

2019-06-19 Board Governance Committee

Wednesday, June 19, 2019 at 10:00am

Pine Street Cafe Conference Room - Tahoe Forest Hospital

10121 Pine Avenue, Truckee, CA 96161

Meeting Book - 2019-06-19 Board Governance Committee

06/19/19 Governance Committee

AGENDA

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| 5. APPROVAL OF MINUTES | |
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| 6. ITEMS FOR COMMITTEE DISCUSSION AND/OR RECOMMENDATION | |
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| 6.2.2.a ABD-19 Orientation and Continuing Education.pdf | Page 12 |
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| 6.3. Board Governance | |
| 6.3.1. Board Agenda Format Discussion item. No related materials. | |
| 6.3.2. Board Meeting Evaluation Surveys.pdf | Page 15 |
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| 6.3.4. Board Goals Discussion item. No related materials. | |

ITEMS 7-9: See Agenda



GOVERNANCE COMMITTEE AGENDA

Wednesday, June 19, 2019 at 10:00 a.m. Pine Street Cafe Conference Room - Tahoe Forest Hospital 10121 Pine Avenue, Truckee, CA 96161

1. CALL TO ORDER

2. ROLL CALL

Alyce Wong, Chair; Randy Hill, 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. <u>APPROVAL OF MINUTES OF:</u> 03/21/2019

6. ITEMS FOR COMMITTEE DISCUSSION AND/OR RECOMMENDATION

| . <u>ITEMSTOR COMMITTEE DISCOSSION AND/OR RECOMMENDATION</u> |
|---|
| 6.1. Charter Review ATTACHMENT |
| Governance Committee will review its committee charter. |
| 6.2. Policy Review |
| Governance Committee will review and discuss the following policies: |
| 6.2.1. ABD-02 Chief Executive Officer Compensation |
| 6.2.2. ABD-19 Orientation and Continuing Education |
| 6.3. Board Governance |
| 6.3.1. Board Agenda Format |
| Governance Committee will discuss and review previous input on the template for the |
| board agendas. |
| 6.3.2. Board Meeting Evaluation Surveys |
| Governance Committee will review a comparison of results from two 2018 Board |
| Meeting Evaluation Surveys. |
| 6.3.3. Board Self-Assessment Comparison |
| Governance Committee will review a comparison results of the 2018 Board Self- |
| Assessment. |
| 6.3.4. Board Goals |
| Governance Committee will review and discuss development of board goals. |
| |
| 7. REVIEW FOLLOW UP ITEMS / BOARD MEETING RECOMMENDATIONS |

7. <u>REVIEW FOLLOW UP ITEMS / BOARD MEETING RECOMMENDATIONS</u>

8. <u>NEXT MEETING DATE</u>

9. ADJOURN

*Denotes material (or a portion thereof) <u>may</u> 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 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 (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.



GOVERNANCE COMMITTEE DRAFT MINUTES

Thursday, March 21, 2019 at 9:30 a.m. Pine Street Cafe Conference Room - Tahoe Forest Hospital 10121 Pine Avenue, Truckee, CA 96161

1. CALL TO ORDER

Meeting was called to order at 9:30 a.m.

2. <u>ROLL CALL</u>

Board: Alyce Wong, Chair; Randy Hill, Board Member

Staff in Attendance: Harry Weis, Chief Executive Officer; Judy Newland, Chief Operating Officer; Ted Owens, Executive Director of Governance; Martina Rochefort, Clerk of the Board

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

No changes were made to the agenda.

4. <u>INPUT – AUDIENCE</u>

No public comment was received.

5. <u>APPROVAL OF MINUTES OF:</u> 09/28/2018

Director Hill noted two corrections to the minutes. In the first sentence of the last paragraph under 6.1.2., the word "can" needs to move after "board members". The word "not" should be added in the next sentence after "could".

Director Hill moved to approve the Governance Committee minutes of September 28, 2018 with the corrections stated, seconded by Director Wong.

6. ITEMS FOR COMMITTEE DISCUSSION AND/OR RECOMMENDATION

6.1. Charter Review

Governance Committee reviewed its committee charter.

Director Wong would like to add "initiates process for annual board self-assessment" to the committee's duties.

CEO suggested the Governance Committee have a role when there is a board vacancy and develop desired skill sets for potential board members.

Director Hill moved to approve the Governance Committee charter with the additional duties discussed, seconded by Director Wong.

David Ruderman, Assistant General Counsel, joined the meeting by phone at 9:39 a.m.

Discussion was held on the wording under composition. The committee shall be comprised of two board members. Strike "at least" and change to Board "President" to "Chair".

Director Hill made a motion to reconsider approval of the Governance Committee charter to include the additional changes of the composition section, seconded by Director Wong.

6.2. Policy Review

Governance Committee reviewed and discussed the following policies:

6.2.1. ABD-03 Board Compensation and Reimbursement

General Counsel reviewed the edits made to ABD-03 Board Compensation and Reimbursement.

Discussion was held on Procedure, section A. Committee would like the first sentence to read: "All meetings will be documented by the Clerk within a month of attendance."

Discussion was held on Procedure, section C6. In response to Counsel's comment, committee felt the word tuition needed to be clarified. Counsel recommended "tuition" be changed to "education registration."

Director Hill moved to recommend policy for full board approval with modifications as discussed, seconded by Director Wong.

6.2.2. ABD-14 Inspection and Copying of Public Records

General Counsel reviewed the edits made to ABD-14 Inspection and Copying of Public Records.

Counsel noted the resolution at the beginning of the policy can be omitted. Exhibit A heading should be changed to "Procedures" and Exhibit B heading should be changed to "Policy."

Crystal Betts, Chief Financial Officer, joined at 10:05 a.m.

Discussion was held on section C1 on page 15 of the packet. Counsel recommended the District set a time limit. Otherwise, the decision not to disclose would never become final. There is not a statute that dictates a time limit but counsel recommended 10 days. Committee agreed to add "within 10 days of Chief Executive Officer's decision" to the third sentence in section C1.

