

**BAY AREA HOSPITAL DISTRICT BOARD
WORK SESSION MINUTES
February 21, 2024**

Pacific Home Health and Hospice Office, 375 Park Avenue, Coos Bay, Oregon @ 1:00 to 2:00 pm

CALL TO ORDER

Mr. Troy Cribbins, Board Chairperson, called the Bay Area Hospital (BAH) District Board Work Session to order at 1:02 pm.

BOARD ATTENDANCE

Chairperson Troy Cribbins; Dr. Tom McAndrew; Barbara Taylor; Patrice Parrott; Carma Erickson-Hurt
(via Teams)

ABSENT

None

STAFF ATTENDANCE

Denise Bowers, EA

LEGAL COUNSEL

Megan Kronsteiner, Esq. was not present.

GUEST PRESENTERS

Linette Allison, Gallagher

PUBLIC ATTENDANCE

None

EXECUTIVE COMPENSATION DISCUSSION

The discussion on executive compensation continued, with Chairperson Troy Cribbins advising the board that the compensation philosophy statement sets the mark for the CEO compensation strategy; the compensation policy that the board has agreed upon, and which will be memorialized formally for future boards to follow is the guide that the board will recommend Mr. Moore to follow and which the board will use to set the CEO compensation.

There were a few edits to Linette Allison's presentation that arose in the last session, and the board was assured by Ms. Allison that they would be sent the final copy as agreed upon and edited, ensuring that the board's philosophy and vision would be memorialized in her final report. It was noted that 50% is median and over half of our peer organizations use this to compensate their CEO.

Questions were asked and answered.

There was additional and robust discussion regarding justification of an CEO increase; and it was noted that pay increases were implemented for contractual and non-contractual employees. Ms. Allison also pointed out that median wage is not flashy, and that paying at median is what professional organizations do to pay staff well and ensuring retention of top talent. Mr. Moore currently is not compensated at median. There was information provided on the cost of replacing CEO's and other executives, with expenses to recruit, interview, hire and employ them over time.

At the conclusion of this lengthy discussion members of the board requested more information prior to discussing a CEO compensation increase.

The information requested by the board is for a breakdown of compensation into various components; executive, midline leader and general staff; Administration vs. production cost; and a desire expressed by some members of the board that administrative costs not be above 20%.

There was continued concern expressed about a CEO increase in light of current financial conditions, and it was noted that the CEO must be compensated fairly; that an increase would not be a reward, but fair compensation.

The requested information will be provided to the board to review, and the board will reconvene next Monday, February 26, 2024 at 3:00 pm at Mr. Cribbins office at 375 Park Avenue, Coos Bay, Oregon.

ADJOURNMENT

The District Board Education Session meeting was adjourned at 1:49 pm.

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Troy Cribbins, Board Chairperson

Date: 3/12/24



Patrice Parrott, Secretary

Date: 03/12/24