



**SPECIAL GOVERNANCE COMMITTEE MEETING
WEDNESDAY, February 25, 2015**

**Highland Care Pavilion Conference Center
1411 East 31st Street Oakland, CA 94602
Marla Cox, Clerk of the Board
(510) 535-7515**

MINUTES

OPEN SESSION / ROLL CALL – 8:35am

ROLL CALL WAS TAKEN AND THE FOLLOWING TRUSTEES WERE PRESENT:

Valerie D. Lewis, Esq., Joe DeVries and James Potter

TAB #1 ACTION: Board of Trustees Response to BOS's Proposed Changes to AHS By-Laws

The Governance Committee reviewed recommendations for amendments to the Alameda Health System Bylaws as proposed by the Alameda County Board of Supervisors Health Committee. The Committee discussed the content of their response letter to the Board of Supervisors. Joe DeVries, Trustee, suggested that, as a matter of process, the Trustees should request the opportunity of having the full Board of Trustees review the recommendations. After further discussion, the Committee reviewed proposed edits to the draft response letter. Valerie Lewis, Chair, summarized the edits, to include a reference to the current reporting structure as noted in the Bylaws (Article 2, Section E) and an example of the agreement made pursuant to the Toyon report. The Committee also concluded that the letter should include a request for further collaboration through the establishment of regular joint meetings, mutually developed agendas, and regular working committee meetings. The Committee agreed that the correspondence should convey confidence in the current structures in place and a willingness to address any specific issues the Supervisors wish to address. The Interim General Counsel was directed to revise the draft letter per the discussion and to provide members of the Governance Committee with the revised draft. The Committee also requested that the Executive Committee endorse the letter prior to submission to the Board of Supervisors.

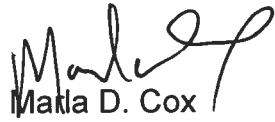
ACTION: No Action Taken

Public Comments – No Comment

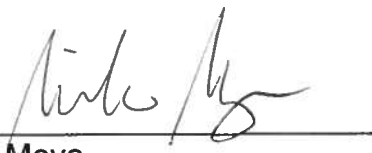
Board of Trustees Remarks – No Comment

ADJOURNMENT – 9:23am

Respectfully Submitted by:


Maria D. Cox
Clerk of the Board

APPROVED AS TO FORM:

Reviewed by: 
Mike Moya
Interim General Counsel