Director Hill moved to recommend ABD-14 Inspection and Copying of Public Records for board approval with modifications discussed, seconded by Director Wong.

6.2.3. ABD-17 Manner of Governance for the TFHD Board of Directors

Executive Director of Governance recommended retirement of ABD-17 Manner of Governance for the TFHD Board of Directors. The policy does not read well and most of the content is covered in the board bylaws, other board policies or order and decorum. Committee agreed.

Director Hill moved to recommend that ABD-17 Manner of Governance for the TFHD Board of Directors be retired, seconded by Director Wong.

6.2.4. Board Self-Assessment Policy

Governance Committee discussed development of a policy for the Board Self-Assessment.

Governance Committee directed Clerk of the Board to create a draft policy outlining the Board Self-Assessment will be sent out annually on December 1. Clerk will email the draft policy to committee for feedback.

6.3. Board Governance

6.3.1. Follow up on Overall Meeting Effectiveness

Governance Committee had a follow up discussion on overall meeting effectiveness.

Governance Committee wanted to continue use of the agenda item cover sheet. Clearly written motions are helpful to board members. The cover sheet helps keep the information succinct. Director Hill noted some presentations still provide a lot of data.

Executive Director of Governance noted a result of the committee's work was agenda items now have a uniform look.

Committee would like to keep quarterly meeting evaluations. Committee will review results. Any recommendations will be made to full board.

Content had not yet been decided for board presentation template. Committee will revisit this at a later time.

Presentations that are received on a regular basis, such as quality, could be shortened. The Board would like content for presentations to be high level.

It would be helpful to have bigger education presentations broken up so that board member questions can be answered.

6.3.2. Board Education Plan for 2019

Governance Committee discussed developing a board education plan for the 2019 calendar year.

The board would like a follow up presentation of High Reliability Organization training, highlighting the journey of its rollout.

The committee felt the board would like to hear more on how the Rural Health Clinic (RHC) is going to improve access and help with financial stability and what the District is putting into it. Board members need more basics to be able to explain RHCs. CEO stated RHCs are a way to get fairly reimbursed by Medi-Cal and Medicaid.

The committee requested a presentation on different payors.

Director Hill would like to continue working on this topic and suggested having quarterly discussions about education. Education should continue to be included on the agenda.

6.3.3. Annual Board Goal Setting

Governance Committee reviewed and discussed the 2018 Board Action Plan.

The current status of items 6 and 8 can be moved to *In Process*. Biannual Board/Medical Staff leadership events have taken place. Committee would like the third bullet under item 8 to be deleted.

CFO departed the meeting at 10:50 a.m.

Clerk was asked to send a quarterly calendar invite reminder for "mission moments" to Executive Director of Governance.

Committee will add discussion of a revised new member orientation program to the next Governance Committee agenda.

Executive Director of Governance noted item 15 had been completed.

6.3.4. 2018 Board Self-Assessment

Item will be discussed at board retreat.

Clerk of the Board will email the results to the full board.

7. REVIEW FOLLOW UP ITEMS / BOARD MEETING RECOMMENDATIONS

Board education will be a recurring board meeting topic.

8. <u>NEXT MEETING DATE</u>

Governance Committee will meet as needed.

9. ADJOURN

Meeting adjourned at 11:00 a.m.

<u>Charter</u>

Governance Committee Board of Directors Tahoe Forest Hospital District

Purpose:

The purpose of this document is to define the charter of the Governance Committee of the District's Board of Directors and, further, to delineate the Committee's duties and responsibilities.

Responsibilities:

The Governance Committee of the Board shall function as a standing committee of the Board responsible for addressing all governance-related issues. The Committee shall develop, maintain, and implement the necessary governance-related policies and procedures that define the Hospital's governance practices.

Duties:

- 1. Conduct at least a biennial review of the Bylaws and Board policies.
- 2. Submit recommendations to the Board of Directors for changes to Bylaws and Board policies as necessary.
- 3. Develop new Board policies and procedures as necessary or as directed by the Board of Directors.
- 4. Advance best practices in board governance.
- 5. <u>AsEn</u>sure, in conjunction with the Board Chair, the annual board self-assessment and board goal setting process is conducted.

Composition:

The Committee shall be comprised of at least two (2) Board members appointed by the Board President<u>Chair</u>.

Meeting Frequency:

The Committee shall meet as needed.

PURPOSE

Tahoe Forest Hospital District ("TFHD") Board of Directors wants to ensure that the compensation decisions for the Chief Executive Officer are competitive, fair and equitable as well as compliant with appropriate regulatory guidelines and representative of best market practices.

POLICY

It is the responsibility of the Board Executive Compensation Committee to review executive compensation and manage the Chief Executive Officer contract renewal process. The Board Executive Compensation Committee is composed of two board members and is appointed annually by the Board President.

PROCEDURE

A. Total Compensation

The Executive Compensation Committee will review survey data from various sources including, but not limited to, the California Hospital Association Executive Compensation Survey, third party compensation expert, and other targeted data. Survey comparisons will be to like size healthcare systems. Review of standalone facilities and healthcare systems will include the size of the organization, scope of services offered, gross/net revenue, operating expenses, number of FTE's, number of beds and scope of responsibility (e.g. Bi-state organizations, Multi-specialty Clinic services) and other applicable information.

Total compensation for the Chief Executive Officer position with TFHD may include, but not limited to:

- 1. Base salary
- <u>1.2.</u> Personal leave
- 2.3. Long Term Sick Leave
- 3.4. \$1,000,000 life insurance benefit
- 4.<u>5.</u> Automobile allowance
- 5.<u>6.</u> Housing assistance
- 6.7. Health, dental and vision insurance
- 7.8. Long Term Disability policy
- 8.9. Participation in Money Purchase Pension Plan
- 9.10. Employer match into 457 Deferred Compensation Plan
- <u>10.11.</u> Discretionary deferred compensation
- <u>11.12.</u> Incentive Compensation Plan
- <u>12.13.</u> Severance agreement

B. Target

The 50th percentile of current pay practices will be targeted to establish base compensation. "At Risk" compensation and other rewards will be targeted at above industry standards to offset base pay at the 50th percentile. It is our intention to provide total compensation comparable to industry standards with a focus on mountain community healthcare systems. Due to the housing market forces in our area, additional housing related benefits may be included in a total compensation package. These benefits may be more generous than industry standards due to local market and housing conditions.

