

2025-10-27 Board Executive Compensation Committee

Monday, October 27, 2025 at 10:00 a.m.

Tahoe Forest Hospital - Aspen Conference Room

10800 Donner Pass Rd, suite 200, Truckee CA 96161



Meeting Book - 2025-10-27 Board Executive Compensation Committee

Board Executive Compensation Committee

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ITEMS 8 - 12: See Agenda



BOARD EXECUTIVE COMPENSATION COMMITTEE AGENDA

Monday, October 27, 2025 at 10:00 a.m.
Tahoe Forest Hospital – Aspen Conference Room
10800 Donner Pass Rd, suite 200, Truckee, CA 96161

- 1. CALL TO ORDER
- 2. ROLL CALL
- 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: 05/20/2025♦ ATTACHMENT

6. ITEMS FOR DISCUSSION AND/OR RECOMMENDATION ♦

6.2. Policy Review ♦

Executive Compensation Committee will review and discuss the following board policies:

- 6.2.1. Chief Executive Officer Performance Evaluation, ABD-01ATTACHMENT
- 6.2.2. President & Chief Executive Officer Compensation, ABD-02......ATTACHMENT

payout criteria for FY 2025.

7. CLOSED SESSION

7.1. Public Employee Performance Evaluation (Government Code § 54957)

Title: President & Chief Executive Officer

7.2. Conference with Labor Negotiator (Government Code § 54957.6)

Name of District Negotiator(s) to Attend Closed Session: Alyce Wong

Unrepresented Employee: President & Chief Executive Officer

- 8. OPEN SESSION CALL TO ORDER
- 9. REPORT OF ACTIONS TAKEN IN CLOSED SESSION
- 10. REVIEW FOLLOW UP ITEMS / BOARD MEETING RECOMMENDATIONS
- 11. NEXT MEETING DATE
- 12. ADJOURN

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 (530) 582-3583 at least 24 hours in advance of the meeting.

^{*}Denotes material (or a portion thereof) <u>may</u> be distributed later.



BOARD EXECUTIVE COMPENSATION COMMITTEE DRAFT MINUTES

Tuesday, May 20, 2025 at 1:30 p.m. Tahoe Forest Hospital – Eskridge Conference Room 10121 Pine Avenue, Truckee, CA 96161

1. CALL TO ORDER

Meeting was called to order at 1:30 p.m.

2. ROLL CALL

Board: Alyce Wong, Chair; Dale Chamblin, Board Member
Staff in attendance: Anna Roth, President & CEO; Crystal Felix, Chief Financial Officer; Louis Ward, Chief
Operating Officer; Brian Evans, MD, Chief Medical Officer; Sarah Jackson, Executive Assistant / Clerk of
the Board

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

No change were made.

4. INPUT – AUDIENCE

No public comment was received.

5. **APPROVAL OF MINUTES OF:** 04/09/2025

One edit was made to the minutes of 04/09/2025, item 9.3 should reflect 4 of 15 items, not 4 of 5. Director Chamblin moved to approve the Board Executive Compensation Committee minutes of April 09, 2025 as amended, seconded by Director Wong.

6. ITEMS FOR DISCUSSION AND/OR RECOMMENDATION

6.1. President & Chief Executive Officer Job Description

The Executive Compensation Committee reviewed the proposed edits to the President & CEO job description.

President & CEO commented that the job description appears very hands on and operational. She noted that some of the verbiage used may not be in line with things that she would personally do versus what she would delegate others to do.

The CEO and Board Members concur when a permanent Chief Human Resources Officer is hired then this job description should be returned to the committee for review and edits.

The CEO requests edit of the statement – Through various marketing techniques, encourages the development of services which promote District growth and expanded potential constituencies to meet the needs of the community" to meet the "health needs of the community."

Further discussion was held regarding defining community and what is the boundary of community.

Director Wong recommended keeping this version as a draft version within the committee until a permanent Chief Human Resources Officer is appointed. Seconded by Director Chamblin. The draft will not go the full board.

6.2. Fiscal Year 2026 President & CEO Incentive Compensation

The Executive Compensation Committee reviewed and considered proposed percentages for each Peak (Community, Services, Quality, People, Finance).

The President & CEO reviewed thoughts on potential metrics on for FY 26 CEO Incentive Compensation, stressing these are first draft type thoughts on this topic. The COO observed that this FY has been challenging bringing thoughtful future goals to the committee in a timely manner. In the future, leadership would like to begin planning these goals well in advance of budget for thoughtful planning.

