



TAHOE FOREST
HOSPITAL DISTRICT

2026-03-16 Board Executive Compensation Committee

Monday, March 16, 2026 at 1:00 p.m.

Tahoe Forest Hospital – Aspen Conference Room

10800 Donner Pass Rd, Suite 200, Truckee, CA 96161



Meeting Book - 2026-03-16 Board Executive Compensation Committee

Board Executive Compensation Committee

AGENDA

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6. ITEMS FOR COMMITTEE DISCUSSION AND/OR RECOMMENDATION

6.1. President and CEO Comprehensive Compensation Package
* no related materials at time of posting

6.2. Fiscal Year 2026 President & CEO Incentive Compensation Criteria FY 2027

6.2.a. True North Annual Goals-Organization FY 2026.pdf 9

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**BOARD EXECUTIVE
COMPENSATION COMMITTEE
AGENDA**

Monday, March 16, 2026 at 1:00 p.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: 11/04/2025 ♦ ATTACHMENT

6. ITEMS FOR DISCUSSION AND/OR RECOMMENDATION ♦

6.1. President and CEO Comprehensive Compensation Package ♦ ATTACHMENT*

Executive Compensation Committee will consider the utilization and engagement of a specialist(s) in executive compensation and evaluation to ensure that the Board is receiving the most relevant data and metrics available for Executive compensation and annual evaluation.

6.2. Fiscal Year 2026 President & CEO Incentive Compensation Criteria FY 2027 ♦ ATTACHMENT

Executive Compensation Committee will consider engaging a consultant for the development of the Incentive Compensation criteria as well as begin discussion on the Fiscal Year 2027 President & CEO Incentive Compensation goals.

6.3. President and CEO Annual Evaluation ♦

Executive Compensation Committee review and consider the timeline, evaluation tool and policies associated with the President and CEO Annual Evaluation.

6.3.1. Chief Executive Officer Performance Evaluation, ABD-01 ATTACHMENT

6.3.2 President & Chief Executive Officer Compensation, ABD-02..... ATTACHMENT

6.4. Charter Review ♦

The Committee will review the Board Charter and Goals. The Committee may recommend updates for approval for Calendar Year 2026.

6.4.1. Board Executive Compensation Committee Charter ATTACHMENT

7. REVIEW FOLLOW UP ITEMS / BOARD MEETING RECOMMENDATIONS

8. 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 (530) 582-3583 at least 24 hours in advance of the meeting.

**BOARD EXECUTIVE
COMPENSATION COMMITTEE
DRAFT MINUTES**

Tuesday, November 04, 2025 at 11:00 a.m.
Tahoe Forest Hospital – Aspen Conference Room
10800 Donner Pass Rd, suite 200, Truckee, CA 96161

1. CALL TO ORDER

Meeting was called to order at 11:01 a.m.

2. ROLL CALL

Board: Alyce Wong, Chair; Dale Chamblin, Board Member

Staff in attendance: Anna Roth, President & CEO; Tere LeBaron, Interim Chief Human Resources Officer (Microsoft Teams); 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: 10/27/2025

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 ◆

Executive Compensation Committee will review the President & Chief Executive Officer's job description

Ms. LeBarron presented a new draft for the President & CEO job description. This is a departure from the traditional job description that the Health System has utilized. Discussion was held.

In Positions Summary edits were recommended from "components" and "operating entities" to "divisions."

In Governance edits were recommended to add "leads" Board to the second bullet.

In Strategy edits were recommended to remove the words "goals" and "operational efficiency" from the first bullet point.

In Leadership edits were recommended to change "Medical Group" to "Medical Staff and Providers" from the second bullet.

In Operations recommends editing the statement from "drive growth" to "ensure sustainability."

In Policy edits were noted to change Health System to Hospital District.

In Qualifications discussion was held regarding the minimum length of time for senior leadership experience. Education requirements are missing and will need to be added.

CEO recommends added a section about knowledge about Open / Public sector Meeting requirements. Further discussion was held on additional qualification.

In Qualifications discussion was held regarding bullet point three. Recommend changing the word “expertise” to “Skill and Knowledge.”

In Qualifications recommended to change “Medical Group” to “Medical Staff and Providers.”

Recommends additional bullet point under leadership with approximate wording: proven ability to develop and maintain strong community partnerships and local community alliances (including Police, Fire, Town, County, etc).

Recommends editing qualification “bias towards action” to “Action Oriented.”

Director Chamblin moved to approve the draft President & CEO job description as amended. Amended job description will go to November Board consent agenda for approval. Seconded by Director Wong. Amended

6.2. Policy Review ◆

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

6.2.1. Chief Executive Officer Performance Evaluation, ABD-01

Ms. LeBarron reviewed the changes to ABD-01. Discussion was held. One additional edit, Title should be edited to President and Chief Executive Officer Performance Evaluation, ABD-01. Additionally, the Risk statement needs additional edits.

Director Wong moved to ABD-01 as amended, seconded by Director Chamblin. Revised Policy will go to November Board consent agenda for approval.

6.2.2. President & Chief Executive Officer Compensation, ABD-02

Ms. LeBaron reviewed the changes to ABD-02. Discussion was held.

Director Chamblin moved to ABD-02 as amended, seconded by Director Wong. Revised Policy will go to November Board consent agenda for approval.

6.3. Fiscal Year 2026 President & CEO Incentive Compensation ◆

Executive Compensation Committee review and consider proposed metrics for the Fiscal Year 2026 President & CEO Incentive Compensation goals.

