



REGULAR MEETING OF THE BOARD OF DIRECTORS MINUTES

Thursday, July 26, 2018 at 4:00 p.m.
Tahoe Truckee Unified School District
11603 Donner Pass Road, Truckee, CA 96161

1. CALL TO ORDER

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

2. ROLL CALL

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

Staff in attendance: Harry Weis, Chief Executive Officer; Crystal Betts, Chief Financial Officer; Judy Newland, Chief Operating Officer; Dr. Shawni Coll, Chief Medical Officer; Matt Mushet, In-House Counsel; Janet Van Gelder, Director of Quality and Regulations; Lorna Tirman, Patient Experience Specialist; 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 posted agenda.

4. INPUT AUDIENCE

No public comment was received.

Open Session recessed at 4:02 p.m.

5. CLOSED SESSION

5.1. Hearing (Health & Safety Code § 32155) ♦

Subject Matter: Quality Assurance Report January 2018-June 2018

Number of items: One (1)

Discussion was held on a privileged item.

5.2. Hearing (Health & Safety Code § 32155)

Subject Matter: Quality Assurance Report

Number of items: One (1)

Discussion was held on a privileged item.

5.3. 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.

5.4. Approval of Closed Session Minutes ♦

06/28/2018, 07/10/2018

Discussion was held on a privileged item.

5.5. TIMED ITEM – 4:30PM – Hearing (Health & Safety Code § 32155) ♦

Subject Matter: Second Quarter 2018 Compliance Program Report

Number of items: One (1)

Discussion was held on a privileged item.

5.6. Hearing (Health & Safety Code § 32155)

Subject Matter: Compliance Report

Number of items: One (1)

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

Meeting reconvened at 6:00 p.m.

8. REPORT OF ACTIONS TAKEN IN CLOSED SESSION

General Counsel reported the board considered 7 items in closed session. There was no reportable action on items 5.1.-5.3., 5.5. and 5.6. Items 5.4. and 5.7. were both approved on a 5-0 vote.

9. DELETIONS/CORRECTIONS TO THE POSTED AGENDA

Item 16.1.1. will be moved up to accommodate an on-call physician.

10. INPUT – AUDIENCE

No public comment was received.

11. INPUT FROM EMPLOYEE ASSOCIATIONS

No public comment was received.

12. ACKNOWLEDGMENTS

12.1. Arlette Tormey was named July 2018 Employee of the Month.

12.2. Tahoe Forest Hospital received 2 CALNOC 2018 Performance Excellence Awards.

Item 16.1.1. was presented next to accommodate an on-call physician.

16.1. Board Education

16.1.1. Just Culture

Dr. Shawni Coll, Chief Medical Officer, and Alex MacLennan, Chief Human Resources Officer, presented on Just Culture.

Discussion was held.

13. MEDICAL STAFF EXECUTIVE COMMITTEE ♦

13.1. Medical Executive Committee (MEC) Meeting Consent Agenda

MEC recommends the following for approval by the Board of Directors: *Annual Review of Standardized Procedures and Protocols for Physician Assistants and Nurse Practitioners*

Discussion was held.

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

Director Wong asked the motion be retracted until edits are made.

Amended motion made by Director Wong, seconded by Director Hill, to accept Medical Executive Committee Meeting Consent Agenda with suggested corrections made by Director Wong for Standardized Procedures and Protocols for Physician Assistants and Nurse Practitioners.

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

Abstention: None

NAYS: None

Absent: None

14. CONSENT CALENDAR ♦

14.1. Approval of Minutes of Meetings

14.1.1. 06/04/2018

14.1.2. 06/28/2018

14.1.3. 07/10/2018

14.2. Financial Reports

14.2.1. Financial Report – June 2018

14.3. Staff Reports

14.3.1. CEO Board Report

14.3.2. COO Board Report

14.3.3. CNO Board Report

14.3.4. CIIO Board Report

14.3.5. CMO Board Report

14.4. Policy Review

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

14.4.2. CEO Succession Policy

Director Chamblin requested item 14.4.2. be pulled from the consent calendar.

