



# REGULAR MEETING OF THE BOARD OF DIRECTORS MINUTES

Thursday, June 27, 2019 at 4:00 p.m.  
Tahoe Forest Hospital – Eskridge Conference Room  
10121 Pine Avenue, Truckee, CA 96161

## **1. CALL TO ORDER**

Meeting was called to order at 4:01 p.m.

## **2. ROLL CALL**

Board: Alyce Wong, Board Chair; Mary Brown, Vice President; Sarah Wolfe, Secretary; Dale Chamblin, Treasurer; Randy Hill, Board Member

Staff in attendance: Harry Weis, Chief Executive Officer; Judy Newland, Chief Operations Officer; Crystal Betts, Chief Financial Officer; Shawni Coll, Chief Medical Officer; Matt Mushet, In-house Counsel; Janet Van Gelder, Director of Quality; Martina Rochefort, Clerk of the Board

Other: David Ruderman, Assistant General Counsel

## **3. DELETIONS/CORRECTIONS TO THE POSTED AGENDA**

No changes were made to the agenda.

## **4. INPUT AUDIENCE**

No public comment was received.

## **5. CLOSED SESSION**

### **5.1. Hearing (Health & Safety Code § 32155)**

*Subject Matter: 2018 Annual Employee Health Report*

*Number of items: One (1)*

Discussion was held on a privileged item.

### **5.2. Hearing (Health & Safety Code § 32155)**

*Subject Matter: Third Quarter Fiscal Year 2019 Board Quality Report*

*Number of items: One (1)*

Discussion was held on a privileged item.

### **5.3. Hearing (Health & Safety Code § 32155)**

*Subject Matter: SCORE Survey Report*

*Number of items: One (1)*

Discussion was held on a privileged item.

### **5.4. Hearing (Health & Safety Code § 32155)**

*Subject Matter: Quality Assurance Report*

*Number of items: One (1)*

Discussion was held on a privileged item.

**5.5. Conference with Labor Negotiator (Government Code § 54957.6)**

*Name of District Negotiator(s) to Attend Closed Session: Alex MacLennan*

*Employee Organization(s): Employees Association and Employees Association of Professionals*

Discussion was held on a privileged item.

**5.6. Conference with Legal Counsel; Initiation of Litigation (Gov. Code § 54956.9(d)(4))**

*Number of Potential Cases: One (1)*

Discussion was held on a privileged item.

**5.7. Approval of Closed Session Minutes**

05/23/2019

Discussion was held on a privileged item.

**5.8. TIMED ITEM – 5:30PM - Hearing (Health & Safety Code § 32155)**

*Subject Matter: Medical Staff Credentials*

Discussion was held on a privileged item.

**6. DINNER BREAK**

**7. OPEN SESSION – CALL TO ORDER**

Meeting reconvened at 6:01 p.m.

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

General Counsel reported there were no reportable actions on items 5.1.-5.6. Items 5.7. and 5.8. were both approved on 5-0 vote.

**9. DELETIONS/CORRECTIONS TO THE POSTED AGENDA**

No changes were made to the agenda.

**10. INPUT – AUDIENCE**

No public comment was received.

**11. INPUT FROM EMPLOYEE ASSOCIATIONS**

No public comment was received.

**12. SAFETY FIRST**

**12.1.** Karen Baffone, Chief Financial Officer, presented the June Safety First Topic on using everyday language instead of jargon and acronyms.

**13. ACKNOWLEDGMENTS**

**13.1.** Tobriah Van Diepen was named June 2019 Employee of the Month.

**13.2.** Crystal Jefferson and Shana Kennon were congratulated for their completion of the North Lake Tahoe-Truckee Leadership Program.

**13.3.** Dan Coll named national liaison to American Academy of Orthopaedic Surgeons.

**13.4.** Jake Dorst named Becker's Hospital Review Community Hospital CIOs to Know.

#### **14. MEDICAL STAFF EXECUTIVE COMMITTEE**

##### **14.1. Medical Executive Committee (MEC) Meeting Consent Agenda**

MEC recommends the following for approval by the Board of Directors:

- Privilege Form Review (no changes): Pediatric Privileges
- Privilege Form Review (with changes): Procedural Sedation Privilege Form (Requirement to complete the sedation competency was removed), Emergency Medicine Privilege Form (ATLS requirement was added)
- New Policies: Neonate – Late Preterm Newborn, DWFC-1486
- Annual Policy Review (no changes): Non-Medical Staff CME Attendance, MSGEN-1602

Discussion was held.

