



TAHOE FOREST HOSPITAL DISTRICT

2023-02-13 Board Governance Committee

Monday, February 13, 2023 at 10:00 a.m.

Pursuant to Assembly Bill 361, the Board Governance Committee meeting for February 13, 2023 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.

Committee Members will be participating telephonically and will not be physically present in the Eskridge Conference Room.

If you would like to speak on an agenda item, you can access the meeting remotely: Please use this web link: <https://tfhd.zoom.us/j/85221068113>

If you prefer to use your phone, you may call in using the following numbers: (346) 248 7799 or (301) 715 8592, Meeting ID: 852 2106 8113



Meeting Book - 2023-02-13 Board Governance Committee

Governance Committee

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GOVERNANCE COMMITTEE AGENDA

Monday, February 13, 2023 at 10:00 a.m.

Pursuant to Assembly Bill 361, the Board Governance Committee meeting for February 13, 2023 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. Committee Members will be participating telephonically and will not be physically present in the Eskridge Conference Room.

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Or join by phone:

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Public comment will also be accepted by email to mrochefort@tfhd.com. Please list the item number you wish to comment on and submit your written comments 24 hours prior to the start of the meeting.

Oral public comments will be subject to the three-minute time limitation (approximately 350 words). Written comments will be distributed to the board prior to the meeting but not read at the meeting.

1. **CALL TO ORDER**

2. **ROLL CALL**

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

4. **INPUT – AUDIENCE**

This is an opportunity for members of the public to address the Committee on items which are not on the agenda. Please state your name for the record. Comments are limited to three minutes. Written comments should be submitted to the Board Clerk 24 hours prior to the meeting to allow for distribution. Under Government Code Section 54954.2 – Brown Act, the Committee cannot take action on any item not on the agenda. The Committee may choose to acknowledge the comment or, where appropriate, briefly answer a question, refer the matter to staff, or set the item for discussion at a future meeting.

5. **APPROVAL OF MINUTES OF: 11/15/2022**

6. **ITEMS FOR COMMITTEE DISCUSSION AND/OR RECOMMENDATION**

6.1. **Board Governance**

6.1.1. **Board Self-Assessment** ATTACHMENT
Governance Committee will review and discuss the results from the 2022 Board Self-Assessment.

6.1.2. **Board Enhancement Goals** ATTACHMENT
Governance Committee will review progress on the 2022 Board Enhancement Goals and discuss development of goals for 2023.

6.1.3. **Board Retreat Update**..... ATTACHMENT
Governance Committee will receive an update on the spring 2023 Board Retreat.

6.2. Policy Review

Governance Committee will review the following board policies:

- 6.2.1. Trade Secrets, ABD-22** ATTACHMENT
- 6.2.2. Ticket and Pass Distribution Policy, ABD-27** ATTACHMENT

7. REVIEW FOLLOW UP ITEMS / BOARD MEETING RECOMMENDATIONS

8. NEXT MEETING DATE

The Governance Committee will meet again as needed.

9. ADJOURN

*Denotes material (or a portion thereof) may be distributed later.

Note: It is the policy of Tahoe Forest Hospital District to not discriminate in admissions, provisions of services, hiring, training and employment practices on the basis of color, national origin, sex, religion, age or disability including AIDS and related conditions. Equal Opportunity Employer. The telephonic meeting location is accessible to people with disabilities. Every reasonable effort will be made to accommodate participation of the disabled in all of the District's public meetings. If particular accommodations for the disabled are needed or a reasonable modification of the teleconference procedures are necessary (i.e., disability-related aids or other services), please contact the Executive Assistant at 582-3481 at least 24 hours in advance of the meeting.

GOVERNANCE COMMITTEE

DRAFT MINUTES

Tuesday, November 15, 2022 at 10:00 a.m.

Pursuant to Assembly Bill 361, the Board Governance Committee meeting for November 15, 2022 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. Committee 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 10:02 a.m.

2. ROLL CALL

Board Members: Alyce Wong, RN, Chair; Robert Barnett

Staff in attendance: Harry Weis, President and Chief Executive Officer; Louis Ward, Chief Operating Officer; Crystal (Betts) Felix, Chief Financial Officer; Ted Owens, Executive Director of Governance; Martina Rochefort, Clerk of the Board

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.

5. APPROVAL OF MINUTES OF: 04/19/2022

Director Barnett moved approval of the Board Governance Committee minutes of April 19, 2022, seconded by Director Wong.

6. ITEMS FOR COMMITTEE DISCUSSION AND/OR RECOMMENDATION

6.1. Policy Review

Governance Committee reviewed the following board policies:

6.1.1. Guidelines for Business by the TFHD Board of Directors, ABD-12

Governance Committee reviewed the redline edits of the policy.

Director Barnett suggested updating item B.1. Regular Meetings to match the recent bylaw changes.

General Counsel will review the policy for additional edits prior to the December board meeting.

6.1.2. Physician and Professional Service Agreements, ABD-21

Governance Committee reviewed the Physician and Professional Service Agreements, ABD-21 policy. The policy has been edited by In-House Counsel and Director of Finance, Provider Services.

Director Barnett inquired about the limit noted in item 3.a. This policy now only applies to independent contract physicians and very few fall under this policy as most are now employed.

Ted Owens, Executive Director of Governance, said it would be prudent to maintain this policy because the original legislation allowing for physician employment is set to sunset. Louis Ward, Chief Operating Officer shared it is a priority item for California Hospital Association (CHA) to keep employment of physicians for critical access hospitals.

Clerk of the Board will try to have a redline version of the policy added to the board packet.

6.1.3. Order & Decorum

Governance Committee reviewed Order & Decorum. It will be reviewed at the board retreat in depth.

Executive Director of Governance recommended striking Robert's Rules of Order from item 1.F.

6.2. Board Governance

6.2.1. Board Self-Assessment

Governance Committee reviewed the Board Self-Assessment tool.

On question six, Governance Committee would like to strike "internal audit and" and "(i.e., non-financial)".

On question seven, Governance Committee would like to add "corporate" to compliance plan.

Governance Committee would like to switch question six and seven on the tool.

Related to question eight, Director Wong asked for examples of education the board received. Harry Weis, President and Chief Executive Officer, noted the strategic plan and Admin Council board reports cover internal and external trends. Executive Director of Governance regularly provides legislative updates to the board. Governance Committee would like to strike the word "environmental" from question eight.

Director Wong would like to watch the responses to question eighteen. Crystal Felix, Chief Financial Officer, added the board priorities are reflective of the current strategic plan.

President and CEO would like to see the board use a "glass half full" approach. Executive Director of Governance would like to add this to the board retreat agenda.

6.2.2. Annual Board Education Calendar

Governance Committee discussed development of a 2023 board education calendar.

Director Wong suggested adding governance topics from iProtean.

March will be a good time for a legislative update.

President and CEO would like to add the Winter illness Symposium and holiday party to the board calendar.

Director Wong asked the Clerk to poll the board on what they would like to see as educational topics.

6.2.3. 2023 AHA Rural Health Care Conference

Governance Committee discussed attendance at the 2023 AHA Rural Health Care Leadership Conference. The schedule for the conference was posted on the website and will be forwarded to the board for review.

6.2.4. 2023 Board Retreat

Governance Committee discussed planning of the spring 2023 board retreat.

The board retreat will take place in March 2023.

Director Wong would like to see a report from the Ad Hoc Committee. The board will also need to set goals.

Director Barnett would like to discuss how the board views items (cup half full versus half empty).

6.2.5. 360-Degree Feedback Evaluations of President & CEO

Governance Committee discussed 360-degree feedback evaluations of the President and Chief Executive Officer.

Director Wong brought this topic up because the board has been meeting virtually and have not been able to observe President and CEO interact with staff. Director Wong has heard from other board members they would like to hear from staff. Director Barnett agreed it would be a useful tool.

Director Wong shared her mixed feelings on the tool.

COO suggested including the board members at appropriate meetings with Medical Staff, etc.

Director Wong would like to hold off on the 360 evaluations at this time. Discussion was held.

Governance Committee would like to observe interactions between the President and CEO and staff throughout 2023.

7. REVIEW FOLLOW UP ITEMS / BOARD MEETING RECOMMENDATIONS

No discussion was held.

8. NEXT MEETING DATE

The Governance Committee will meet in February 2023.

9. ADJOURN

Meeting adjourned at 11:37 a.m.

Tahoe Forest Health System

2022 Board Self-Assessment Results Report & Board Retreat Planning

Presented by
ACCORD LIMITED

*DRAFT as of
February 7, 2023*



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I. Introduction & Process Overview

Introduction

ACCORD LIMITED (ACCORD) was reengaged to help conduct the Tahoe Forest Health System (TFHS) 2022 Board Self-Assessment (BSA) process.

The body of this report describes the process used, provides a high-level summary of results, includes comments from Board and executive interviews, and suggests possible action items to enhance the effectiveness and efficiency of the TFHS Board.

The Appendix includes the communication letter that was sent to the Board as well as the detailed results from the 2022 Survey.

Suggested agendas for the February 13, 2023, Governance Committee meeting and for the March 16-17, 2023, Board retreat are also provided.

I. Introduction & Process Overview (cont.)

Process Overview

ACCORD LIMITED (ACCORD) developed the 2022 BSA in alignment with the 2021 BSA to allow benchmarking against 2021 and 2020 survey results.

The Governance Committee reviewed the 2022 BSA questions at its November meeting. A SurveyMonkey link to the survey was provided in an email from Pam Knecht to each Board member on December 1, 2022.

Respondents were asked to rate the Board's collective performance, using a scale ranging from "Strongly Agree" to "Strongly Disagree". Results are reported on a numerical scale with values of "5" for "Strongly Agree"; "4" for "Agree"; "3" for "Neutral"; "2" for "Disagree"; and "1" for "Strongly Disagree". There was also an option to answer: "Do Not Know." Board members were also provided the opportunity to add written comments and suggestions for enhancement.

As was the case in 2021, five (5) of the 5 Board members completed the survey online, yielding a 100% response rate, which is excellent.

Pam Knecht followed up with interviews involving all 5 Board members and 5 executives (CEO, COO, CFO, CNO, and CMO) to learn more about the lowest-rated items and to discuss possible retreat topics.

II. 2022 Quantitative Results Summary

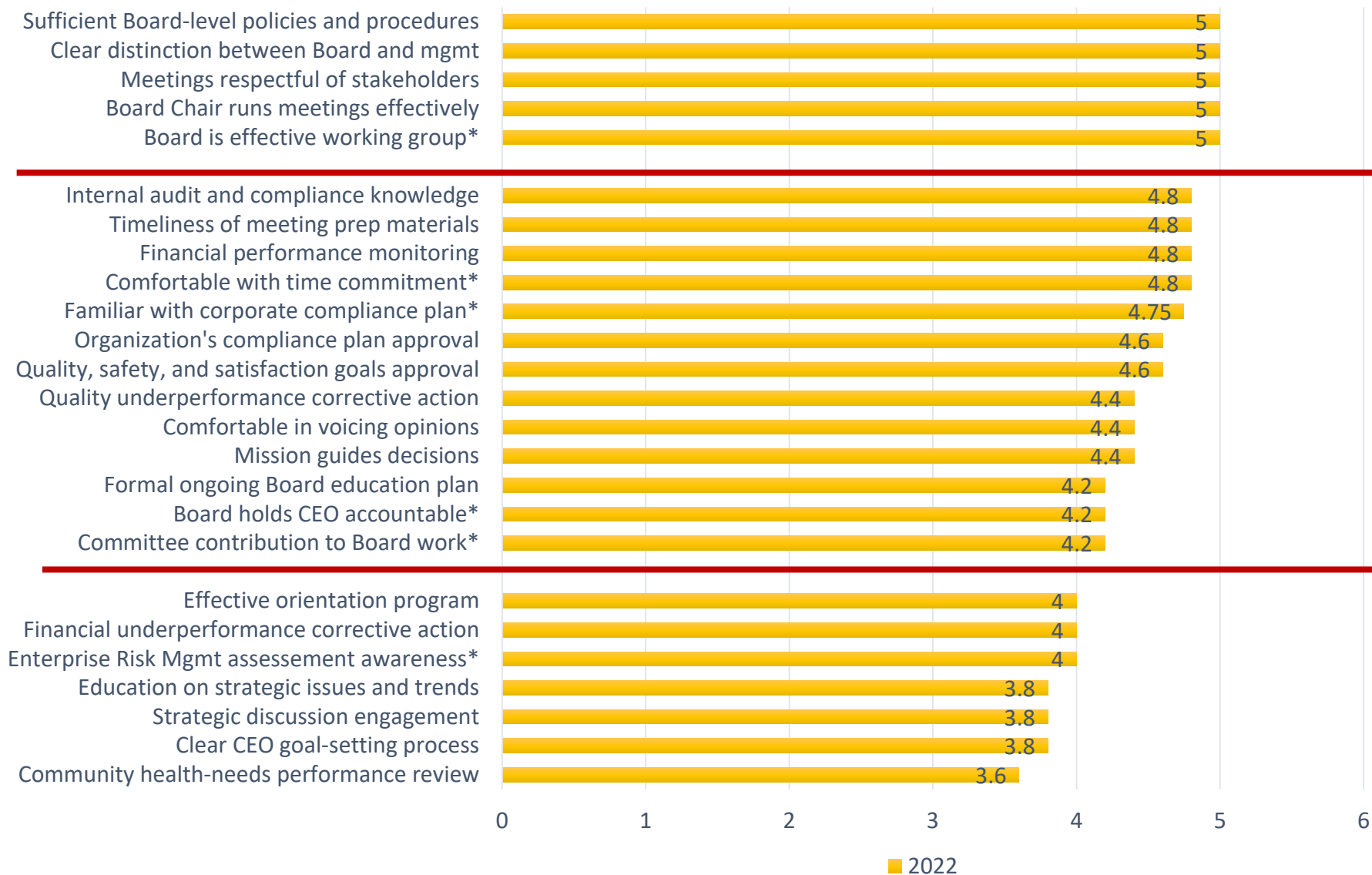
The next slide summarizes the average scores for the 25 questions in the TFHS 2022 BSA results that required a quantitative response on a scale of 1 to 5, displayed from highest- to lowest-rated.

