

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

**Tuesday, September 24, 2024 – 4:00pm**

El Camino Hospital | Sobrato Board Room 1 | 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: **957 8615 0078#**. No participant code. Just press #.

To watch the meeting, please visit:

[Committee Meeting Link](#)

**NOTE:** In the event that there are technical problems or disruptions that prevent remote public participation, the Chair has the discretion to continue the meeting without remote public participation options, provided that no Committee member is participating in the meeting via teleconference.

A copy of the agenda for the Regular Committee Meeting will be posted and distributed at least seventy-two (72) hours prior to the meeting. In observance of the Americans with Disabilities Act, please notify us at **(650) 988-3218** prior to the meeting so that we may provide the agenda in alternative formats or make disability-related modifications and accommodations.

	<b>AGENDA ITEM</b>	<b>PRESENTED BY</b>	<b>ACTION</b>	<b>ESTIMATED TIMES</b>
1	<b>CALL TO ORDER/ROLL CALL</b>	Bob Miller, Chair		<b>4:00 pm</b>
2	<b>CONSIDER APPROVAL FOR AB 2449 REQUESTS</b>	Bob Miller, Chair	<b>Possible Motion</b>	<b>4:00 pm</b>
3	<b>POTENTIAL CONFLICT OF INTEREST DISCLOSURES</b>	Bob Miller, Chair	<b>Information</b>	<b>4:00 pm</b>
4	<b>PUBLIC COMMUNICATION</b> a. Oral Comments <i>This opportunity is provided for persons to address the Committee on any matter within the subject matter jurisdiction of the Committee that is not on this agenda. Speakers are limited to three (3) minutes each.</i> b. Written Public Comments <i>Comments may be submitted by mail to the El Camino Hospital Executive Compensation Committee at 2500 Grant Avenue, Mountain View, CA 94040. Written comments will be distributed to the Board as quickly as possible. Please note it may take up to 24 hours for documents to be posted on the agenda.</i>	Bob Miller, Chair	<b>Information</b>	<b>4:00 pm</b>
5	<b>CONSENT CALENDAR ITEMS:</b> <i>Any Committee Member or member of the public may remove an item for discussion before a motion is made.</i> a. Approve Minutes of the Open Session of the ECC Meeting (06/06/2024) b. Receive ECC Charter c. Receive Committee Governance Policy d. Receive FY25 Committee Goals/Pacing Plan	Bob Miller, Chair	<b>Motion Required</b>	<b>4:00 – 4:10</b>
6	<b>ECC POLICIES UPDATE</b> a. Receive ECC Policy 3_02 – Executive Base Salary Administration b. Approve ECC Policy 3_03 - Executive Benefits Plan	Deanna Dudley, CHRO	<b>Motion Required</b>	<b>4:10 – 4:15</b>
7	<b>RECESS TO CLOSED SESSION</b>	Bob Miller, Chair	<b>Motion Required</b>	<b>4:15 – 4:16</b>
8	<b>PROPOSED FY24 ORGANIZATIONAL PERFORMANCE INCENTIVE PLAN SCORE</b> <i>Gov't Code Section 54957 and 54957.6 for a report and discussion on personnel matters.</i>	Dan Woods, CEO Deanna Dudley, CHRO	<b>Discussion</b>	<b>4:17 – 4:37</b>

	<b>AGENDA ITEM</b>	<b>PRESENTED BY</b>	<b>ACTION</b>	<b>ESTIMATED TIMES</b>
9	<b>PROPOSED FY24 EXECUTIVE INDIVIDUAL INCENTIVE SCORES</b> <i>Gov't Code Section 54957 and 54957.6 for a report and discussion on personnel matters.</i>	Dan Woods, CEO Deanna Dudley, CHRO	<b>Discussion</b>	<b>4:37 – 4:55</b>
10	<b>PROPOSED FY24 PERFORMANCE INCENTIVE PLAN PAYOUTS</b> <i>Gov't Code Section 54957 and 54957.6 for a report and discussion on personnel matters.</i>	Dan Woods, CEO Deanna Dudley, CHRO	<b>Discussion</b>	<b>4:55 – 5:05</b>
11	<b>COMPENSATION CONSULTANT ITEMS</b> <b>a. Executive Market Analysis</b> <b>b. Proposed FY25 Executive Salary Ranges</b> <i>Gov't Code Section 54957 and 54957.6 for a report and discussion on personnel matters.</i>	Heidi O'Brien, Mercer Rob Kirkpatrick, Mercer	<b>Discussion</b>	<b>5:05 – 5:20</b>
12	<b>PROPOSED FY25 EXECUTIVE BASE SALARIES</b> <i>Gov't Code Section 54957 and 54957.6 for a report and discussion on personnel matters.</i>	Dan Woods, CEO	<b>Motion Required</b>	<b>5:20 – 5:30</b>
13	<b>PROPOSED FY25 CEO BASE SALARY RANGE</b> <i>Gov't Code Section 54957 and 54957.6 for a report and discussion on personnel matters.</i>	Heidi O'Brien, Mercer Rob Kirkpatrick, Mercer	<b>Discussion</b>	<b>5:30 – 5:40</b>
14	<b>PROPOSED FY25 EXECUTIVE INDIVIDUAL INCENTIVE GOALS (Goll, Klein, Lewis Taylor, &amp; Mallur)</b> <i>Gov't Code Section 54957 and 54957.6 for a report and discussion on personnel matters.</i>	Dan Woods, CEO Deanna Dudley, CHRO	<b>Motion Required</b>	<b>5:40 – 5:45</b>
15	<b>FY24 ANNUAL EXECUTIVE COMPENSATION CONSULTANT REVIEW – (Moved from June 2024 Meeting)</b> <i>Gov't Code Section 54957 and 54957.6 for a report and discussion on personnel matters.</i>	Bob Miller, Chair	<b>Discussion</b>	<b>5:45 – 5:50</b>
16	<b>APPROVE MINUTES OF THE CLOSED SESSION OF THE EXECUTIVE COMPENSATION COMMITTEE</b> - Minutes of the Closed Session of the ECC Meeting (06/06/2024)  <i>Report involving Gov't Code Section 54957.2 for closed session minutes.</i>	Bob Miller, Chair	<b>Motion Required</b>	<b>5:50 - 5:52</b>
17	<b>RECONVENE TO OPEN SESSION</b>	Bob Miller, Chair	<b>Motion Required</b>	<b>5:52</b>
18	<b>REPORT OUT FROM CLOSED SESSION</b>	Gabe Fernandez, Governance Services Coordinator	<b>Information</b>	<b>5:52 – 5:53</b>
19	<b>APPROVAL OF ITEMS DISCUSSED IN CLOSED SESSION</b> - Recommendation to Board FY24 Organizational Performance Incentive Plan Score - Recommendation to Board FY25 CEO Base Salary Range	Bob Miller, Chair	<b>Motion Required</b>	<b>5:53 – 5:55</b>
20	<b>CLOSING COMMENTS</b>	Bob Miller, Chair	<b>Discussion</b>	<b>5:55 – 5:59</b>
21	<b>ADJOURNMENT</b>	Bob Miller, Chair	<b>Motion Required</b>	<b>6:00 pm</b>