



REGULAR MEETING OF THE BOARD OF DIRECTORS CORRECTED MINUTES

Thursday, December 21, 2023 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 4:05 p.m.

2. ROLL CALL

Board: Alyce Wong, Board Chair; Michael McGarry, Vice Chair; Robert (Bob) Barnett, Secretary; Dale Chamblin, Treasurer; Mary Brown, Board Member

Staff in attendance: Harry Weis, President & Chief Executive Officer; Louis Ward, Chief Operating Officer; Crystal Felix, Chief Financial Officer; Dr. Brian Evans, Chief Medical Officer; Alex MacLennan, Chief Human Resources; Matt Mushet, In-House Counsel; Dylan Crosby, Director of Facilities; Martina Rochefort, Clerk of the Board

Other: David Ruderman, General Counsel

3. DELETIONS/CORRECTIONS TO THE POSTED AGENDA

No changes were made to the agenda.

4. INPUT AUDIENCE

No public comment was received.

General Counsel read the board into Closed Session.

Open Session recessed at 4:07 p.m.

5. CLOSED SESSION

5.1. Hearing (Health & Safety Code § 32155)

Subject Matter: Third Quarter 2023 Corporate Compliance Report

Number of items: One (1)

Discussion was held on a privileged item.

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

Property Parcel Numbers: 018-570-063 & 018-570-060

Agency Negotiator: Louis Ward

Negotiating Party: Gateway Village Truckee, LLC

Under Negotiation: Price & Terms of Payment

Discussion was held on a privileged item.

5.3. Approval of Closed Session Minutes

5.3.1. 11/16/2023 Regular Meeting

Discussion was held on a privileged item.

5.4. Public Employee Performance Evaluation (Government Code § 54957)

Title: President & Chief Executive Officer

Discussion was held on a privileged item.

5.5. 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 6:05 p.m.

8. REPORT OF ACTIONS TAKEN IN CLOSED SESSION

General Counsel shared the board heard five items in Closed Session. There was no reportable actions on items 5.1. and 5.2. Item 5.3. Closed Session Minutes was approved on a 5-0 vote. There was no reportable action on item 5.4. Item 5.5. 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

No public comment was received.

11. INPUT FROM EMPLOYEE ASSOCIATIONS

No public comment was received.

12. CONSENT CALENDAR

12.1. Approval of Minutes of Meetings

12.1.1. 11/16/2023 Regular Meeting

12.2. Financial Reports

12.2.1. Financial Report – November 2023

12.3. Board Reports

12.3.1. President & CEO Board Report

12.3.2. COO Board Report

12.3.3. CNO Board Report

12.3.4. CMO Board Report

12.3.5. CIIO Board Report

12.4. Approve Quarterly Compliance Report

12.4.1. Third Quarter 2023 Corporate Compliance Report

12.5. Approve Committee Charter

12.5.1. Board Community Engagement Committee Charter

12.6. Approve Updated Board Policy

12.6.1. Investment Policy, ABD-15

Director Barnett pulled item 12.5.1. for discussion.

No public comment was received.

ACTION: Motion made by Director Chamblin to approve the Consent Calendar excluding item 12.5.1. as presented, seconded by Director McGarry.

AYES: Directors Brown, Chamblin, Barnett, McGarry and Wong

Abstention: None

NAYS: None

Absent: None

13. ITEMS FOR BOARD DISCUSSION

13.1. 2023 Cancer Center Quality Report

Dr. Ahrin Koppel, Medical Director of Cancer Center Quality, provided an annual quality report from the District's Gene Upshaw Memorial Tahoe Forest Cancer Center. Discussion was held.

14. ITEMS FOR BOARD ACTION

14.1. Memorandum of Understanding

The Board of Directors reviewed and considered approval of a Memorandum of Understanding to transfer residential housing density between Tahoe Forest Hospital District and Gateway Village Truckee, LLC. Discussion was held.

ACTION: Motion made by Director Barnett to approve the Memorandum of Understanding to transfer residential housing density between Tahoe Forest Hospital District and Gateway Village Truckee, LLC as presented, seconded by Director Brown.

AYES: Directors Brown, Chamblin, Barnett, McGarry and Wong

Abstention: None

NAYS: None

Absent: None

15. DISCUSSION OF CONSENT CALENDAR ITEMS PULLED, IF NECESSARY

Item 12.5.1. was discussed.

Board of Directors discussed the following changes:

-The last sentence of the Purpose will be changed to "The committee will focus on improving Community Health."

-Add "Focus on Community Health" and strike "Prioritize Health over Healthcare" under Guiding Principles.

ACTION: Motion made by Director Barnett to approve the Board Community Engagement Committee Charter as amended, seconded by Director McGarry.

AYES: Directors Brown, Chamblin, Barnett, McGarry and Wong

Abstention: None

NAYS: None

Absent: None

16. BOARD OFFICER ELECTION

16.1. Election of 2024 Board Officers

ACTION: Motion made by Director Barnett to nominate Alyce Wong as Board Chair, seconded by Director Brown.

Director Chamblin moved to close nominations, seconded by Director Barnett.
All ayes.

AYES: Directors Brown, Chamblin, Barnett, McGarry and Wong

Abstention: None

NAYS: None

Absent: None

ACTION: Director Brown nominated Director McGarry as Vice Chair. Director McGarry accepted.

Director Chamblin moved to close nominations, seconded by Director Barnett.
All ayes.

AYES: Directors Brown, Chamblin, Barnett, McGarry and Wong

Abstention: None

NAYS: None

Absent: None

ACTION: Director Wong nominated Director Brown as Secretary. Director Brown accepted.

Director Barnett moved to close nominations, seconded by Director Chamblin.
All ayes.

AYES: Directors Brown, Chamblin, Barnett, McGarry and Wong

Abstention: None

NAYS: None

Absent: None

ACTION: Director Barnett nominated Director Chamblin as Treasurer. Director Chamblin accepted.

AYES: Directors Brown, Chamblin, Barnett, McGarry and Wong

Abstention: None

NAYS: None

Absent: None

17. BOARD COMMITTEE REPORTS

Director McGarry provided a report from the December 4, 2023 Board Community Engagement Committee meeting.

Director Chamblin expressed thanks for the joint foundation holiday mixer.

Director Wong provided a report from the Tahoe Institute for Rural Health Research board meeting.

18. BOARD MEMBERS REPORTS/CLOSING REMARKS

Happy Holidays!

19. CLOSED SESSION CONTINUED

Not applicable.

20. OPEN SESSION

Not applicable.

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

Not applicable.

22. ADJOURN

Meeting adjourned at 6:58 p.m.