

AGENDA
EXECUTIVE COMPENSATION COMMITTEE MEETING
OF THE EL CAMINO HOSPITAL BOARD
Monday, September 12, 2016 – 4:00 pm
 CEO Conference Room (administration)
 2500 Grant Road, Mountain View, CA 94040

MISSION: 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 | Lanhee Chen, Chair | | 4:00 – 4:02 pm |
| 2. POTENTIAL CONFLICT OF INTEREST DISCLOSURES | Lanhee Chen, Chair | | 4:02 – 4:03 |
| 3. PUBLIC COMMUNICATION a. Oral Comments <i>This opportunity is provided for persons in the audience to make a brief statement, not to exceed 3 minutes on issues or concerns not covered by the agenda.</i> b. Written Correspondence | Lanhee Chen, Chair | <i>public comment</i> | motion required 4:03 – 4:06 |
| 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 Executive Compensation Committee Meeting (May 17, 2016) b. Revised Executive Compensation Policies | Lanhee Chen, Chair | <i>public comment</i> | motion required 4:06 – 4:07 |
| 5. REPORT ON BOARD ACTIONS | Lanhee Chen, Chair | | information 4:07 – 4:12 |
| 6. APPOINTMENT OF VICE CHAIR | Lanhee Chen, Chair | | information 4:12 – 4:14 |
| 7. EXECUTIVE BENEFIT PLAN | Stephen Pollack and Lisa Stella, Mercer LLC | <i>public comment</i> | possible motion 4:14 – 4:29 |
| 8. FY16 ORGANIZATIONAL SCORE | Tomi Ryba, President and CEO; Mick Zdeblick, COO | | information 4:29 – 4:39 |
| 9. ADJOURN TO CLOSED SESSION | Lanhee Chen, Chair | | motion required 4:39 – 4:40 |
| 10. POTENTIAL CONFLICT OF INTEREST DISCLOSURES | Lanhee Chen, Chair | | 4:40 – 4:41 |

A copy of the agenda for the Regular 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 650-988-7504 prior to the meeting so that we may provide the agenda in alternative formats or make disability-related modifications and accommodations.

| AGENDA ITEM | PRESENTED BY | | ESTIMATED TIMES |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------|--|----------------------------------------------|
| <p>11. CONSENT CALENDAR <i>Any Committee Member may remove an item for discussion before a motion is made.</i></p> <p><i>Gov't Code Section 54957.2.</i></p> <p>a. Minutes of the Closed Session of the Executive Compensation Committee Meeting (May 17, 2016)</p> | Lanhee Chen, Chair | | motion required 4:41 – 4:42 |
| <p>12. Report involving <i>Gov't Code Sections 54957 and 54957.6</i> for report and discussion on personnel matters:</p> <ul style="list-style-type: none"> - VP, Corporate & Community Health Services & President of CONCERN:EAP FY17 Incentive Goal Revision | Tomi Ryba, President and CEO | | information 4:42 – 4:47 |
| <p>13. Report involving <i>Gov't Code Sections 54957 and 54957.6</i> for report and discussion on personnel matters:</p> <ul style="list-style-type: none"> - Proposed FY16 Individual Executive Goal Scores | Tomi Ryba, President and CEO | | motion required 4:47 – 4:57 |
| <p>14. Report involving <i>Gov't Code Sections 54957 and 54957.6</i> for report and discussion on personnel matters:</p> <ul style="list-style-type: none"> - Proposed FY16 Individual Executive Performance Incentive Payout | Tomi Ryba, President and CEO | | motion required 4:57 – 5:02 |
| <p>15. Report involving <i>Gov't Code Sections 54957 and 54957.6</i> for report and discussion on personnel matters:</p> <ul style="list-style-type: none"> - Proposed FY16 CEO Performance Incentive Payout | Lanhee Chen, Chair; Julie Johnston, Director, Total Rewards | | motion required 5:02 – 5:04 |
| <p>16. ADJOURN TO OPEN SESSION</p> | Lanhee Chen, Chair | | motion required 5:04 – 5:05 |
| <p>17. RECONVENE OPEN SESSION / REPORT OUT</p> <p>To report any required disclosures regarding permissible actions taken during Closed Session.</p> | Lanhee Chen, Chair | | 5:05 – 5:06 |
| <p>18. FY17 PACING PLAN</p> | Lanhee Chen, Chair | | discussion 5:06 – 5:09 |
| <p>19. CLOSING COMMENTS</p> | Lanhee Chen, Chair | | discussion 5:09 – 5:14 |
| <p>20. ADJOURNMENT</p> | Lanhee Chen, Chair | | motion required 5:14 – 5:15 |

Upcoming Meetings

- October 26, 2016 (*Semi-Annual Board & Committee Educational Gathering*)
- November 16, 2016
- March 23, 2017
- April 26, 2017 (*Semi-Annual Board & Committee Educational Gathering*)
- May 25, 2017