

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

Tuesday, January 29, 2019 – 4:00pm

El Camino Hospital | Medical Staff Conference Room (first floor)
 2500 Grant Road Mountain View, CA 94040

Julie Kliger will be participating via teleconference from 13100 Skyline Blvd Oakland, CA 94619.

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
1. CALL TO ORDER/ROLL CALL	Bob Miller, Chair		4:00-4:02pm
2. POTENTIAL CONFLICT OF INTEREST DISCLOSURES	Bob Miller, 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 three (3) minutes on issues or concerns not covered by the agenda.</i> b. Written Correspondence	Bob Miller, Chair		information 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 (November 8, 2018) b. Draft Revised Executive Compensation Philosophy Information c. Articles of Interest	Bob Miller, Chair	<i>public comment</i>	motion required 4:06 – 4:07
5. REPORT ON BOARD ACTIONS	Bob Miller, Chair		information 4:07 – 4:10
6. ADJOURN TO CLOSED SESSION	Bob Miller, Chair		motion required 4:10 – 4:11
7. POTENTIAL CONFLICT OF INTEREST DISCLOSURES	Bob Miller, Chair		4:11 – 4:12
8. CONSENT CALENDAR <i>Any Committee Member or member of the public may remove an item for discussion before a motion is made.</i> Approval <i>Gov’t Code Section 54957.2:</i> a. Minutes of the Closed Session of the Executive Compensation Committee Meeting (November 8, 2018)	Bob Miller, Chair		motion required 4:12 – 4:14

AGENDA ITEM	PRESENTED BY		ESTIMATED TIMES
9. <i>Health and Safety Code Section 32106(b)</i> for report and discussion involving health care facility trade secrets; <i>Gov't Code Section 54957.6</i> for conference with labor negotiator Dan Woods: - Proposed FY19 COO Incentive Goals	Dan Woods, CEO		motion required 4:14 – 4:19
10. ADJOURN TO OPEN SESSION	Bob Miller, Chair		motion required 4:19 – 4:20
11. RECONVENE OPEN SESSION/ REPORT OUT	Bob Miller, Chair		4:20 – 4:21
To report any required disclosures regarding permissible actions taken during Closed Session.			
12. LETTERS OF REASONABLENESS FOLLOW UP	Kathryn Fisk, CHRO		discussion 4:21 – 4:31
13. PROPOSED REVISIONS TO EXECUTIVE PERFORMANCE INCENTIVE PLAN	Kathryn Fisk, CHRO	<i>public comment</i>	possible motion 4:31 – 4:51
14. EXECUTIVE COMPENSATION TIMELINE	Kathryn Fisk, CHRO	<i>public comment</i>	possible motion 4:51 – 5:06
15. PROPOSED ECC CONSULTANT DASHBOARD	Lisa Stella, Mercer	<i>public comment</i>	possible motion 5:06 – 5:16
16. PROPOSED FY19 CEO EVALUATION PROCESS	Kathryn Fisk, CHRO	<i>public comment</i>	possible motion 5:16 – 5:36
17. FY19 PACING PLAN	Bob Miller, Chair		discussion 5:36 – 5:46
18. CLOSING COMMENTS	Bob Miller, Chair		discussion 5:46 – 5:49
19. ADJOURNMENT	Bob Miller, Chair	<i>public comment</i>	motion required 5:49 – 5:50pm

Upcoming Meetings: March 28, 2019* | May 23, 2019 || **Board/Committee Educational Sessions:** April 24, 2019