

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

**Thursday, November 5, 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
<b>1. CALL TO ORDER/ROLL CALL</b>	Bob Miller, Chair	<b>4:00-4:01pm</b>
<b>2. ADJOURN TO CLOSED SESSION</b>	Bob Miller, Chair	<b>motion required 4:01 – 4:02</b>
<b>3. POTENTIAL CONFLICT OF INTEREST DISCLOSURES</b>	Bob Miller, Chair	<b>information 4:02 – 4:03</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> <i>Gov’t Code Section 54957.2:</i> a. Minutes of the Closed Session of the Exec Comp Committee Meeting (7/28/2020) b. Minutes of the Closed Session of the Exec Comp Committee Meeting (9/22/2020)	Bob Miller, Chair	<b>motion required 4:03 – 4:04</b>
<b>5. Health &amp; Safety Code Section 32016(b)</b> for a report and discussion involving health care facility trade secrets; <i>Gov’t Code Section 54957 and 54957.6</i> for a report and discussion on personnel matters: - Executive Compensation Consultant Interviews	Bob Miller, Chair; Jaison Layney, RFP Ad Hoc Committee Chair	<b>discussion 4:04 – 5:52</b>
<b>6. Health &amp; Safety Code Section 32016(b)</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: - FY21 CFO Individual Performance Goals	Dan Woods, CEO	<b>possible motion 5:52 – 5:55</b>
<b>7. ADJOURN TO OPEN SESSION</b>	Bob Miller, Chair	<b>motion required 5:55 – 5:56</b>
<b>8. RECONVENE OPEN SESSION/ REPORT OUT</b>  To report any required disclosures regarding permissible actions taken during Closed Session.	Bob Miller, Chair	<b>information 5:56 – 5:57</b>

AGENDA ITEM	PRESENTED BY		ESTIMATED TIMES
<b>9. POTENTIAL CONFLICT OF INTEREST DISCLOSURES</b>	Bob Miller, Chair		<b>information</b> <b>5:57 – 5:58</b>
<b>10. SELECTION OF EXECUTIVE COMPENSATION CONSULTANT</b>	Bob Miller, Chair	<i>public comment</i>	<b>possible motion</b> <b>5:58 – 6:00</b>
<b>11. 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>6:00 – 6:03</b>
<b>12. 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 ECC Meeting (9/22/2020)  <b>Information</b> b. Progress Against FY21 Committee Goals	Bob Miller, Chair	<i>public comment</i>	<b>motion required</b> <b>6:03 – 6:05</b>
<b>13. REPORT ON BOARD ACTIONS</b>	Bob Miller, Chair; Julie Kliger, Vice Chair		<b>information</b> <b>6:05 – 6:08</b>
<b>14. ASSESS EFFECTIVENESS OF DELEGATION OF AUTHORITY</b>	Bob Miller, Chair		<b>discussion</b> <b>6:08 – 6:18</b>
<b>15. FY21 PACING PLAN</b>	Bob Miller, Chair		<b>discussion</b> <b>6:18 – 6:19</b>
<b>16. CLOSING COMMENTS</b>	Bob Miller, Chair		<b>discussion</b> <b>6:19 – 6:20</b>
<b>17. ADJOURNMENT</b>	Bob Miller, Chair	<i>public comment</i>	<b>motion required</b> <b>6:20pm</b>

Upcoming Meetings: Regular Meetings: March 4, 2021; May 27, 2021