



REGULAR MEETING OF THE BOARD OF DIRECTORS MINUTES

Thursday, April 25, 2019 at 4:00 p.m.
Tahoe Forest Hospital – Eskridge Conference Room
10121 Pine Avenue, Truckee, CA 96161

1. CALL TO ORDER

Meeting was called to order at 4:01 p.m.

2. ROLL CALL

Board: Alyce Wong, Board Chair; Mary Brown, Vice President; Dale Chamblin, Treasurer; Randy Hill, Board Member

Staff in attendance: Harry Weis, Chief Executive Officer; Judy Newland, Chief Operations Officer; Crystal Betts, Chief Financial Officer; Alex MacLennan, Chief Human Resources Officer; Janet Van Gelder, Director of Quality and Regulations; Todd Johnson, Risk Manager; Lauren Caprio, Human Resources Generalist; Martina Rochefort, Clerk of the Board

Other: David Ruderman, Assistant General Counsel

Absent: Charles Zipkin, M.D., Secretary

3. DELETIONS/CORRECTIONS TO THE POSTED AGENDA

No changes were made to the agenda.

4. INPUT AUDIENCE

No public comment was received.

Director of Quality and Risk Manager departed the meeting at 4:03 p.m.

Open Session recessed at 4:03 p.m.

5. CLOSED SESSION

Closed Session convened at 4:04 p.m.

5.1. 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.

5.2. Conference with Legal Counsel; Anticipated Litigation (Gov. Code § 54956.9(d)(2) & (d)(3))

A point has been reached where, in the opinion of the Board on the advice of its legal counsel, based on the below-described existing facts and circumstances, there is a significant exposure to litigation against the District. Number of Potential Cases: One

Receipt of Claim pursuant to Tort Claims Act or other written communication threatening litigation (copy available for public inspection in Clerk's office). (Gov. Code 54956.9 (e)(3))

Name of Person Threatening Litigation: Chris Binkley

Discussion was held on a privileged item.

5.3. Hearing (Health & Safety Code § 32155)

Subject Matter: 2018 Annual Quality Assurance/Performance Improvement Report

Number of items: One (1)

Discussion was held on a privileged item.

5.4. Hearing (Health & Safety Code § 32155)

Subject Matter: Quality Assurance Report

Number of items: One (1)

Discussion was held on a privileged item.

5.5. Hearing (Health & Safety Code § 32155)

Subject Matter: First Quarter 2019 Corporate Compliance 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: Two (2)

Discussion was held on a privileged item.

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

Property Address: 10099 Lake Avenue, Truckee, CA 96161; 10956 Donner Pass Road, Suite 260, Truckee, CA 96161

Agency Negotiator: Judith Newland

Negotiating Parties: Kelly Hatfield; Gregory & Jennifer Tirdel

Under Negotiation: Price & Terms

Discussion was held on a privileged item.

5.8. 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.

5.9. Approval of Closed Session Minutes

03/28/2019

Discussion was held on a privileged item.

5.10. 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 reported there were ten items considered in closed session. There was no reportable action under item 5.1. Conference with Labor Negotiator. The claim under item 5.2. was rejected on a 4-0 vote. There was no reportable action on items 5.3-5.8. Item 5.9 Closed Session Minutes were approved on a 4-0 vote. Item 5.10 Medical Staff Credentials were approved on 4-0 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. SAFETY FIRST

12.1. Dr. Shawni Coll, Chief Medical Officer, presented on psychological safety for the April Safety First Topic.

13. ACKNOWLEDGMENTS

13.1. Allie Rohe was named April 2019 Employee of the Month.

13.2. CFO Crystal Betts received Outstanding Public Servant Award at the NLTRA/North Lake Tahoe Chamber of Commerce's 65th Annual Community Awards.

