

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

**Thursday, March 23, 2017 – 4:00 pm**

El Camino Hospital | Conference Rooms A&B (ground floor)  
 2500 Grant Road, Mountain View, CA 94040

Teri Eyre will be participating via videoconference from 5531 Nile Road Carnelian Bay, CA 95032.

**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
<b>1. CALL TO ORDER / ROLL CALL</b>	Lanhee Chen, Chair		<b>4:00 – 4:02 pm</b>
<b>2. POTENTIAL CONFLICT OF INTEREST DISCLOSURES</b>	Lanhee Chen, Chair		<b>4:02 – 4:03</b>
<b>3. PUBLIC COMMUNICATION</b> 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>	<b>information</b> <b>4:03 – 4:06</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> a. Minutes of the Open Session of the Executive Compensation Committee Meeting (February 16, 2017) b. Proposed FY18 Committee Meeting Dates c. FY17 Pacing Plan <b>Information</b> d. Progress Against FY17 Committee Goals e. Progress Against FY17 Organizational Goals f. Article of Interest	Lanhee Chen, Chair	<i>public comment</i>	<b>motion required</b> <b>4:06 – 4:07</b>
<b>5. REPORT ON BOARD ACTIONS</b> a. Hospital Board Actions b. District Board Actions	Lanhee Chen, Chair		<b>information</b> <b>4:07 – 4:12</b>
<b>6. PROPOSED FY18 COMMITTEE GOALS</b>	Kathryn Fisk, CHRO	<i>public comment</i>	<b>possible motion</b> <b>4:12 – 4:22</b>
<b>7. ADJOURN TO CLOSED SESSION</b>	Lanhee Chen, Chair		<b>motion required</b> <b>4:22 – 4:23</b>
<b>8. POTENTIAL CONFLICT OF INTEREST DISCLOSURES</b>	Lanhee Chen, Chair		<b>4:23 – 4:24</b>

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><b>9. CONSENT CALENDAR</b>  <i>Any Committee Member may remove an item for discussion before a motion is made.</i></p> <p><b>Approval</b>  <i>Gov't Code Section 54957.2:</i></p> <p>a. Minutes of the Closed Session of the Executive Compensation Committee Meeting (February 16, 2017)</p> <p><b>Information</b>  <i>Gov't Code Sections 54957 and 54957.6 for report and discussion on personnel matters:</i></p> <p>b. Progress Against FY17 Individual Executive Incentive Goals</p>	Lanhee Chen, Chair		<b>motion required</b> <b>4:24 – 4:25</b>
<p><b>10. Health &amp; Safety Code 32106(b)</b> for report and discussion involving health care facility trade secrets:            - Update on Strategic Planning Process</p>	Lanhee Chen, Chair; Donald Sibery, Interim CEO		<b>discussion</b> <b>4:25 – 4:35</b>
<p><b>11. Report involving Gov't Code Sections 54957 and 54957.6</b> for report and discussion on personnel matters:            - Succession Planning Update</p>	Kathryn Fisk, CHRO		<b>discussion</b> <b>4:35 – 4:50</b>
<p><b>12. Report involving Gov't Code Sections 54957 and 54957.6</b> for report and discussion on personnel matters:            - Executive Benefit Design Changes</p>	Stephen Pollack, Mercer LLC		<b>discussion</b> <b>4:50 – 5:20</b>
<p><b>13. Report involving Gov't Code Sections 54957 and 54957.6</b> for report and discussion on personnel matters:            - Committee Candidate Interview</p>	Lanhee Chen, Chair		<b>discussion</b> <b>5:20 – 5:45</b>
<p><b>14. ADJOURN TO OPEN SESSION</b></p>	Lanhee Chen, Chair		<b>motion required</b> <b>5:45 – 5:46</b>
<p><b>15. RECONVENE OPEN SESSION / REPORT OUT</b>            To report any required disclosures regarding permissible actions taken during Closed Session.</p>	Lanhee Chen, Chair		<b>5:46 – 5:47</b>
<p><b>16. COMMITTEE RECRUITMENT</b></p>	Lanhee Chen, Chair	<i>public comment</i>	<b>possible motion</b> <b>5:47 – 5:49</b>
<p><b>17. PROPOSED EXECUTIVE BENEFIT DESIGN CHANGES</b></p>	Lanhee Chen, Chair	<i>public comment</i>	<b>possible motion</b> <b>5:49 – 5:51</b>
<p><b>18. CLOSING COMMENTS</b></p>	Lanhee Chen, Chair		<b>discussion</b> <b>5:51 – 5:54</b>
<p><b>19. ADJOURNMENT</b></p>	Lanhee Chen, Chair		<b>motion required</b> <b>5:54 – 5:55 pm</b>

**Upcoming Meetings**

- May 23, 2017