The following slide includes a comparison of the BSA results from 2022, 2021, and 2020.

The full text for each question and the detailed scores can be found in the Appendix.

2022 TFHS BSA Results

(*question not posed in 2020)



2020-2022 TFHS BSA Results Comparison (*question not posed in 2020)



SAME OR BETTER THAN 2021

DECREASE FROM 2021

III. Analysis & Interviewees' Explanations

Analysis

This sub-section includes **ACCORD**'s overall analysis of the survey results.

Overall Comments

The results from this survey show that the Board thinks it is doing a very good job. The scores are quite high (only four practices were rated below a "4" on the 5-point scale). There was only one "Disagree" response in the entire survey, which indicates that, in general, the Board is pleased with its performance.

Highest-Scored Practices in 2022 (*Perfect Score of 5.0*)

The Board rated itself most highly in the categories of Board leadership, culture and governance (e.g., how meetings are run; ability to be an effective group; policies in place).

III. Analysis & Interviewees' Explanations (cont.)

Analysis (cont.)

2022 Results That Were Better than 2021 (rating change)

- ERM awareness (+2.4)
- Board education plan (+1.6)
- Board policies and procedures (+1.0)
- Compliance plan approval (+1.0)
- Committee contributes to Board work (+1.0)
- Internal audit and compliance knowledge (+0.8)
- Familiar with corporate compliance plan (+0.75)
- Education on strategic issues and trends (+0.6)
- Member comfort with time commitment (+0.4)

Decrease from 2021 (rating change)

The Board's rating of the following practices decreased from 2021. It should be noted that with only five respondents, one person scoring a practice a bit lower can bring the average score down a lot.

- CEO goal-setting process (-0.6)
- Strategic discussion/engagement (-0.4)
- Financial underperformance corrective action (-0.4)
- Quality, safety, satisfaction goals approval (-0.4)
- Effective orientation program (-0.2)
- Financial performance monitoring (-0.2)
- Board holds CEO accountable for org performance (-0.2)

III. Analysis & Interviewees' Explanations (cont.)

Interviewees' Explanations

Pam Knecht verbally shared the highest and lowest-rated items with each of the ten interviewees and asked them to explain the possible reasons for the lowest results. The survey questions in bold below are followed by a summary of the interviewees' comments / explanations.

There is a clear process in place for setting the CEO's annual goals.

- Not all Board members know what the process is for establishing the CEO's goals.
- The process for setting the goals is too CEO-driven (versus Board-driven).
- The CEO's goals may not be enough of a stretch.
- The CEO's goal categories have been the same for too many years in a row.
- It is not clear whether the CEO's goal categories are the right things to measure his performance.

The Board is provided sufficient opportunities to engage in strategic discussion.

- There is not enough discussion of strategic issues.
- The Board needs more education on healthcare trends and practices of other district hospitals (although most like iProtean's education, they want to hear from more outside sources).

The Board monitors the organization's financial performance compared to its plans and relevant industry benchmarks. The Board demands corrective action in response to financial underperformance.

- In recent history, we have not had any financial underperformance, so there was no need to request corrective action.
- We have seen lower net income this year.

III. Analysis & Interviewees' Explanations (cont.)

Interviewees' Explanations (cont.)

The Board approves quality, safety, and satisfaction goals.

- There are too many goals in this area.
- The Board should select a few priority quality, safety and satisfaction goals to monitor.

The Board has an effective orientation program in place for new Board members.

- We have only had a few new members in the last few years.
- Some Board members felt they had to orient themselves.
- Some longer tenured Board members spent time bringing new ones up to speed.

The Board regularly reviews the organization's performance against community health needs to ensure it is meeting its obligations as a healthcare district.

- The Ad Hoc Committee on this topic is engaged in, but has not completed its work.
- The question was posed 'regularly' and we do it annually.

VIII. Appendix

Appendix A: Introductory Message

The following was emailed from Pam Knecht to introduce the process to each Board member:

Dear Board Member,

The purpose of this survey is to enable the assessment of the Tahoe Forest Health System (TFHS) Board's performance as a whole and to benchmark against the 2021 and 2020 results.

Please click on the link below to access the Board Self-Assessment ("BSA") which has been developed in SurveyMonkey [link included]

We ask that you complete this survey by Friday, December 16th using the following scale to answer each question:

1 – Strongly Disagree

2 – Disagree

3 – Neutral

4 – Agree

5 – Strongly Agree 0 – Don't know

There will also be an opportunity to add comments and suggestions for enhancement.

The survey should be taken by current Board members only and should take approximately 20 minutes to complete. All responses are considered confidential.

Please contact Pam Knecht at pknecht@accordlimited.com with any questions. Thank you for your attention to this important initiative.

Appendix B: TFHS 2022 Board Self-Assessment Detailed Results

This section includes the detailed results for each question.

The bar charts indicate how many people gave the following answers to each question:

“5” for “Strongly Agree”

“4” for “Agree”

“3” for “Neutral”

“2” for “Disagree”

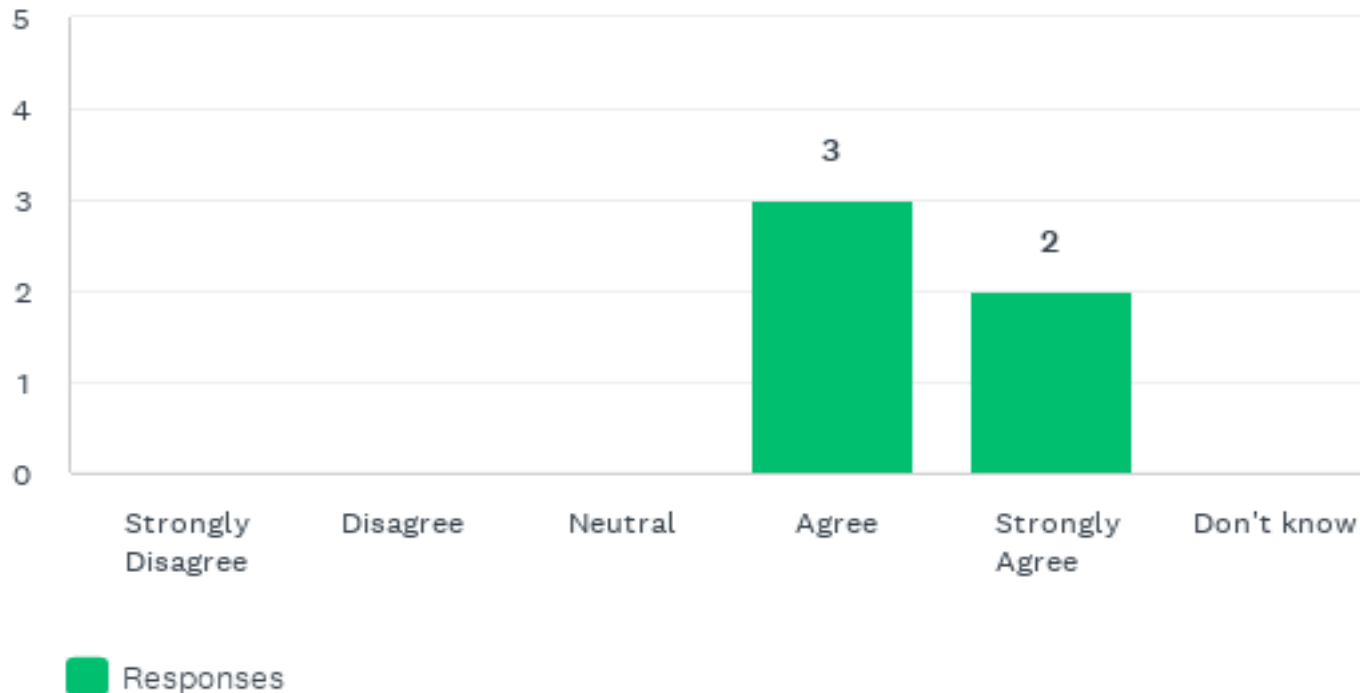
“1” for “Strongly Disagree”

“0” for “Don’t Know”

The last three slides are the verbatim comments in response to questions about the individual’s Board experience, suggestions for change, and desired education/information.

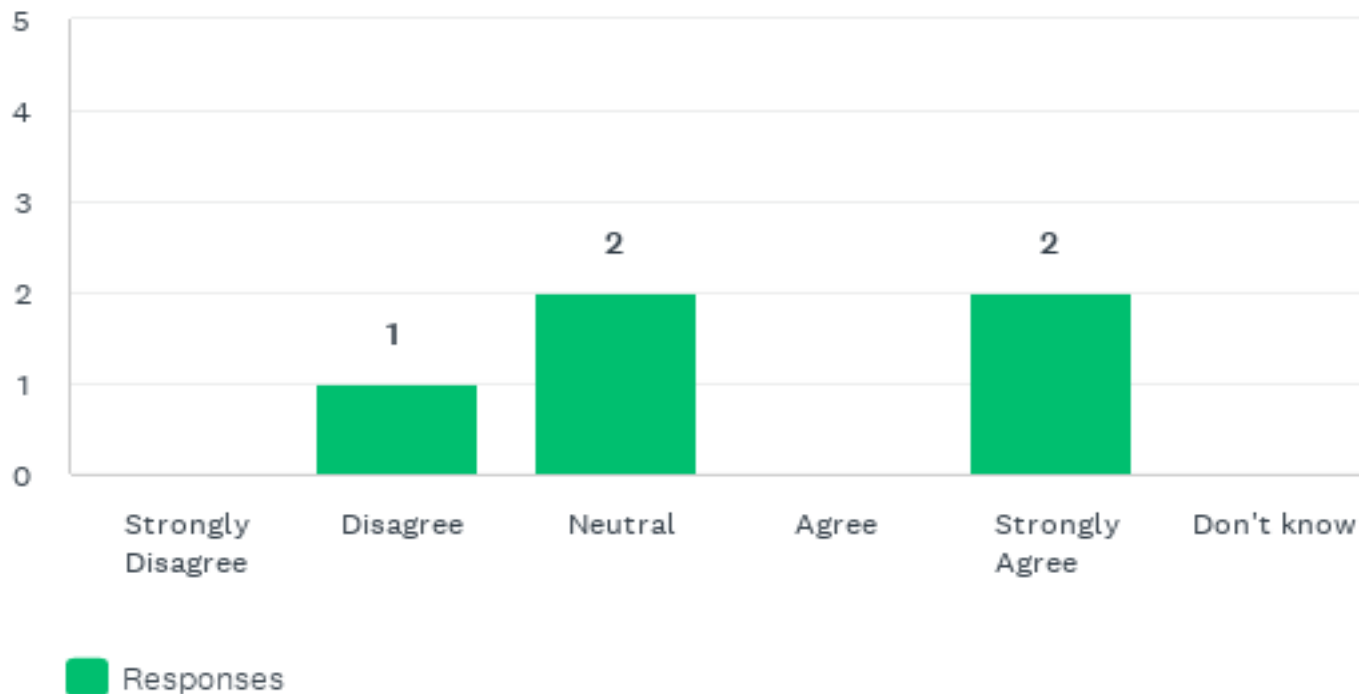
Appendix B: TFHS 2022 Board Self-Assessment Detailed Results (continued)

**Q1: The Board uses the following Mission statement to guide its decision making:
"We exist to make a difference in the health of our communities through
excellence and compassion in all we do."**



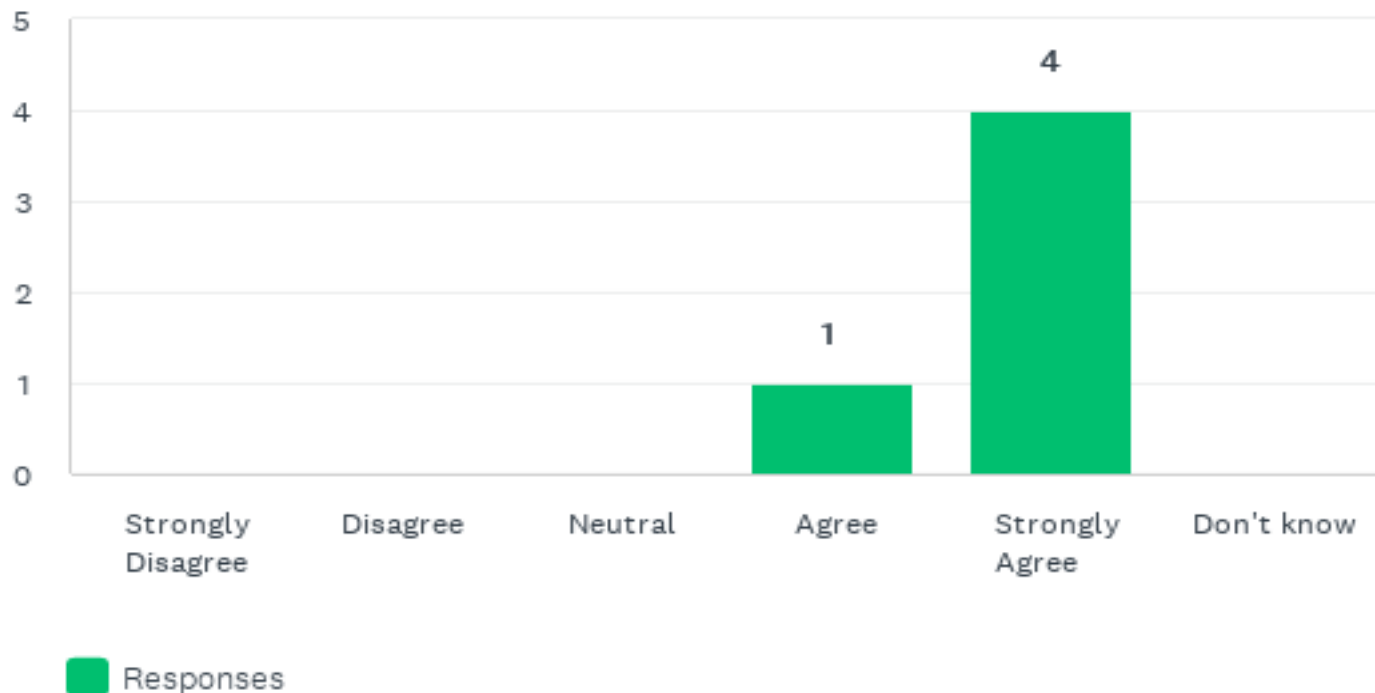
Appendix B: TFHS 2022 Board Self-Assessment Detailed Results (continued)

Q2: The Board regularly reviews the organization's performance against community health needs to ensure it is meeting its obligations as a healthcare district.



