



REGULAR MEETING OF THE BOARD OF DIRECTORS MINUTES

Thursday, July 25, 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 Chair; Sarah Wolfe, Secretary; Dale Chamblin, Treasurer; Randy Hill, Board Member

Staff in attendance: Harry Weis, President & Chief Executive Officer; Judy Newland, Chief Operations Officer; Jake Dorst, Chief Information & Innovation Officer; Alex MacLennan, Chief Human Resources Officer; Matt Mushet, In-house Counsel; Todd Johnson, Risk Manager; Martina Rochefort, Clerk of the Board

Other: David Ruderman, Assistant General Counsel; Jim Hook of The Fox Group

3. DELETIONS/CORRECTIONS TO THE POSTED AGENDA

No changes were made to the agenda.

4. INPUT AUDIENCE

No public comment was received.

Open Session recessed at 4:03 p.m.

5. CLOSED SESSION

5.1. Hearing (Health & Safety Code § 32155)

Subject Matter: Second Quarter 2019 Corporate Compliance Report

Number of items: One (1)

Discussion was held on privileged item.

5.2. Conference with Real Property Negotiator (Gov. Code § 54956.8) ♦

Property Address: 10175 Levon Avenue, Truckee, CA 96161

Agency Negotiator: Judith Newland

Negotiating Parties: Steven Thompson M.D. and Peter Taylor M.D.

Under Negotiation: Price & Terms of Payment

Discussion was held on privileged item.

5.3. 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 privileged item.

5.4. Conference with Legal Counsel; Anticipation of Litigation (Gov. Code § 54956.9 (d)(2) & (d)(3))

A point has been reached where, in the opinion of the District Board, on the advice of its legal counsel, based on the below-described existing facts and circumstances, there is a significant exposure to litigation against the District. Facts and circumstances that might result in litigation but which the District believes are not yet known to potential plaintiff or plaintiffs. (Gov. Code § 54956.9(e)(1))

Discussion was held on privileged item.

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

Number of Potential Cases: One (1)

Discussion was held on privileged item.

5.6. Approval of Closed Session Minutes

06/27/2019

Discussion was held on privileged item.

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

Subject Matter: Medical Staff Credentials

Discussion was held on privileged item.

6. DINNER BREAK

7. OPEN SESSION – CALL TO ORDER

Meeting reconvened at 6:21 p.m.

8. REPORT OF ACTIONS TAKEN IN CLOSED SESSION

General Counsel reported seven items were considered in closed session. There was no reportable action taken on items 5.1.-5.5. Items 5.6. and 5.7. were both approved on a 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. Alex MacLennan, Chief Human Resources Officer, presented the July Safety First topic on policy drift.

13. ACKNOWLEDGMENTS

13.1. Emily Perez was named July 2019 Employee of the Month.

13.2. Employee Town Hall video was shown.

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:

Policy Review (with changes): Service Animals & Pet Assisted Therapy, AGOV-1901, Expiring Documents Policy, MSGEN-3

Privilege Form (with changes): Dental Assistant Privilege Form

Discussion was held.

ACTION: Motion made by Director Chamblin, seconded by Director Brown, to approve the Medical Executive Committee (MEC) Meeting Consent Agenda as presented.

AYES: Directors Hill, Chamblin, Wolfe, 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. 06/27/2019 – Special Meeting

15.1.2. 06/27/2019 – Regular Meeting

15.2. Financial Reports

15.2.1. Financial Report – June 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. CIO Board Report

15.3.5. CMO Board Report

15.4. Strategic Plan Update

15.4.1. Quarterly Strategic Plan Update

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

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

Abstention: None

NAYS: None

Absent: None

16. ITEMS FOR BOARD ACTION

16.1. Resolution 2019-06

Gary Hicks, Tahoe Forest Hospital District's financial advisor, presented Resolution 2019-06 that would authorize the issuance and sale of the District's 2019 General Obligation (GO) Refunding Bonds.

