

AGENDA

EXECUTIVE COMPENSATION COMMITTEE OF THE EL CAMINO HOSPITAL BOARD OF DIRECTORS

Thursday, September 28, 2023 – 4:00pm
El Camino Hospital | 2500 Grant Road, Mountain View, CA 94040

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: 958 8322 8809#. 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		4:00 - 4:01pm
2	AB 2449 – REMOTE PARTICIPATION	Bob Miller, Chair	Possible Motion <i>public comment</i>	4:01 – 4:03
3	POTENTIAL CONFLICT OF INTEREST DISCLOSURES	Bob Miller, Chair	Information	4:03 – 4:04
4	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	4:04 – 4:07
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 (06/13/2023) Information b. Progress against FY24 Committee Goals/Pacing Plan	Bob Miller, Chair	Motion Required <i>public comment</i>	4:07 – 4:10
6	ADJOURN TO CLOSED SESSION	Bob Miller, Chair	Motion Required	4:10 – 4:11
7	POTENTIAL CONFLICT OF INTEREST DISCLOSURES	Bob Miller, Chair	Information	4:11 – 4:12
8	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> – Minutes of the Closed Session of the ECC Meeting (06/13/2023)	Bob Miller, Chair	Motion Required	4:12 – 4:15
9	<i>Gov’t Code Section 54957 and 54957.6 for a report and discussion on personnel matters:</i> – Proposed CEO Approval of New Hire Executive Base Salary	Deanna Dudley, CHRO	Possible Motion	4:15 – 4:20
10	<i>Gov’t Code Section 54957 and 54957.6 for a report and discussion on personnel matters:</i> – Proposed FY23 Culture of Safety Results	Dan Woods, CEO Deanna Dudley, CHRO	Possible Motion	4:20 – 4:30

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11	<i>Gov't Code Section 54957 and 54957.6 for a report and discussion on personnel matters:</i> – Proposed FY23 Organizational Performance Incentive Plan Score	Dan Woods, CEO Deanna Dudley, CHRO	Discussion	4:30 – 4:45
12	<i>Gov't Code Section 54957 and 54957.6 for a report and discussion on personnel matters:</i> – Proposed FY23 Executive Individual Incentive Scores	Dan Woods, CEO Deanna Dudley, CHRO	Possible Motion	4:45 – 4:55
13	<i>Gov't Code Section 54957 and 54957.6 for a report and discussion on personnel matters:</i> – Proposed FY23 Performance Incentive Plan Payouts	Dan Woods, CEO Deanna Dudley, CHRO	Possible Motion	4:55 - 5:05
14	<i>Gov't Code Section 54957 and 54957.6 for a report and discussion on personnel matters:</i> Compensation Consultant Items a. Executive Market Analysis b. Proposed FY24 Executive Salary Ranges c. Discretionary Score Philosophy	Dan Woods, CEO Deanna Dudley, CHRO Heidi O'Brien, Mercer Rob Kirkpatrick, Mercer	Possible Motion	5:05 – 5:25
15	<i>Gov't Code Section 54957 and 54957.6 for a report and discussion on personnel matters:</i> – Proposed FY24 Executive Base Salaries	Dan Woods, CEO	Possible Motion	5:25 – 5:35
16	<i>Gov't Code Section 54957 and 54957.6 for a report and discussion on personnel matters:</i> – Proposed FY24 CEO Base Salary Range	Heidi O'Brien, Mercer Rob Kirkpatrick, Mercer	Discussion	5:35 – 5:45
17	ADJOURN TO OPEN SESSION	Bob Miller, Chair	Motion Required	5:45 – 5:46
18	RECONVENE OPEN SESSION/ REPORT OUT	Bob Miller, Chair	Information	5:46 - 5:47
	To report any required disclosures regarding permissible actions taken during Closed Session.			
19	PROPOSED FY23 ORGANIZATIONAL PERFORMANCE INCENTIVE PLAN SCORE	Bob Miller, Chair	Possible Motion <i>public comment</i>	5:47 – 5:50
20	PROPOSED FY24 CEO BASE SALARY RANGE	Bob Miller, Chair	Possible Motion <i>public comment</i>	5:50 – 5:53
21	CLOSING COMMENTS	Bob Miller, Chair	Discussion	5:53 – 6:00
22	ADJOURNMENT	Bob Miller, Chair	Motion Required <i>public comment</i>	6:00 pm

Upcoming Regular Meetings: November 30, 2023; March 21, 2024; June 6, 2024