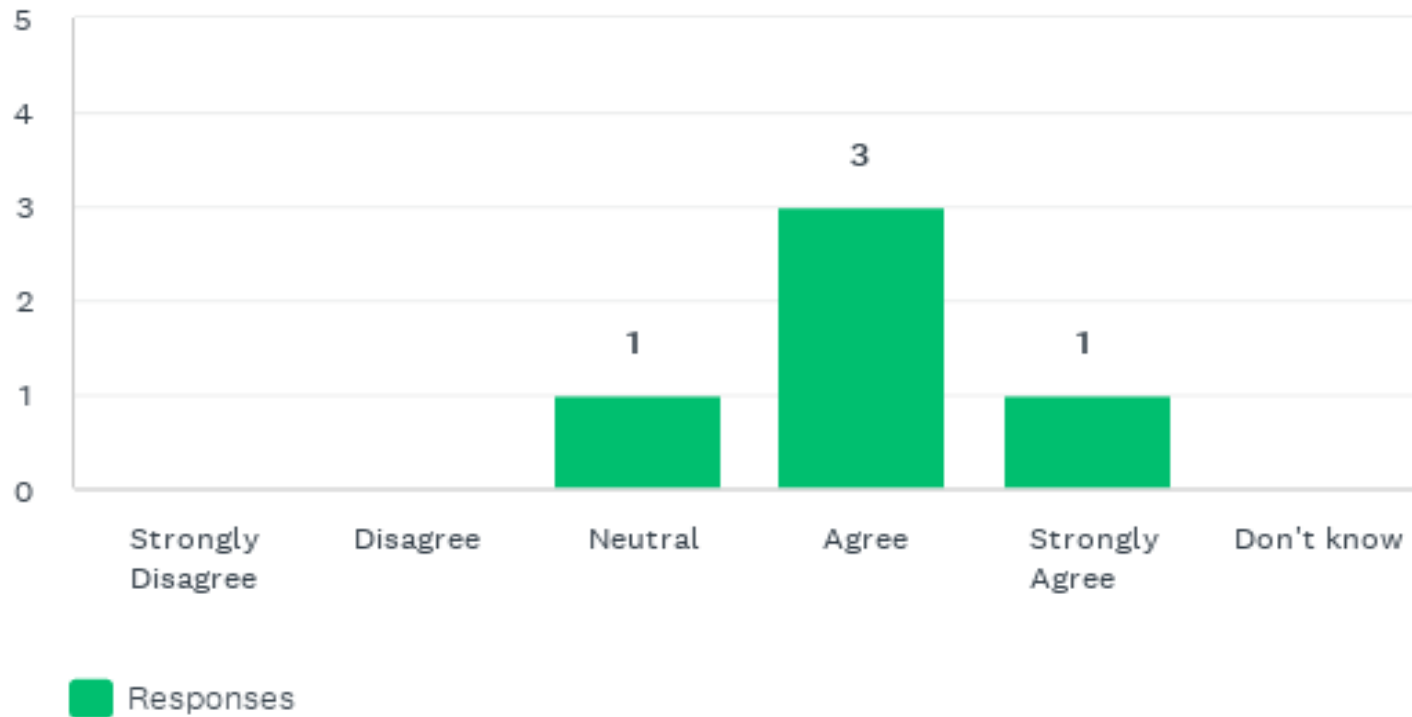
Appendix B: TFHS 2022 Board Self-Assessment Detailed Results (continued)

Q3: The Board monitors the organization's financial performance compared to its plans and relevant industry benchmarks.



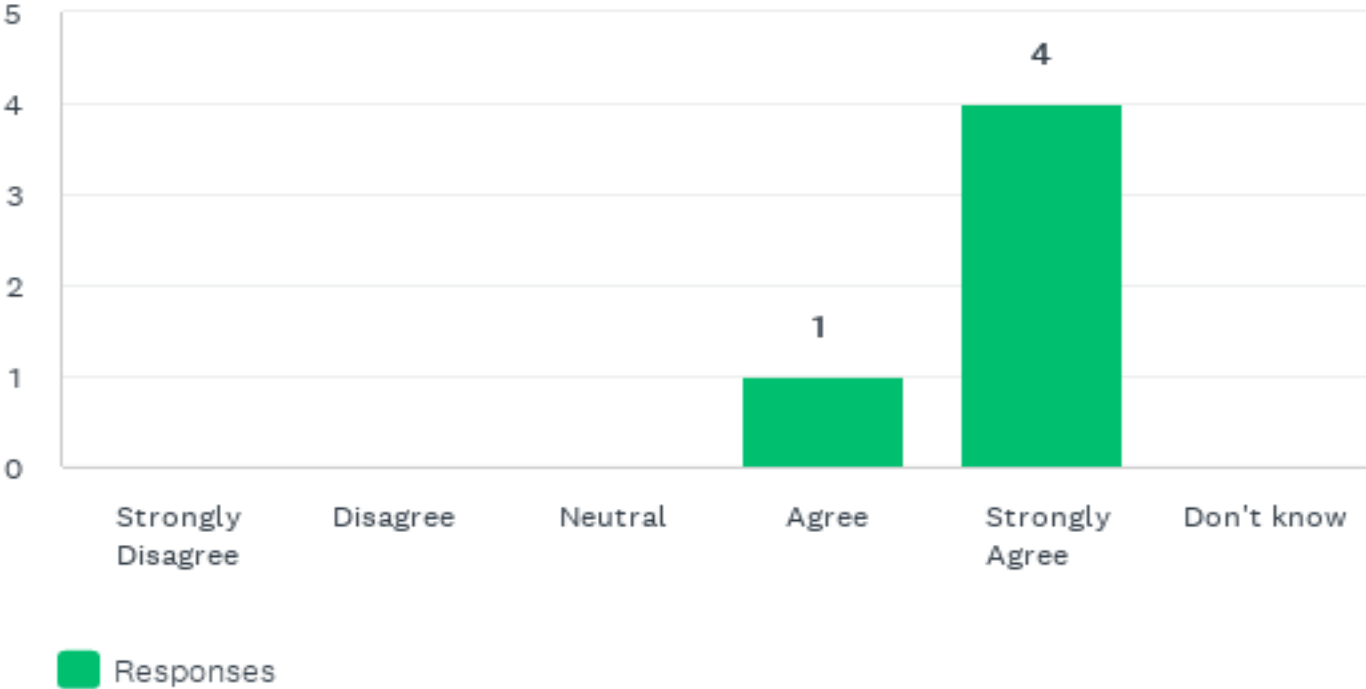
Appendix B: TFHS 2022 Board Self-Assessment Detailed Results (continued)

Q4: The Board demands corrective action in response to financial underperformance.



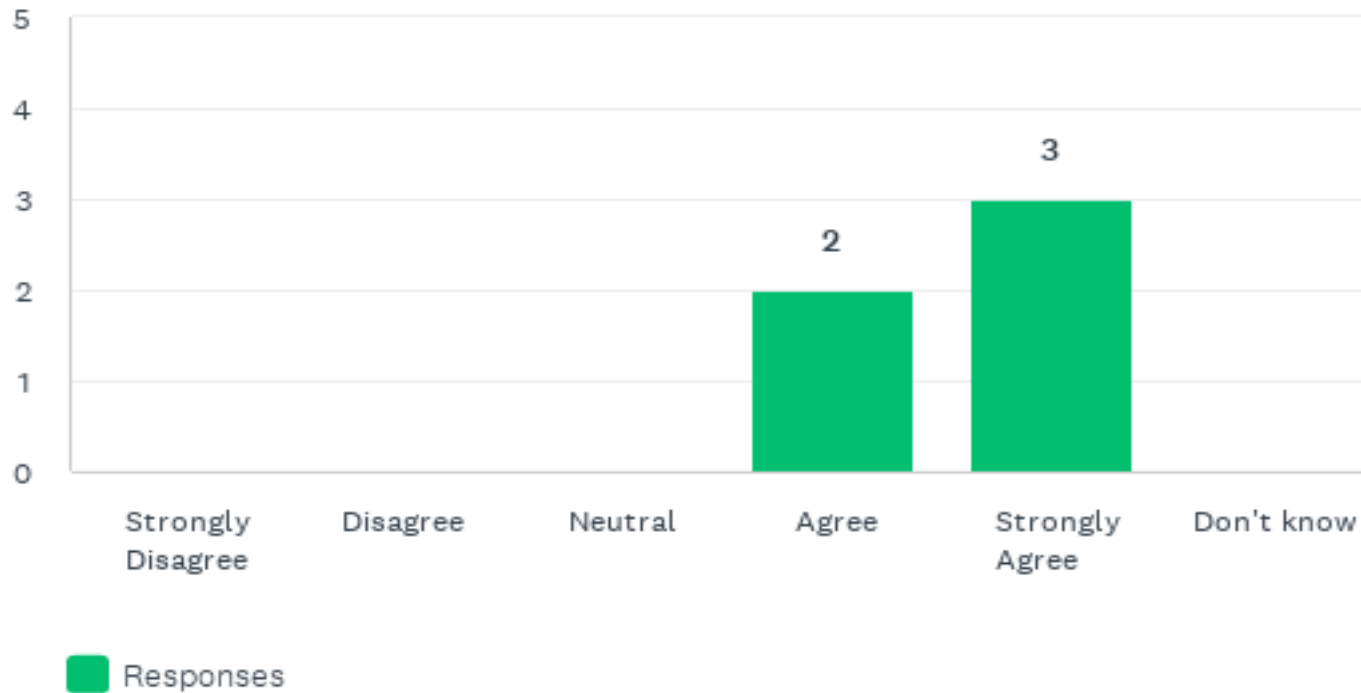
Appendix B: TFHS 2022 Board Self-Assessment Detailed Results (continued)

Q5: The Board is knowledgeable about the organization's external financial audit.



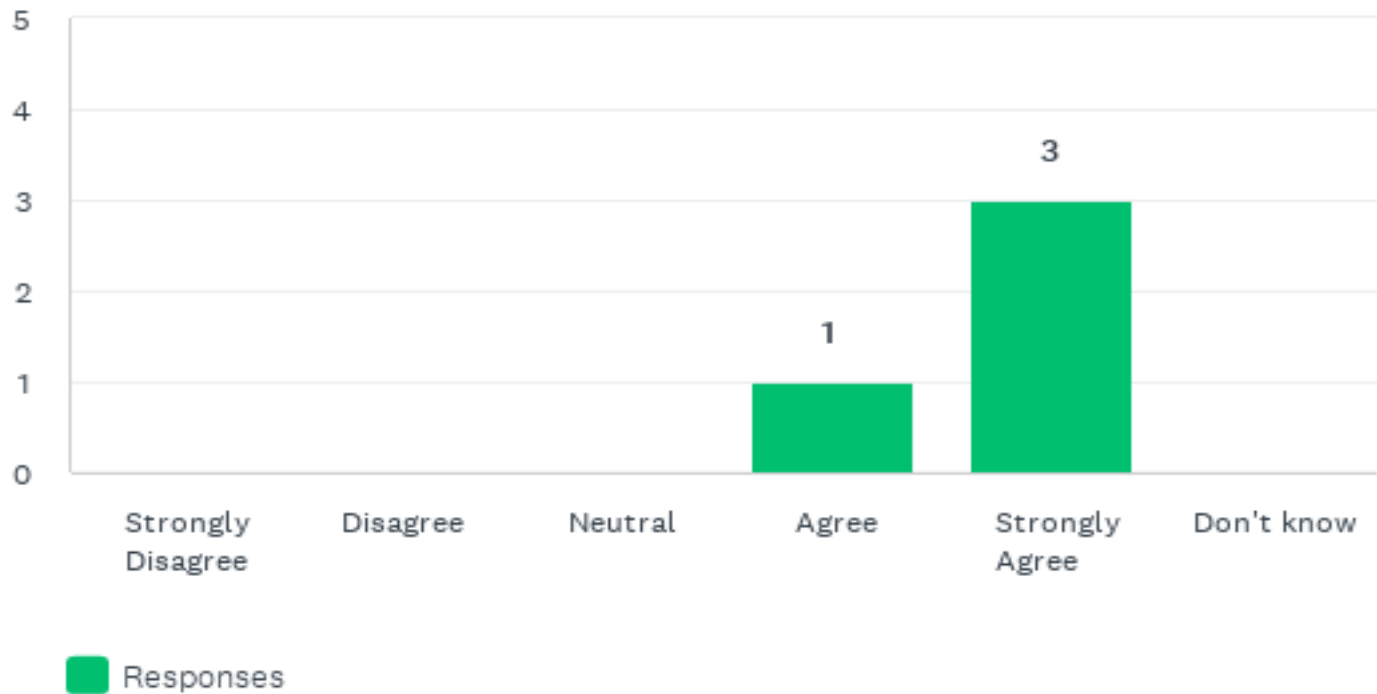
Appendix B: TFHS 2021 Board Self-Assessment Detailed Results (continued)

Q6: The Board annually approves the organization's internal compliance plan.



