



SPECIAL MEETING OF THE BOARD OF DIRECTORS

MINUTES

Thursday, May 6, 2021 at 9:00 a.m. – 3:30 p.m.

Friday, May 7, 2021 at 9:00 a.m. – 2:30 p.m.

Cedar House Sport Hotel – Cervino Room
10918 Brockway Road, Truckee, CA 96161

Day One – Thursday, May 6, 2021 at 9:00 am

1. CALL TO ORDER

Meeting called to order at 9:01 a.m.

2. ROLL CALL

Board: Alyce Wong, Board Chair; Mary Brown, Vice Chair; Art King, Secretary; Dale Chamblin, Treasurer; Michael McGarry, Board Member

Staff in attendance: Harry Weis, President & Chief Executive Officer; Martina Rochefort, Clerk of the Board

Other: Pamela Knecht of ACCORD LIMITED

3. INPUT – AUDIENCE

No public comment was received.

4. RETREAT ITEMS FOR BOARD DISCUSSION

4.1. Welcome and Opening Comments by Board Chair

Director Wong welcomed attendees and outlined COVID-19 restrictions for the meeting.

4.2. Retreat Framework, Objectives and Agenda

Pamela Knecht, Retreat Facilitator, reviewed the overall framework, specific objectives and agenda for the retreat.

Judy Newland, Chief Operating Officer, joined the meeting at 9:15 a.m.

4.3. Strategic Plan Status Report

The Board of Directors received a status report from senior leadership on the 2019-2022 Strategic Plan.

Alex MacLennan, Chief Human Resources Officer and Dr. Shawni Coll, Chief Medical Officer, joined at the meeting at 9:25 a.m.

CHRO departed at 9:46 a.m.

Scott Baker, VP Provider Services, joined the meeting at 9:46 a.m.

CMO & VP Provider Services departed at 10:09 a.m.

Karen Baffone, Chief Nursing Officer, joined the meeting at 10:10 a.m.

CNO departed at 10:28 a.m.

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May 6 & 7, 2021 RETREAT MINUTES – Continued

Crystal Betts, Chief Financial Officer, joined at 10:28 a.m.

Open Session recessed at 10:34 a.m.

Open Session reconvened at 10:44 a.m.

CFO departed the meeting at 11:01 a.m.

VP Provider Services rejoined the meeting at 11:01 a.m.

VP Provider Services departed at 11:08 a.m.

Ted Owens, Executive Director of Governance, joined at 11:08 a.m.

Director Brown would like to see innovation and technology added to the Foundations of Excellence.

4.4. Board Self-Assessment

Board of Directors agreed to remove agenda item due to time constraints.

4.5. Roles of Trustees

Retreat Facilitator reviewed board and management roles, fiduciary duty of oversight, and mini case studies.

Open Session recessed at 12:33 p.m.

Open Session reconvened at 1:04 p.m.

4.6. Fiduciary, Strategic & Generative Governance

The Board of Directors discussed strategy and management oversight, and fiduciary, strategic and generative roles.

4.7. Wrap up of Day One

The Board of Directors reviewed highlights from the day.

5. ADJOURN

Open Session reconvened at 3:03 p.m.

Day Two – Friday, May 7, 2021 at 9:00 am

6. CALL TO ORDER

Meeting was called to order at 9:02 a.m.

7. ROLL CALL

Board: Alyce Wong, Board Chair; Mary Brown, Vice Chair; Art King, Secretary; Dale Chamblin, Treasurer; Michael McGarry, Board Member

Staff in attendance: Harry Weis, President & Chief Executive Officer; Ted Owens, Executive Director of Governance; Martina Rochefort, Clerk of the Board

Other: Pamela Knecht of ACCORD LIMITED

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May 6 & 7, 2021 RETREAT MINUTES – Continued

8. INPUT – AUDIENCE

No public comment was received.

9. RETREAT ITEMS FOR BOARD DISCUSSION

9.1. Retreat Review and Preview

Ms. Knecht, Retreat Facilitator, reviewed the work from the previous day and confirmed the objectives for the day.

9.2. Disruptors & Artificial Intelligence

Harry Weis, President & Chief Executive Officer, presented on general and healthcare disruptors and artificial intelligence.

Item 9.5. was discussed next.

9.5. Possible Implications of Educational Information

The Board of Directors participated in a facilitated discussion on the possible implication of the education information for TFHD.

Open Session recessed at 10:33 a.m.

Open Session reconvened at 10:45 a.m.

David Ruderman, Assistant General Counsel, joined the meeting at 10:45 a.m.

9.3. Quality Scoring Tool

Board of Directors agreed to remove agenda item due to time constraints.

9.4. Social Media Use and Speaking with the Media

David Ruderman, Assistant General Counsel, reviewed AB 992 legislation on permissible social media use for board members.

Open Session recessed at 12:19 p.m.

Open Session reconvened at 12:50 p.m.

9.6. Board Goals

The Board of Directors discussed developing board goals for the year.

9.7. Wrap up and Next Steps

The Board of Directors discussed next steps and concluded its retreat.

10. ADJOURN

Meeting adjourned at 2:35 p.m.