The Board maintains the discretion to pay base compensation in excess of the 50th percentile based on other factors such as experience and results and to pay total compensation up to the 100th percentile based on extraordinary results.

C. Other factors

Other factors such as competitive market forces, each individual's job responsibilities are also considered in TFHD compensation and benefit decisions. These may include:

1. Organizational complexity (the number and variety of services and/or organizational units).

- 2. Current and future management challenges (such as bankruptcies, major financing, construction projects, consolidations, increased competition, etc.).
- 3. The availability or lack of availability of staff experts.
- 4. The depth and breadth of the executive's knowledge and experience.
- 5. The rate of organizational growth.
- 6. The executive's value in the labor market as reflected, in part, by his salary history elsewhere.
- 7. The hospital's prior success in recruiting and retaining competent executive personnel.
- 8. Fees charged for comparable services by recognized hospital management companies.

POLICY:

It is the policy of the Board of Directors of Tahoe Forest Hospital District to provide for the continuing education of all Board Members. It is also the policy to ensure that all new Board Members are appropriately oriented concerning the hospital's mission, organization, scope of services, long range plans, legal responsibilities, quality assurance program and the governing board and medical staff bylaws of the hospital.

PROCEDURE:

- A. In carrying out the above policy concerning orientation of new Board Members, the following materials and information will be provided: An orientation to the physical plant of Districts' facilities. This will be conducted by the Chief Executive Officer or designees.
 - 1. Orientation materials will include a copy of the Mission Statement, Organizational Chart, Business Goals and Objectives/Strategic Plan, QA Plan, Guidelines for the Conduct of Business Policy, and other information pertinent to the role and responsibilities of the new Board Member. An overview of these documents discussing their importance, legal implications and relevance will be provided as well by the Chief Executive Officer. An additional manual will be made which will contain the Tahoe Forest Hospital District, Medical Staff and Auxiliary Bylaws, and the policies of the Board of Directors.
 - 2. A copy of the District's operating and capital expenditure plan for the current fiscal year for review with the Chief Executive Officer.
 - 3. Scheduling for attendance at the next convenient Governance educational event.
 - 4. A copy of the current Quality Improvement Program of the District.
 - 5. The District has implemented a <u>Board Portal</u> to help board members organize and streamline the governance process, and to support best practices. The Portal contains:
 - a. Board Meeting Books and the Board Manual;
 - b. Committee Workrooms
 - c. Calendar
 - d. Directory; and
 - e. A Resource Library (including, but not limited to, relevant journals, texts and conference materials).

Access to the Portal is maintained by the Executive Assistant who assigns access permissions.

- 6. The District's Conflict Of Interest Code and Statement Of Economic Interest.
- 7. A meeting with the District's legal counsel. The purpose of this meeting will be to review in greater detail various aspects of hospital law that impact upon governing board members, including The Brown Act.
- 8. The standard agenda format for governing board meetings.
- 9. The District's most recently completed financial audit, as well as the current financial report on District's operations.
- 10. The system facility master plan.
- 11. The District's Foundations' Mission Statements.

B. Documentation Updates

1. Orientation/Board Reference Manual binders will be periodically updated and maintained. **C. Procedure For Providing Continuing Education**

- 1. In carrying out the Board of Director's policy concerning continuing education, the following procedures will be offered:
- 2. Board Members are expected to expand their knowledge of District governance and key healthcare issues. Attendance at a relevant program at least annually will be encouraged. To ensure financial resources are spent in alignment with the Mission, Vision and Strategic Plan of the District, the Chief Executive Officer will apprise Board Members of educational opportunities as they arise.

- 3. As necessary, relevant in-service educational programs will be conducted in conjunction with the Board meeting scheduled for that month. The subjects that will be covered during this in-service will relate to various medico-administrative issues, new technology, quality assurance, Board Member responsibilities, etc.
- 4. All reasonable expenses arising out of the continuing education and orientation activities required by this policy will be reimbursed using the procedures as outlined in the Board of Directors policy entitled <u>Board of Directors Compensation and Reimbursement</u> ABD-3.

D. Documentation Procedure

- 1. In carrying out the governing board's policy concerning orientation and continuing education, the following documents will be maintained:
 - a. A checklist documenting adherence to the governing board's policy on orientation will be maintained for each Board Member.
 - b. A file documenting formal continuing education attendance at the governing board level will also be maintained.
 - c. Upon completion of a Board Member's attendance at a seminar/course/workshop, the Board Member shall deliver an oral or written report to the Board as a whole so as to allow others to gain from the attendee's experience.

Related Policies/Forms:

References:

Policy Owner: Clerk of the Board

Approved by: Chief Executive Officer

DRAFT ABD-19 Onboarding of a New Board Member

POLICY

Tahoe Forest Hospital District will provide essential knowledge of the District to all incoming board members within thirty (30) days of election or appointment.

PROCEDURE

When onboarding, new board members complete the following steps:

| Human Resources | Completes and signs necessary paperwork with Human Resources. |
|----------------------------------|--|
| | 2. Reviews benefit package with Benefits Coordinator. |
| Clerk of the Board | 3. Receives tablet, user ID and email. |
| | 4. Completes FPPC Statement of Economic Interests Form 700. |
| | 5. Initiates required regulatory training (i.e. AB1234 Ethics training, Sexual Harassment Prevention training). |
| Chief Executive Officer | 6. Meets with Chief Executive Officer to review the Mission, Vision, Values, Organizational Chart, Strategic Plan and Master Plan of the District. |
| General Counsel | 7. Meets with General Counsel to review Brown Act, public meeting procedures, etc. |
| Executive Director of Governance | 8. Reviews Order & Decorum |

