

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

**Thursday, May 30, 2019 – 4:00pm**

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

**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		ESTIMATED TIMES
<b>1. CALL TO ORDER/ROLL CALL</b>	Bob Miller, Chair		<b>4:00-4:01pm</b>
<b>2. POTENTIAL CONFLICT OF INTEREST DISCLOSURES</b>	Bob Miller, Chair		<b>4:01 – 4:02</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	Bob Miller, Chair		<b>information</b> <b>4:02 – 4:05</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 Executive Compensation Committee Meeting (April 2, 2019)  <b>Information</b> b. Progress Against FY19 ECC Goals c. Article of Interest	Bob Miller, Chair	<i>public comment</i>	<b>motion required</b> <b>4:05 – 4:06</b>
<b>5. REPORT ON BOARD ACTIONS</b>	Bob Miller, Chair		<b>information</b> <b>4:06 – 4:15</b>
<b>6. FY20 ORGANIZATIONAL GOALS</b>	Dan Woods, CEO	<i>public comment</i>	<b>possible motion</b> <b>4:15 – 4:35</b>
<b>7. ADJOURN TO CLOSED SESSION</b>	Bob Miller, Chair		<b>motion required</b> <b>4:35 – 4:36</b>
<b>8. POTENTIAL CONFLICT OF INTEREST DISCLOSURES</b>	Bob Miller, Chair		<b>4:36 – 4:37</b>
<b>9. 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 Executive Compensation Committee Meeting (April 2, 2019)	Bob Miller, Chair		<b>motion required</b> <b>4:37 – 4:38</b>

AGENDA ITEM	PRESENTED BY		ESTIMATED TIMES
<b>10.</b> <i>Gov't Code Sections 54957 and 54957.6</i> for report and discussion on personnel matters: - Market Review	Lisa Stella, Mercer		<b>information</b> 4:38 – 4:53
<b>11.</b> <i>Gov't Code Section 54957.6</i> for a conference with labor negotiator Dan Woods: - Proposed FY20 Executive Salary Ranges	Dan Woods, CEO		<b>discussion</b> 4:53 – 4:58
<b>12.</b> <i>Gov't Code Section 54957.6</i> for a conference with labor negotiator Dan Woods: - Proposed FY20 Executive Base Salaries	Dan Woods, CEO		<b>discussion</b> 4:58 – 5:08
<b>13.</b> <i>Health &amp; Safety Code 32016(b)</i> for a report and discussion involving health care facility trade secrets; <i>Gov't Code Section 54957.6</i> for a conference with labor negotiator Dan Woods: - Proposed FY20 Individual Executive Incentive Goals	Dan Woods, CEO		<b>possible motion</b> 5:08 – 5:28
<b>14.</b> <i>Gov't Code Section 54957.6</i> for a conference with labor negotiator Dan Woods: - Proposed FY20 CHRO Salary Range and Base Salary	Dan Woods, CEO		<b>discussion</b> 5:28 – 5:33
<b>15.</b> <i>Health &amp; Safety Code 32016(b)</i> for a report and discussion involving health care facility trade secrets; <i>Gov't Code Section 54957.6</i> for a conference with labor negotiator Dan Woods: - Proposed FY20 CHRO Incentive Goals	Dan Woods, CEO		<b>possible motion</b> 5:33 – 5:38
<b>16.</b> <i>Gov't Code Section 54957.6</i> for a conference with labor negotiator Bob Miller: - Proposed FY20 CEO Salary Range and Base Salary	Lisa Stella, Mercer		<b>discussion</b> 5:38 – 5:43
<b>17. ADJOURN TO OPEN SESSION</b>	Bob Miller, Chair		<b>motion required</b> 5:43 – 5:44
<b>18. RECONVENE OPEN SESSION/ REPORT OUT</b> To report any required disclosures regarding permissible actions taken during Closed Session.	Bob Miller, Chair		<b>information</b> 5:44 – 5:45
<b>19. PROPOSED FY20 EXECUTIVE SALARY RANGES</b>	Dan Woods, CEO	<i>public comment</i>	<b>possible motion</b> 5:45 – 5:47
<b>20. PROPOSED FY20 EXECUTIVE BASE SALARIES</b>	Dan Woods, CEO	<i>public comment</i>	<b>possible motion</b> 5:47 – 5:49
<b>21. PROPOSED FY20 CHRO SALARY RANGE AND BASE SALARY</b>	Dan Woods, CEO	<i>public comment</i>	<b>possible motion</b> 5:49 – 5:51
<b>22. PROPOSED FY20 CEO SALARY RANGE AND BASE SALARY</b>	Bob Miller, Chair	<i>public comment</i>	<b>possible motion</b> 5:51 – 5:53
<b>23. FY20 PACING PLAN</b>	Bob Miller, Chair	<i>public comment</i>	<b>possible motion</b> 5:53 – 5:58

AGENDA ITEM	PRESENTED BY		ESTIMATED TIMES
24. 6-MONTH EXECUTIVE COMPENSATION CONSULTANT REVIEW	Bob Miller, Chair		<b>discussion</b> <b>5:58 – 6:18</b>
25. CLOSING COMMENTS	Bob Miller, Chair		<b>discussion</b> <b>6:18 – 6:19</b>
26. ADJOURNMENT	Bob Miller, Chair	<i>public comment</i>	<b>motion required</b> <b>6:19 – 6:20pm</b>

**Upcoming Meetings** (pending Board approval): September 19, 2019; November 7, 2019; April 2, 2020; May 28, 2020 ||  
**Board/Committee Educational Sessions** (pending Board approval): October 23, 2019; April 22, 2020