No public comment was received.

ACTION: Motion made by Director Chamblin, seconded by Director Hill, to authorize the issuance and sale of the 2019 General Obligation Refunding Bonds and approve Resolution 2019-06 as presented. Roll call vote taken.

Wolfe – AYE

Hill – AYE

Chamblin – AYE

Brown – AYE

Wong – AYE

16.2. Memorandum of Understanding

The Board of Directors will review and consider approval of a Memorandum of Understanding between Tahoe Forest Hospital District and Tahoe Forest Hospital District Employees' Association.

CHRO noted "AFSCME Council 57, Local 3965" will be added to the title of the Employees' Association in the final Memorandum of Understanding on the title page, preamble and signature page.

No public comment was received.

ACTION: Motion made by Director Brown, seconded by Director Wolfe, to approve the Memorandum of Understanding between Tahoe Forest Hospital District and Employees' Association with the title change discussed.

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

Abstention: None

NAYS: None

Absent: None

16.3. Memorandum of Understanding

The Board of Directors will review and consider approval of a Memorandum of Understanding between Tahoe Forest Hospital District and Tahoe Forest Hospital District Employees' Association of Professionals.

CHRO noted "AFSCME Council 57, Local 3254" will be added to the title of the Employees' Association of Professionals in the final Memorandum of Understanding on the title page, preamble and signature page.

No public comment was received.

ACTION: Motion made by Director Chamblin, seconded by Director Wolfe, to approve the Memorandum of Understanding between Tahoe Forest Hospital District and Employees' Association of Professionals with the title change discussed.

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

Abstention: None

NAYS: None

Absent: None

16.4. Corporate Compliance Report

Jim Hook of the Fox Group, Corporate Compliance Officer, presented a Second Quarter 2019 Corporate Compliance Report.

ACTION: Motion made by Director Brown, seconded by Director Chamblin, to approve the Second Quarter 2019 Corporate Compliance Report as presented.

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

Abstention: None

NAYS: None

Absent: None

16.5. Resolution 2019-07

The Board of Directors reviewed and considered for approval a resolution regarding the General Obligation (GO) Bond Property Tax Rate Calculation.

No public comment was received.

ACTION: Motion made by Director Wolfe, seconded by Director Brown, to set the 2019/20 fiscal year GO Bond tax rate per \$100,000 at \$21.37 and utilize approximately 75% (\$283,240.22) of the reserve (\$377,653.62) to fully cover the 2019/20 debt service requirement of \$5,151,450.02. Roll call vote taken.

Wolfe – AYE

Hill – AYE

Chamblin – AYE

Brown – AYE

Wong – AYE

16.6. Resolution 2019-08

The Board of Directors reviewed and considered approval of a resolution that authorizes a change of address for the Pediatric Rural Health Clinic.

No public comment was received.

ACTION: Motion made by Director Chamblin, seconded by Director Brown, to approve Resolution 2019-08 as presented. Roll call vote taken.

Wolfe – AYE

Hill – AYE

Chamblin – AYE

Brown – AYE

Wong – AYE

17. ITEMS FOR BOARD DISCUSSION

17.1. Board Education

17.1.1. Cyber Security

Jake Dorst, Chief Information & Innovation Officer, provided board education on cyber security.

18. DISCUSSION OF CONSENT CALENDAR ITEMS PULLED, IF NECESSARY

Not applicable.

19. BOARD COMMITTEE REPORTS

No committee reports.

20. BOARD MEMBERS REPORTS/CLOSING REMARKS

None.

21. CLOSED SESSION CONTINUED, IF NECESSARY

Not applicable.

22. OPEN SESSION

Not applicable.

23. REPORT OF ACTIONS TAKEN IN CLOSED SESSION, IF NECESSARY

Not applicable.

24. ADJOURN

Meeting adjourned at 7:58 p.m.