Medical Staff will revise “Clinical Nurse Specialist” to “Clinical Resource Nurse” under EZ IO on the Pediatric Privilege Form.

**ACTION: Motion made by Director Chamblin, seconded by Director Brown, to approve the Medical Executive Committee (MEC) Meeting Consent Agenda with the modification noted.**

**AYES: Directors Wolfe, Hill, Chamblin, Brown and Wong**

**Abstention: None**

**NAYS: None**

**Absent: None**

#### **15. 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.

##### **15.1. Approval of Minutes of Meetings**

15.1.1. 05/23/2019

15.1.2. 06/03/2019

##### **15.2. Financial Reports**

15.2.1. Financial Report – May 2019

##### **15.3. Staff Reports**

15.3.1. CEO Board Report

15.3.2. COO Board Report

15.3.3. CNO Board Report

15.3.4. CIIO Board Report

15.3.5. CMO Board Report

##### **15.4. Approve updated policies**

15.4.1. ABD-02 Chief Executive Officer Compensation

15.4.2. ABD-12 Guidelines for Business by TFHD Board of Directors

##### **15.5. Approve Revised Committee Charter**

15.5.1. Governance Committee Charter

##### **15.6. Approve Tahoe Forest Health System Foundation Board Nominees**

15.6.1. Alicia Barr

15.6.2. Rich Molsby

**ACTION:** Motion made by Director Hill, seconded by Director Wolfe, to approve the Consent Calendar as presented.

**AYES:** Directors Wolfe, Hill, Chamblin, Brown and Wong

**Abstention:** None

**NAYS:** None

**Absent:** None

## **16. ITEMS FOR BOARD ACTION**

### **16.1. Resolution 2019-05**

Discussion was held on Resolution 2019-05 that would allow refinancing of the District's 2012 Series C General Obligation (GO) Bond.

**ACTION:** Motion made by Director Hill, seconded by Director Brown, to approve Resolution 2019-05 as presented. Roll call vote taken.

**Wolfe – AYE**

**Hill – AYE**

**Chamblin – AYE**

**Brown – AYE**

**Wong – AYE**

### **16.2. Truckee Tahoe Workforce Housing Joint Powers Agency – Term Sheet**

Discussion was held on approving the Joint Powers Agency Term Sheet.

No public comment was received.

**ACTION:** Motion made by Director Wolfe, seconded by Director Brown, to authorize formation of the Joint Powers Agency documents.

**AYES:** Directors Wolfe, Hill, Chamblin, Brown and Wong

**Abstention:** None

**NAYS:** None

**Absent:** None

### **16.3. Truckee Tahoe Workforce Housing Joint Powers Agency – Seed Funding**

Discussion was held on approving seed funding for the Truckee Tahoe Workforce Housing Joint Powers Agency.

**ACTION:** Motion made by Director Chamblin, seconded by Director Wolfe, to approve up to \$250,000 in seed funding.

**AYES:** Directors Wolfe, Hill, Chamblin, Brown and Wong

**Abstention:** None

**NAYS:** None

**Absent:** None

### **16.4. Truckee Surgery Center Board of Managers**

Discussion was held on approving an additional member to the Truckee Surgery Center Board of Managers.

**ACTION:** Motion made by Director Brown, seconded by Director Chamblin, to amend the operating agreement and approve Dr. Jeff Dodd as an additional member to the Truckee Surgery Center Board of Managers.

**AYES:** Directors Wolfe, Hill, Chamblin, Brown and Wong

**Abstention:** None

**NAYS:** None

**Absent:** None

**17. ITEMS FOR BOARD DISCUSSION**

**17.1. PRIME Update**

Karen Baffone, Chief Nursing Officer, provided an update on the PRIME program.

**17.2. Board Education**

**17.2.1. Impact of Market Disruptors**

Harry Weis, Chief Executive Officer, provided board education on market disruptors.

Public comment was received by Jim Hook of The Fox Group.

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

Not applicable.

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

**19.1. Governance Committee Meeting – 06/19/2019**

Director Wong provided an update on the recent Governance Committee meeting.

**19.2. Finance Committee Meeting – No meeting in June.**

**19.3. Quality Committee Meeting – No meeting held in June.**

**19.4. Executive Compensation Committee Meeting – No meeting held in June.**

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

None.

**21. ITEMS FOR NEXT MEETING**

None.

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

None.

**23. CLOSED SESSION CONTINUED, IF NECESSARY**

Not applicable.

**24. OPEN SESSION**

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

**26. ADJOURN**

Meeting adjourned at 8:24 p.m.