisory Council
4:50 – 5:20 pm
Warren Lyons, Chief Strategy & Integration Officer

Pg. 12 ***Recommendation: Motion to approve.***

TAB #5 ACTION / DISCUSSION: Bylaws Amendments & Bi-Annual Review Status
5:20 – 5:35 pm
Douglas B. Habig, General Counsel

Pg. 27 A. **ACTION:** **Resolution 2013-001** - Recommending changes to the membership language of the Quality Professional Services Committee section of the Bylaws.

Recommendation: Motion to adopt.

Pg. 29 B. **DISCUSSION:** Reconciliation process with the Board of Supervisors to address Bylaw amendments.

TAB #6 DISCUSSION: Board Assessment / Board Member Assessment
5:35 – 5:45 pm
Valerie D. Lewis, Esq., Chair

TAB #7 DISCUSSION: CEO Performance Review
5:45 – 5:55 pm
Douglas B. Habig, General Counsel

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**TAB #8 INFORMATION: Annual Governance Committee Work Plan
& Issue Tracking**

5:55 – 6:00 pm

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*Valerie D. Lewis, Esq., Chair
Douglas B. Habig, General Counsel*

**TAB #9 REPORT: Legal Counsel's Report on Action Taken in Closed
Session**

6:00 pm

Oral

Douglas B. Habig, General Counsel

Public Comments

Board of Trustees Remarks

ADJOURNMENT

Our Mission

Caring, Healing, Teaching, Serving All

Strategic Vision

To become a world-class patient and family centered system of care that promotes wellness, eliminates disparities and optimizes the health of our diverse communities.

Meeting Procedures

The Board of Trustees is the Policy Body of the Alameda County Medical Center. The Board has several standing Committees where ordinances and resolutions are the subject of hearings at which members of the public are urged to testify. Board procedures do not permit: 1) persons in the audience at a Committee meeting to vocally express support or opposition to statements by Board Members or by other persons testifying; 2) ringing and use of cell phones, pagers, and similar sound-producing electronic devices; 3) signs to be brought into the meeting or displayed in the room; 4) standing in the meeting room. Citizens are encouraged to testify at Committee meetings and to write letters to the Clerk of the Board or to its members, 1411 East 31st Street Oakland, CA 94602.

Disability Access

The Meeting Rooms are wheelchair accessible. Assistive listening devices are available upon request at the Clerk of the Board's Office. To request sign language interpreters, readers, large print agendas or other accommodations, please contact the Clerk of the Board. Requests made at least 48 hours in advance of the meeting will help to ensure availability. The nearest accessible BART station is Lake Merritt. Accessible AC Transit Bus Route 62 stops at the entrance to Highland Hospital. Route 11 stops one block away, on 14th Avenue at East 31st Street. For schedule updates, call AC Transit at (510) 817-1717; BART at (510) 465-2278. There is accessible parking in the main patient parking lot enter on East 31st Street.

In order to accommodate persons with severe allergies, environmental illness, multiple chemical sensitivity or related disabilities, attendees at public meetings are reminded that other attendees may be sensitive to perfumes and various other chemical-based scented products. Please help us to accommodate these individuals.

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