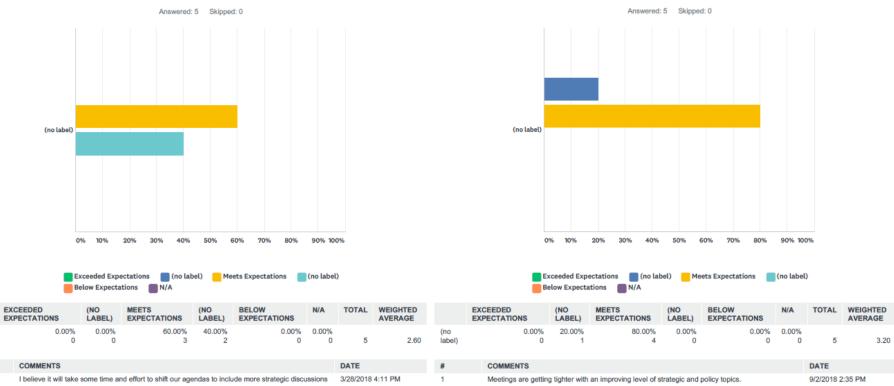
Additional materials on governance, quality and finance topics will be distributed electronically.

Q1 Overall, the meeting agendas were clear and included appropriate topics for board consideration.

(no

1

label)



Apr/May/Jun 2018 Meeting Evaluation

Q1 Overall, the meeting agendas were clear and included appropriate topics for board consideration.

Q2 The board packet & handout materials were at a 'governance level' and an appropriate number of pages.

(no label) 0% 10% 20% 30% 40% 50% 60% 70% 80% 90% 100%

| Exceeded Expectations | | (no label) | Meets Expectations | (no label) |
|-----------------------|----|------------|--------------------|------------|
| Below Expectations | N/ | A | | |

Apr/May/Jun 2018 Meeting Evaluation

Q2 The board packet & handout materials were at a 'governance level' and an appropriate number of pages.

(no label) (no label) 0% 10% 20% 30% 40% 50% 60% 70% 80% 90% 100%

| Exceeded Expectations | 🛑 (no label) | Meets Expectations | (no label) |
|-----------------------|--------------|--------------------|------------|
| Below Expectations | N/A | | |

| | EXCEEDED EXPECTATIONS | (NO LABEL) | MEETS EXPECTATIONS | (NO LABEL) | BELOW EXPECTATIONS | N/A | TOTAL | WEIGHTED | | EXCEEDED EXPECTATIONS | (NO LABEL) | MEETS EXPECTATIONS | (NO LABEL) | BELOW EXPECTATIONS | N/A | TOTAL | WEIGHTED AVERAGE |
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| # | COMMENTS | | | | | DATE | | # | COMMENTS | COMMENTS | | | | | | DATE | |
| 1 | You know where this is coming from: Materials are primarily operational in content. | | | | | | 3/31/2018 | 10:36 AM | 1 | Because the agenda is still predominately a series of reports mixed with policy, there is still a lot | | | | | a lot of | of 9/2/2018 2:35 PM | |
| 2 | | | | | nmary explaining all the | data | 3/28/2018 5:48 PM | | | data. Not sure how | we define "g | overnance level". | | | | | |
| | they produce on graftsCFO has been consistently doing it and now Quality is starting. | | | | | 2 | Improved with Qual | ity streamlini | ng and making reports/ | PowerPoints | more concise | | 8/31/2018 1:51 PM | | | | |
| 3 | Again, headed in the detail | e right directi | ion, but more work to b | e done with j | ust summary info and le | SS | 3/28/2018 | 4:11 PM | 3 | The use of the ager "thought items" | nda cover sh | eet is helpful but would | be better if t | he presenters included | the | 8/30/2018 | 11:03 AM |

Q3 The board packet was distributed far enough in advance to allow sufficient time to review.

| Exceeded Expectations | (no label) | Meets Expectations | (no label) |
|-----------------------|------------|--------------------|------------|
| Below Expectations | A/A | | |

Apr/May/Jun 2018 Meeting Evaluation

Q3 The board packet was distributed far enough in advance to allow sufficient time to review.

Answered: 5 Skipped: 0

Exceeded Expectations (no label) Meets Expectations (no label) Below Expectations N/A

50% 60% 70%

80%

90% 100%

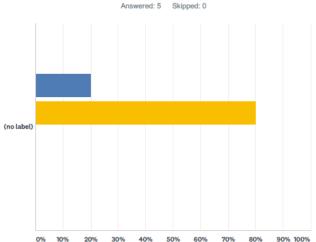
40%

| | EXCEEDED EXPECTATIONS | (NO LABEL) | MEETS EXPECTATIONS | (NO LABEL) | BELOW EXPECTATIONS | N/A | TOTAL | WEIGHTED AVERAGE | | EXCEEDED | (NO LABEL) | MEETS EXPECTATIONS | (NO LABEL) | BELOW EXPECTATIONS | N/A | TOTAL | WEIGHTED |
|---------------|--------------------------|---------------|------------------------|---------------|-----------------------|------------|--|---------------------|---------------|---|----------------|--------------------------|------------------|-------------------------|------------|-----------|----------|
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| # | COMMENTS | | | | | | DATE | | # | COMMENTS | | | | | | DATE | |
| 1 | Would prefer getting | g packet the | Friday before the meet | ing. | | | 3/28/2018 5:48 PM 1 Always on time and sometime early. | | | | | | 9/2/2018 2:35 PM | | | | |
| | | | | | | | | | 2 | Again with more co General Board mee | | packets are less overv | vhelming to r | read in days before the | | 8/31/2018 | 1:51 PM |
| | | | | | | | | | 3 | Appreciate the effor | rts to get the | materials to us the Frid | ay before. V | ery helpful. | | 8/30/2018 | 11:03 AM |

(no label)

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30%



Q4 The board packet & handout materials were easy to access and review.

(no

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0



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Apr/May/Jun 2018 Meeting Evaluation

Q4 The board packet & handout materials were easy to access and review.

