



SPECIAL MEETING OF THE BOARD OF DIRECTORS

MINUTES

Monday, November 9, 2015 at 9:00 a.m.

Eskridge Conference Room – Tahoe Forest Hospital
10121 Pine Avenue, Truckee, CA

1. CALL TO ORDER

Meeting called to order at 9:05 a.m.

2. ROLL CALL

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

Absent at the time of roll call: Greg Jellinek, Secretary

Staff: Jake Dorst, Interim Chief Executive Officer; Crystal Betts, Chief Financial Officer; Judy Newland, CNO/COO; Jayne O'Flanagan, Chief Human Resources

Other: David Ruderman, Acting General Counsel; Don Whiteside, HFS Consulting

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

Contract has not yet been received from Agility Health so Board will not make a motion on the contract.

4. INPUT AUDIENCE

No public comment was received.

5. ITEMS FOR BOARD DISCUSSION AND/OR ACTION

5.1. Contract

5.1.1. Agility Health

The Board reviewed a contract from Agility Health to provide therapy services.

Public comment was received from Michelle Larson, Larry Larson, and Ryan Solberg.

Discussion was held.

Due to timed item, discussion resumed during Open Session after Item 12 on the agenda.

Director Jellinek joined the meeting at 9:30 a.m.

Jake Dorst, Interim CEO, Crystal Betts, CFO and Judy Newland, CNO/COO departed the meeting at 9:30 a.m.

Open Session recessed at 9:30 a.m.

6. CLOSED SESSION

Discussion was held a privileged matter.

7. OPEN SESSION

Open Session reconvened at 1:45 p.m.

8. REPORT OF ACTIONS TAKEN IN CLOSED SESSION

The Board passed a motion by unanimous vote to extend an offer to a CEO Candidate.

9. ITEMS FOR BOARD DISCUSSION AND/OR ACTION

9.1. Chief Executive Officer Hiring Process

Discussion was held on the process for extending an offer to a CEO candidate and next steps.

Open Session recessed at 1:55 p.m.

Open Session reconvened at 2:20 p.m.

9.2. Assignment of Negotiators for Chief Executive Officer Employment Agreement

Discussion was held regarding assignment of Personnel Committee members as negotiators for the CEO Employment Agreement.

**ACTION: Motion made by Director Jellinek, seconded by Director Mohun to assign Directors Zipkin and Chamblin as negotiators for CEO Employment Agreement.
Roll call vote taken.
AYES: Directors Mohun, Chamblin, Zipkin, Sessler and Jellinek
NAYS: None
Abstention: None**

Open Session recessed at 2:23 p.m.

10. CLOSED SESSION

Discussion held on a privileged matter.

11. OPEN SESSION

Open Session reconvened at 3:25 p.m.

12. REPORT OF ACTIONS TAKEN IN CLOSED SESSION

No action taken in Closed Session.

Discussion Continued on Item 5.1.1.

Discussion was held on forthcoming contract with Agility Health.

Jake Dorst, Interim CEO, joined the meeting at 3:25 p.m.

Crystal Betts, CFO, and Karen Gancitano, Director of Post Acute Services rejoined the meeting at 3:29 p.m.

Board would like a business assessment done to understand therapy service line.

Staff was directed to meet with Truckee North Tahoe Rehabilitation and possibly renegotiate extension.

13. ITEMS FOR NEXT MEETING

Therapy Services

14. MEETING EFFECTIVENESS ASSESSMENT

No discussion took place on this item.

15. ADJOURN

Meeting adjourned at 4:05 p.m.