



SPECIAL MEETING OF THE BOARD OF DIRECTORS

MINUTES

Thursday, October 29, 2015 at 4:00 p.m.
Tahoe Truckee Unified School District (TTUSD) Office
11603 Donner Pass Rd, Truckee, CA

1. CALL TO ORDER

Meeting was called to order at 4:00 p.m.

2. ROLL CALL

Board: Karen Sessler, President; Chuck Zipkin, Vice President; Greg Jellinek, Secretary; Dale Chamblin, Treasurer; John Mohun, Director

Staff: Jake Dorst, Interim Chief Executive Officer; Carl Blumberg, Risk/Patient Safety Manager; Janet Van Gelder, Director of Quality; Judy Newland, Chief Nursing/Operations Officer; Martina Rochefort, Clerk of the Board

Other: Michael Colantuono, General Counsel

3. CLEAR THE AGENDA/ITEMS NOT ON THE POSTED AGENDA

No changes to the agenda were made.

4. INPUT AUDIENCE

No public comment received.

Open Session recessed at 4:02 p.m.

5. CLOSED SESSION

Discussion held on privileged matters.

6. DINNER BREAK

7. OPEN SESSION – CALL TO ORDER

Open Session reconvened at 6:01 p.m.

8. CLEAR THE AGENDA/ITEMS NOT ON THE POSTED AGENDA

None.

9. INPUT – AUDIENCE

No public comment received.

10. INPUT FROM EMPLOYEE ASSOCIATIONS

Stacey Tedsen, EAP President, thanked the Board for their input in CEO candidate interviews. Barbara Wong, EA President, thanked Directors Zipkin and Jellinek for attending Open Table.

11. ACKNOWLEDGMENTS

11.1. Patient Letter

Board President reviewed a patient letter highlighting excellent care received at Tahoe Forest Hospital.

12. MEDICAL STAFF REPORT

12.1. Medical Staff Report

Dr. Dodd provided a review of the October Medical Executive Committee Meeting.

Discussion was held.

ACTION: Motion made by Director Zipkin, seconded by Director Mohun to approve MEC items 1-6 as presented. Roll call vote taken.

AYES: Directors Mohun, Chamblin, Zipkin, Sessler and Jellinek

NAYS: None

Abstention: None

13. CONSENT CALENDAR

Director Mohun asked for items 13.3.1. and 13.3.2. to be pulled from the consent calendar for discussion.

13.1. Approval of Minutes of Meetings

09/29/2015, 10/05/2015, 10/06/2015, 10/07/2015, 10/12/2015, 10/15/2015

13.2. Financial Report

Financial Report- Preliminary September 2015

ACTION: Motion made by Director Jellinek, seconded by Director Zipkin to approve items 13.1 and 13.2 on the consent calendar as presented. Roll call vote taken.

AYES: Directors Mohun, Chamblin, Zipkin, Sessler and Jellinek

NAYS: None

Abstention: None

The following items were pulled for discussion:

13.3. Contracts

13.3.1. Kitts – Amendment to Agreement to Provide Coverage of Emergency Department Professional Services 2011

Board would like the dates for the total contract and amendment on the contract routing form to be clarified. The amount of compensation on the routing form also needs to be corrected.

13.3.2. Coll – TFHD MDA for Strategic Planning and Innovation 2016

Director Mohun directed staff to make the time logs associated with the contract available for viewing.

ACTION: Motion made by Director Zipkin, seconded by Director Mohun to approve the draft contracts under 13.3.1 and 13.3.2 with changes noted. Roll call vote taken.
AYES: Directors Mohun, Chamblin, Zipkin, Sessler and Jellinek
NAYS: None
Abstention: None

14. ITEMS FOR BOARD DISCUSSION AND/OR ACTION

14.1. Communications & Marketing Update

Board reviewed a quarterly Communications and Marketing update.

14.2. CEO Search

Board reviewed an update on the current CEO search.

CHRO was directed to add medical staff to social events of CEO Candidate interviews.

14.3. December Board Meeting Date

Discussion was held on moving the date of the December Regular Meeting of the Board of Directors. Board will not meet on December 29, 2015.

Staff was directed to look for an alternate date for the December board meeting.

14.4. Future Board Meeting Date

Discussion was held on moving the day of future Regular Meetings of the Board of Directors to the fourth Thursday of every month.

Staff was directed to revise Board of Directors Bylaws and bring to next Board meeting.

ACTION: Motion made by Director Chamblin, seconded by Director Zipkin, to approve moving the Regular Meetings of the Board of Directors to the fourth Thursday of every month. Roll call vote taken.
AYES: Directors Mohun, Chamblin, Zipkin, Sessler and Jellinek
NAYS: None
Abstention: None

15. BOARD COMMITTEE REPORTS/RECOMMENDATIONS FOR DISCUSSION AND/OR ACTION

15.1. Governance Committee Meeting– 10/21/2015

15.1.1. ABD-06 Conflict-Of-Interest Code Adoption

Discussion was held on FPPC approved ABD-06 Conflict-Of-Interest Code.

ACTION: Motion made by Director Zipkin, seconded by Director Jellinek, to adopt ABD-06 Conflict-Of-Interest Code as presented. Roll call vote taken.
AYES: Directors Mohun, Chamblin, Zipkin, Sessler and Jellinek
NAYS: None
Abstention: None

15.1.2. Closed Session Minutes Format

Discussion was held on moving to an action minute format for Closed Sessions. Action and any direction to staff will be recorded. Board Members can request expanded minutes be taken.

ACTION: Motion made by Director Jellinek, seconded by Director Mohun, to move to an action only minutes format for Closed Session minutes. Roll call vote taken.

AYES: Directors Mohun, Chamblin, Zipkin, Sessler and Jellinek

NAYS: None

Abstention: None

15.1.3. Q3 Compliance Report

Discussion was held on the Q3 Compliance Report presented.

15.1.4. Contract Updates

15.1.4.1. California Emergency Physicians Medical Group Emergency Department

CEO provided an update on contract coming to the Board in the future.

15.1.4.2. North Tahoe Anesthesia Group – Agreement for Exclusive Provision of Anesthesia and Related Services 2015

CEO provided an update on contract coming to the Board in the future.

15.2. Quality Committee Meeting

Director Jellinek gave an update from the 10/20/15 Board Quality Committee meeting.

15.3. Finance Committee Meeting

Director Chamblin gave an update from the 10/26/2015 Board Finance Committee meeting.

15.4. Community Benefit Committee – No meeting held in October.

No discussion held.

15.5. Personnel/Retirement Plan Committee – No meeting held in October.

No discussion held.

16. INFORMATIONAL REPORTS

16.1. Strategic Initiatives Updates

No discussion held.

16.2. Wellness Neighborhood Update

Discussion was held.

Board requested a presentation in three months from the Director of Post Acute Services.

17. AGENDA INPUT FOR UPCOMING COMMITTEE MEETINGS

Governance Committee to work through review of policies and contracts.

18. ITEMS FOR NEXT MEETING

Policies from Governance to review
TIRHR presentation in Open Session

19. BOARD MEMBERS REPORTS/CLOSING REMARKS

Open Session recessed at 7:08 p.m.

20. CLOSED SESSION CONTINUED, IF NECESSARY

Discussion held on a privileged matter.

21. OPEN SESSION

Open Session reconvened at 7:19 p.m.

22. REPORT OF ACTIONS TAKEN IN CLOSED SESSION

No action taken during Closed Session.

23. MEETING EFFECTIVENESS ASSESSMENT

No discussion took place.

24. ADJOURN

Open Session adjourned at 7:20 p.m.