



TAHOE FOREST HOSPITAL DISTRICT

2021-01-26 Board Executive Compensation Committee Meeting

Tuesday, January 26, 2021 at 11:30 a.m.

Pursuant to Section 3 of Executive Order N-29-20, issued by Governor Newsom on March 17, 2020, the Board Executive Compensation Committee meeting for January 26, 2021 will be conducted telephonically through Zoom.

Please be advised that pursuant to the Executive Order, and to ensure the health and safety of the public by limiting human contact that could spread the COVID-19 virus, the Eskridge Conference Room will not be open for the meeting.

Board Committee Members will be participating telephonically and will not be physically present in the Eskridge Conference Room.

If you would like to speak on an agenda item, you can access the meeting remotely: Please use this web link <https://tfhd.zoom.us/j/92501204796>

If you prefer to use your phone, you may call in using the numbers: (346) 248 7799 or (301) 715 8592, Meeting ID: 925 0120 4796

Meeting Book - 2021-01-26 Board Executive Compensation Committee Meeting

AGENDA

2021-01-26 Board Executive Compensation Committee_FINAL
Agenda.pdf

ITEMS 1-4: See Agenda

5. APPROVAL OF MINUTES

2020-08-31 Board Executive Compensation Committee_DRAFT
Minutes.pdf

6. ITEMS FOR COMMITTEE DISCUSSION AND/OR RECOMMENDATION

6.1. President & CEO Annual Compensation Increase
No related materials.

6.2. FY20 CEO Incentive Compensation Criteria.pdf

6.3. Executive Compensation Committee Charter FY18 2018_0322
FINAL.pdf

Items 7-9: See Agenda



BOARD EXECUTIVE COMPENSATION COMMITTEE AGENDA

Tuesday, January 26, 2021 at 11:30 a.m.

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Public comment will also be accepted by email to mrochefort@tfhd.com. Please list the item number you wish to comment on and submit your written comments 24 hours prior to the start of the meeting.

Oral public comments will be subject to the three minute time limitation (approximately 350 words). Written comments will be distributed to the board prior to the meeting but not read at the meeting.

1. CALL TO ORDER

2. ROLL CALL

Mary Brown, Chair; Art King, Board Member

3. CLEAR THE AGENDA/ITEMS NOT ON THE POSTED AGENDA

4. INPUT – AUDIENCE

This is an opportunity for members of the public to address the Committee on items which are not on the agenda. Please state your name for the record. Comments are limited to three minutes. Written comments should be submitted to the Board Clerk 24 hours prior to the meeting to allow for distribution. Under Government Code Section 54954.2 – Brown Act, the Committee cannot take action on any item not on the agenda. The Committee may choose to acknowledge the comment or, where appropriate, briefly answer a question, refer the matter to staff, or set the item for discussion at a future meeting.

5. APPROVAL OF MINUTES OF: 08/31/2020..... ATTACHMENT

6. ITEMS FOR COMMITTEE DISCUSSION AND/OR RECOMMENDATION

6.1. President & CEO Annual Compensation Increase

Executive Compensation Committee will receive a report from FutureSense on the President & CEO's annual compensation increase.

- 6.2. Fiscal Year 2020 President & CEO Incentive Compensation** ATTACHMENT*
Executive Compensation Committee will review the metrics achieved for the fiscal year 2020 President & CEO Incentive Compensation.
- 6.3. Executive Compensation Committee Charter**..... ATTACHMENT
Executive Compensation Committee will conduct a review of its committee charter.

7. REVIEW FOLLOW UP ITEMS / BOARD MEETING RECOMMENDATIONS

8. NEXT MEETING DATE

Executive Compensation Committee will discuss its next meeting date.

9. ADJOURN

*Denotes material (or a portion thereof) may be distributed later.

Note: It is the policy of Tahoe Forest Hospital District to not discriminate in admissions, provisions of services, hiring, training and employment practices on the basis of color, national origin, sex, religion, age or disability including AIDS and related conditions. Equal Opportunity Employer. The telephonic meeting location is accessible to people with disabilities. Every reasonable effort will be made to accommodate participation of the disabled in all of the District’s public meetings. If particular accommodations for the disabled are needed or a reasonable modification of the teleconference procedures are necessary (i.e., disability-related aids or other services), please contact the Executive Assistant at 582-3481 at least 24 hours in advance of the meeting.

BOARD EXECUTIVE COMPENSATION COMMITTEE **DRAFT MINUTES**

Monday, August 31, 2020 at 1:00 p.m.

Pursuant to Section 3 of Executive Order N-29-20, issued by Governor Newsom on March 17, 2020, the Board Executive Compensation Committee meeting for August 31, 2020 will be conducted telephonically through Zoom. Please be advised that pursuant to the Executive Order, and to ensure the health and safety of the public by limiting human contact that could spread the COVID-19 virus, the Eskridge Conference Room will not be open for the meeting. Board Committee Members will be participating telephonically and will not be physically present in the Eskridge Conference Room.

1. CALL TO ORDER

Meeting was called to order at 1:00 p.m.

2. ROLL CALL

Board: Dale Chamblin, Chair; Art King, Board Member

Staff in attendance: Harry Weis, President & Chief Executive Officer; Judy Newland, Chief Operating Officer; Alex MacLennan, Chief Human Resources Officer; Martina Rochefort, Clerk of the Board

3. CLEAR THE AGENDA/ITEMS NOT ON THE POSTED AGENDA

No changes were made to the agenda.

4. INPUT – AUDIENCE

No public comment was received.