For Consideration FY 26 -

<u>Community Goal Metric:</u> Lead a district-wide community engagement and planning process, to establish shared health priorities and inform a long-term vision. Expand local specialty services and access through strategic infrastructure investments.

- 1. Launch community voice process by Q2 2026.
- 2. Engage \geq 1,000 participants.
- 3. Present Board-endorsed Community Vision Summary and draft 'True North' by Q4 2026
- 4. Add \geq 6 new exam rooms by Q4 2026.
- 5. Increase specialty visits by >10% over 2025 baseline.
- 6. Present updated access plan with AI integration by Oct 2025.

<u>Service Goal Metric:</u> Improve timely access to care by reducing Third Next Available Appointment (TNAA).

- 1. Lower the primary care provider Third Next Available Appointment (TNAA) number of days to ≤7 days for new patients and ≤18 days for an established patient.
- 2. Monitor TNAA performance monthly through December 2026.

<u>Quality Goal Metric:</u> Standardize high-priority clinical pathways and optimize use of the EHR for measurable quality improvement.

- 1. Implement 3 cross-site clinical pathways by Q2 2026.
- 2. Launch dashboard using EHR tools by Q3 2026.
- 3. Maintain \geq 90% adoption through Q4 2026.

People Goal Metric: Advance workforce stability, engagement, and innovation readiness.

- 1. Reduce vacancy rates to <10% in targeted roles by Q4 2026.
- 2. Achieve ≥ 50% employee engagement survey participation during 2026 cycle.
- 3. Implement change leadership training by Q3 2026.

<u>Finance Goal Metric:</u> Ensure Long-term financial sustainability while testing affordability improvements in diagnostics.

1. Maintain ≥180 days cash on hand throughout 2026.

- 2. Meet multi-year financial milestones by year-end.
- 3. Launch affordability pilot in labs/imaging by Q4 2026.

Further discussion was held about whether the Board Members felt these were the type of metrics and goals the Board was looking for and if Administration was on the right track with this proposal, understanding everything presented was adjustable.

Discussion was held about the usage of the daily Affordable Community Lab slots and monitoring the data to determine the Lab slots available.

Discussion was held regarding involving a third party compensation specialist in this committee to aid this process moving forward as well as standardizing this process for future.

Director Chamblin recognized that Administration does a good job of keeping the goals in front of staff so staff knows what they are and how they are doing against the goals. He inquired how we are doing recognizing the achievements when staff accomplishes the goals? CMO acknowledges that he believes we can do more in recognition of achievement of the goals.

6.3. Fiscal Year 2025 President & CEO Incentive Compensation Criteria Review A full report out should be completed for the next meeting.

7. REVIEW FOLLOW UP ITEMS / BOARD MEETING RECOMMENDATIONS

Job description if a permanent Chief Human Resources Officer has been appointed.

Include a Certified Compensation Specialist as appropriate.

8. NEXT MEETING DATE

Schedule for late July to August 2025.

9. ADJOURN

Meeting adjourned at 2:54 p.m.

CURRENT JOB DESCRIPTION

Tahoe Forest Health System – Job Description

Job Title:	President & CEO		Job Number:		0001001	
Department:	Administration		Reports To:		BOD	
Bargaining Unit:	Non-Represented		Benefit Group:		Chief	
Codes:	FLSA:	Exempt	EEO:	0	Finance Code	0
Prepared by:	Director, Human Resources		Date:	06/05/2002		
Revised by:	Board Executive		Date:	06/14/2022		
	Compensation Committee					
Approved by:	Board of Directors		Date:	06/23/2022		

SUMMARY:

Directs all functions of the District to achieve the mission and vision of the organization in accordance with the overall policies established by the Board of Directors, and in compliance with regulatory guidelines, in order that the strategic objectives of the hospital can be attained; provides leadership and direction in ensuring the efficient, economical, effective utilization of hospital resources to meet the identified needs of the service region through quality medical and health service programs.

ESSENTIAL DUTIES AND RESPONSIBILITIES: include the following:

Assists, counsels, and advises the Board of Directors on the establishment of District policies; acts as agent of the Board in carrying out such policies.

Recommends District policy positions regarding legislation, government, administrative operation and other matters of public policy as required.

