



# REGULAR MEETING OF THE BOARD OF DIRECTORS MINUTES

Thursday, December 16, 2021 at 4:00 p.m.

Pursuant to Assembly Bill 361, the Regular Meeting of the Tahoe Forest Hospital District Board of Directors for December 16, 2021 will be conducted telephonically through Zoom. Please be advised that pursuant to legislation and to ensure the health and safety of the public by limiting human contact that could spread the COVID-19 virus, the Eskridge Conference Room will not be open for the meeting. Board Members will be participating telephonically and will not be physically present in the Eskridge Conference Room.

## 1. CALL TO ORDER

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

## 2. ROLL CALL

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

Staff in attendance: Harry Weis, President & Chief Executive Officer; Judy Newland, Chief Operating Officer; Crystal Betts, Chief Financial Officer; Dr. Shawni Coll, Chief Medical Officer; Martina Rochefort, Clerk of the Board

Other: David Ruderman, General Counsel

Absent: Bob Barnett, Board Member

## 3. DELETIONS/CORRECTIONS TO THE POSTED AGENDA

No changes were made to the agenda.

General Counsel read the board into Closed Session.

*Director Barnett joined the meeting at 4:02 p.m.*

## 4. INPUT AUDIENCE

No public comment was received.

**Open Session recessed at 4:03 p.m.**

## 5. CLOSED SESSION

### 5.1. Conference with Real Property Negotiator (Gov. Code § 54956.8)

*Property Parcel Numbers: 094-110-025-000*

*Agency Negotiator: Judith Newland*

*Negotiating Party: Daniels Matthew*

*Under Negotiation: Price & Terms of Payment*

Discussion was held on a privileged item.

Regular Meeting of the Board of Directors of Tahoe Forest Hospital District  
**December 16, 2021 MINUTES – Continued**

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**5.2. Liability Claim (Gov. Code § 54956.95)**

*Claimant: Donald Ladd*

*Claim Against: Tahoe Forest Hospital District*

Discussion was held on a 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 a privileged item.

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

*Name of District Negotiator(s) to Attend Closed Session: Mary Brown*

*Unrepresented Employee: President & Chief Executive Officer*

Discussion was held on a privileged item.

**5.5. Approval of Closed Session Minutes**

11/18/2021 Regular Meeting

Discussion was held on a privileged item.

**5.6. 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**

Open Session reconvened at 6:00 p.m.

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

General Counsel noted there was no reportable action taken on item 5.1. Item 5.2. Liability Claim was denied on a 5-0 vote. Items 5.3. and 5.4. had no reportable action. Item 5.5. Closed Session Minutes was approved on a 5-0 vote. Item 5.6. Medical Staff Credentials was 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. ACKNOWLEDGMENTS**

**12.1.** Joji Huerto was named December 2021 Employee of the Month.

**12.2.** Sara Wojcik was named 2021 Employee of the Year.

**13. MEDICAL STAFF EXECUTIVE COMMITTEE**

**13.1. Medical Executive Committee (MEC) Meeting Consent Agenda**

*MEC recommended the following for approval by the Board of Directors:*

*Policies with Changes*

- *Use of Communication Networks, DIT-2101*
- *Sentinel/Adverse Event/Error or Unanticipated Outcome, AQPI-1906*

Discussion was held.

**ACTION:** Motion made by Director Brown, to approve Medical Executive Committee Consent Agenda as presented, seconded by Director McGarry. Roll call vote taken.

**Barnett – AYE**

**McGarry - AYE**

**Chamblin – AYE**

**Brown – AYE**

**Wong – AYE**

**14. CONSENT CALENDAR**

**14.1. Approval of Minutes of Meetings**

**14.1.1.** 11/15/2021 Special Meeting

**14.1.2.** 11/18/2021 Regular Meeting

**14.2. Financial Reports**

**14.2.1.** Financial Report – November 2021

**14.3. Board Reports**

**14.3.1.** President & CEO Board Report

**14.3.2.** COO Board Report

**14.3.3.** CNO Board Report

**14.3.4.** CIO Board Report

**14.3.5.** CMO Board Report

**14.3.6.** CHRO Board Report

**14.4. Approve Board Policies**

**14.4.1.** CEO Succession Plan, ABD-28

**14.4.2.** Post-Issuance Compliance Procedures for Outstanding Tax-Exempt Bonds,  
ABD- 23

**14.4.3.** Fiscal Policy, ABD-11

**14.4.4.** Financial Assistance Program Full Charity Care and Discount Charity Care Policies,  
ABD-09

**14.4.5.** Credit and Collection Policy, ABD-08

**14.5. Approve Resolution for Continued Remote Teleconference Meetings**

**14.5.1.** Resolution 2021-07

**ACTION:** Motion made by Director McGarry, to approve the Consent Calendar as presented, seconded by Director Barnett. Roll call vote taken.

**Barnett – AYE**

**McGarry - AYE**

**Chamblin – AYE**

Brown – AYE

Wong – AYE

**15. ITEMS FOR BOARD DISCUSSION**

**15.1. 2021 Cancer Center Quality Report**

Dr. Melissa Kaime presented an annual quality report from the District’s Gene Upshaw Memorial Tahoe Forest Cancer Center.

**16. ITEMS FOR BOARD ACTION**

**16.1. Resolution 2021-08**

The Board of Directors reviewed and considered approval of a resolution authorizing execution and delivery of a loan and security agreement, promissory note, and certain action in connection therewith for the California Health Facilities Financing Authority Nondesignated Public Hospital Bridge Loan Program. Discussion was held.

No public comment was received.

**ACTION: Motion made by Director Brown, to approve Resolution 2021-08 authorizing execution and delivery of a loan and security agreement, promissory note, and certain action in connection therewith for the California Health Facilities Financing Authority Nondesignated Public Hospital Bridge Loan Program as presented, seconded by Director Chamblin. Roll call vote taken.**

Barnett – AYE

McGarry - AYE

Chamblin – AYE

Brown – AYE

Wong – AYE

**16.2. President & CEO Employment Agreement**

The Board of Directors reviewed and considered approval of a new Employment Agreement for the President & CEO. Director Brown reviewed the changes to include a new annual base salary of \$657,494, an updated incentive compensation target of 30% of base salary, a one time signing bonus of \$30,000 and an increased auto allowance of \$900 per month.

**ACTION: Motion made by Director Brown, to approve Employment Agreement as presented, seconded by Director McGarry. Roll call vote taken.**

Barnett – AYE

McGarry - AYE

Chamblin – AYE

Brown – AYE

Wong – AYE

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

Not applicable.

**18. BOARD OFFICER ELECTION**

**18.1. Election of 2022 Board Officers**

Director Chamblin proposed all officers to remain in their current officer positions. Discussion was held.

**ACTION:** Motion made by Director Chamblin, to elect Alyce Wong as Board Chair, seconded by Director Brown. Roll call vote taken.

Barnett – AYE

McGarry – AYE

Chamblin – AYE

Brown – AYE

Wong – AYE

**ACTION:** Director Wong nominated Mary Brown as Vice Chair, Michael McGarry as Secretary and Dale Chamblin as Treasurer. Directors Brown, McGarry and Chamblin accepted. Roll call vote taken.

Barnett – AYE

McGarry – AYE

Chamblin – AYE

Brown – AYE

Wong – AYE

**19. BOARD COMMITTEE REPORTS**

Director Chamblin provided an update from the December Finance Committee meeting.

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

Thank you to Karen Baffone for her work as CNO and Executive Director of Population Health.

**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 7:00 p.m.