

## AGENDA

### EXECUTIVE COMPENSATION COMMITTEE OF THE EL CAMINO HOSPITAL BOARD OF DIRECTORS

**Thursday, March 22, 2018 – 4:00pm**

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

**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		ESTIMATED TIMES
<b>1. CALL TO ORDER/ROLL CALL</b>	Bob Miller, Chair		<b>4:00-4:02pm</b>
<b>2. POTENTIAL CONFLICT OF INTEREST DISCLOSURES</b>	Bob Miller, 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 three (3) minutes on issues or concerns not covered by the agenda.</i> b. Written Correspondence	Bob Miller, Chair		<b>information 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 (January 31, 2018) b. Proposed FY19 Committee Meeting Dates <b>Information</b> c. Progress Against FY18 Committee Goals d. Article of Interest	Bob Miller, Chair	<i>public comment</i>	<b>motion required 4:06 – 4:07</b>
<b>5. REPORT ON BOARD ACTIONS</b>	Bob Miller, Chair		<b>information 4:07 – 4:10</b>
<b>6. PROGRESS AGAINST FY18 ORGANIZATIONAL GOALS</b>	Dan Woods, CEO		<b>information 4:10 – 4:20</b>
<b>7. ADJOURN TO CLOSED SESSION</b>	Bob Miller, Chair		<b>motion required 4:20 – 4:21</b>
<b>8. POTENTIAL CONFLICT OF INTEREST DISCLOSURES</b>	Bob Miller, Chair		<b>4:21 – 4:22</b>
<b>9. 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> <i>Gov’t Code Section 54957.2:</i> a. Minutes of the Closed Session of the Executive Compensation Committee Meeting (January 31, 2018)	Bob Miller, Chair		<b>motion required 4:22 – 4:23</b>

AGENDA ITEM	PRESENTED BY		ESTIMATED TIMES
<b>10.</b> Gov't Code Sections 54957 and 54957.6 for report and discussion on personnel matters: - Executive Development Plan and Succession Planning Practices Update	Kathryn Fisk, CHRO; Stephen Pollack, Mercer		<b>discussion</b> <b>4:23 – 4:48</b>
<b>11.</b> Gov't Code Sections 54956.9(d)(2) – conference with legal counsel – pending or threatened litigation: - Delegation of Authority	Bob Miller, Chair; Mitch Olejko, Buchalter		<b>discussion</b> <b>4:48 – 5:08</b>
<b>12. ADJOURN TO OPEN SESSION</b>	Bob Miller, Chair		<b>motion required</b> <b>5:08 – 5:09</b>
<b>13. RECONVENE OPEN SESSION/ REPORT OUT</b> To report any required disclosures regarding permissible actions taken during Closed Session.	Bob Miller, Chair		<b>5:09 – 5:10</b>
<b>14. DELEGATION OF AUTHORITY</b>	Bob Miller, Chair	<i>public comment</i>	<b>possible motion</b> <b>5:10 – 5:12</b>
<b>15. BIENNIAL REVIEW OF COMMITTEE CHARTER</b>	Bob Miller, Chair	<i>public comment</i>	<b>possible motion</b> <b>5:12 – 5:17</b>
<b>16. BIENNIAL COMMITTEE SELF-ASSESSMENT RESULTS REVIEW</b>	Bob Miller, Chair		<b>discussion</b> <b>5:17 – 5:32</b>
<b>17. FY19 COMMITTEE GOALS</b>	Kathryn Fisk, CHRO	<i>public comment</i>	<b>possible motion</b> <b>5:32 – 5:42</b>
<b>18. FY18 PACING PLAN</b>	Bob Miller, Chair		<b>discussion</b> <b>5:42 – 5:43</b>
<b>19. CLOSING COMMENTS</b>	Bob Miller, Chair		<b>discussion</b> <b>5:43 – 5:44</b>
<b>20. ADJOURNMENT</b>	Bob Miller, Chair		<b>motion required</b> <b>5:44 – 5:45pm</b>

**Upcoming Meetings**

- May 24, 2018

**Board/Committee Educational Gatherings**

- April 25, 2018