



# REGULAR MEETING OF THE BOARD OF DIRECTORS

## MINUTES

Thursday, September 22, 2016 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 4:01 p.m.

### 2. ROLL CALL

Board: Charles Zipkin, M.D., Board President; Gregory Jellinek, M.D., Vice President; Dale Chamblin, Treasurer; John Mohun, Secretary; Karen Sessler, M.D., Board Member

Staff: Harry Weis, Chief Executive Officer; Crystal Betts, Chief Financial Officer; Karen (Gancitano) Baffone, Chief Nursing Officer; Ted Owens, Executive Director of Governance and Business Development; Martina Rochefort, Clerk of the Board

Other: David Ruderman, Assistant General Counsel

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

Items 5.3, 13.1 and 15.2 were removed from the agenda.

### 4. INPUT AUDIENCE

No public comment was received.

Open Session recessed at 4:05 p.m.

### 5. CLOSED SESSION

Discussion was held on privileged items.

### 6. DINNER BREAK

APPROXIMATELY 6:00 P.M.

### 7. OPEN SESSION – CALL TO ORDER

Open Session reconvened at 6:06 p.m.

### 8. REPORT OF ACTIONS TAKEN IN CLOSED SESSION

No reportable action was taken on Items 5.1., 5.2. and 5.4. Item 5.3. was removed from the Closed Session agenda. Items 5.5. and 5.6 were both approved by the Board of Directors by unanimous vote.

### 9. CLEAR THE AGENDA/ITEMS NOT ON THE POSTED AGENDA

Items 13.1., 15.2. and 15.4. were removed from the agenda.

**10. INPUT – AUDIENCE**

No public comment was received.

**11. INPUT FROM EMPLOYEE ASSOCIATIONS**

No public comment was received.

**12. ACKNOWLEDGMENTS**

**12.1.** 2016 CALNOC Annual Performance Excellence Awards

**12.2.** Natalie Buchman was TFHD’s September Employee of the Month.

**13. MEDICAL STAFF REPORT**

**13.1.** Medical Staff Report

No discussion was held. Item was removed from the agenda.

**14. CONSENT CALENDAR**

These items are expected to be routine and non-controversial. They will be acted upon by the Board without discussion. Any Board Member, staff member or interested party may request an item to be removed from the Consent Calendar for discussion prior to voting on the Consent Calendar.

**14.1. Approval of Minutes of Meetings**

08/24/2016, 08/25/2016

**14.2. Financial Report**

**14.2.1.** Financial Report- August 2016

**14.3. Contracts**

**14.3.1.** Robert Mancuso, M.D. – Professional Services Agreement

**14.3.2.** David Kitts, M.D. – Professional Services Agreement

**14.3.3.** Ephraim Dickinson, M.D. – Professional Services Agreement

**14.3.4.** Kevin Cahill, M.D. – First Amendment to Call Coverage Agreement

**14.4. Resolutions**

**14.4.1.** 2016-08 Ad Hoc Committee for Auditor Selection

**14.5. Tahoe Forest Health System Foundation**

**14.5.1.** Quarterly Foundation Update

**14.5.2.** Board Member Nominations

**14.6. Medical Staff Bylaws Revisions**

**14.6.1.** Medical Staff Bylaws

**14.6.2.** Medical Staff Rules and Regulations

Director Mohun pulled item 14.3 for discussion.

**ACTION:** Motion made by Director Mohun, seconded by Director Jellinek, to accept the Consent Calendar as presented without Item 14.3.

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

**NAYS:** None

**Abstention:** None

**15. ITEMS FOR BOARD DISCUSSION AND/OR ACTION**

**15.1.** TFHD Professional Courtesy Policy

The Board of Directors reviewed and considered for approval a Professional Courtesy Policy.

Discussion was held.

**ACTION:** Motion made by Director Sessler, seconded by Director Zipkin, to approve the Professional Courtesy Policy as presented.

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

**NAYS:** None

**Abstention:** None

**15.2. Memorandum of Understanding (MOU) for Employee Associations**

No discussion was held. Item was removed from the agenda.

**15.3. Memorandum of Understanding**

The Board of Directors reviewed and considered for approval of a Memorandum of Understanding for Grant Award to the North Tahoe Family Resource Center and Family Resource Center of Truckee.

Discussion was held.

**ACTION:** Motion made by Director Sessler, seconded by Director Chamblin, to approve the Memorandum of Understanding as presented.

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

**NAYS:** None

**Abstention:** None

**15.4. EPIC Contract**

No discussion was held. Item was removed from the agenda.

**16. DISCUSSION OF CONSENT CALENDAR ITEMS PULLED, IF NECESSARY**

Discussion was held on Item 14.3.

No public comment was received.

**ACTION:** Motion made by Director Sessler, seconded by Director Zipkin, to approve the contracts under Item 14.3. of the Consent Calendar as presented.

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

**NAYS:** None

**Abstention:** None

**17. BOARD COMMITTEE REPORTS/RECOMMENDATIONS FOR DISCUSSION AND/OR ACTION**

**17.1. Community Benefit Committee Meeting – 09/08/2016**

Director Sessler provided an update from the recent Community Benefit Committee.

**17.2. Governance Committee Meeting – 09/14/2016**

Director Jellinek provided an update from the recent Governance Committee.

**17.3. Finance Committee Meeting – No meeting held in September.**

**17.4. Quality Committee Meeting – No meeting held in September.**

**17.5. Personnel Committee Meeting** – No meeting held in September.

**18. INFORMATIONAL REPORTS**

These reports are provided for information only and not intended for discussion. Any Board Member may request discussion on an item, additional information from staff related to items included in a report, or request a topic be placed on a future agenda for further discussion.

**18.1. CEO Strategic Updates**

**18.2. Staff Report(s)**

**18.2.1. CIO Board Report**

**18.2.2. CNO Board Report**

**18.2.3. COO Board Report**

No discussion was held.

**19. AGENDA INPUT FOR UPCOMING COMMITTEE MEETINGS**

No discussion was held.

**20. ITEMS FOR NEXT MEETING**

The Board of Directors would like an update on orthopedics.

**21. BOARD MEMBERS REPORTS/CLOSING REMARKS**

No discussion was held.

**Open Session recessed at 6:40 p.m.**

**22. CLOSED SESSION CONTINUED**

Discussion was held on privileged items.

**23. OPEN SESSION**

**24. REPORT OF ACTIONS TAKEN IN CLOSED SESSION, IF NECESSARY**

No actions were taken in continued closed session.

**25. MEETING EFFECTIVENESS ASSESSMENT**

No discussion was held on this item.

**26. ADJOURN**

**Meeting adjourned at 7:39 p.m.**