



REGULAR MEETING OF THE BOARD OF DIRECTORS MINUTES

Tuesday, July 28, 2015 at 4 p.m.

Tahoe Truckee Unified School District (TTUSD) Office
11603 Donner Pass Rd, Truckee, CA

1. **CALL TO ORDER**

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

2. **ROLL CALL**

Board: Karen Sessler, President; Chuck Zipkin, Vice President; Greg Jellinek, Secretary; Dale Chamblin, Treasurer; John Mohun, Director

Staff: Jake Dorst, Interim Chief Executive Officer; Crystal Betts, Chief Financial Officer; Judy Newland, Chief Nursing/Operations Officer; Patricia Barrett, Clerk of the Board

Other: Steve Gross, General Counsel

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

None

4. **INPUT AUDIENCE:**

None.

General Counsel read the Board into Closed Session.

Open session recessed at 4:01 p.m.

5. **CLOSED SESSION:**

Discussion held on privileged matters.

6. **DINNER BREAK**

APPROXIMATELY 6:00 P.M.

7. **OPEN SESSION – CALL TO ORDER**

Meeting called to order at 6:01 p.m.

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

None.

9. **INPUT – AUDIENCE**

Barbara Widder shared her experience as a patient at TFH and acknowledged the hospital staff and physicians for their kindness, care and support.

10. **INPUT FROM EMPLOYEE ASSOCIATIONS**

Barbara Wong addressed the Board and expressed appreciation of the Board's encouragement of staff to speak their minds without going through management channels.

11. ACKNOWLEDGMENTS

Jake Dorst, interim CEO, acknowledged the staff involved in orchestrating the meaningful use attestation.

12. MEDICAL STAFF REPORT

12.1. Medical Staff Report ATTACHMENT

Dr. Dodd presented the MEC report.

ACTION: Motion made by Director Zipkin, seconded by Director Jellinek, to approved MEC consent items. Roll call vote taken. Approved unanimously.

Catherine Hammond, interim Director of Medical Staff services, was introduced.

13. CONSENT CALENDAR

13.1. Approval of Minutes of Meetings

05/26/2015 and 06/30/2015

13.2. Financial Report

June 2015 Preliminary Financials

13.3. Contracts

13.3.1. *Tahoe_Infectious_Disease_TFHD_MDA_For_Antimicrobial_Stewardship_Program_2015*

ACTION: Motion made by Director Chamblin, seconded by Director Zipkin, to approved consent items as presented. Roll call vote taken. Approved unanimously.

14. ITEMS FOR BOARD DISCUSSION AND ACTION

14.1. Facilities Operating Room (OR) Light Project Update and Recommendation For Award of Bid

Scheduled item commenced at 6:30 p.m.

Rick McConn and Mike Genet provided an update related to the operating room light project. Bids were received on July 14, 2015 with 18 contracts vying for the 6 contracts being awarded.

Discussion took place related to the work involving gas line relocation. Services for the hospital will be back fed during this anticipated 8 month process.

ACTION: Motion made by Director Chamblin, seconded by Director Mohun, to award operating room light project bids as recommended. Roll call vote taken. Approved unanimously.

14.2. Resolution Directing Placer And Nevada Counties, California, To Levy a Tax To Pay The Principal of and Interest on The District's General Obligation Bonds for Fiscal Year 2015-16 ◆

Topic taken out of order to accommodate timed item 14.1.

The CFO provided a review of the GO Bond and process for levying tax.

ACTION: Motion made by Director Chamblin, seconded by Director Jellinek to approved Resolution 2015-05 Directing Placer And Nevada Counties, California, To Levy a Tax To Pay The Principal of and Interest on The District’s General Obligation Bonds for Fiscal Year 2015-16. Roll call vote taken. Approved unanimously.

14.3. Contracts

14.3.1. NTRMG_TFHD_Diagnostic_Imaging_PSA_2015

Topic taken out of order to accommodate scheduled item 14.1.