Assists the Board of Directors in effectively fulfilling their responsibilities by keeping the Board informed, on a monthly basis, of the operating results of the District; compares monthly operations to Board approved plans and budgets explaining variances that may arise.

Assists and advises the Board with respect to public District authority and changes in state statutory guidelines and requirements.

Develops appropriate strategic and annual operating plans that document the long and short-term goals and objectives of the District.

Actively pursues and supports the appraisals and development of new programs which could benefit the long-range success and survival of the District.

Establishes concise reporting relationships for all positions and departments in the District. Establishes methods which will foster the achievement of District goals and objectives and support the efficiency and effectiveness of all operations through proper communication and coordination.

Coordinates all operations with the medical staff, its committee structure and its leadership; demonstrates a proactive and positive relationship with the medical staff.

Ensures a consistency of purpose and mutuality of interest between the operations and bylaws of the medical staff and the policies and bylaws of the District.

Develops and maintains Quality Improvement and Process Improvement programs designed to enhance quality and customer satisfaction.

Establishes operating policies and procedures for all departments, delegating specific responsibility for documentation, monitoring, compliance, and reporting or results to subordinates, as required.

Tahoe Forest Health System – Job Description

Establishes and maintains a comprehensive budgeting program for the District. This program includes an appropriate consideration of operational, financial and statistical information needed to efficiently and effectively control all District operations.

Consistently generates sufficient net income to meet established financial goals.

Develops strong marketing and public relations programs.

Ensures the competitive viability and continuance of the hospital marketing plan in the marketplace.

Through various marketing techniques, encourages the development of services which promote District growth and expanded potential constituencies.

Ensures the coordination of Auxiliary and Foundation bylaws and operations with the bylaws and operations of the District.

Establishes a proper, consistent image of the District and its operations.

Personally represents the District to a variety of individuals, community groups, and health industry organizations.

Maintains active professional contacts through local, state and national associations in order to effectively network, as required.

Actively participates in outside programs and community affairs in order to represent the District, as appropriate.

Demonstrates the ability to effectively represent the District at national, state and local meetings, conferences and conventions, as required.

Remains current with national and local issues affecting District administration and their potential impact on the District: serves as a well-informed advisor to the Board of Directors.

Demonstrates System Values in performance and behavior.

Complies with System policies and procedures.

Other duties as may be assigned.

QUALIFICATIONS:

To perform this job successfully, an individual must be able to perform each essential duty satisfactorily. The requirements listed below are representative of the knowledge, skill, and/or ability required. Reasonable accommodations may be made to enable individuals with disabilities to perform the essential functions.

SUPERVISORY RESPONSIBILITIES:

Carries out supervisory responsibility in accordance with the organization's policies and applicable laws. Responsibilities include interviewing, hiring and training employees; planning, assigning and direction work; appraising performance, rewarding and disciplining employees; addressing complaints and resolving problems.

EDUCATION AND EXPERIENCE:

Bachelor's degree required. Master's degree in Hospital Administration (MHA) or Business Administration (MBA) or related field or Doctoral degree (Ph.D.) preferred. Minimum of five years experience in Health Care Administration.

Tahoe Forest Health System – Job Description

LICENSES, CERTIFICATIONS:

Required: Valid driver's license

Preferred: None

OTHER EXPERIENCE/QUALIFICATIONS:

Current membership in professional organization preferred (e.g. H.F.M.A., A.C.H.E.).

COMPUTER/BUSINESS SKILLS:

Ability to use office machines. Demonstrated ability to use word processing and other Microsoft Office programs.

LANGUAGE SKILLS:

Ability to read, analyze, and interpret the most complex documents. Ability to respond effectively to the most sensitive inquiries or complaints. Ability to write speeches and articles using original or innovative techniques or style. Ability to make effective and persuasive speeches and presentations on controversial or complex topics to top management, public groups, and/or boards of directors.

MATHEMATICAL SKILLS:

Ability to work with mathematical concepts such as probability and statistical inference, and fundamentals of plane and solid geometry and trigonometry. Ability to apply concepts such as fractions, percentages, ratios, and proportions to practical situations.

PURPOSE OF CONTACTS:

The purpose is to justify, defend, negotiate, or settle matters involving significant or controversial issues. Work at this level involves active participation in conferences, meetings, hearings or presentations involving problems or issues of considerable consequence or importance.