3

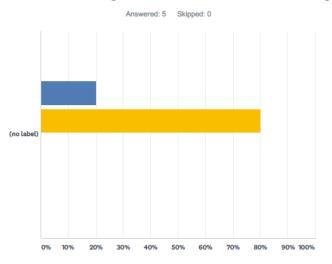
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Q5 There was enough time to discussion at the meetings.

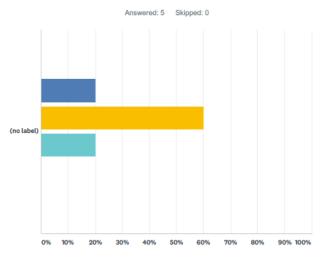


| Exceeded Expectations | 📒 (no label) | Meets Expectations | (no label) |
|-----------------------|--------------|--------------------|------------|
| Below Expectations | N/A | | |

| | EXCEEDED EXPECTATIONS | (NO LABEL) | MEETS EXPECTATIONS | (NO LABEL) | BELOW EXPECTATIONS | N/A | TOTAL | WEIGHTED AVERAGE |
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| label) | 0 | 1 | 4 | 0 | 0 | 0 | 5 | 3.20 |

Apr/May/Jun 2018 Meeting Evaluation

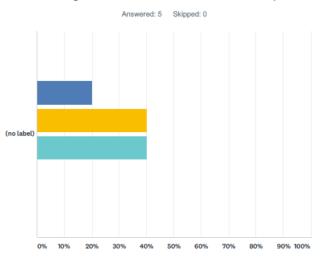
Q5 There was enough time to discussion at the meetings.



| Exceeded Expectations | 🛑 (no label) | Meets Expectations | (no label) |
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| Below Expectations | N/A | | |

| | EXCEEDED EXPECTATIONS | (NO LABEL) | MEETS EXPECTATIONS | (NO LABEL) | BELOW EXPECTATIONS | N/A | TOTAL | WEIGHTED AVERAGE |
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| # | COMMENTS | | | | | | DATE | |
| 1 | More than enough t presentation and ot | | | to have more | time on things like the | HCA | 9/2/2018 2 | 2:35 PM |
| 2 | Closed session disc appreciate when a t by the Board, it is b | | 8/31/2018 1:51 PM | | | | | |

Q6 The meeting discussions were relevant and productive.

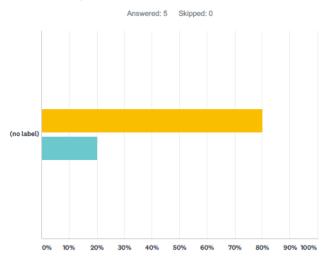


| Exceeded Expectations | 🛑 (no label) | Meets Expectations | (no label) | | |
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| Below Expectations | N/A | | | | |

| | EXCEEDED EXPECTATIONS | (NO LABEL) | MEETS EXPECTATIONS | (NO LABEL) | BELOW EXPECTATIONS | N/A | TOTAL | WEIGHTED AVERAGE | | | |
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| (no label) | 0.00% 0 | 20.00% 1 | 40.00% 2 | 40.00% 2 | 0.00% 0 | 0.00% 0 | 5 | 2.80 | | | |
| # | COMMENTS | | | | | | DATE | | | | |
| 1 | The meeting discus | The meeting discussions will become more relevant as we shift to strategic issues. | | | | | | | | | |
| | | | | | | | | | | | |

Apr/May/Jun 2018 Meeting Evaluation

Q6 The meeting discussions were relevant and productive.

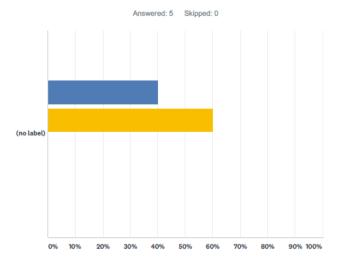


| Exceeded Expectations | 🛑 (no label) | Meets Expectations | (no label) |
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| Below Expectations | N/A | | |

| | EXCEEDED EXPECTATIONS | (NO LABEL) | MEETS EXPECTATIONS | (NO LABEL) | BELOW EXPECTATIONS | N/A | TOTAL | WEIGHTED AVERAGE |
|--------|--------------------------|---------------|-----------------------|---------------|-----------------------|-------|-------|---------------------|
| (no | 0.00% | 0.00% | 80.00% | 20.00% | 0.00% | 0.00% | | |
| label) | 0 | 0 | 4 | 1 | 0 | 0 | 5 | 2.80 |

| # | COMMENTS | DATE |
|---|---|--------------------|
| 1 | Questions and discussion by Board have improved especially around Quality and follow up on topics like Employees, Medical Staff, Compliance. | 8/31/2018 1:51 PM |
| 2 | Improving | 8/30/2018 11:03 AM |

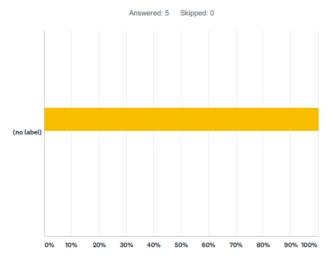
Q7 Board members were prepared and involved.





Apr/May/Jun 2018 Meeting Evaluation

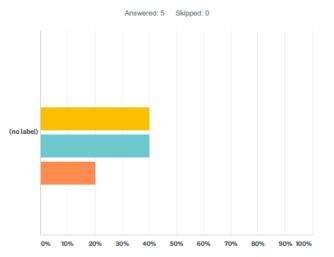
Q7 Board members were prepared and involved.



Exceeded Expectations (no label) Meets Expectations (no label) Below Expectations N/A

| | EXCEEDED EXPECTATIONS | (NO LABEL) | MEETS EXPECTATIONS | (NO LABEL) | BELOW EXPECTATIONS | N/A | TOTAL | WEIGHTED AVERAGE | | EXCEEDED EXPECTATIONS | (NO LABEL) | MEETS EXPECTATIONS | (NO LABEL) | BELOW EXPECTATIONS | N/A | TOTAL | WEIGHTED AVERAGE |
|--------|--------------------------|---------------|-----------------------|---------------|-----------------------|-------|-------|---------------------|--------|--------------------------|---------------|-----------------------|---------------|-----------------------|-------|-------|---------------------|
| (no | 0.00% | 40.00% | 60.00% | 0.00% | 0.00% | 0.00% | | | (no | 0.00% | 0.00% | 100.00% | 0.00% | 0.00% | 0.00% | | |
| label) | 0 | 2 | 3 | 0 | 0 | 0 | 5 | 3.40 | label) | 0 | 0 | 5 | 0 | 0 | 0 | 5 | 3.00 |

Q8 Board focused on issues of quality, strategy and policy.



