

TRI-CITY HEALTHCARE DISTRICT

EMPLOYEE FIDUCIARY RETIREMENT PLAN SUBCOMMITTEE CHARTER

The Employee Fiduciary Retirement Plan Subcommittee (the “Subcommittee”) of the Human Resources Committee has multiple purposes and is delegated certain key responsibilities, per Government Code §§ 53216.5 and 53216.6, to act with the care, skill, prudence, and diligence under the circumstances that a prudent person acting in a like capacity and familiar with these matters would use in the conduct of an enterprise of a like character and with like aims.

I. Purposes

The Subcommittee is to provide assistance to the Board of Directors in its governance oversight duties and to make recommendations to the Tri-City Healthcare District (“District”) Board of Directors (“Board”) in matters regarding the employee retirement plans offered by the District (the “Plans”). The Subcommittee is delegated the authority to prudently select and monitor the performance of an ERISA section 3(38) investment manager, as if ERISA applied to the Plans, as well as a vendor to provide recordkeeping services for the Plans. The Plans’ investment manager shall make decisions regarding investment options offered to plan participants through the Plan, and shall perform as a fiduciary under ERISA, as though it applied to the Plans. While the District recognizes that the Plans are not subject to the Employee Retirement Income Security Act (“ERISA”), the Plans should conform to ERISA principles in order to comport with best practices with respect to employee retirement plans.

II. Membership

The Subcommittee shall be comprised of representatives from the Human Resources Committee and may include members of the community, as selected by the Board.

III. Meetings

It is anticipated that the Subcommittee will meet at least quarterly, although the Subcommittee may meet more or less frequently as needed. The Subcommittee may establish its own meeting schedule annually.

IV. Minutes

The Subcommittee will maintain written minutes of its meetings. Draft minutes will be presented to the Board for consideration at its meetings. The Senior Executive Assistant or designee will provide assistance to the Committee in scheduling meetings, preparing agendas and keeping minutes.

V. Reports

Although the Subcommittee is a subcommittee of the Human Resources Committee, the Subcommittee will report directly to the Board regarding all determinations made or actions

taken pursuant to the Subcommittee's duties and responsibilities, and will provide updates to the Board on at least a quarterly basis. The Subcommittee shall also report its actions and recommendations to the Human Resources Committee as a matter of course, but the Committee as a whole shall have no power to change or alter the recommendations of the Subcommittee. The Subcommittee's determinations shall be final as to matters as to which it has been delegated fiduciary responsibility.

VI. The Subcommittee shall review its Charter every three years.

VII. Conduct

Each Subcommittee member is expected to read the District's Code of Conduct which can be found at <http://www.tricitymed.org/about-us/code-of-conduct/> and shall comply with all provisions thereof while a member of this Committee. In addition, members of this Committee are designated as public officials under the Conflict of Interest Code of the District.

Approved by BOD: 9/29/11

Approved by BOD: 5/30/13

Approved by BOD: 5/29/14

Approved by BOD: 1/26/17