REASONING SKILLS:

Ability to define problems, collect data, establish facts, and draw valid conclusions. Ability to interpret an extensive variety of technical instructions in mathematical or diagram form and deal with several abstract and concrete variables.

Reference physical job descripti	on template 1	
I have read and received a copy of	this job description:	
Print Name	 Signature	 Date

DRAFT JOB DESCRIPTION

Tahoe Forest Health System – Job Description

Job Title:	President & CEO		Job Number:		0001001	
Department:	Administration		Reports To:		BOD	
Bargaining Unit:	Non-Represented		Benefit Group:		Chief	
Codes:	FLSA:	Exempt	EEO:	0	Finance Code	0
Prepared by:	Director, Human Resources		Date:	06/05/2002		
Revised by:	Board Executive		Date:	06/14/2022		
	Compensation Committee					
Approved by:	Board of Directors		Date:	06/23/2022		

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Ensures a consistency of purpose and mutuality of interest between the operations and bylaws of the medical staff and the policies and bylaws of the District.

Develops and maintains Quality Improvement and Process Improvement programs designed to enhance quality, <u>patient safety</u>, and customer satisfaction.

Builds and maintains positive relationships with employees, providers and stakeholders.

Fosters a culture of trust and collaboration.

DRAFT JOB DESCRIPTION Tahoe Forest Health System – Job Description

Establishes operating policies and procedures for all departments, delegating specific responsibility for documentation, monitoring, compliance, and reporting or results to subordinates, as required.

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QUALIFICATIONS:

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LICENSES, CERTIFICATIONS:

Required: Valid driver's license

Preferred: None

OTHER EXPERIENCE/QUALIFICATIONS:

Current membership in professional organization preferred (e.g. H.F.M.A., A.C.H.E.).

<u>Communication Skills: Ability to demonstrate emotional intelligence.</u> Able to actively listen, be transparent in decision that involve organizational change and solicit feedback from employees, providers and stakeholders.

COMPUTER/BUSINESS SKILLS:

Ability to use office machines. Demonstrated ability to use word processing and other Microsoft Office programs.

LANGUAGE SKILLS:

Ability to read, analyze, and interpret the most complex documents. Ability to respond effectively to the most sensitive inquiries or complaints. Ability to write speeches and articles using original or innovative techniques or style. Ability to make effective and persuasive speeches and presentations on controversial or complex topics to top management, public groups, and/or boards of directors.

MATHEMATICAL SKILLS:

Ability to work with mathematical concepts such as probability and statistical inference, and fundamentals of plane and solid geometry and trigonometry. Ability to apply concepts such as fractions, percentages, ratios, and proportions to practical situations.

PURPOSE OF CONTACTS:

The purpose is to justify, defend, negotiate, or settle matters involving significant or controversial issues. Work at this level involves active participation in conferences, meetings, hearings or presentations involving problems or issues of considerable consequence or importance.

REASONING SKILLS:

Ability to define problems, collect data, establish facts, and draw valid conclusions. Ability to interpret an extensive variety of technical instructions in mathematical or diagram form and deal with several abstract and concrete variables.

Reference physical job descr	iption template 1	
I have read and received a copy	y of this job description:	
Print Name	 Signature	 Date



Origination 01/1991

Date

Last N/A

Approved

Last Revised 07/2022

Next Review 3 years after

approval

Department Board - ABD

Applicabilities System

Chief Executive Officer Performance Evaluation, ABD-01

RISK:

Failure to conduct an annual performance evaluation may result in the President & Chief Executive Officer (CEO) not meeting the expectations of the Board of Directors.

POLICY:

A formal system of performance evaluation shall be established for the President & Chief Executive Officer (CEO) and shall be completed annually by the Board of Directors.

To establish a process or processes designed to ensure that the President & CEO is performing the duties to achieve Tahoe Forest Hospital District's Mission and Vision and are reflective of the organization's values.

It is the objective of the formal performance evaluation system:

- A. To reveal areas in which the President & CEO has opportunities for growth; and
- B. To optimize the performance of the President & CEO of the Tahoe Forest Hospital District.