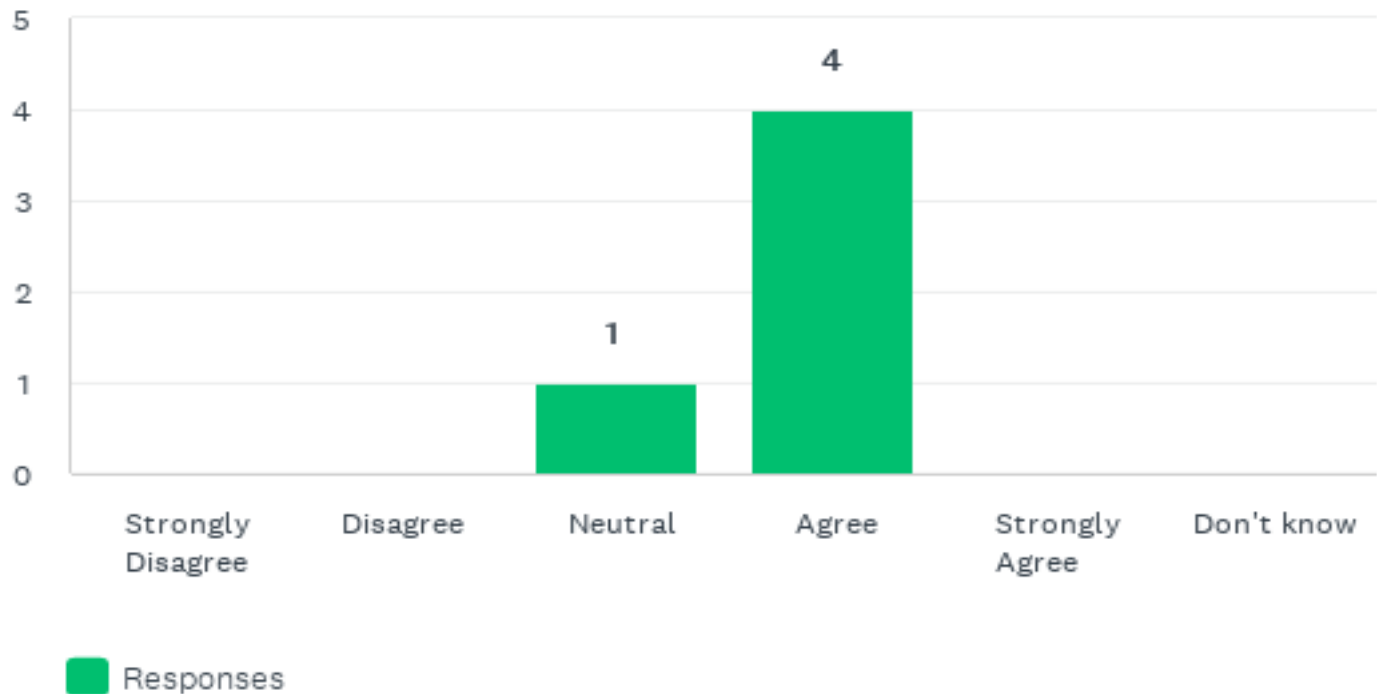
Appendix B: TFHS 2022 Board Self-Assessment Detailed Results (continued)

Q7: The Board is knowledgeable about the organization's compliance performance.



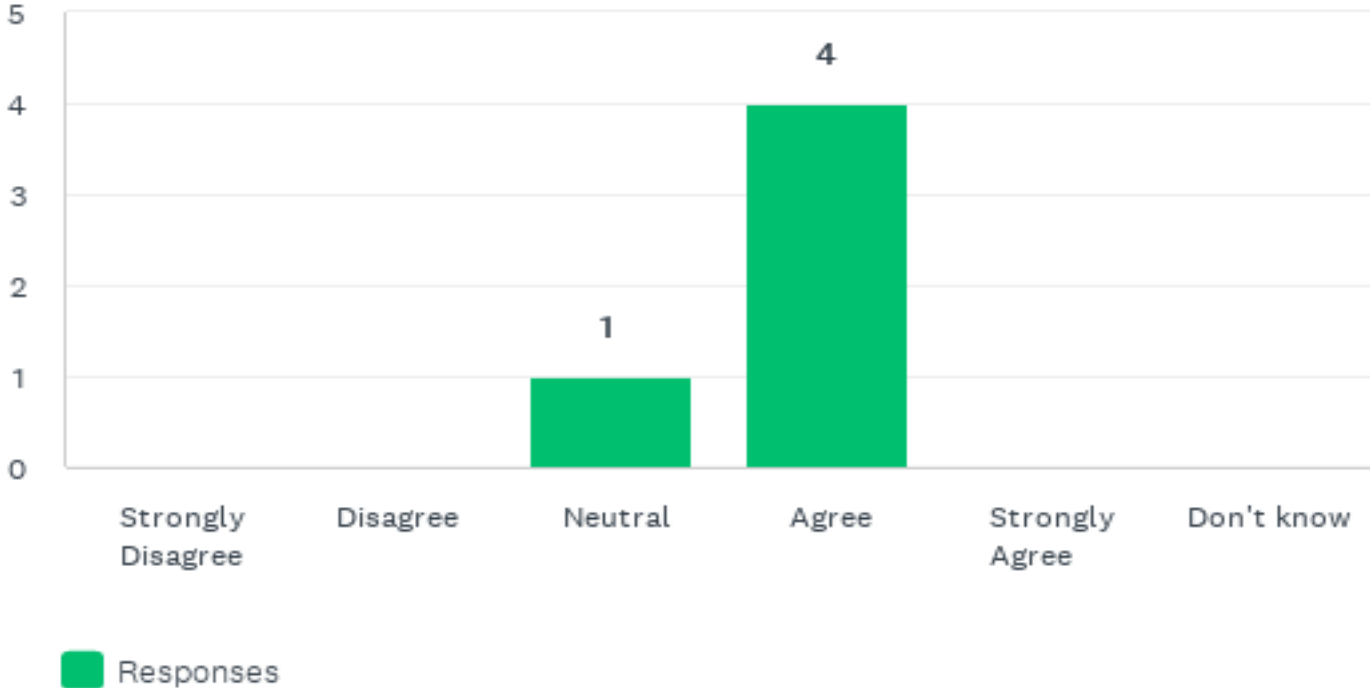
Appendix B: TFHS 2021 Board Self-Assessment Detailed Results (continued)

Q8: The Board receives education on strategic external and internal issues and trends at least once a year.



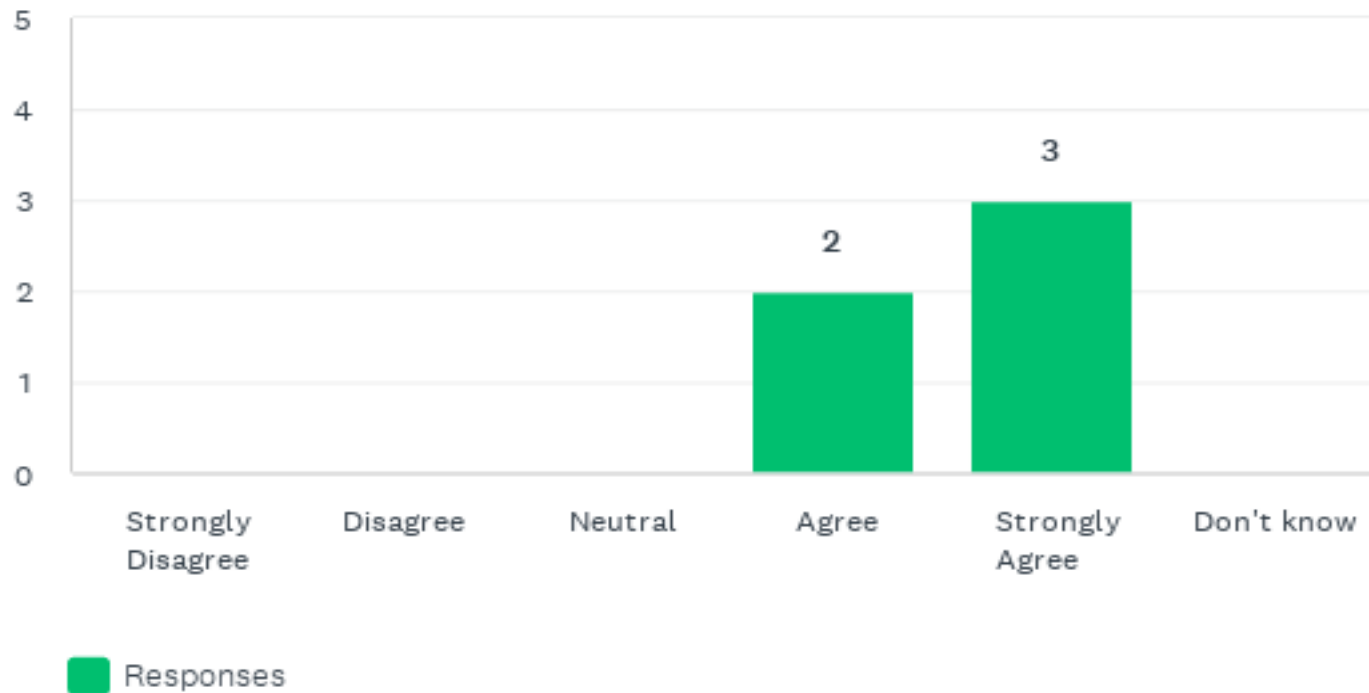
Appendix B: TFHS 2022 Board Self-Assessment Detailed Results (continued)

Q9: The Board is provided sufficient opportunities to engage in strategic discussion (e.g., in retreats, mini-retreats, educational sessions).



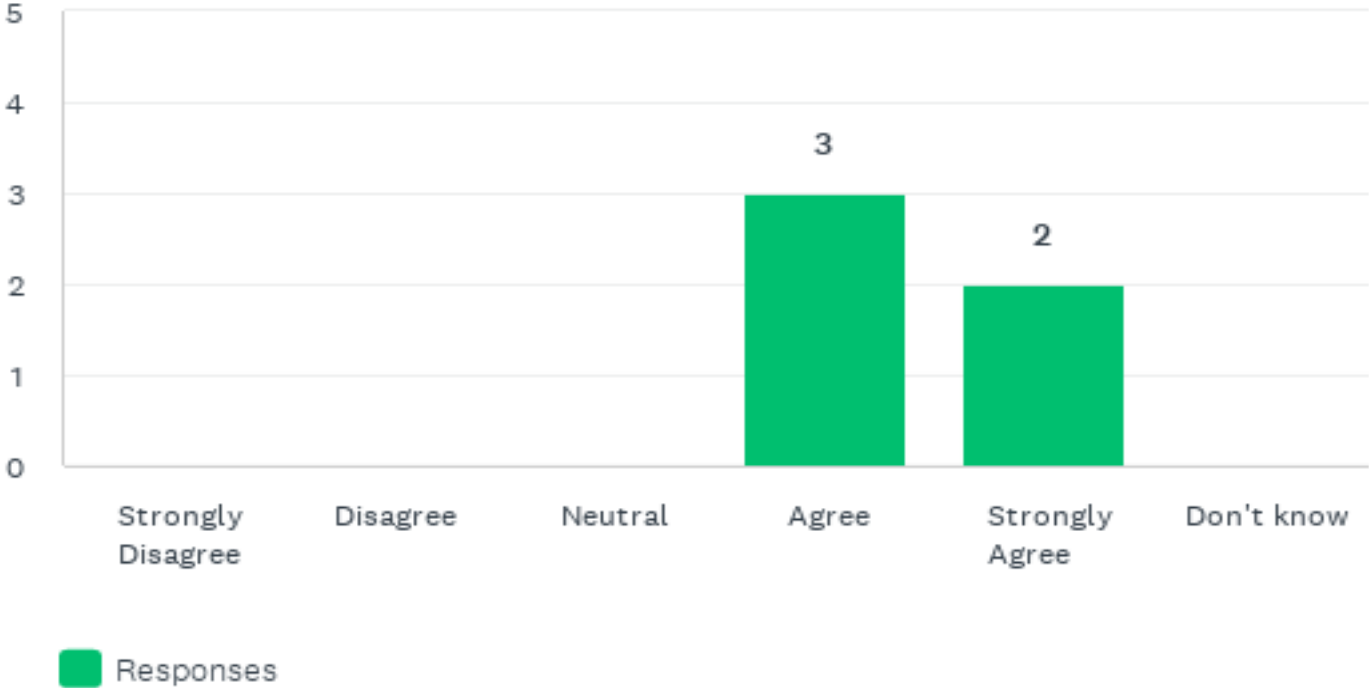
Appendix B: TFHS 2022 Board Self-Assessment Detailed Results (continued)

Q10: The Board approves quality, safety, and satisfaction goals.



