

COMPENSATION COMMITTEE REPORT  
MEETING OF  
WEDNESDAY, JUNE 8, 2016, AT 1:30 PM

A regular meeting of the Compensation Committee was convened by Chair Les Birdsall, at 1:32 PM, in the Board Room at the Gateway complex.

Call to Order

Present, in addition to the Chair, were Committee members Sue Adams and Mel Fredlund. Also in attendance were Tim O'Keefe, CEO of GRF; Anthony W. Grafals, General Counsel and Director of Confidential Services; Judith Perkins, Sr. Manager Human Resources, and Marla Pascoe, HR Generalist.

Attendance

The report of the Committee's meeting held on July 8, 2015, was reviewed and approved by the Committee as presented.

Report of  
DATE 201X  
Approved

Directors Mary Lou Delpech and Ken Haley were present; neither offered any comments.

Residents'  
Forum

Chairman Birdsall offered a few comments regarding the importance of the work done by the Compensation Committee. His goal is that the actions of the Compensation Committee will help renew employee confidence in the Board of Directors.

President's  
Comments

Grafals introduced the agenda materials, with a brief description of the changes in resource materials for the Committee. Perkins reviewed the budget preparation timeline, which highlights the Committee meeting dates and duties in the context of the Board-approved budget timeline. After being moved, seconded and discussed, the Committee unanimously approved moving the July meeting from July 13 to July 20, to accommodate Director Fredlund's planned absence.

New Business  
a) Budget  
Preparation  
Timeline

Grafals introduced the Compensation Committee Resource Manual and took the Committee through the Manual. Most questions were answered as they arose. Questions and concerns to be addressed by staff on or before the next meeting include 1) changing "undertaken" on page 9 (2016 Compensation Study Executive Summary) to "begun" to underscore that the study is not yet complete; 2) clarify if the numbers on page 11 (GRF Compensation History (Excluding MOD)) are actual or budget numbers; 3) clarify the information on page 4 (Compensation Background) regarding the dental and vision plans; and 4) include the information on GRF-paid benefits offered to employees. In addition, staff was requested to provide information regarding the compensation management structure, to include the number of bands and examples of titles within each band, and to include the number of employees in each classification that were in the band, above the band and below the band.

b) Review of  
Compensation  
Committee  
Resource  
Manual

Grafals then introduced the Board-approved compensation philosophy and explained its role as the foundation for compensation and benefits decisions. The following discussion included: the philosophy is a tool used by the CEO in making compensation decisions; has a bearing on benefits offered; needs to be reviewed and affirmed by each Compensation Committee and Board at the beginning of the

c) Review  
Compensation  
Philosophy

Compensation Committee  
July 11, 2012

budget process to guide discussions. Although there were suggestions for tweaking the language, no motions were made and no votes taken.

The next meeting of the Compensation Committee will be at 1:30 p.m. on Wednesday, July 20, 2016; the location will be confirmed by email to the Committee members on Thursday, July 9, 2016.

Next Meeting

The meeting was adjourned at 2:55 pm.

Adjournment



Leslie Birdsall, Chair  
Compensation Committee

JP/m