

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

Thursday, September 19, 2019 – 4:00pm

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

Pat Wadors will be participating via teleconference from 237 San Clemente St. Santa Barbara, CA 93109.

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
1. CALL TO ORDER/ROLL CALL	Bob Miller, Chair		4:00-4:01pm
2. POTENTIAL CONFLICT OF INTEREST DISCLOSURES	Bob Miller, Chair		4:01 – 4:02
3. PUBLIC COMMUNICATION 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		information 4:02 – 4:05
4. INTRODUCTIONS	Bob Miller, Chair		information 4:05 – 4:10
5. CONSENT CALENDAR <i>Any Committee Member or member of the public may remove an item for discussion before a motion is made.</i> Approval a. Minutes of the Open Session of the ECC Meeting (May 30, 2019) Information b. Progress Against FY20 ECC Goals	Bob Miller, Chair	<i>public comment</i>	motion required 4:10 – 4:11
6. REPORT ON BOARD ACTIONS	Bob Miller, Chair		information 4:11 – 4:16
7. GENERATIVE GOVERNANCE	Bob Miller, Chair		discussion 4:16 – 4:31
8. FY19 ORGANIZATIONAL SCORE	Dan Woods, CEO		discussion 4:31 – 4:41
9. FY19 CEO PERFORMANCE REVIEW PROCESS AND FY20 RECOMMENDATIONS	Lisa Stella, Mercer; Bob Miller, Chair	<i>public comment</i>	possible motion 4:41 – 5:06
10. ADJOURN TO CLOSED SESSION	Bob Miller, Chair		motion required 5:06 – 5:07
11. POTENTIAL CONFLICT OF INTEREST DISCLOSURES	Bob Miller, Chair		5:07 – 5:08

AGENDA ITEM	PRESENTED BY		ESTIMATED TIMES
<p>12. CONSENT CALENDAR <i>Any Committee Member or member of the public may remove an item for discussion before a motion is made.</i></p> <p>Approval <i>Gov't Code Section 54957.2:</i> a. Minutes of the Closed Session of the ECC Meeting (May 30, 2019)</p>	Bob Miller, Chair		motion required 5:08 – 5:09
<p>13. <i>Health & 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 FY19 Individual Executive Incentive Goal Scores</p>	Dan Woods, CEO		possible motion 5:09 – 5:34
<p>14. <i>Gov't Code Section 54957.6</i> for a conference with labor negotiator Dan Woods: - Proposed FY19 Individual Executive Incentive Plan Payouts</p>	Dan Woods, CEO		discussion 5:34 – 5:42
<p>15. <i>Health & 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 FY19 CHRO Incentive Goal Score</p>	Dan Woods, CEO		possible motion 5:42 – 5:44
<p>16. <i>Gov't Code Section 54957.6</i> for a conference with labor negotiator Dan Woods: - Proposed FY19 CHRO Incentive Plan Payout</p>	Dan Woods, CEO		discussion 5:44 – 5:45
<p>17. <i>Gov't Code Section 54957.6</i> for a conference with labor negotiator Dan Woods: - Proposed FY20 President, Foundation Base Salary</p>	Dan Woods, CEO		discussion 5:45 – 5:49
<p>18. ADJOURN TO OPEN SESSION</p>	Bob Miller, Chair		motion required 5:49 – 5:50
<p>19. RECONVENE OPEN SESSION/ REPORT OUT To report any required disclosures regarding permissible actions taken during Closed Session.</p>	Bob Miller, Chair		information 5:50 – 5:51
<p>20. PROPOSED FY19 INDIVIDUAL EXECUTIVE INCENTIVE PLAN PAYOUTS</p>	Dan Woods, CEO	<i>public comment</i>	possible motion 5:51 – 5:53
<p>21. PROPOSED FY20 PRESIDENT, FOUNDATION BASE SALARY</p>	Dan Woods, CEO	<i>public comment</i>	possible motion 5:53 – 5:55
<p>22. FY20 PACING PLAN</p>	Bob Miller, Chair		discussion 5:55 – 5:57
<p>23. CLOSING COMMENTS</p>	Bob Miller, Chair		discussion 5:57 – 5:59

AGENDA ITEM	PRESENTED BY		ESTIMATED TIMES
24. ADJOURNMENT	Bob Miller, Chair	<i>public comment</i>	motion required 5:59 – 6:00pm

Upcoming Meetings:

Regular Meetings: November 7, 2019; April 2, 2020; May 28, 2020

Educational Sessions: October 23, 2019; April 22, 2020