



# REGULAR MEETING OF THE BOARD OF DIRECTORS MINUTES

Thursday, November 30, 2017 at 4:00 p.m.

Eskridge Conference Room – Tahoe Forest Hospital  
10121 Pine Avenue, Truckee, CA 96161

## **1. CALL TO ORDER**

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

## **2. ROLL CALL**

Board: Charles Zipkin, M.D., Board President; Randy Hill, Vice President; Dale Chamblin, Treasurer; Mary Brown, Board Member

Staff: Harry Weis, Chief Executive Officer; Judy Newland, Chief Operating Officer; Crystal Betts, Chief Financial Officer; Stephanie Hanson, Compliance Analyst; Martina Rochefort, Clerk of the Board

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

*Absent: Alyce Wong, Secretary*

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

No changes were made to the agenda.

## **4. INPUT AUDIENCE**

No public comment was received.

**Open Session recessed at 4:01 p.m.**

## **5. CLOSED SESSION**

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

*Subject Matter: Third Quarter Corporate Compliance Report*

*Number of items: One (1)*

Discussion was held on a privileged item.

### **5.2. Report Involving Trade Secrets (Health & Safety Code § 32106(c))**

*Proposed New Program and Service: One (1) item*

*Estimated date of public disclosure: 12/31/2017*

Discussion was held on a privileged item.

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

*Subject Matter: 2017 AHRQ Patient Safety Culture Survey*

*Number of items: One (1)*

Discussion was held on a privileged item.

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

*Subject Matter: Medical Quality Assurance Committee*

*Number of items: One (1)*

Discussion was held on a privileged item.

**5.5. Public Employee Performance Evaluation (Government Code § 54957)**

*Title: Chief Executive Officer*

Discussion was held on a privileged item.

**5.6. Approval of Closed Session Minutes**

10/26/2017 (Regular Meeting), 10/26/2017 (Special Meeting), 11/02/2017

Discussion was held on a privileged item.

**5.7. 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 6:01 p.m.

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

General Counsel noted there were no reportable actions on items 5.1.-5.5. Items 5.6. and 5.7. were both approved on a 4-0 vote.

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

No changes were made to the agenda.

**10. INPUT – AUDIENCE**

Public comment was received from Tamsen Panelli, Lynn Redner, Eileen Riotto, Mary Moniz, and Holly Patient.

**11. INPUT FROM EMPLOYEE ASSOCIATIONS**

No public comment was received.

**12. ACKNOWLEDGMENTS**

**12.1.** Christina Lee was November 2017 Employee of the Month.

**12.2.** CALNOC Awards

**12.3.** Board President acknowledged the terrific work on the Epic go-live.

**13. MEDICAL STAFF EXECUTIVE COMMITTEE**

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

Regular Meeting of the Board of Directors of Tahoe Forest Hospital District  
**November 30, 2017 MINUTES – Continued**

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MEC recommends the following for approval by the Board of Directors: New Policy –  
Computerized Physician Order Entry (CPOE)

Discussion was held.

**ACTION:** Motion made by Director Brown, seconded by Director Hill, to approve the  
Medical Executive Committee Meeting Consent Agenda as presented.

**AYES:** Directors Brown, Chamblin, Hill and Zipkin

**Abstention:** None

**NAYS:** None

**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**

10/26/2017 (Regular Meeting), 10/26/2017 (Special Meeting), 11/02/2017

**14.2. Financial Report**

**14.2.1.** Financial Report - October 2017

**14.3. Staff Reports (Information Only)**

**14.3.1.** COO Board Report

**14.3.2.** CNO Board Report

**14.3.3.** CIIO Board Report

**14.3.4.** CMO Board Report

**14.4. Tahoe Forest Health System Foundation**

**14.4.1.** Board Member Nominations

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

**AYES:** Directors Brown, Chamblin, Hill and Zipkin

**Abstention:** None

**NAYS:** None

**15. ITEMS FOR BOARD ACTION**

**15.1. Fiscal Year 2017 Audited Financial Statements Report**

Brian Conner and Ben Mack of Moss Adams presented the FY17 audited financial statements.

Discussion was held.

No public comment was received.

**ACTION:** Motion made by Director Chamblin, seconded by Director Brown, to accept the  
FY17 Audited Financial Statements as presented.

**AYES:** Directors Brown, Chamblin, Hill and Zipkin

**Abstention:** None

**NAYS:** None

**15.2. Second Reading of TFHD Board of Directors Bylaws**

Discussion was held.

No public comment was received.

**ACTION:** Motion made by Director Brown, seconded by Director Hill, to approve the Board of Director Bylaws as presented.

**AYES:** Directors Brown, Chamblin, Hill and Zipkin

**Abstention:** None

**NAYS:** None

### **15.3. Committee Charters**

Discussion was held.

Staff was directed to strike item 7 on the Executive Compensation Committee charter. The board directed staff to include representation from employees on the retirement plan committee and to look into the liability insurance for board members on this item.

Staff was directed to change “hospital” to “District” in the purpose statements of the charters.

Staff was also directed to add “District” to Tahoe Forest Hospital Medical Staff and strike “and improvement” on the Quality Committee charter.

Discussion was held.

No public comment was received.

**ACTION:** Motion made by Director Hill, seconded by Director Chamblin, to approve the Committee Charters as amended.

**AYES:** Directors Brown, Chamblin, Hill and Zipkin

**Abstention:** None

**NAYS:** None

## **16. ITEMS FOR BOARD DISCUSSION**

### **16.1. Corporate Compliance Report**

Discussion was held.

### **16.2. Strategic Planning Process**

Discussion was held.

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

None.

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

### **18.1. Governance Committee Meeting – 11/16/2017**

Director Hill provided an update from the recent Governance Committee meeting.

**18.2. Personnel Committee Meeting** – No meeting held in November.

**18.3. Finance Committee Meeting** – No meeting held in November.

**18.4. Quality Committee Meeting** – No meeting held in November.

**18.5. Community Benefit Committee Meeting** – No meeting held in November.

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

None.

**20. ITEMS FOR NEXT MEETING**

- The date for next Regular Board Meeting has changed to December 21, 2017.
- Board Self-Assessment

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

None.

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

Not applicable.

**23. OPEN SESSION**

Not applicable.

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

Not applicable.

**25. ADJOURN**

**Meeting adjourned at 7:30 p.m.**