

AGENDA
SPECIAL MEETING OF THE
GOVERNANCE COMMITTEE OF THE
EL CAMINO HOSPITAL BOARD OF DIRECTORS

Thursday, June 2, 2022– 5:30 pm
 El Camino Hospital | 2500 Grant Road Mountain View, CA 94040

PURSUANT TO GOVERNMENT CODE SECTION 54953(e)(1), EL CAMINO HEALTH **WILL NOT BE PROVIDING A PHYSICAL LOCATION TO THE PUBLIC FOR THIS MEETING**. INSTEAD, THE PUBLIC IS INVITED TO JOIN THE OPEN SESSION MEETING VIA TELECONFERENCE AT:

1-669-900-9128, MEETING CODE: **962-9399-5804#**. No participant code. Just press #.

PURPOSE: To advise and assist the El Camino Hospital (ECH) Board of Directors (“Board”) in matters related to governance, board development, board effectiveness, and board composition, i.e., the nomination and appointment/reappointment process. The Governance Committee ensures the Board and Committees are functioning at the highest level of governance standards.

| AGENDA ITEM | PRESENTED BY | | ESTIMATED TIMES |
|---|------------------------------------|-----------------------|--|
| 1. CALL TO ORDER/ROLL CALL | Don Watters, Chair | | 5:30 – 5:32pm |
| 2. POTENTIAL CONFLICT OF INTEREST DISCLOSURES | Don Watters, Chair | | information 5:32 – 5:33 |
| 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 | Don Watters, Chair | | information 5:33 – 5:36 |
| 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 Governance Committee Meeting (03/29/2022) Information b. FY22 Pacing Plan | Don Watters, Chair | <i>public comment</i> | motion required 5:36 – 5:38 |
| 5. REPORT ON BOARD ACTIONS | Don Watters, Chair | | information 5:38 – 5:43 |
| 6. COMMITTEE ASSIGNMENTS a. Approve FY23 Advisory Committee, Committee Chair, and Liaison assignments | Dan Woods, Chief Executive Officer | <i>public comment</i> | motion required 5:43 – 5:53 |
| 7. COMMITTEE CHARTER UPDATES a. Quality Committee b. Executive Compensation Committee | Dan Woods, Chief Executive Officer | <i>public comment</i> | motion required 5:53 – 5:58 |
| 8. COMMITTEE GOALS a. Review progress against FY22 goals b. Approve proposed FY23 goals | Dan Woods, Chief Executive Officer | <i>public comment</i> | motion required 5:58 – 6:13 |

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| 9. COMMITTEE PACING PLANS a. Approve proposed FY23 Committee Pacing Plans b. Approve proposed FY23 Master Calendar | Don Watters, Chair | <i>public comment</i> | motion required 6:13 – 6:28 |
| 10. GOVERNANCE BEST PRACTICES a. Review recommendations for FY23 Board Skills Matrix b. Assess progress on FY22 Board Action Plan | Don Watters, Chair | <i>public comment</i> | motion required 6:28 – 6:43 |
| 11. FY 23 BOARD OFFICER ELECTION PROCEDURE | Dan Woods, Chief Executive Officer | <i>public comment</i> | possible motion 6:43 – 6:53 |
| 12. ADJOURN TO CLOSED SESSION | Don Watters, Chair | <i>public comment</i> | motion required 6:53 – 6:54 |
| 13. POTENTIAL CONFLICT OF INTEREST DISCLOSURES | Don Watters, Chair | | information 6:54 – 6:55 |
| 14. Gov't Code Section 54957 and 54957.6 for a report and discussion on personnel matters DIVERSITY, EQUITY, AND INCLUSION | Brickson Diamond, Spencer Stuart | | information 6:55 – 7:20 |
| 15. 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> – Minutes of the Closed Session of the Governance Committee Meeting (03/29/22) | Don Watters, Chair | | motion required 7:20 – 7:22 |
| 16. ADJOURN TO OPEN SESSION | Don Watters, Chair | | motion required 7:22 – 7:23 |
| 17. RECONVENE OPEN SESSION/ REPORT OUT To report any required disclosures regarding permissible actions taken during Closed Session. | Don Watters, Chair | | information 7:23 – 7:24 |
| 18. ROUNDTABLE DISCUSSION | Don Watters, Chair | | discussion 7:24-7:29 |
| 19. ADJOURNMENT | Don Watters, Chair | <i>public comment</i> | motion required 7:29 – 7:30pm |

Upcoming Committee Meetings: TBD

Upcoming Retreat/Education Sessions: TBD