Ms. Lebaron reviewed CEO Goal Setting attachment for FY 2026. Discussion was held.

Ms. Lebarron departed the meeting at 12:35 pm.

Director Wong moved to recommend the FY 2026 Incentive Compensation goals, seconded by Director Chamblin. FY 2026 Incentive Compensation Goals will go to November Board meeting for approval.

Open Session Recessed at 12:57 a.m.

7. CLOSED SESSION

7.1. Approval of Closed Session Minutes ◆

7.1.1. 10/27/2025 Board Executive Compensation Committee

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

Title: President & Chief Executive Officer

Discussion was held on a confidential item.

7.3. 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

Discussion was held on a confidential item.

Open Session reconvened at 1:20 p.m.

8. OPEN SESSION – CALL TO ORDER

8.1. Fiscal Year 2025 President & CEO Incentive Compensation ◆

Executive Compensation Committee review and consider President & CEO Incentive Compensation payout criteria for FY 2025.

Committee recommended the creation of new goals for FY2025 President and CEO Incentive Compensation specific to the time period of 03/10/2025 – 06/30/2025. Goals were drafted.

Committee reviewed the President & CEO's performance against the newly developed goals and determined that the revised goals had been achieved.

Committee recommends the President & CEO receive the full 30% of her base salary for CEO Incentive Compensation for achieving the revised FY 2025 CEO Incentive Compensation Goals. Approval will go to the full Board of Directors November Board Meeting.

9. REPORT OF ACTIONS TAKEN IN CLOSED SESSION

Item 7.1.1. Closed Session minutes from 10/27/2025 were recommended for approval. There was no reportable action on items 7.2. or 7.3.

10. REVIEW FOLLOW UP ITEMS / BOARD MEETING RECOMMENDATIONS

Draft goals for FY 2027

Make meeting 2 hours

Wrap up current fiscal year and start of new fiscal year.

11. NEXT MEETING DATE

February 2026

12. ADJOURN

Meeting adjourned at 1:35 p.m.

DRAFT

Annual Goals 2025-2026

To be accomplished by end of Fiscal Year 2026

COMMUNITY

Engage $\geq 5,000$ people to shape community priorities.

Develop and publish the Community Health Improvement Plan including environmental stewardship.

SERVICE

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

Achieve Bronze-level Geriatric Emergency Department Accreditation (ACEP).

$\geq 90\%$ compliance with 9 Quality Star Rating Standard Work Bundles (SWBs), including Safe Opioid Use in ≥ 6 measures.

PEOPLE

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

Maintain ≥ 188 days cash on hand.

Launch affordability pilot in Outpatient Lab.



TAHOE
FOREST
HEALTH
SYSTEM

Origination 01/1991
Date
Last 11/2025
Approved
Last Revised 11/2025
Next Review 11/2028

Department Board - ABD
Applicabilities System

President and 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 assess the effectiveness of the CEO in leading the organization and achieving its strategic goals and to ensure that the 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 to:

- A. Ensure the CEO's performance aligns with the District's mission, vision, and strategic goals.
- B. Provide constructive feedback to the CEO to foster continuous improvement and alignment with organizational priorities.
- C. Monitor the CEO's leadership effectiveness, organizational performance and community relationships.
- D. Establish clear expectations and a transparent evaluation process.

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 the Board's 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 the Board's Counsel. Upon the Board's approval, a formal review 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 Board Executive Compensation Committee 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 their performance.



All Revision Dates

11/2025, 07/2022, 09/2019, 03/2018, 01/2014, 01/2012, 02/2010, 03/2008, 07/2004

Approval Signatures

Step Description	Approver	Date
	Anna Roth: President & CEO	11/2025
	Sarah Jackson: Executive Assistant, Clerk of the Board	11/2025



TAHOE
FOREST
HEALTH
SYSTEM

Origination Date 06/2000
Last Approved 11/2025
Last Revised 11/2025
Next Review 11/2028

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 inequitable or un-competitive or outside of market best practices, resulting in an inability to recruit and retain executive talent.

POLICY

It is the responsibility of the Board Executive Compensation Committee to annually review the President & Chief Executive Officer's compensation and manage the 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 benchmark survey data from various sources including, but not limited to, the California Hospital Association Executive Compensation Survey, third party compensation experts, and other targeted or aggregated survey data. Selected survey benchmarks will be based on healthcare systems that are similar in size, scope of services offered, gross/net revenue, patient discharges, 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.

It is the Board's 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 (which may be higher than survey benchmarks) benefits may be included in a total compensation package.

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

While base pay will target the 50th percentile of survey benchmarks, the Board, at its discretion will determine base compensation on other factors such as experience and results. These factors may cause total compensation (base and incentive pay) to exceed the 50th percentile of survey benchmarks.

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

1. 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

11/2025, 07/2022, 10/2019, 07/2019, 03/2018, 01/2014, 01/2010, 03/2008, 06/2000

Approval Signatures

Step Description	Approver	Date
	Anna Roth: President & CEO	11/2025
	Sarah Jackson: Executive Assistant, Clerk of the Board	11/2025

COPY

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 President & Chief Executive Officer (CEO) relations and the work done through the Winning Aspirations.

DUTIES:

1. Oversee the identification and recruitment of the organization's CEO as directed by the Board of Directors.
2. Ensure an annual CEO performance evaluation process is in place.
3. In conjunction with the CEO, using a standardized evaluation tool, annually review and recommend modifications of the goals and objectives documents 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.

COMPOSITION:

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

MEETING FREQUENCY:

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