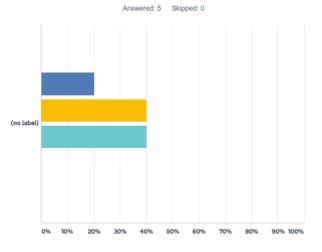
| Exceeded Expectations | 🛑 (no label) | Meets Expectations | (no label) | | | | |
|-----------------------|--------------|--------------------|------------|--|--|--|--|
| Below Expectations | | N/A | | | | | |

| | EXCEEDED EXPECTATIONS | (NO LABEL) | MEETS EXPECTATIONS | (NO LABEL) | BELOW EXPECTATIONS | N/A | TOTAL | WEIGHTED AVERAGE |
|--------|--------------------------|---------------|-----------------------|---------------|-----------------------|-------|-------|---------------------|
| (no | 0.00% | 0.00% | 40.00% | 40.00% | 20.00% | 0.00% | | |
| label) | 0 | 0 | 2 | 2 | 1 | 0 | 5 | 2.20 |

| # | COMMENTS | DATE |
|---|---|--------------------|
| 1 | But we are evolving. | 3/31/2018 10:36 AM |
| 2 | The Board as a whole has shown improvement and desire to do so. | 3/28/2018 5:48 PM |

Apr/May/Jun 2018 Meeting Evaluation

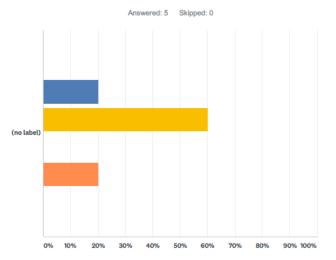
Q8 Board focused on issues of quality, strategy and policy.



Exceeded Expectations (no label) Heets Expectations (no label) Below Expectations N/A

| | EXCEEDED EXPECTATIONS | (NO LABEL) | MEETS EXPECTATIONS | (NO LABEL) | BELOW EXPECTATIONS | N/A | TOTAL | WEIGHTED AVERAGE | | |
|---------------|-----------------------------------|---------------|-----------------------|---------------|-----------------------|------------|-------|---------------------|--|--|
| (no label) | 0.00% 0 | 20.00% 1 | 40.00% 2 | 40.00% 2 | 0.00% 0 | 0.00% 0 | 5 | 2.80 | | |
| # | COMMENTS | | | | | | DATE | | | |
| 1 | A lot on quality follo | | 9/2/2018 2:35 PM | | | | | | | |
| 2 | Also improving 8/30/2018 11:03 AM | | | | | | | | | |

Q9 Objectives for meetings were accomplished.



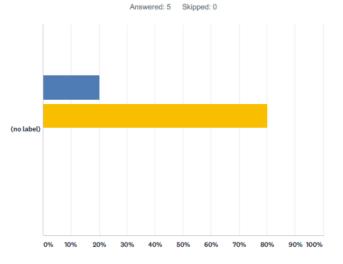
Exceeded Expectations (no label) Heets Expectations (no label)

| | EXCEEDED EXPECTATIONS | (NO LABEL) | MEETS EXPECTATIONS | (NO LABEL) | BELOW EXPECTATIONS | N/A | TOTAL | WEIGHTED AVERAGE | | EXCEEDED EXPECTATIONS | (NO LABEL) | MEETS EXPECTATIONS | (NO LABEL) | BELOW EXPECTATIONS | N/A | TOTAL | WEIGHTED AVERAGE |
|---------------|--------------------------|---------------|-----------------------|---------------|-----------------------|------------|-------|---------------------|---------------|--------------------------|---------------|-----------------------|---------------|-----------------------|------------|-------|---------------------|
| (no label) | 0.00% 0 | 20.00% 1 | 60.00% 3 | 0.00% 0 | | 0.00% 0 | 5 | 2.80 | (no label) | 0.00% 0 | 20.00% 1 | 80.00% 4 | 0.00% 0 | | 0.00% 0 | 5 | 3.20 |

| # | COMMENTS | DATE |
|---|---|-------------------|
| 1 | As appropriate for the agendas presented. | 3/28/2018 4:11 PM |

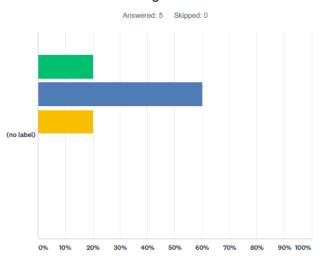
Apr/May/Jun 2018 Meeting Evaluation

Q9 Objectives for meetings were accomplished.



Exceeded Expectations (no label) Heets Expectations (no label) Below Expectations N/A

Q10 Meetings ran on time.

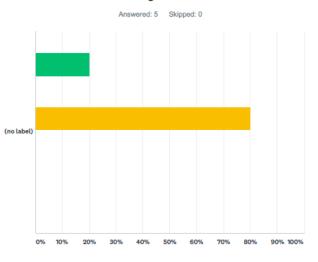


Exceeded Expectations 🛛 (no label) 🔂 Met Expectations 🔤 (no label) Below Expectations N/A

| | EXCEEDED EXPECTATIONS | (NO LABEL) | MET EXPECTATIONS | (NO LABEL) | BELOW EXPECTATIONS | N/A | TOTAL | WEIGHTED AVERAGE |
|---------------|--------------------------|--|---------------------|---------------|-----------------------|------------|-------------------|---------------------|
| (no label) | 20.00% 1 | 60.00% 3 | 20.00% 1 | 0.00% 0 | 0.00% 0 | 0.00% 0 | 5 | 4.00 |
| # | COMMENTS | | | | | | DATE | |
| 1 | | Dr. Zipkin during his tenure as Board Chair kept the meeting moving and now Dale Chamblin is developing his leadership to do so and keeping the meeting productive. | | | | | 3/28/2018 5:48 PM | |

Apr/May/Jun 2018 Meeting Evaluation

Q10 Meetings ran on time.

