



REGULAR MEETING OF THE BOARD OF DIRECTORS MINUTES

Thursday, January 28, 2021 at 4:00 p.m.

Pursuant to Section 3 of Executive Order N-29-20, issued by Governor Newsom on March 17, 2020, the Regular Meeting of the Tahoe Forest Hospital District Board of Directors for January 28, 2021 will be conducted telephonically through Zoom. Please be advised that pursuant to the Executive Order, 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. Board 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 4:00 p.m.

2. ROLL CALL

Board: Alyce Wong, Board Chair; Mary Brown, Vice Chair; Art King, Secretary; Dale Chamblin, Treasurer; Michael McGarry, Board Member

Staff in attendance: Harry Weis, President & Chief Executive Officer; Crystal Betts, Chief Financial Officer; Martina Rochefort, Clerk of the Board

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

3. DELETIONS/CORRECTIONS TO THE POSTED AGENDA

No changes were made to the agenda.

4. INPUT AUDIENCE

No public comment was received.

Open Session recessed at 4:04 p.m.

5. CLOSED SESSION

5.1. Hearing (Health & Safety Code § 32155)

Subject Matter: Fourth Quarter 2020 Corporate Compliance Report

Number of items: One (1)

Discussion was held on a privileged item.

5.2. Hearing (Health & Safety Code § 32155)

Subject Matter: Third & Fourth Quarter 2020 Disclosure Report

Number of items: One (1)

Discussion was held on a privileged item.

5.3. Approval of Closed Session Minutes

12/17/2020

Discussion was held on a privileged item.

5.4. 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 recovered at 7:00 p.m.

8. REPORT OF ACTIONS TAKEN IN CLOSED SESSION

General Counsel reported the Board of Directors considered four items in Closed Session. There was no reportable action on items 6.1 and 6.2. Item 6.3 Closed Session Minutes was approved on a 5-0 vote. Item 6.4 Medical Staff Credentials was approved on a 5-0 vote.

9. DELETIONS/CORRECTIONS TO THE POSTED AGENDA

No changes were made to the agenda.

10. INPUT – AUDIENCE

The Board of Directors received one email comment from Dr. Rick Ganong and it was forwarded on to the Medical Staff Office for follow up.

11. INPUT FROM EMPLOYEE ASSOCIATIONS

No public comment was received.

12. SAFETY FIRST

Alex MacLennan, Chief Human Resources Officer, reviewed safety tips for walking on snow and ice.

13. ACKNOWLEDGMENTS

13.1. Lisa Sordelli was named January 2021 Employee of the Month.

14. CONSENT CALENDAR

14.1. Approval of Minutes of Meetings

14.1.1. 12/17/2020 Regular Meeting

14.1.2. 01/19/2021 Special Meeting

14.2. Financial Reports

14.2.1. Financial Report – December 2020

14.3. Ratify Tahoe Forest Health System Foundation Board Member

14.3.1. Sandra Cath

14.4. Annual Approval of Board Compensation Policy per Resolution 2020-02

14.4.1. Board Compensation and Reimbursement, ABD-03

14.5. Approval of Corporate Compliance Report

14.5.1. Fourth Quarter 2020 Corporate Compliance Report

Director Brown pulled item 14.2.1. for further discussion.

ACTION: Motion made by Director Chamblin, to approve the Consent Calendar as presented excluding item 14.2.1., seconded by Director McGarry. Roll call vote taken.

McGarry – AYE

Chamblin – AYE

King – AYE

Brown – AYE

Wong – AYE

15. ITEMS FOR BOARD DISCUSSION

15.1. Board Education

15.1.1. COVID Vaccine Presentation

Dr. Shawni Coll, Chief Medical Officer, provided an informational presentation on COVID-19 vaccines. Discussion was held.

15.2. COVID-19 Update

Harry Weis, President & Chief Executive Officer, and Judy Newland, Chief Operating Officer, provided an update on hospital and clinic operations related to COVID-19. Discussion was held.

16. ITEMS FOR BOARD ACTION

16.1. 2021 Corporate Compliance Work Plan

Jim Hook of The Fox Group, Corporate Compliance Officer, presented the proposed 2021 Corporate Compliance Work Plan. Discussion was held.

No public comment was received.

ACTION: Motion made by Director King, to approve the 2021 Corporate Compliance Work Plan as presented, seconded by Director McGarry. Roll call vote taken.

McGarry – AYE

Chamblin – AYE

King – AYE

Brown – AYE

Wong – AYE

16.2. CEO Fiscal Year 2020 Incentive Compensation

Director Brown, Chair of the Executive Compensation Committee, reviewed CEO Fiscal Year 2020 Incentive Compensation Metrics. Discussion was held.

No public comment was received.

ACTION: Motion made by Director Brown, seconded by Director Chamblin, that the President and CEO has met or exceeded the Board's incentive compensation targets and authorize a full incentive compensation payment at 15% of the President and CEO's base salary.

McGarry – AYE

Chamblin – AYE

King – AYE
Brown – AYE
Wong – AYE

17. DISCUSSION OF CONSENT CALENDAR ITEMS PULLED, IF NECESSARY

Item 14.2.1. was discussed.

ACTION: Motion made by Director Brown, to approve item 14.2.1. of the Consent Calendar as presented, seconded by Director King. Roll call vote taken.

McGarry – AYE
Chamblin – AYE
King – AYE
Brown – AYE
Wong – AYE

18. BOARD COMMITTEE REPORTS

Director Chamblin provided an update from the recent Board Finance Committee meeting.

Director Brown provided an update from the recent Board Executive Compensation Committee meeting.

19. BOARD MEMBERS REPORTS/CLOSING REMARKS

COO commented Incline Village Community Hospital Foundation received a \$100,000 donation from gracious patient.

20. CLOSED SESSION CONTINUED, IF NECESSARY

Not applicable.

21. OPEN SESSION

Not applicable.

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

Not applicable.

23. ADJOURN

Meeting adjourned at 7:41 p.m.