PROCEDURE:

- A. The Board of Directors will set an initial meeting with the President & CEO on or around October 1 each year, at which time the President & CEO will present both a Succession Plan and an overview of opportunities and accomplishments of the prior fiscal year.
- B. The performance evaluation appraisal form will be distributed to the Board of Directors no later than November 1. Completed evaluations should be sent to General Counsel no later than November 15.
- C. The President & CEO 's performance will be formally reviewed by the full board no later than November 30 and will be documented through a written report by Counsel. Upon the board's

- approval, a formal letter will be presented to the President & CEO by two board members.
- D. At the time of the performance evaluation, an annual review of the President & CEO's Employment Agreement will also be conducted. The Board will have the option to extend the Employment Agreement.
- E. The Chief Human Resources Officer will review the job description of the President & CEO each year no later than November 30 and inform the President & CEO and Board of Directors of any recommended modifications.
- F. TFHD Board of Directors will provide ongoing feedback to the President & CEO relating to his/her performance.

All Revision Dates

07/2022, 09/2019, 03/2018, 01/2014, 01/2012, 02/2010, 03/2008, 07/2004

Approval Signatures





Origination 06/2000

Date

Last N/A

Approved

Last Revised 07/2022

Next Review 3 years after

approval

Department Board - ABD

Applicabilities System

President & Chief Executive Officer Compensation, ABD-02

RISK

Failure to follow this compensation policy may result in President & Chief Executive Officer (CEO) compensation that is unfair, inequitable and not competitive. Compensation could also be paid outside of best market practices.

POLICY

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

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 President & Chief Executive Officer position with TFHD may include, but not limited to:

- 1. Base salary
- 2. Personal leave

- 3. Long Term Sick Leave
- 4. Life insurance benefit
- 5. Automobile allowance
- 6. Housing assistance
- 7. Health, dental and vision insurance
- 8. Long Term Disability policy
- 9. Participation in Money Purchase Pension Plan
- 10. Employer match into 457 Deferred Compensation Plan
- 11. Discretionary deferred compensation
- 12. Incentive Compensation Plan
- 13. Severance agreement

B. Target

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. "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.

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.

D. Incentive Compensation

- The Executive Compensation Committee will meet no later than April 30 each year to develop the President & CEO's Incentive Compensation metrics for the next fiscal year. The Board of Directors will approve the metrics prior to the start of the fiscal year.
- 2. The Board of Directors will meet after the audited financial statements have been presented and no later than November 30 to determine the payout of the previous fiscal year Incentive Compensation award.

All Revision Dates

07/2022, 10/2019, 07/2019, 03/2018, 01/2014, 01/2010, 03/2008, 06/2000

Approval Signatures

Step Description	Approver	Date
	Sarah Jackson: Executive Assistant, Clerk of the Board	Pending

DRAFT - FY 2026 President & CEO Incentive Compensation Criteria

COMMUNITY - 15%

Engage ≥5,000 people to shape community priorities.

SERVICE - 15 %

Reduce Primary Care Third Next Available Appointment for patients to 30 days.

Design and deliver an Action Plan that drives the Peaks of Excellence.

Sustain top decile patient experience.

OUALITY - 15 %

Achieve Bronze-level Geriatric Emergency Department Accreditation (ACEP) at Tahoe Forest Hospital

PEOPLE - 15 %

Drive organizations change and transformation.

Develop and implement workforce strategy.

Work with staff to design and implement an employee engagement program that includes 750 people.

FINANCE - 40%

Maintain ≥ 188 days cash on hand.

Launch affordability pilot in Outpatient Lab.

^{*} The District Board of Directors reserves the discretion to award an incentive in instances where a percentage of established criteria has been achieved.

DRAFT FY 2026 President & CEO Incentive Compensation Criteria

Community - 15%

Engage ≥5,000 people to shape community priorities.

Service - 15%

- Reduce Primary Care Third Next Available Appointment for patients to 30 days.
- Design and deliver an Action Plan that drives the Peaks of Excellence.
- Sustain top decile patient experience.

Quality - 15%

 Achieve Bronze-level Geriatric Emergency Department Accreditation (ACEP) at Tahoe Forest Hospital.

<u>People – 15%</u>

- Drive organizational change and transformation.
- Develop and implement workforce strategy.
- Work with staff to design and implement an employee engagement program that includes 750 people.

Finance – 40%

- Maintain ≥ 188 days cash on hand.
- Launch affordability pilot in Outpatient Lab

^{*} The District Board of Directors reserves the discretion to award an incentive in instances where a percentage of established criteria has been achieved.