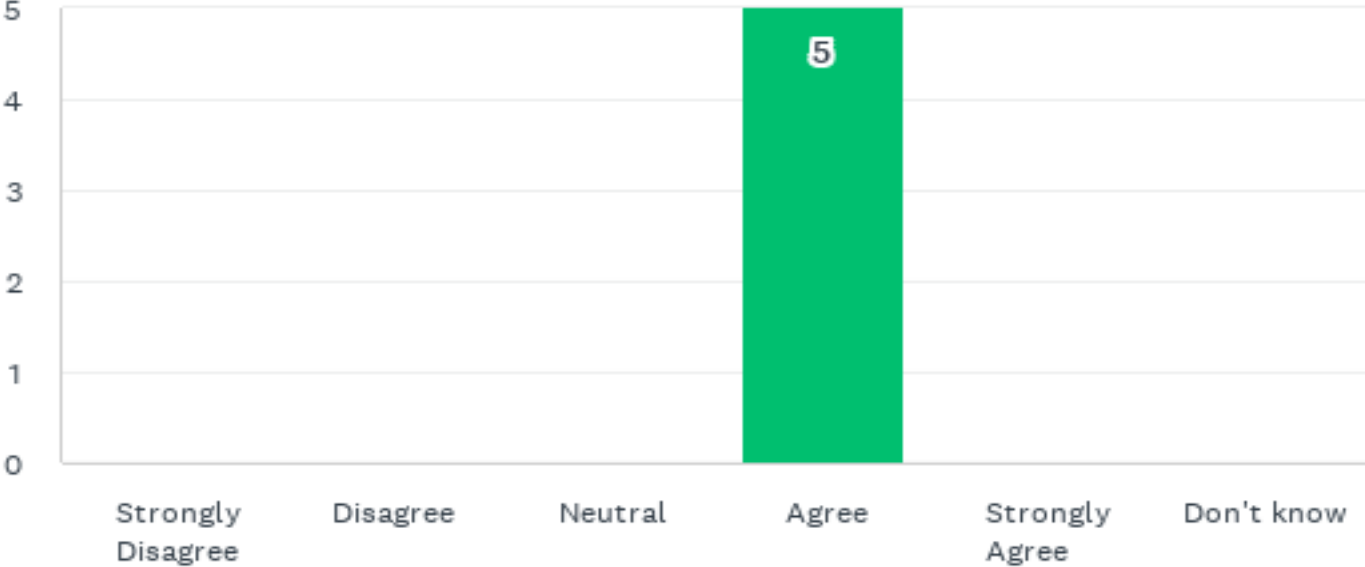
Appendix B: TFHS 2022 Board Self-Assessment Detailed Results (continued)

Q11: The Board demands corrective action in response to underperformance on the quality, safety and satisfaction goals (e.g., patient experience).



Appendix B: TFHS 2022 Board Self-Assessment Detailed Results (continued)

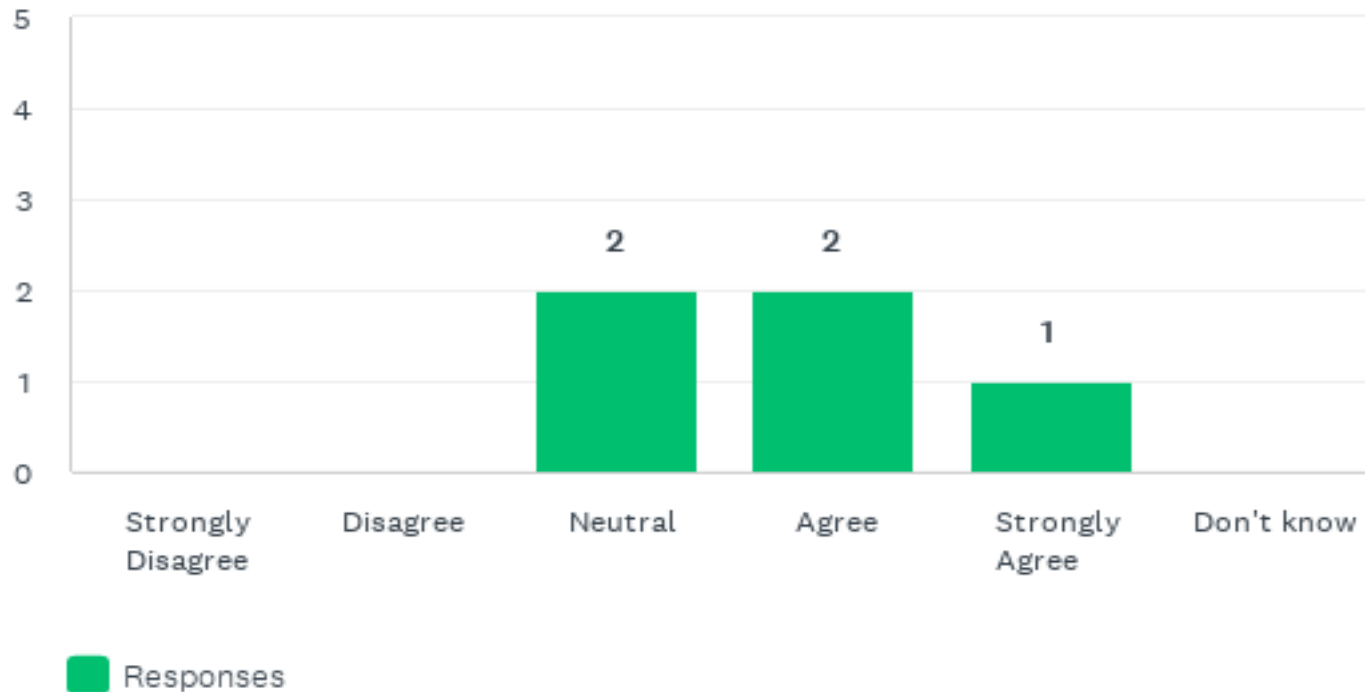
Q12: The Board is kept up to date on the results of Enterprise Risk Management (“ERM”) assessments (e.g., fire, cybersecurity, reputational, regulatory, operational).



■ Responses

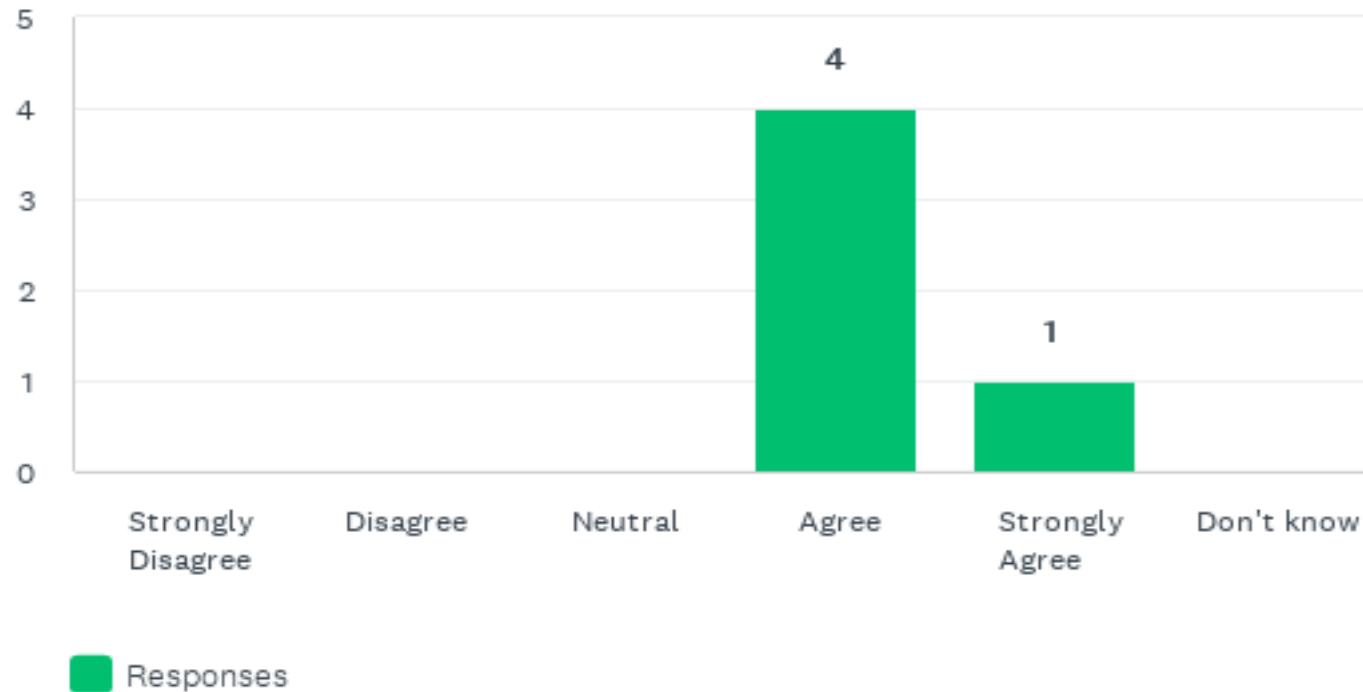
Appendix B: TFHS 2022 Board Self-Assessment Detailed Results (continued)

Q13: There is a clear process in place for setting the CEO's annual goals



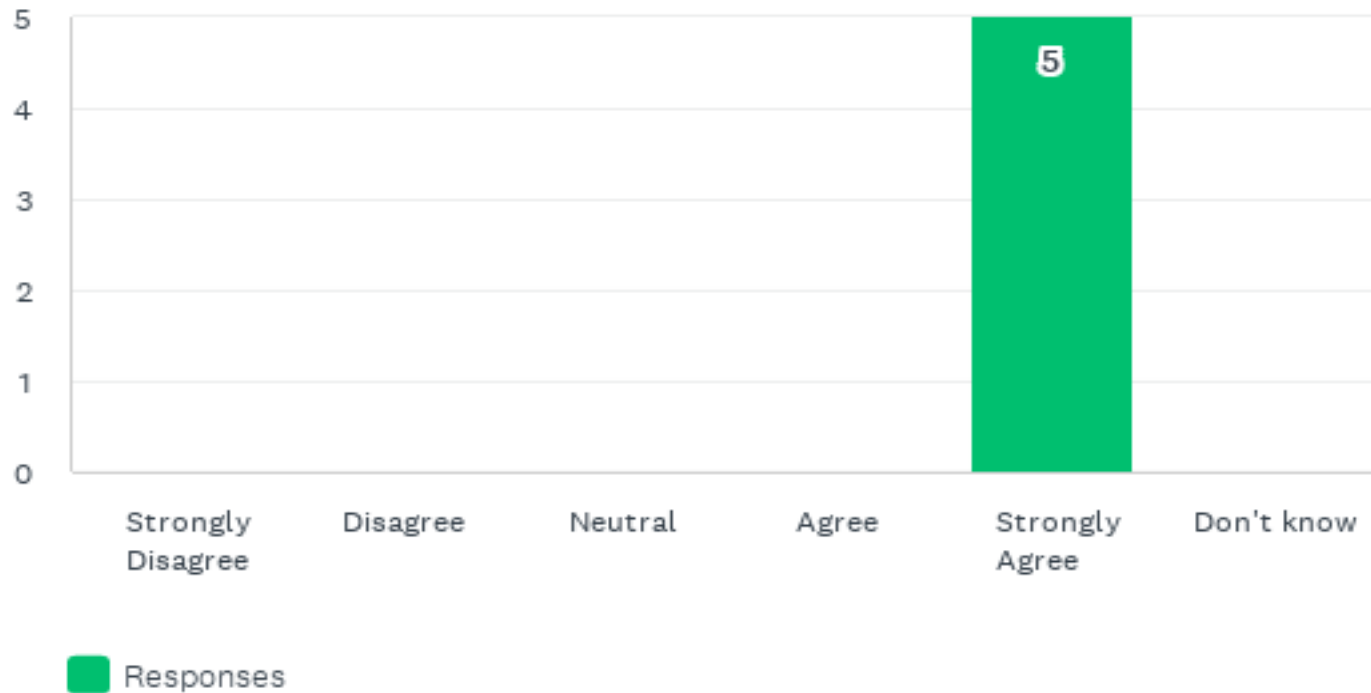
Appendix B: TFHS 2022 Board Self-Assessment Detailed Results (continued)

Q14: The Board holds the CEO accountable for the organization's performance.



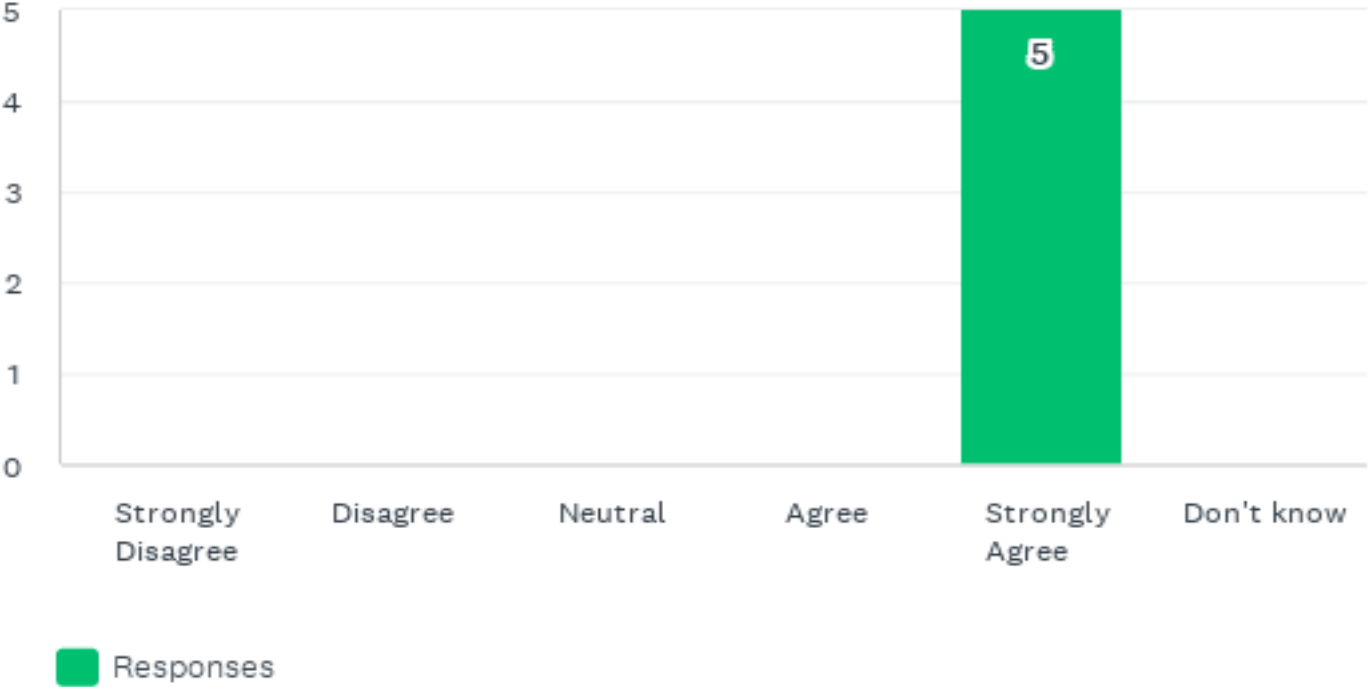
Appendix B: TFHS 2022 Board Self-Assessment Detailed Results (continued)

Q15: The Board Chair runs Board meetings effectively.



