



TAHOE FOREST HOSPITAL DISTRICT

2021-06-23 Board Executive Compensation Committee Meeting

Wednesday, June 23, 2021 at 3:00 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 June 23, 2021 will be conducted telephonically through Zoom.

The meeting will be conducted via Zoom. Please be advised pursuant to the E.O., and to ensure the health and safety of the public by limiting human contact that could spread COVID-19, 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/95497799909>

If you prefer to use your phone, you may call in using the numbers: (346) 248 7799 or (301) 715 8592, Meeting ID: 954 9779 9909



Meeting Book - 2021-06-23 Board Executive Compensation Committee Meeting

AGENDA

2021-06-23 Board Executive Compensation Committee_FINAL
Agenda.pdf 3

ITEMS 1-4: See agenda

5. APPROVAL OF MINUTES

2021-01-26 Board Executive Compensation Committee_DRAFT
Minutes.pdf 5

6. ITEMS FOR COMMITTEE DISCUSSION AND/OR
RECOMMENDATION

6.1. President CEO Job Description 2021_05 DRAFT.pdf 8

6.2. Fiscal Year 2022 President & CEO Incentive Compensation
Criteria
Materials may be distributed at a later time.

ITEMS 7-9: See Agenda



BOARD EXECUTIVE COMPENSATION COMMITTEE AGENDA

Wednesday, June 23, 2021 at 3:00 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 June 23, 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/95497799909>

Or join by phone:

If you prefer to use your phone, you may call in using the numbers:

(346) 248 7799 or (301) 715 8592

Meeting ID: 954 9779 9909

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: 01/26/2021..... ATTACHMENT

6. ITEMS FOR COMMITTEE DISCUSSION AND/OR RECOMMENDATION

6.1. President & Chief Executive Officer Job Description ATTACHMENT

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

6.2. Fiscal Year 2022 President & CEO Incentive Compensation Criteria ATTACHMENT*

Executive Compensation Committee will discuss development of metrics for the fiscal year 2022 CEO Incentive Compensation.

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**

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.

1. CALL TO ORDER

Meeting was called to order at 11:31 a.m.

2. ROLL CALL

Board: Mary Brown, Chair; Art King, Board Member

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

Other: Ben Teichman of FutureSense

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: 08/31/2020

Director King moved to approve the Board Executive Compensation Committee minutes of August 31, 2020, seconded by Director Brown.

6. ITEMS FOR COMMITTEE DISCUSSION AND/OR RECOMMENDATION

6.1. President & CEO Annual Compensation Increase

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

Each year the District asks a third party, FutureSense, to provide an unbiased view of President & Chief Executive Officer's compensation.

Current compensation for President and Chief Executive Officer is between 50th and 75th percentile and FutureSense marks this as fair and competitive. FutureSense felt the total cash compensation is paid appropriately. The President and Chief Executive Officer's Employment Agreement outlines a 3% or market annual increase.

Alex MacLennan, Chief Human Resources Officer, noted the President & Chief Executive Officer is at the 63rd percentile of his current pay range.

The Executive Compensation Committee would like to receive a copy of the FutureSense report.

Director Brown asked about fixed versus variable compensation. Mr. Teichman commented, in general, for healthcare, FutureSense is seeing a substantial number of executives with a large amount of at-risk pay. Mr. Teichman noted the variable component for Harry is less than market but his total cash compensation is competitive.

Executive Compensation Committee would like to revisit the structure of incentive compensation in the future. The committee would like to discuss making the goals more of a stretch in the future. President and CEO said the start of his contract on July 1, 2022 would be a good time to update the employment agreement.

Mr. Teichman departed the meeting at 12:03 p.m.

6.2. Fiscal Year 2020 President & CEO Incentive Compensation

Executive Compensation Committee reviewed the Fiscal Year 2020 CEO Incentive Compensation metrics.

The criteria for the finance metric was to meet or exceed a budgeted net income of \$7,188,794.00 for fiscal year 2020 (FY20). Crystal Betts, Chief Financial Officer, confirmed the finance metric had been met. TFHD ended fiscal year 2020 with an adjusted audited net income of \$24,636,749, which was \$17,447,995 over budget. CFO calculated an adjusted net income that removed net income from TFHS Foundation and IVCH Foundation and COVID-19 Provider Relief Funds, added the loss from Tahoe Institute for Rural Health Research, and added the accruals for employee gain share and management incentive compensation bonus.

The criteria for the service metric was to meet or exceed a Patient Satisfaction score of 93.76. CFO shared the average FY20 Patient Satisfaction score was 94.75.

Director Brown asked why the baseline for 2016 was used. This is the baseline the gainsharing program was created on.

Judy Newland, Chief Operating Officer, provided historical background on how the quality metric was developed. The metrics are used to score the organization on the Hospital Compare website and are available to the public. The metrics used were either areas the hospital needed improvement in or were national benchmarks on Hospital Compare. An internal group meets annually to review the metrics and ensure they are still relevant.

The quality goal was to meet or exceed 94.25% rollup of six quality metrics. Sepsis was added to the goal because it was a measurement TFH need improvement in. IMM-2 relates to immunizations of patients using inpatient services. PC-01 Early Elective Delivery focused on reducing elective caesarean sections. CLASS I SSI was added to track surgeries that acquire an infection. The C. DIFF measurement is the rate of C. difficile infection acquired at the hospital. Staff has spent a lot of time focused on improving sepsis and c.diff.

The same quality metrics were approved for fiscal year 2021 but the goal was increased to 96.25%.

Director Brown asked how the quality measures compare with the medical staff goals for the coming year. President & CEO said they are focused on the same items.

COO departed the meeting at 12:27 p.m.

The growth goal was to exceed annual physician office visits total (81,682) as of June 30, 2019 by 3,000 for all owned or managed physicians. Total office visits in FY20 was 84,141, 541 visits short of the 84,682 goal. It was a great achievement to get over 84,000 visits considering the health system was shut down for weeks at the beginning of the pandemic. The organization was on track to exceed 88,000 clinic visits.

Director King felt the metric had been met. The closure of the clinics was outside of anyone's control. Executive Compensation Committee would make a recommendation to the board.

The people goal was to meet or exceed 3.92 on FY20 Physician Engagement Survey. The goal was calculated as an average score of questions 48-53, 20 and 34 from the fiscal year 2018 Physician Engagement survey.

CHRO noted the average score was 4.08, up from 3.92. Director Brown commented the numbers are remarkable.

Director King moved to recommend entire award of incentive compensation. Executive Compensation Committee will recommend a full payout at the January board meeting on Thursday.

CFO stated if the board were to approve the full incentive compensation amount at 15% of base salary, the payout would be \$85,974.20.

6.3. Executive Compensation Committee Charter

Executive Compensation Committee will discuss the committee charter at a later time.

7. REVIEW FOLLOW UP ITEMS / BOARD MEETING RECOMMENDATIONS

Executive Compensation Committee will present President & CEO's incentive compensation payout recommendation at the board meeting.

8. NEXT MEETING DATE

Executive Compensation Committee will likely meet again in May to work on incentive compensation metrics for fiscal year 2022.

9. ADJOURN

Meeting adjourned at 12:43 p.m.

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 Compensation Committee	Date:	06/23/2021		
Approved by:	Board of Directors	Date:	06/24/2021		

SUMMARY:

Directs all functions of the ~~hospital-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 ~~hospital-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 ~~hospital-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 ~~hospital-District~~. Establishes methods which will foster the achievement of ~~hospital-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 ~~hospital~~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 description template 1

I have read and received a copy of this job description:

Print Name

Signature

Date