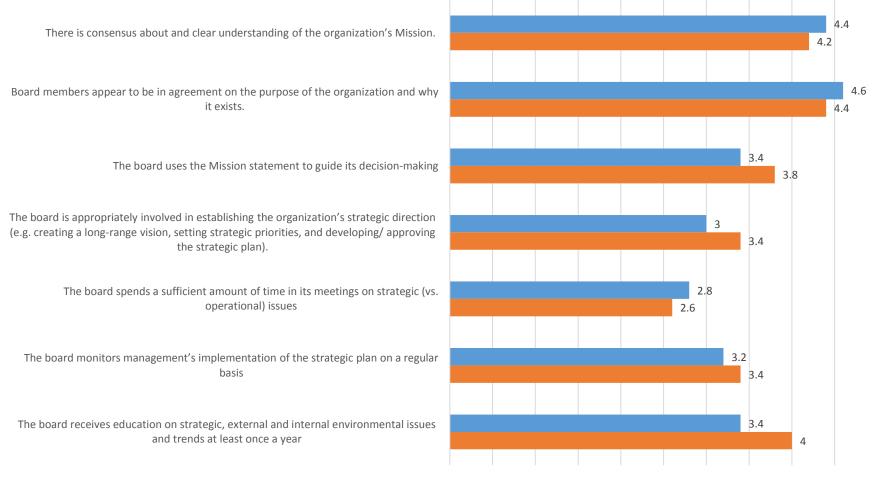


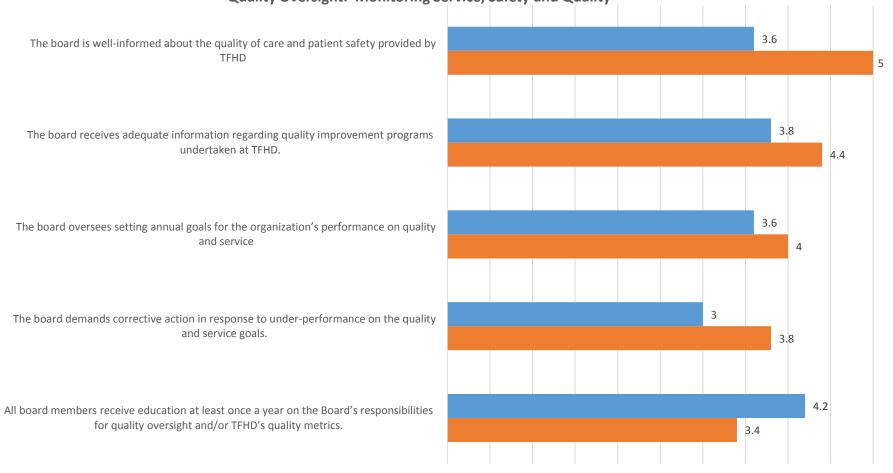
| I | Exceeded Expectations | (no label) | Met Expectations | no label) 🛑 | | |
|---|-----------------------|------------|------------------|-------------|--|--|
| 1 | Below Expectations | N/A | | | | |

| | EXCEEDED EXPECTATIONS | (NO LABEL) | MET EXPECTATIONS | (NO LABEL) | BELOW EXPECTATIONS | N/A | TOTAL | WEIGHTED AVERAGE |
|---------------|--|---|---------------------|---------------|-----------------------|-------------------|-------|---------------------|
| (no label) | 20.00% 1 | 0.00% 0 | 80.00% 4 | 0.00% 0 | 0.00% 0 | 0.00% 0 | 5 | 3.40 |
| # | COMMENTS | | | | | | DATE | |
| 1 | Tighter agenda development and management has been remarkable. | | | | 9/2/2018 2:35 PM | | | |
| 2 | Thanks to Dale Cha | Thanks to Dale Chamblin for keeping the meetings on time. | | | | 8/31/2018 1:51 PM | | |

2017-2018 Board Self-Assessment Comparison

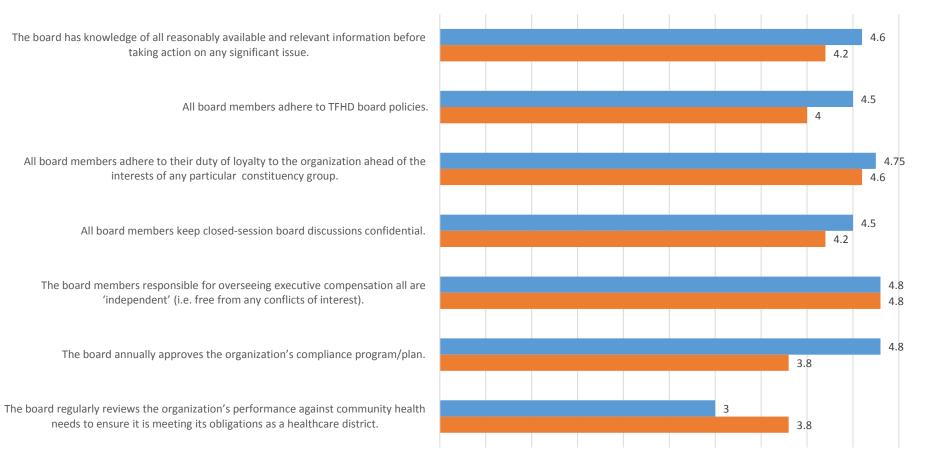
Mission and Planning Oversight: Setting Strategic Direction