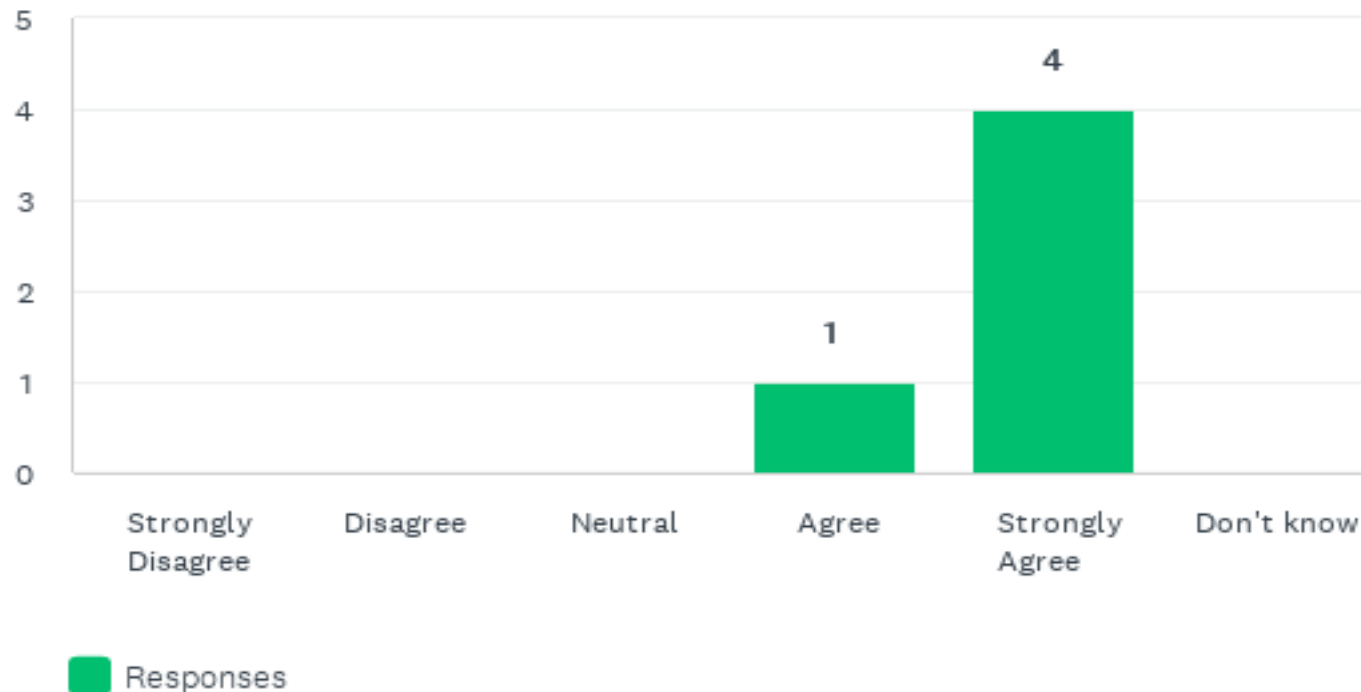
Appendix B: TFHS 2022 Board Self-Assessment Detailed Results (continued)

Q16: Board meetings are run respectfully, taking into consideration internal and external stakeholders (e.g., board members, management, the public).



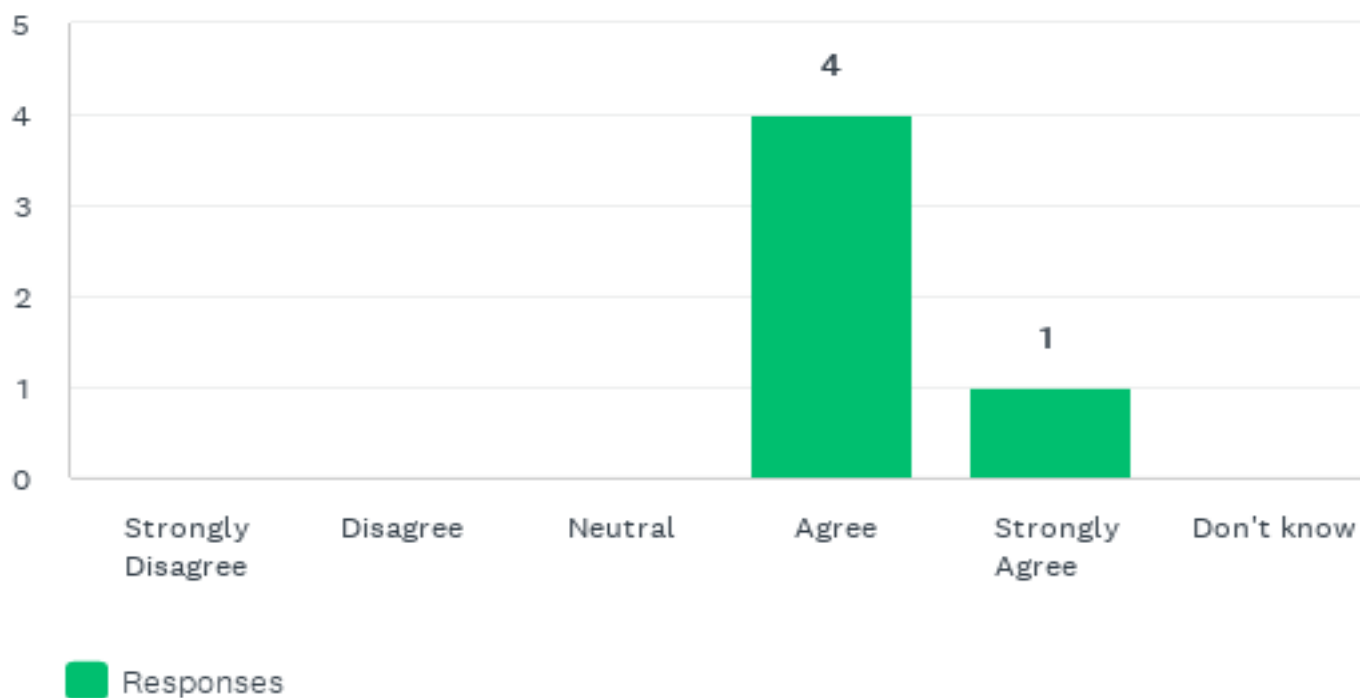
Appendix B: TFHS 2022 Board Self-Assessment Detailed Results (continued)

Q17: Board members receive materials with sufficient time for review prior to meetings (e.g., in alignment with best practice of 4-7 days prior to meetings).



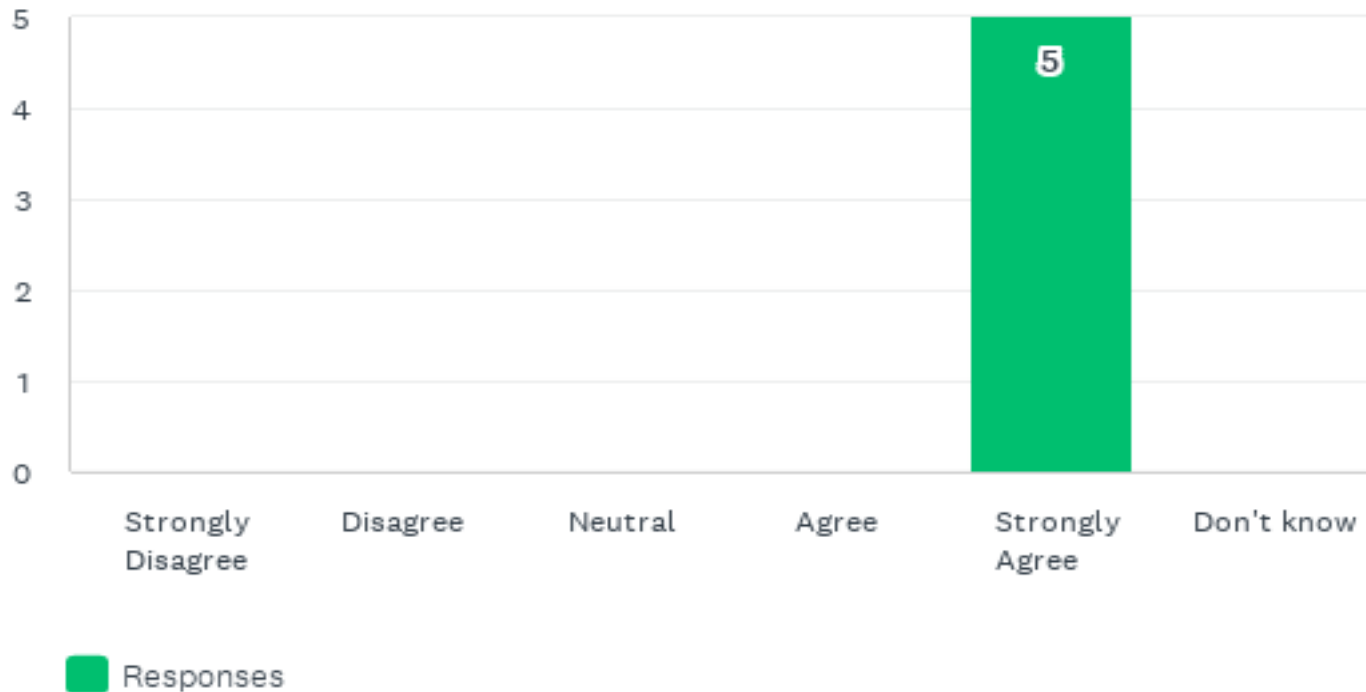
Appendix B: TFHS 2022 Board Self-Assessment Detailed Results (continued)

Q18: Committees contribute effectively to the work of the Board (e.g., committee work is aligned with Board priorities; committees tee up discussions for the Board)



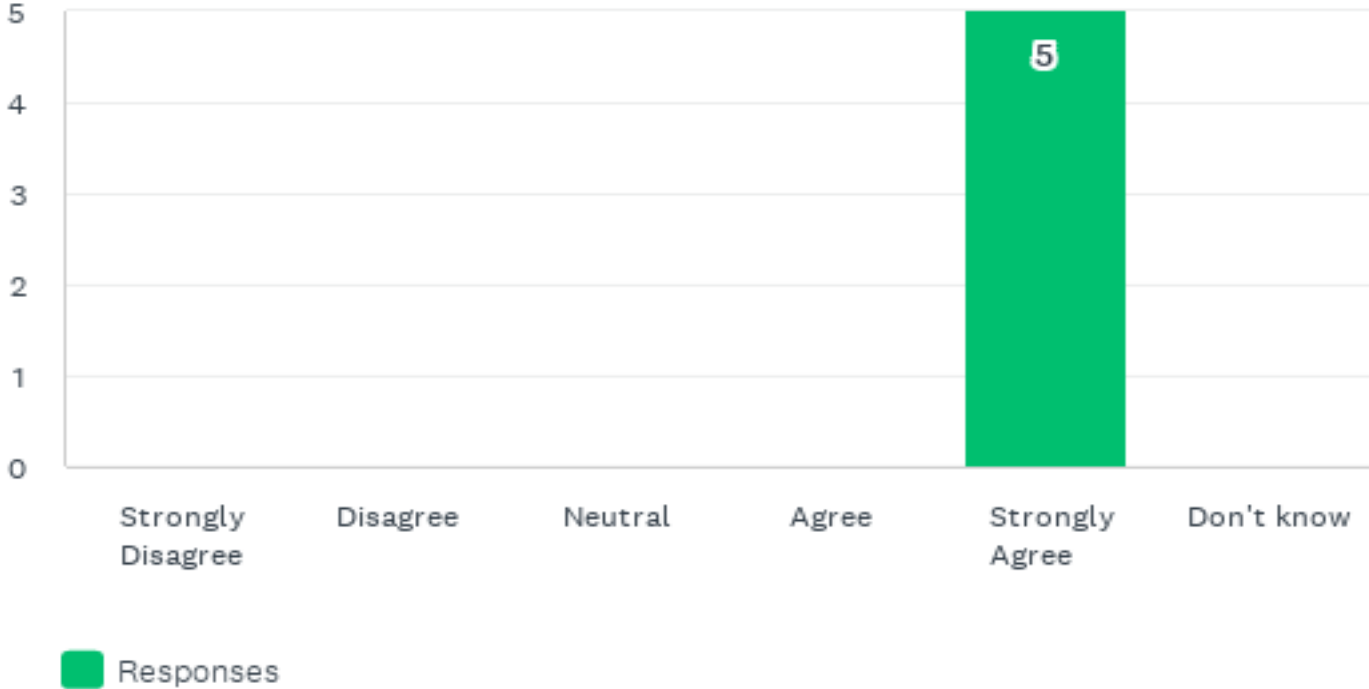
Appendix B: TFHS 2022 Board Self-Assessment Detailed Results (continued)

Q19: The Board is an effective working group (e.g. listens well, uses consensus decision making, is respectful of one another in deliberations, etc.).