ACTION: Motion made by Director Hill, seconded by Director Zipkin, to approve the Consent Calendar as presented excluding item 14.4.2.

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

Abstention: None

NAYS: None

Absent: None

15. ITEMS FOR BOARD ACTION ◆

15.1. Resolution 2018-05 ◆

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

ACTION: Motion made by Director Hill, seconded by Director Brown to set the 2018/19 fiscal year GO Bond tax rate per \$100,000 at \$20.89 and utilize approximately 75% (\$495,821.17) of the reserve (\$661,094.89) to fully cover the 2018/19 debt service requirement of \$4,994,450.02. Roll call vote taken.

Brown – AYE

Zipkin – AYE

Wong – AYE

Hill – AYE

Chamblin – AYE

15.2. Resolution 2018-06 ◆

The Board of Directors considered approval of a resolution expressing official intent regarding certain capital expenditures to be reimbursed with proceeds of an obligation. Discussion was held.

Discussion was held.

ACTION: Motion made by Director Hill, seconded by Director Zipkin, to approve Resolution 2018-06 which expresses the District's Official Intent Regarding Certain Capital Expenditures to be reimbursed with proceeds of an obligation. Roll call vote taken.

Brown – AYE

Zipkin – AYE

Wong – AYE

Hill – AYE

Chamblin – AYE

15.3. Approval of TFHD Rate Increase Proposal ◆

The Board of Director considered a rate increase for approval. Discussion was held.

ACTION: Motion made by Director Zipkin, seconded by Director Hill, to approve a 5% rate increase in aggregate to be effective August 1, 2018.

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

Abstention: None

NAYS: None

Absent: None

15.4. Corporate Compliance Report ◆

The Board of Directors reviewed and considered acceptance of a Second Quarter 2018 Corporate Compliance Report. Discussion was held.

ACTION: Motion made by Director Zipkin, seconded by Director Wong, to accept the Second Quarter 2018 Corporate Compliance Report.

No public comment was received.

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

Abstention: None

NAYS: None

Absent: None

16. ITEMS FOR BOARD DISCUSSION

16.1. Board Education

16.1.1. Just Culture

The Board heard the item earlier to accommodate a physician's schedule.

16.2. Strategic Planning Update

The Board of Directors received an update on the Strategic Planning process. Discussion was held.

Director Brown will email her suggested edits to the CEO for the "View 2021" statement.

17. DISCUSSION OF CONSENT CALENDAR ITEMS PULLED, IF NECESSARY

Item 14.4.2. was discussed.

ACTION: Motion made by Director Wong, seconded by Director Brown, to approve item 14.4.2 CEO Succession Plan policy.

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

Abstention: None

NAYS: None

Absent: None

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

18.1. Governance Committee Meeting – No meeting held in July.

18.2. Quality Committee Meeting – No meeting held in July.

18.3. Executive Compensation Committee Meeting – No meeting held in July.

18.4. Finance Committee Meeting – No meeting held in July.

19. AGENDA INPUT FOR UPCOMING COMMITTEE MEETINGS

None.

20. ITEMS FOR NEXT MEETING

The August Regular Board Meeting will be held in Tahoe City.

21. BOARD MEMBERS REPORTS/CLOSING REMARKS

Director Zipkin shared a call he received from a community member who noted their family member who was experiencing an emotional crisis in Incline Village requested to go to Tahoe Forest Hospital after the ambulance driver asked where she wanted to go. Director Zipkin felt patients should be taken to the nearest hospital.

22. CLOSED SESSION CONTINUED, IF NECESSARY

Not applicable.

23. OPEN SESSION

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

Not applicable.

25. ADJOURN

Meeting adjourned at 7:42 p.m.