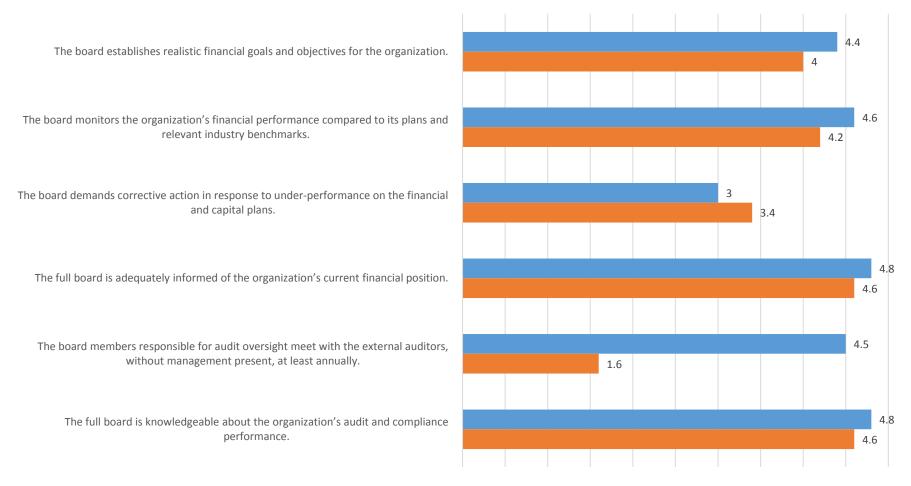


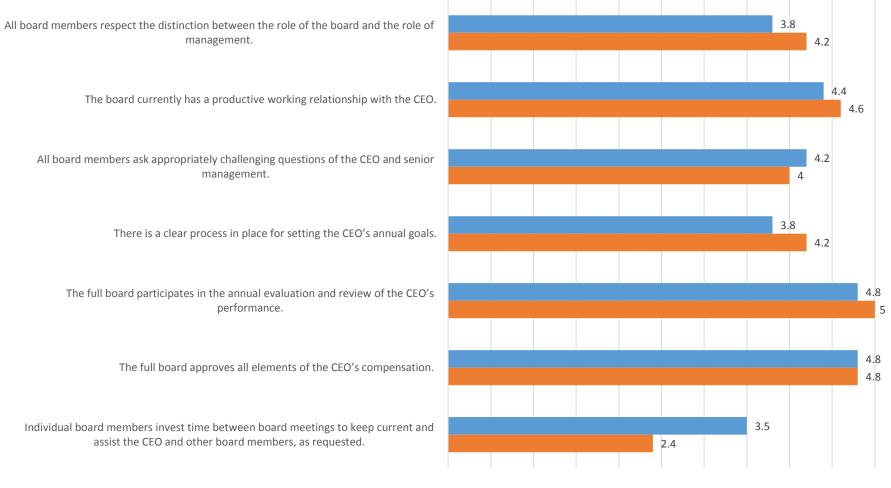
Quality Oversight: Monitoring Service, Safety and Quality

Legal and Regulatory Oversight: Ensuring Organizational Integrity

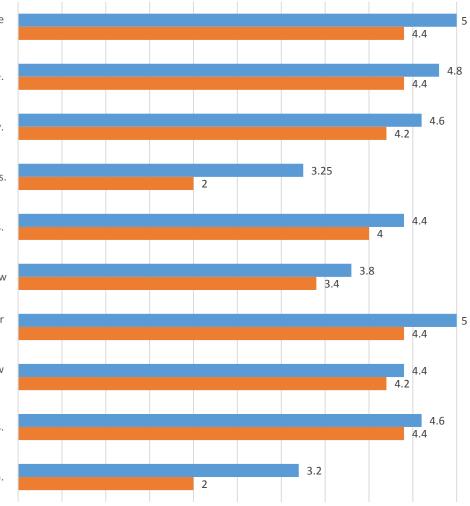


Financial and Audit Oversight: Following the Money





Management Oversight: Enhancing Board-Executive Relations



Board Effectiveness: Optimizing Board Functioning

The board has set written expectations of its members regarding attendance, committee service, etc.

The board meeting frequency and duration are appropriate.

The board chair runs board meetings effectively.

The board has an effective orientation program in place for all new board members.

All board members come to meetings well prepared to discuss agenda items.

The board members receive materials with sufficient time for review

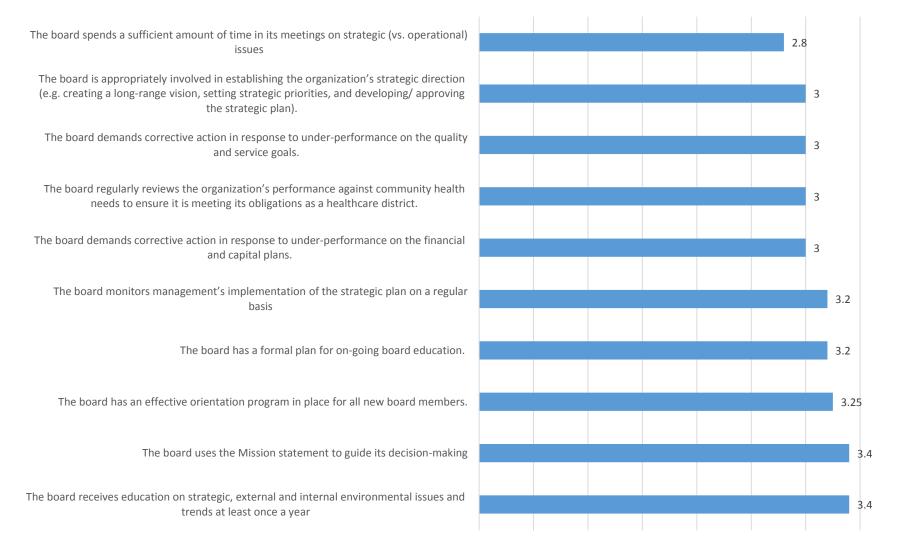
All board members display professional courtesy and respect when interacting with other board members.

All board members feel comfortable voicing opinions of concern regardless of how sensitive the issue may be.

The board has in place sufficient written board-level policies and procedures.

The board has a formal plan for on-going board education.

2017 Lowest Rated Statements



2018 Lowest Rated Statements