5. APPROVAL OF MINUTES OF: 05/20/2020

Director King moved to approve the Executive Compensation Committee minutes of May 20, 2020, seconded by Director Chamblin.

6. ITEMS FOR COMMITTEE DISCUSSION AND/OR RECOMMENDATION

6.1. Fiscal Year 2021 CEO Incentive Compensation

Executive Compensation Committee discussed metrics for the fiscal year 2021 CEO Incentive Compensation.

Executive Compensation reviewed the proposed Finance metric to meet or exceed fiscal year 2021 budget. Harry Weis, President & CEO, noted the finance metric is widely used in the industry. Director King asked if “net income” nomenclature was used in the budget. CFO stated the terms used are interchangeable. CFO confirmed net income is listed in the budget as Excess Revenue(Expense). The audit refers to net income as “Increase/Decrease of Net Position”. Discussion was held. Clerk of the Board will add an asterisk referring to line in the budget. CFO anticipates the budget presentation will take place in October.

Discussion was held on the Patient Satisfaction metric. President & CEO would like to keep the score in

line with the baseline used for the gainsharing program. Patient Satisfaction scores come from six areas that Press Ganey surveys. CFO said with the onset of COVID-19 the clinics have had to rapidly change how patients can access them. These new policies to make our offices safe do not always go over well with patients.

Executive Compensation Committee reviewed the proposed Quality metric to meet or exceed 96.25% rollup of the following quality measurements: SEP-1 (Early Management Bundle, Severe Sepsis/Septic Shock), EDTC ALL (Emergency Department Transfer Communication ALL), IMM-2 (Influenza Vaccination), PC-01 (Early Elective Delivery), CLASS I SSI (Class I Surgical Site Infection Rate), and C. DIFF. (Rate of Hospital Onset C. Diff.). Judy Newland, Chief Operating Officer, reviewed each component of the quality bundle. Hospital Compare uses the metrics CMS believes makes a quality hospital. COO felt the metrics speak to the District and are an opportunity for improvement.

The Growth metric was reviewed. President and CEO proposed to use the same metric as last year to exceed annual actual physician office visits total as of June 30, 2020 by 3,000. This metric was not achieved in fiscal year 2020 due to clinic shutdowns during the pandemic. Discussion was held.

The People metric is based off of Press Ganey engagement survey scores. The metric alternates between physician and employee engagement. The employee engagement survey was last done in fiscal year 2019 (Fall 2018). Alex MacLennan, Chief Human Resources Officer, reviewed past scores and national average scores. The proposed metric will be to meet or exceed 4.26 or 80th percentile in the Engagement category on the fiscal year 2021 Employee Engagement Survey.

7. REVIEW FOLLOW UP ITEMS / BOARD MEETING RECOMMENDATIONS

Metrics reviewed will go to the full board for approval.

8. NEXT MEETING DATE

Executive Compensation Committee will meet again after the audit is complete. CFO said her best guess would be December or January for the audit presentation to the board.

9. ADJOURN

Meeting adjourned at 1:55 p.m.

FY2020 CEO Incentive Compensation

Finance – 60%

Meet or exceed budgeted net income as approved by the Board for FY20.

***Financial metric must be achieved for payout.*

Service – 10%

Meet or exceed 93.76 Patient Satisfaction score as highlighted in gain sharing program.

Quality – 10%

Meet or exceed 94.25% rollup of the following quality measurements: SEP-1 (Early Management Bundle, Severe Sepsis/Septic Shock), EDTC ALL (Emergency Department Transfer Communication ALL), IMM-2 (Influenza Vaccination), PC-01 (Early Elective Delivery), CLASS I SSI (Class I Surgical Site Infection Rate), and C. DIFF. (Rate of Hospital Onset C. Diff.).

Growth – 10%

Exceed annual physician office visits total as of June 30, 2019 by 3,000 for all owned or managed physicians.

People – 10%

Meet or exceed 3.92 on FY20 Physician Engagement Survey.

***This is an average score of questions 48-53, 20 and 34 from the fiscal year 2018 Physician Engagement survey.*

Charter
Executive Compensation Committee
(formerly Personnel Committee)
Tahoe Forest Hospital District
Board of Directors

PURPOSE:

The purpose of the charter is to delineate the responsibilities and duties of the Executive Compensation Committee of the District's Board of Directors.

RESPONSIBILITIES:

The Executive Compensation Committee is responsible for assisting the Board in oversight of Chief Executive Officer (CEO) relations and the work done through the Foundations of Excellence.

DUTIES:

1. Oversee the identification and recruitment of the organization's CEO as directed by the Board of Directors
2. Assure an annual CEO performance evaluation process is in place.
3. In conjunction with the CEO, annually review and recommend modifications of goals and objectives which will be used to evaluate the performance of the CEO.
4. Review annually the CEO's comprehensive compensation package, and make recommendations to the Board of Directors as necessary.
5. Review metrics annually for the CEO's Incentive Compensation Criteria and make recommendations to the Board of Directors as necessary.
6. Review annually the CEO's Employment Agreement, and make recommendations to the Board of Directors as necessary
7. In conjunction with the CEO, review and evaluate annually the CEO position description to ensure its continued relevance. Recommend revisions to the Board of Directors as necessary
8. Annually review the CEO Succession Plan and make recommendations to the Board.

COMPOSITION:

The Committee is comprised of at least two (2) board members appointed by the Board President.

MEETING FREQUENCY:

The Committee shall meet at least once annually and then on an as needed basis.