

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

Tuesday, September 22, 2020 – 4:00pm
 El Camino Hospital | 2500 Grant Road, Mountain View, CA 94040

PURSUANT TO STATE OF CALIFORNIA EXECUTIVE ORDER N-29-20 DATED MARCH 18, 2020, EL CAMINO HEALTH WILL NOT BE PROVIDING A PHYSICAL LOCATION FOR THIS MEETING. INSTEAD, THE PUBLIC IS INVITED TO JOIN THE OPEN SESSION MEETING VIA TELECONFERENCE AT:

1-669-900-9128, MEETING CODE: 369-007-4917#. 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		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. 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 (7/28/2020) Information b. Progress Against FY21 Committee Goals c. Article of Interest	Bob Miller, Chair	<i>public comment</i>	motion required 4:05 – 4:06
5. REPORT ON BOARD ACTIONS	Bob Miller, Chair; Julie Klinger, Vice Chair		information 4:06 – 4:11
6. EXCISE TAX OVERVIEW	Heidi O’Brien, Mercer		discussion 4:11 – 4:16
7. FY20 ORGANIZATIONAL PERFORMANCE GOALS SCORE	Dan Woods, CEO	<i>public comment</i>	possible motion 4:16 – 4:26
8. FY20 CEO PERFORMANCE REVIEW PROCESS AND FY21 RECOMMENDATIONS	Heidi O’Brien, Mercer; Bob Miller, Chair	<i>public comment</i>	possible motion 4:26 – 4:41
9. EXECUTIVE COMPENSATION COMMITTEE SELF-ASSESSMENT	Bob Miller, Chair; Cindy Murphy, Director of Governance Services	<i>public comment</i>	possible motion 4:41 – 5:06
10. ADJOURN TO CLOSED SESSION	Bob Miller, Chair		motion required 5:06 – 5:07

AGENDA ITEM	PRESENTED BY		ESTIMATED TIMES
11. POTENTIAL CONFLICT OF INTEREST DISCLOSURES	Bob Miller, Chair		information 5:07 – 5:08
12. CONSENT CALENDAR <i>Any Committee Member or member of the public may remove an item for discussion before a motion is made.</i> Approval <i>Gov't Code Section 54957.2:</i> a. Minutes of the Closed Session of the ECC Meeting (7/28/2020)	Bob Miller, Chair		motion required 5:08 – 5:09
13. Health & Safety Code Section 32016(b) 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: - FY20 Individual Performance Goals Scores	Dan Woods, CEO		possible motion 5:09 – 5:24
14. Gov't Code Section 54957.6 for a conference with labor negotiator Dan Woods: - Proposed FY20 Performance Goal Payouts	Dan Woods, CEO		discussion 5:21 – 5:34
15. Health & Safety Code Section 32016(b) 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 FY21 Individual Performance Goals	Dan Woods, CEO		discussion 5:34 – 5:54
16. Health & Safety Code Section 32016(b) 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 CHRO Goals and Payout a. FY20 CHRO Performance Goal Score b. Proposed FY20 CHRO Goal Payout c. Proposed FY21 CHRO Goals	Dan Woods, CEO		possible motion(s) 5:54 – 6:04 possible motion discussion possible motion
17. Gov't Code Section 54957.6 and 54957.6 for report and discussion on personnel matters: - Geographic Differential	Heidi O'Brien, Mercer		discussion 6:04 – 6:24
18. Gov't Code Section 54957.6 for a conference with labor negotiator Dan Woods: - Proposed FY21 Executive Base Salaries	Dan Woods, CEO		discussion 6:24 – 6:32
19. Gov't Code Section 54957.6 for a conference with labor negotiator Dan Woods: - Proposed FY21 CHRO Base Salary	Dan Woods, CEO		discussion 6:32 – 6:35
20. Gov't Code Section 54957.6 for a conference with labor negotiator Bob Miller: - Proposed FY21 CEO Base Salary	Bob Miller, Chair		discussion 6:35 – 6:45
21. ADJOURN TO OPEN SESSION	Bob Miller, Chair		motion required 6:45 – 6:46
22. RECONVENE OPEN SESSION/REPORT OUT	Bob Miller, Chair		information 6:46 – 6:47

AGENDA ITEM	PRESENTED BY		ESTIMATED TIMES
To report any required disclosures regarding permissible actions taken during Closed Session.			
23. GEOGRAPHIC DIFFERENTIAL	Bob Miller, Chair	<i>public comment</i>	possible motion 6:47 – 6:49
24. PROPOSED FY20 PERFORMANCE GOAL PAYOUTS	Dan Woods, CEO	<i>public comment</i>	possible motion 6:49 – 6:51
25. PROPOSED FY21 EXECUTIVE BASE SALARIES	Dan Woods, CEO	<i>public comment</i>	possible motion 6:51 – 6:52
26. PROPOSED FY21 CEO BASE SALARY	Bob Miller, Chair	<i>public comment</i>	possible motion 6:52 – 6:53
27. RFP AD HOC COMMITTEE REPORT	Jaison Layney, Ad Hoc Committee Chair	<i>public comment</i>	possible motion 6:53 – 7:03
28. FY21 PACING PLAN	Bob Miller, Chair		discussion 7:03 – 7:04
29. CLOSING COMMENTS	Bob Miller, Chair		discussion 7:04 – 7:05
30. ADJOURNMENT	Bob Miller, Chair	<i>public comment</i>	motion required 7:05pm

Upcoming Meetings: Regular Meetings: November 5, 2020; March 4, 2021; May 27, 2021