



**Minutes of the Open Session of the  
Executive Compensation Committee**

**Thursday, September 21, 2017**

**El Camino Hospital | 2500 Grant Road, Mountain View, CA 94040  
Conference Room A (administration)**

**Members Present**

**Teri Eyre**  
**Neysa Fligor**  
**Bob Miller, Chair**  
**Julia Miller (via teleconference)**  
**Pat Wadors**

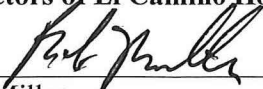
**Members Absent**


**Jaison Layney**

<b>Agenda Item</b>	<b>Comments/Discussion</b>	<b>Approvals/ Action</b>
<b>1. CALL TO ORDER/ ROLL CALL</b>	The open session meeting of the Executive Compensation Committee of El Camino Hospital (the "Committee") was called to order at 4:00pm by Chair B. Miller. Mr. Layney was absent. Ms. J. Miller participated via teleconference. All other Committee members were present.	
<b>2. POTENTIAL CONFLICT OF INTEREST DISCLOSURES</b>	Chair Miller asked if any Committee members may have a conflict of interest with any of the items on the agenda. No conflicts were noted.	
<b>3. PUBLIC COMMUNICATION</b>	None.	
<b>4. CONSENT CALENDAR</b>	<p>Chair Miller asked if any member of the Committee or the public wished to remove an item from the consent calendar. No items were removed.</p> <p><b>Motion:</b> To approve the consent calendar: Minutes of the Open Session of the Executive Compensation Committee Meeting (May 23, 2017); FY18 Pacing Plan.</p> <p><b>Movant:</b> Fligor <b>Second:</b> Wadors <b>Ayes:</b> Eyre, Fligor, B. Miller, J. Miller, Wadors <b>Noes:</b> None <b>Abstentions:</b> None <b>Absent:</b> Layney <b>Recused:</b> None</p>	<i><b>Consent calendar approved</b></i>
<b>5. REPORT ON BOARD ACTIONS</b>	Chair B. Miller highlighted the changes in Committee membership, welcomed Ms. Fligor and Ms. Wadors to their first meeting, and noted that while Mr. Lanhee Chen was no longer a member of the Committee, he may occasionally attend meetings.	
<b>6. FY17 ORGANIZATIONAL SCORE</b>	<p>Mick Zdeblick, COO, presented the scoring of the FY17 organizational goals:</p> <ul style="list-style-type: none"> <li>- <b>Budgeted Operating Margin:</b> Mr. Zdeblick explained that this is a trigger goal, and must be met to receive any incentive pay. In FY17, ECH was \$47 million ahead of plan. He noted that next year, the threshold will be 95% of budget rather than the 90% it has been.</li> <li>- <b>Pain Reassessment and Pain Management:</b> He described the inter-departmental efforts with the nursing teams including report development. In response to Ms. Fligor's question, Mr. Zdeblick noted that staff can bring back data on the response rate for patient surveys.</li> <li>- <b>Length of Stay and Readmissions:</b> He outlined the reduction in</li> </ul>	<p><i><b>FY17 Organizational Score approved</b></i></p> <p><i><b>Staff to provide additional information on patient survey response rates</b></i></p>

	<p>length of stay at the same time as maintaining top decile performance in readmissions.</p> <ul style="list-style-type: none"> <li>- <b>Smart Growth:</b> Mr. Zdeblick noted that year-over-year growth was positive, but did not meet budgeted volume.</li> </ul> <p>Mr. Zdeblick explained that with weighting and proration for partial achievement the total score is 80.7%.</p> <p><b>Motion:</b> To recommend that the Board approve the FY17 Organizational Score.</p> <p><b>Movant:</b> Wadors  <b>Second:</b> Eyre  <b>Ayes:</b> Eyre, Fligor, B. Miller, J. Miller, Wadors  <b>Noes:</b> None  <b>Abstentions:</b> None  <b>Absent:</b> Layney  <b>Recused:</b> None</p> <p>Mr. Zdeblick left the meeting.</p>	
7. <b>ADJOURN TO CLOSED SESSION</b>	<p><b>Motion:</b> To adjourn to closed session at 4:09pm.</p> <p><b>Movant:</b> Fligor  <b>Second:</b> Eyre  <b>Ayes:</b> Eyre, Fligor, B. Miller, J. Miller, Wadors  <b>Noes:</b> None  <b>Abstentions:</b> None  <b>Absent:</b> Layney  <b>Recused:</b> None</p>	<i>Adjourned to closed session at 4:09pm</i>
8. <b>AGENDA ITEM 15: RECONVENE OPEN SESSION/ REPORT OUT</b>	<p>Open session was reconvened at 5:13pm. Agenda items 8-14 were addressed in closed session.</p> <p>During the closed session, the Committee approved the Minutes of the Closed Session of the Executive Compensation Committee Meeting of May 23, 2017 and voted to recommend Board approval of the Proposed FY17 Executive Incentive Goal Scores by a unanimous vote in favor of all members present (Eyre, Fligor, B. Miller, J. Miller, Wadors). Mr. Layney was absent. The Committee also voted to recommend Board approval of the Proposed FY17 Individual Executive Performance Incentive Payouts, and the Proposed FY17 CHRO Goal Score and Performance Incentive Payout by a unanimous vote in favor of all members present (Eyre, Fligor, B. Miller, Wadors). Mr. Layney and Ms. Miller were absent.</p>	
9. <b>AGENDA ITEM 16: CLOSING COMMENTS</b>	<p>Chair B. Miller requested that staff poll the Committee to see if a 4:00pm start time works best for all members. He asked for feedback from the Committee on his service as Chair as the year progresses. Chair B. Miller noted that he spoke with Lanhee Chen, Board Chair, and requested to personally present the Committee's recommendations to the Board.</p>	<i>Staff to poll Committee members re meeting start time</i>
10. <b>AGENDA ITEM 17: ADJOURNMENT</b>	<p><b>Motion:</b> To adjourn at 5:19pm.</p> <p><b>Movant:</b> Eyre  <b>Second:</b> Wadors  <b>Ayes:</b> Eyre, Fligor, B. Miller, Wadors  <b>Noes:</b> None  <b>Abstentions:</b> None  <b>Absent:</b> J. Miller, Layney  <b>Recused:</b> None</p>	<i>Meeting adjourned at 5:19pm</i>

**Attest as to the approval of the foregoing minutes by the Executive Compensation Committee and the Board of Directors of El Camino Hospital.**

  
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Bob Miller  
Chair, Executive Compensation Committee

  
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Julia Miller  
Secretary, ECH Board of Directors

Prepared by: Sarah Rosenberg, Contracts & Board Services Coordinator