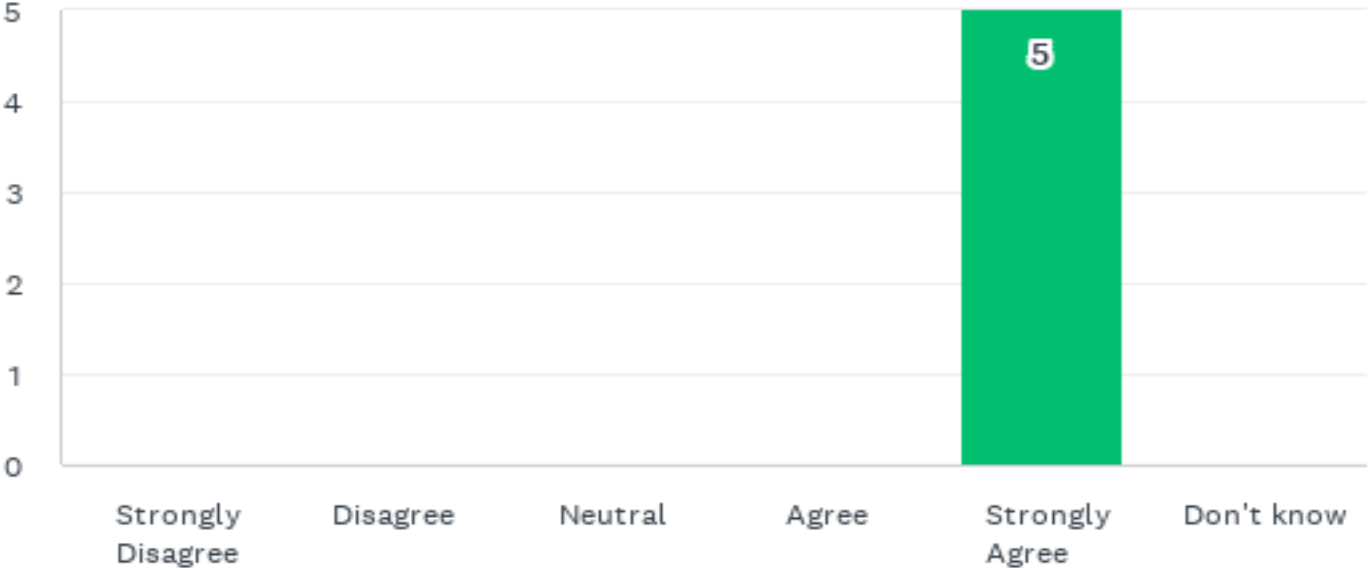
Appendix B: TFHS 2022 Board Self-Assessment Detailed Results (continued)

Q20: Board members respect the distinction between the role of the Board and the role of management.



Appendix B: TFHS 2022 Board Self-Assessment Detailed Results (continued)

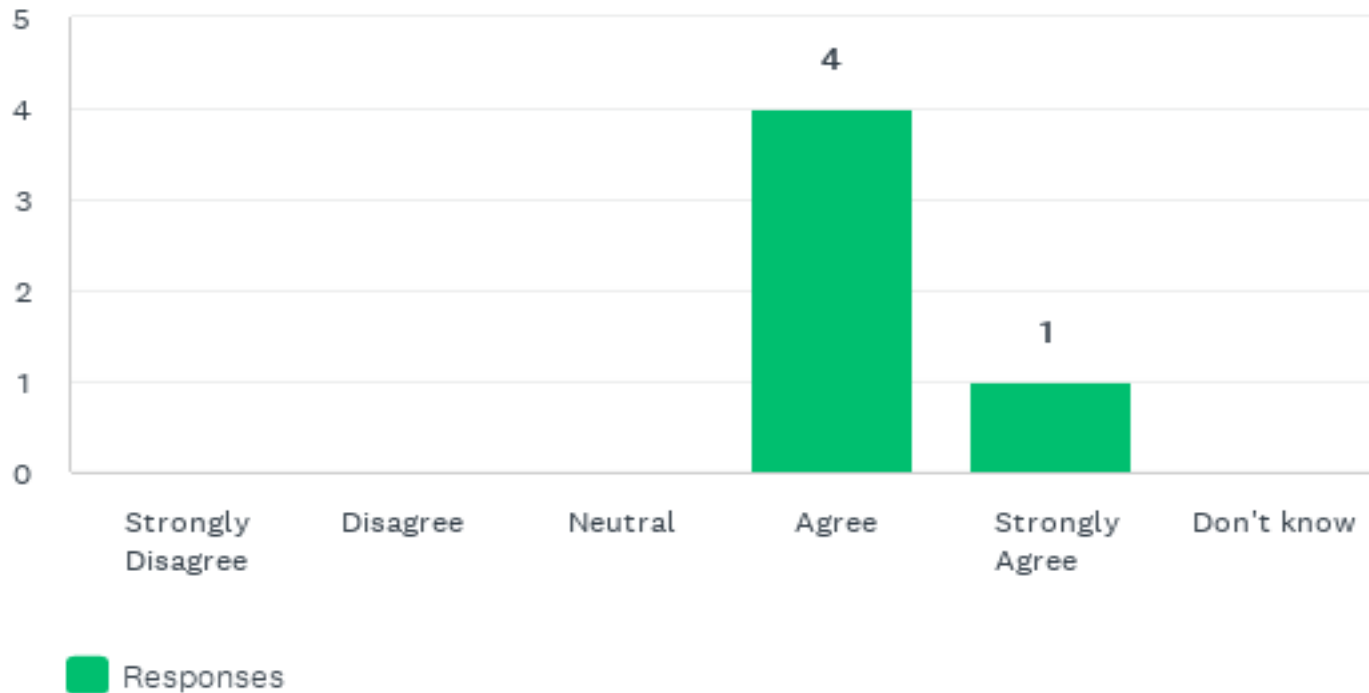
Q21: The Board has in place sufficient written Board-level policies and procedures (e.g. expectations, conflict of interest, code of conduct including confidentiality)



■ Responses

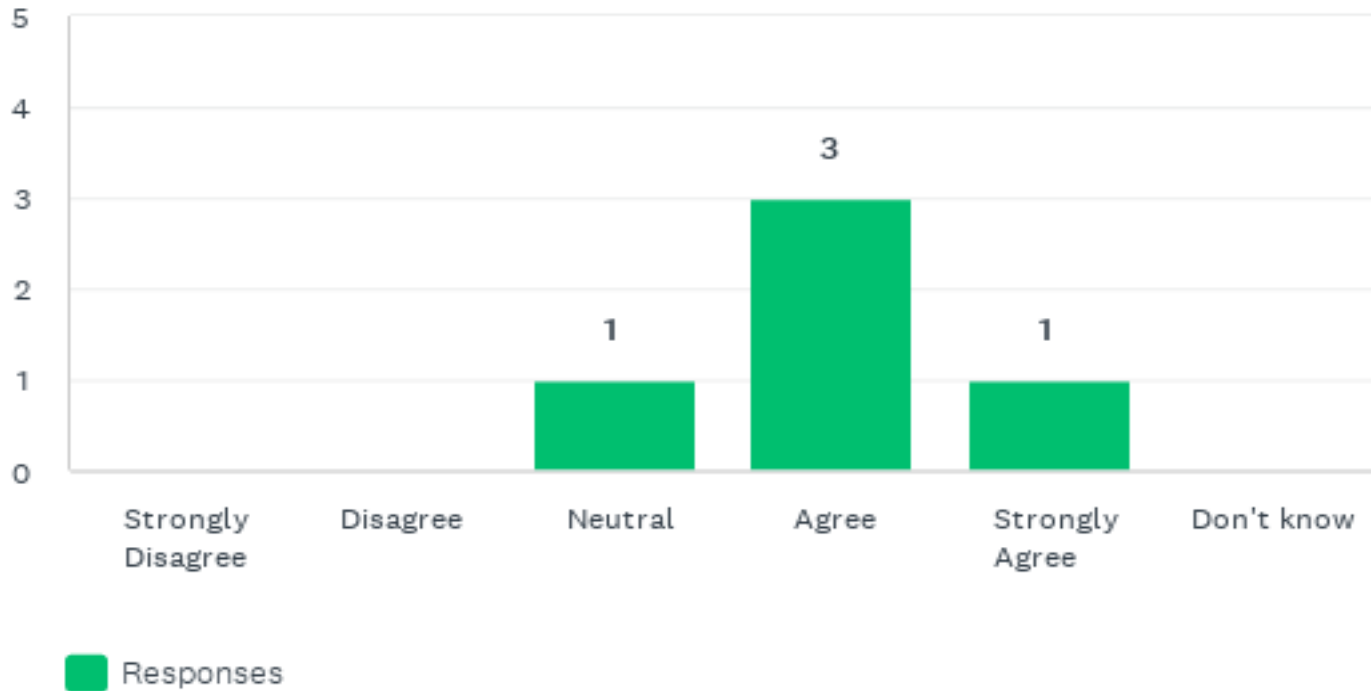
Appendix B: TFHS 2022 Board Self-Assessment Detailed Results (continued)

Q22: The Board has a formal plan for ongoing Board education



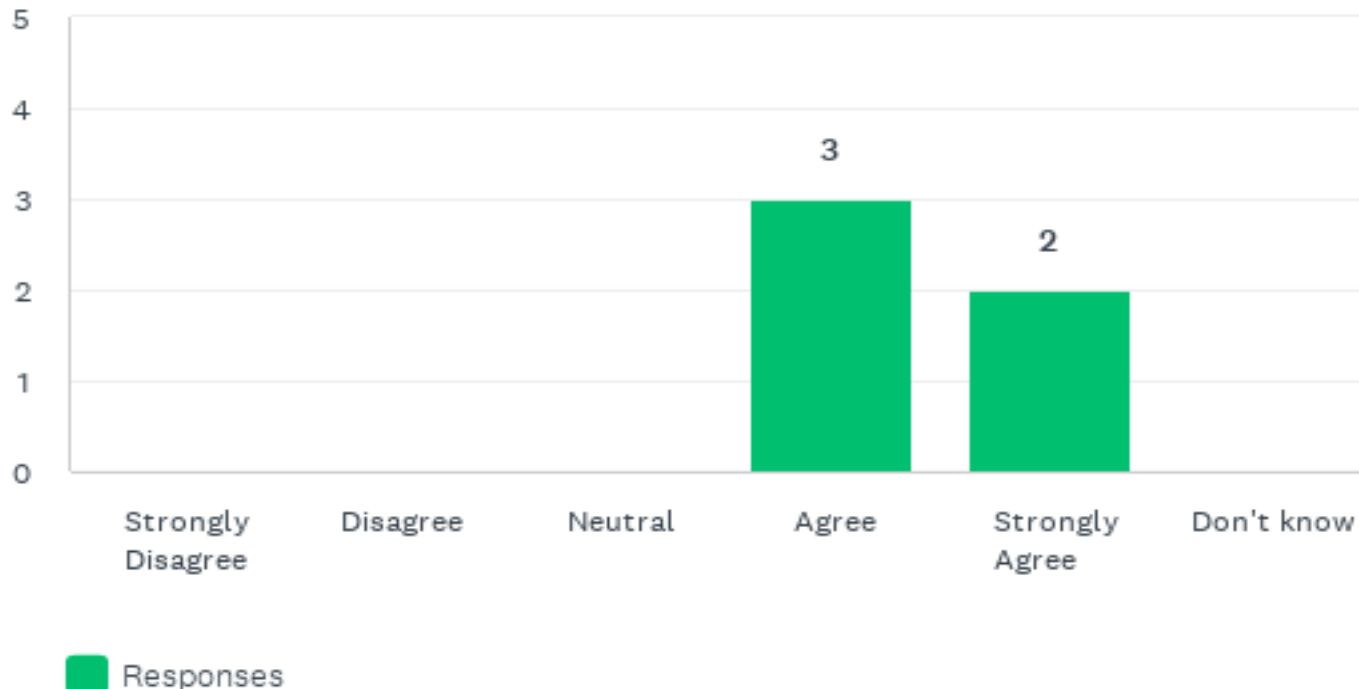
Appendix B: TFHS 2022 Board Self-Assessment Detailed Results (continued)

Q23: The Board has an effective orientation program in place for new Board members



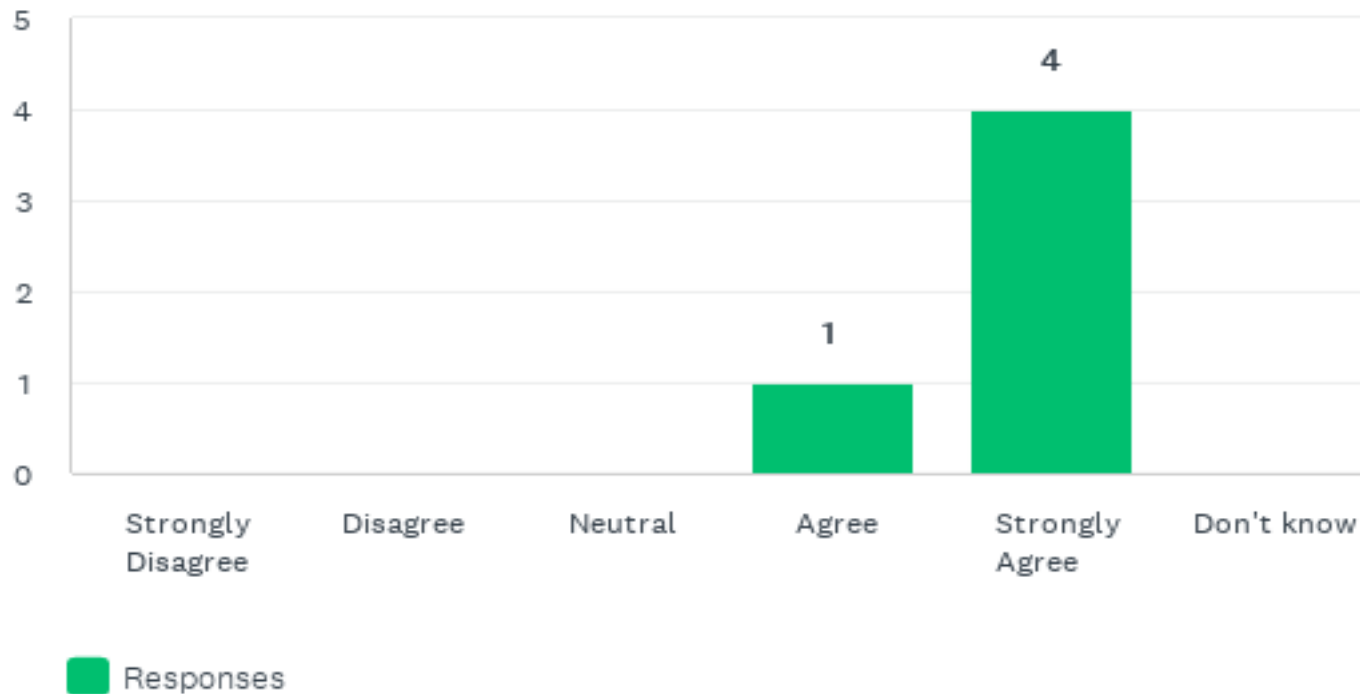
Appendix B: TFHS 2022 Board Self-Assessment Detailed Results (continued)

Q24: I feel comfortable voicing opinions of concern to the Board regardless of how sensitive the issue may be



Appendix B: TFHS 2022 Board Self-Assessment Detailed Results (continued)

Q25: I am comfortable with the time commitment associated with Board and committee service (e.g., meeting frequency; meeting duration)



Appendix B: TFHS 2022 Board Self-Assessment Detailed Results (continued)

Q26: On a scale of 1 to 10, my experience as a Board member has been positive, meaningful, and engaging (10 being the highest)



Appendix B: TFHS 2022 Board Self-Assessment Detailed Results (continued)

Q26 (continued): Please explain your rating (regarding whether your Board experience has been positive, meaningful, and engaging)

- "Can't say enough good stuff about my fellow Board members, the TFHD team and my experience on the Board to date. The last few years have offered up many challenges and as we emerge from global pandemics and enter into some challenging financial times I'm confident the Board will embrace the strategic challenges ahead to continue supporting TFHD in delivering phenomenal care to our community."
- "I think that the Board is evolving to become a more proactive body. I think that the formation of the ad hoc committee and our involvement in the physician issues are two examples of that evolution."
- "I appreciate the quality and sincerity with which the hospital functions. It feels like a community that cares about how it cares for its patients."
- "As an individual who receives healthcare at TFHD, work on the Board is meaningful. It has been a positive and engaging time with the CEO and the Administrative Team. Zoom meetings, however, have been a challenge to the feeling of being engaged as a team."
- "When I first joined the Board I would have rated this a 5, but I have seen us grow and have shared in our positive development over the years. Who does not want to play on a winning team?"

