

AGENDA
EXECUTIVE COMPENSATION COMMITTEE OF THE
EL CAMINO HOSPITAL BOARD OF DIRECTORS

Tuesday, June 13, 2023 – 4:00 pm

El Camino Hospital | 2500 Grant Road, Mountain View, CA 94040 | Sobrato Boardroom 2

THE PUBLIC IS INVITED TO JOIN THE OPEN SESSION PORTION OF THE MEETING LIVE AT THE ADDRESS ABOVE OR VIA TELECONFERENCE AT:

1-669-900-9128, MEETING CODE: 974 4786 8342#. No participant code. Just press #.

PURPOSE: To assist the El Camino Hospital (ECH) Board of Directors (“Board”) in its responsibilities related to the Hospital’s executive compensation philosophy and policies. The Executive Compensation Committee shall advise the Board to meet all applicable legal and regulatory requirements as it relates to executive compensation.

	AGENDA ITEM	PRESENTED BY	ACTION	ESTIMATED TIMES
1	CALL TO ORDER/ROLL CALL	Bob Miller, Chair	Information	4:00 – 4:01pm
2	AB 2449 – REMOTE PARTICIPATION	Bob Miller, Chair	Possible Motion	4:01 – 4:02
3	POTENTIAL CONFLICT OF INTEREST DISCLOSURES	Bob Miller, Chair	Information	4:02 – 4:03
	PUBLIC COMMUNICATION	Bob Miller, Chair	Information	4:03 – 4:05
4	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			
	CONSENT CALENDAR <i>Any Committee Member or member of the public may remove an item for discussion before a motion is made.</i> Approval	Bob Miller, Chair	Motion Required <i>public comment</i>	4:05 – 4:06
5	a. Minutes of the Open Session of the ECC Meeting (3/16/2023) Information b. Progress Against FY23 Committee Goals/Pacing Plan			
6	REPORT ON BOARD ACTIONS	Dan Woods, Chief Executive Officer	Information	4:06 – 4:10
7	APPOINTMENT OF AD HOC COMMITTEE FOR RECRUITMENT OF NEW MEMBER(S)	Bob Miller, Chair	Motion Required <i>public comment</i>	4:10 – 4:15
8	APPOINTMENT OF COMMITTEE VICE CHAIR	Bob Miller, Chair	Motion Required <i>public comment</i>	4:15 – 4:20
9	RECOMMEND PROPOSED FY24 ORGANIZATIONAL PERFORMANCE GOALS	Deanna Dudley, Chief Human Resource Officer Dan Woods, Chief Executive Officer	Motion Required <i>public comment</i>	4:20 – 4:40
10	DIRECTOR COMPENSATION POLICY	Heidi O’Brien, Mercer	Information	4:40 – 4:50
11	ADJOURN TO CLOSED SESSION	Bob Miller, Chair	Motion	4:50 – 4:51
12	POTENTIAL CONFLICT OF INTEREST DISCLOSURES	Bob Miller, Chair	Information	4:51 – 4:52

	AGENDA ITEM	PRESENTED BY	ACTION	ESTIMATED TIMES
13	CONSENT CALENDAR <i>Any Committee Member or member of the public may remove an item for discussion before a motion is made.</i> Approval Gov't Code Section 54957.2: a. Minutes of the Closed Session of the ECC Meeting (3/16/2023) b. Correction of Deb Muro FY23 Strategic Pick	Bob Miller, Chair	Motion Required	4:52 – 4:55
14	Gov't Code Section 54957 and 54957.6 for a report and discussion on personnel matters: EXECUTIVE COMPENSATION ITEMS - GEOGRAPHIC DIFFERENTIAL - EXECUTIVE BENEFITS REVIEW	Heidi O'Brien, Mercer	Information	4:55 – 5:10
15	Gov't Code Section 54957 and 54957.6 for a report and discussion on personnel matters: PROPOSED FY24 INDIVIDUAL EXECUTIVE STRATEGIC PICK GOALS	Deanna Dudley, Chief Human Resource Officer Dan Woods, Chief Executive Officer	Information	5:10 – 5:30
16	ADJOURN TO OPEN SESSION	Bob Miller, Chair	Motion	5:30 – 5:31
17	RECONVENE OPEN SESSION/ REPORT OUT	Bob Miller, Chair	Information	5:31 – 5:32
	To report any required disclosures regarding permissible actions taken during Closed Session.			
18	PROPOSED FY24 INDIVIDUAL EXECUTIVE STRATEGIC PICK GOALS	Bob Miller, Chair	Motion Required <i>public comment</i>	5:32 – 5:33
19	ANNUAL EXECUTIVE COMPENSATION CONSULTANT REVIEW	Bob Miller, Chair	Discussion	5:33 – 5:43
20	CLOSING COMMENTS	Bob Miller, Chair	Discussion	5:43 – 5:53
21	ADJOURNMENT	Bob Miller, Chair	Motion Required <i>public comment</i>	5:53 – 5:54 pm

FY24 Upcoming Meetings: September 28, 2023; November 30, 2023; March 21, 2024; June 6, 2024