The interim CEO provided a review of the agreement noting it is needed to start recruitment for a radiologist to replace the one that is leaving the area in October.

ACTION: Motion made by Director Zipkin, seconded by Director Sessler, to approve the contract as presented. Roll call vote taken. Approved unanimously.

14.4. ABD-21 Physician and Professional Service Agreements Policy

Jim Hook provided a review of the work done by the Compliance Committee that further edited the Physician And Professional Services Agreements policy approved by the board at the June board meeting.

Following discussion and direction by the Board, a change to the policy will be made to reflect an addition on page 2, as section 1.1 to read, “Health professionals are not permitted to provide professional services under any professional services agreement until the agreement has been fully signed and executed prior to the effective date by the parties. Agreements containing amendments to the terms and conditions of the agreement must also be executed prior to the effective date and prior to the provision of professional services under the amended agreement.”

ACTION: Motion made by Director Jellinek, seconded by Director Zipkin, to accept the amendment to the policy as designated and approve the policy. Roll call vote taken. Approved unanimously.

14.5. Board Goals

14.5.1. Six-month Check-in/Update

A review of each of the board goals was facilitated by Director Sessler and confirmation of current course and status was provided.

Goal 5 related to Mission and Vision will be agendized for a future meeting or retreat. Recommendation made to include additional ethics training at the retreat.

14.5.2. Meeting Minutes Format

The interim CEO made a recommendation to change the format of minutes to help accommodate the Board’s goal to reduce the length of meetings by moving to action minutes only.

Videographer Rory O’Farrell provided a review of the archived meetings accessible via the TTCTV website.

It was noted that the Board can request expanded minutes be included for topics they believe require greater narrative.

ACTION: Motion made by Director Sessler, seconded by Director Zipkin, to transition to an action based minute format as recommended. Roll call vote taken. Approved unanimously.

14.5.3. Board Retreat Date

The follow up retreat for the board is tentatively scheduled to take place on October 6 or 7 and will be held in Truckee.

It was noted that the intent is to conduct a regular retreat on an annual basis in or around February.

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

15.1. Finance Committee Meeting – 07/23/2015

Director Chamblin provided a summary from the July 23 meeting.

Preliminary June financials reflected an outstanding month in terms of volumes and earnings.

15.2. Community Benefit Committee – No meeting

15.3. Governance Committee Meeting – No meeting

15.4. Personnel/Retirement Committee Meeting – No meeting

15.5. Quality Committee – No meeting

16. INFORMATIONAL REPORTS

16.1. Strategic Initiatives Update ATTACHMENT

Staff reports providing updates related to key strategic initiatives were provided as part of the agenda packet. No questions to staff were presented.

16.2. CEO Search ATTACHMENT

A written update related to the CEO search was provided as part of the agenda packet.

16.3. Marketing Update ATTACHMENT

Staff report providing updates related to marketing was provided as part of the agenda packet. No questions to staff were presented.

17. AGENDA INPUT FOR UPCOMING COMMITTEE MEETINGS

Governance Committee will be extended by 30-60 minutes

18. ITEMS FOR NEXT MEETING

Special meeting of the Board will take place on September 10th.

CLOSED session topic not heard at today's meeting will be rescheduled as a special meeting during the next week if agreeable to presenters.

19. BOARD MEMBERS REPORTS/CLOSING REMARKS

None.

Open session recessed at 7:19 p.m.

20. CLOSED SESSION CONTINUED, IF NECESSARY

Discussion held on a privileged matter.

21. OPEN SESSION

22. REPORT OF ACTIONS TAKEN IN CLOSED SESSION

23. MEETING EFFECTIVENESS ASSESSMENT..... ATTACHMENT

The Board will identify and discuss any occurrences during the meeting that impacted the effectiveness and value of the meeting.

24. ADJOURN

Meeting adjourned at 8:20 p.m.