Appendix B: TFHS 2022 Board Self-Assessment Detailed Results (continued)

Q27: What specific suggestions do you have for improving the effectiveness and efficiency of the Board or its committees?

- “The health system delivers phenomenal care for those who can access services. I would like to see the Board continue to be more proactive in understanding the health needs of our community and contribute to the strategic plan in ways that extend our reach into the community beyond the care we deliver in our facilities.”
- “I would like us to formally consider the wisdom in having outside participation on some of our committees. Our number is so small that, on occasion, it would be nice to get more input into discussions.”
- “I think we need to do more rounding to be seen and to observe operations in the facilities environment.”
- “More time to openly discuss concerns of the Board in Retreats.”
- “I am anxious to get to meeting face to face.”

Appendix B: TFHS 2022 Board Self-Assessment Detailed Results (continued)

Q28: What additional information or education do you need to help you as a Board member?

- “While it's been challenging with COVID restrictions over the past years, I would appreciate increased input from other organizations on ways to better meet the needs of our community. Both local (e.g., school Boards, town council, etc.) and outside our community (e.g., other district Boards, national health organizations, etc.)”
- “I believe that we are all looking forward to getting back out into seminars. AHA meetings and the like. It will be nice to see what’s happening with health care outside of our environs.”
- “I need to visit all of the physical facilities and observe the functioning of the various departments.”
- “I would like to be able to attend other healthcare board meetings to see what and how topics are presented and discussed.”
- “I would like to know more about our community health needs and our specific responses to meet those needs. In addition, I hope this year that we can receive regular reports on our successful efforts to become an industry leader in developing and providing solutions to minimize physician and nurse burnout.”

IV. Progress on Board Enhancement Goals from 2022

The TFHS Board of Directors confirmed the following Board Enhancement Goals for 2022:

1. Establish a year long Board education plan.
2. Establish annual committee meeting and external education schedule.
3. Create an ad hoc committee around community health needs.
4. Support management in expanding and fostering community partnerships (and in supporting public policy initiatives).

Questions:

1. How well did the Board do at accomplishing these goals?
2. What Board enhancement goals should be set for 2023?

V. ACCORD's Suggestions for 2023 Board Enhancement Goals

1. Approve 2-3 measurable actions from the Ad Hoc Committee on community health.
2. Agree on the roles of the Board, Executive Compensation Committee, and the CEO in the CEO goal-setting process and on how much of a stretch the CEO's goals should be.
3. Provide more opportunities for Board education on healthcare trends and governance best practices.
4. Generate a list of Board discussion topics, incorporate them into the meetings calendar, and allot more time for strategic discussions in retreats and meetings.
5. Determine what specific enhancements are needed to the new Board member orientation to ensure it is comprehensive and helpful (e.g., assign an existing Board member as the mentor to each new Board member).
6. Determine whether to add non-Board members to committees.
7. Select a few priority goals for Board oversight of quality, safety and satisfaction.

ACCORD will help the Governance Committee and the Board to further explore and develop Board Enhancement Goals for 2023.

VII. Possible March 2023 Retreat Objectives/Agenda

Possible Retreat Objectives

Day One

1. Discuss the implications of the information received at the AHA Rural Conference for TFHS.
2. Review progress toward the 2021 Board Enhancement Goals.
3. Clarify the results of the 2022 TFHS Board Self-Assessment (BSA) Report.
4. Provide an update on governance best practices in key areas (e.g., communications between Board and management to ensure no surprises; clarifying the governance/management distinction;).
5. Select 3-5 priority Board Enhancement Goals for the next year.
6. Review and if necessary, update the Order and Decorum document.
7. Discuss what keeps the CEO up at night (e.g., succession planning; quality outcomes).

Questions:

- 1. Is it realistic and appropriate to set all these objectives?**
- 2. What governance education is needed at this retreat?**

VII. Possible March 2023 Retreat Objectives/Agenda (cont.)

Possible Retreat Objectives (cont.)

Day Two

1. Receive an update on federal, regional, and state healthcare and regulatory trends (Hurst Brooks Espinoza).
2. Hear the Ad Hoc Subcommittee's report and recommendations regarding 2-3 priority action steps and associated metrics to improve community health.
3. Discuss barriers to and actions needed to improve patient access.
4. Receive an update on how management is addressing physician burn-out and improving physician-staff-administration relations / alignment (Dr. Brian Evans).
5. Determine whether any updates are needed to the strategic plan (e.g., metrics) and / or its assumptions based on AHA Rural Conference information and the past year's work on the plan.

Questions:

1. **Are there any other topics that the CEO would like to discuss with the Board?**
2. **Which are the priority topics to focus on for this retreat?**



Origination 06/2000
Date
Last 03/2020
Approved
Last Revised 03/2020
Next Review 03/2023

Department Board - ABD
Applicabilities System

Trade Secrets, ABD-22

POLICY:

- A. For the District to achieve its mission and strategic objectives, it will protect its Trade Secrets from disclosure to competitors and others who can obtain economic value from their disclosure or use.
- B. "Trade Secrets" as defined in the Uniform Trade Secrets Act, California Civil Code Section 3426 and following and further defined as information, including a formula, pattern, compilation, program, device, method, technique, or process, such as statistical and financial information, that: (1) derives independent economic value, actual or potential, from not being generally known to, and not being readily ascertainable by proper means by, other persons who can obtain economic value from its disclosure or use, and (2) is the subject of efforts that are reasonable under the circumstances to maintain its secrecy.
- C. When the District competes with other entities in the hospital service area, it will take steps to protect its Trade Secrets related to these competitive operations.

PROCEDURE:

- A. Access to Trade Secrets is limited to only those employees and persons/entities with whom the District does business and who have a "need to know."
- B. Prior to being provided access to Trade Secrets, employees and persons/entities shall sign a non-disclosure agreement and agree to return all Trade Secrets at the end of their employment or contract.
- C. Use computer security measures, such as passwords, to protect Trade Secrets in electronic format.
- D. Use reasonable efforts to clearly identify the District's Trade Secrets.
- E. Physically secure areas where Trade Secrets are held.
- F. Requests from the public for information pertaining to District operations will follow a prescribed sequence as outlined in the Board policy titled [Inspection And Copying Of Public](#)

Records, ABD-14. When Trade Secrets are requested, the information will be protected as Trade Secrets as allowed by law.

Related Policies/Forms:

Inspection And Copying Of Public Records, ABD-14

All Revision Dates

03/2020, 03/2017, 11/2015, 01/2014, 01/2012, 01/2010

Approval Signatures

Step Description	Approver	Date
	Harry Weis: CEO	03/2020
	Martina Rochefort: Clerk of the Board	03/2020





Origination Date 07/2018
Last Approved 07/2020
Last Revised 07/2020
Next Review 07/2023

Department **Board - ABD**

Ticket and Pass Distribution Policy, ABD-27

POLICY:

A. Purpose of Policy

1. The purpose of the Ticket and Pass Distribution Policy of the Tahoe Forest Hospital District (“District”) is to ensure all tickets and passes distributed by the District are issued in furtherance of public purposes of the District as required under Section 18944.1 of the Regulations of the Fair Political Practices Commission (“FPPC”). This policy applies to any tickets or passes which the District: (i) receives from a third party but which is not earmarked by that party for use by a specific public official; (ii) controls as a sponsor of, or otherwise because it has control over, an event; or (iii) purchases.
2. This policy shall be applicable to every officer, agent and employee of the District who is obligated to file an Annual Statement of Economic Interests (Form 700) under state law or the District’s current [ABD-06 Conflict of Interest Code](#).

B. Limitations

1. This policy only applies to the District’s distribution of tickets and passes to a public official, or at the request of a public official, for which no consideration of equal value is provided by the public official. Reimbursement of actual and necessary expenses of any member of the District Board or any District committee incurred in the performance of official duties shall be governed by the District’s [ABD-03 Board Compensation and Reimbursement Policy](#).
2. Nothing in this policy shall inhibit the District’s full compliance with the federal anti-kickback statute, which prohibits the acceptance of any item of value (remuneration) made directly or indirectly, in cash or in kind, that may induce or appear to induce the purchase or referral of any kind of health care goods, services, or items reimbursed by a federal or state health care program (Medicare and Medicaid). The unlawful acceptance of any gifts or business courtesies from vendors or others with whom

the District presently conducts, or potentially could conduct business is strictly prohibited.

C. Official Duties; Ceremonial Roles

1. Tickets provided to public officials as part of their official duties, or tickets provided so that the public official may perform a ceremonial role or function on behalf of the District are exempt from any disclosure or reporting requirements under Section 18944.1 of the FPPC Regulations and this policy.

D. Public Purposes

1. The District may provide a ticket or pass to a person subject to this policy for any of the following District purposes provided the President and Chief Executive Officer or his or her designee, or the District Board, determines that providing the ticket or pass actually benefits the District by accomplishing one or more of the following:
 - a. Promotion of District-controlled or sponsored events, activities, or programs, including conventions and conferences.
 - b. Promotion of community programs and resources available to District employees, including nonprofit organizations and youth programs.
 - c. Highlighting the achievements of District officials, employees, or hospital stakeholders.
 - d. Promotion of private facilities available to District residents, including charitable and nonprofit facilities.
 - e. Promotion of public facilities available to District employees.
 - f. Promotion of District growth and development, including economic development and job creation opportunities, which contributes to the healthcare of the community in the future.
 - g. Promotion of special events conducted pursuant to a contract to which the District is party.
 - h. Promotion of the District on a local, regional, state, or national scale.
 - i. Promotion of open government by participation of public officials at business or community events.
 - j. Implementation of written contracts under which tickets or passes are required to be made available for District use.
 - k. Furtherance of employment retention programs.
 - l. Furtherance of special outreach programs for veterans, teachers, emergency services, medical personnel and other civil service occupations.
 - m. To reward a hospital healthcare partner for its contributions to the District or the community.
 - n. To provide opportunities to those who are receiving services from county and state agencies consistent with the District's goals for the particular population (e.g., for use by juvenile wards in the custody of the Chief

Probation Officer or mental health clients and seniors receiving services from the Health and Human Services Agency/Public Health); or

o. Any similar purpose stated in any District contract.

2. Tickets distributed under this section are not gifts within the meaning of the applicable FPPC regulations, and as such need not be reported on the employee's Form 700. However, the President and Chief Executive Officer or his or her designee shall report tickets distributed for a public purpose under this section on FPPC form 802 within 45 days of distribution. A completed Form 802 will be maintained as a public record and forwarded to the FPPC for posting on the FPPC web site.

E. Return of Tickets and Passes

1. Any public official may refrain from using or return any ticket or pass to the District. Under no circumstances may either the public official or a member of his or her immediate family sell any ticket and pass provided under this policy. Tickets and passes are not subject to this policy or gift limitations under the Political Reform Act if the public official reimburses the District for the fair value within 30 days of receipt.
2. Tickets or passes provided to public officials cannot be transferred to any other person except a member of the public official's immediate family or no more than one guest solely for their attendance at the event.
3. If a public official transfers a ticket he or she has received from the District to another person, as opposed to returning the ticket to the District for redistribution or as provided in section E.2 above, then the value of the ticket or tickets he or she transfers shall constitute a gift to him or her and shall be reportable as provided by the regulations of the FPPC.

F. President and Chief Executive Officer

1. The District delegates the authority to distribute any ticket and pass in accordance with this policy to the President and Chief Executive Officer or his or her designee and such authority includes the power to distribute such a ticket to the President and Chief Executive Officer provided that doing so is otherwise consistent with this Policy. Tickets and passes must not be distributed disproportionately to Board Members, the President and Chief Executive Officer, political appointees, or department heads.

G. Website Posting

1. This policy and Form 802 reports required by Section 18944.1 of the FPPC Regulations shall be posted on the District's website as required by that Section.

All Revision Dates

07/2020, 07/2018

Approval Signatures

Step Description	Approver	Date
	Harry Weis: CEO	07/2020
	Martina Rochefort: Clerk of the Board	07/2020

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