13.3. National Nurses Week is May 6-12, 2019

13.4. National Hospital Week is May 12-18, 2019

14. MEDICAL STAFF EXECUTIVE COMMITTEE

14.1. Medical Executive Committee (MEC) Meeting Consent Agenda

MEC recommends the following for approval by the Board of Directors:

Annual Review (No Changes): *Educational Assistance Fund for Employees – MSGEN-3, Medical Ethics Case Consultation-MSGEN-1601, Well Being Policy-MSGEN-9, Anesthesia Privileges, General Dentistry Privilege, Ophthalmology Privileges, Oral and Maxillofacial Privileges, Orthopedics Privileges, Otolaryngology Privileges, Pain Medicine Privileges, Pathology Privileges, Plastic Surgery Privileges, Podiatry Privileges, Urology Privileges, Pediatric Privileges*

Annual Review (With Changes): *Anesthesia Standards of Practice-MSCP-1601*

Discussion was held.

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

AYES: Directors Hill, Chamblin, Brown and Wong

Abstention: None

NAYS: None

Absent: Zipkin

15. 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.

15.1. Approval of Minutes of Meetings

15.1.1. 03/28/2019

15.2. Financial Reports

15.2.1. Financial Report – March 2019

15.3. Staff Reports

15.3.1. CEO Board Report

15.3.2. COO Board Report

15.3.3. CNO Board Report

15.3.4. CIO Board Report

15.3.5. CMO Board Report

15.3.6. Legislative Report

15.4. Approve Updated Policies

15.4.1. ABD-06 Conflict of Interest Code

Director Wong pulled item 15.4.1. for discussion.

ACTION: Motion made by Director Hill, seconded by Director Chamblin, to approve the Consent Calendar excluding item 15.4.1.

AYES: Directors Hill, Chamblin, Brown and Wong

Abstention: None

NAYS: None

Absent: Zipkin

16. ITEMS FOR BOARD ACTION

16.1. Corporate Compliance Report

Jim Hook of The Fox Group presented a First Quarter 2019 Corporate Compliance Report.

ACTION: Motion made by Director Brown, seconded by Director Hill, to accept the First Quarter 2019 Corporate Compliance Report.

AYES: Directors Hill, Chamblin, Brown and Wong

Abstention: None

NAYS: None

Absent: Zipkin

16.2. TFHD Board of Directors Vacancy

Director Charles Zipkin submitted his resignation effective May 1, 2019. The Board of Directors considered appointment to fill an upcoming board vacancy.

No public comment was received.

ACTION: Motion made by Director Chamblin, seconded by Director Hill, to not proceed with a special election and use appointment process.

AYES: Directors Hill, Chamblin, Brown and Wong

Abstention: None
NAYS: None
Absent: Zipkin

17. DISCUSSION OF CONSENT CALENDAR ITEMS PULLED, IF NECESSARY

Discussion was held on item 15.4.1.

ACTION: Motion made by Director Brown, seconded by Director Hill, to approve item 15.4.1. ABD-06 Conflict of Interest Code as presented.

AYES: Directors Hill, Chamblin, Brown and Wong

Abstention: None

NAYS: None

Absent: Zipkin

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

18.1. Finance Committee Meeting – 04/23/2019

Director Chamblin provided an update from the recent Finance Committee.

18.2. Executive Compensation Committee Meeting – No meeting in April.

18.3. Quality Committee Meeting – No meeting held in April.

18.4. Governance Committee Meeting – No meeting held in April.

19. AGENDA INPUT FOR UPCOMING COMMITTEE MEETINGS

Director Brown would like follow up on safety issues on campus that were addressed in a letter to board members.

20. ITEMS FOR NEXT MEETING

None.

21. BOARD MEMBERS REPORTS/CLOSING REMARKS

Director Wong provided an update on the board retreat.

22. CLOSED SESSION CONTINUED, IF NECESSARY

23. OPEN SESSION

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

25. ADJOURN

Meeting adjourned at 6:50 p.m.