



BOARD OF DIRECTORS
BOARD MEETING MINUTES

AGENDA ITEM	DISCUSSIONS/CONCLUSIONS	ACTIONS/FOLLOW-UP/ RESPONSIBLE PARTY
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PRESENT AT MEETING:	<p>Board Members: John Mohun, President; Larry Long, Vice President; Karen Sessler, M.D., Secretary; Dale Chamblin, Treasurer; Roger Kahn</p> <p>Staff: Bob Schapper, Chief Executive Officer; Virginia Razo, PharmD, Chief Operating Officer; Crystal Betts, Chief Financial Officer; Patricia Barrett, Clerk of the Board</p> <p>Others: Steve Gross, Legal Counsel; Gina Barta, M.D., Chief of Staff; Shawni Coll, M.D.</p>	
1. Call to Order	Mr. Mohun called the meeting to order at 6:14 p.m.	
2. Roll Call	The Roll Call reflected that all Board members were present.	
3. Clear the Agenda/Items Not On the Posted Agenda	The agenda was cleared. There were no changes made to the posted agenda.	
4. Input -- Audience Employee Associations	<p>Peter Forni submitted a list of questions to the board for response. Mr. Forni read his questions for audience's benefit.</p> <p>Ruth Cross spoke as a large tax payer and long time resident of the community expressing issue with the management of the hospital. Ms. Cross requests that the CEO be put on administrative leave and that the Board allow someone from the state level to come in to conduct an investigation.</p> <p>Jamie Cole read a statement. Ms. Cole is a long time resident and prior employee of TFHD. Ms. Cole's statement acknowledged an exceptional medical and support staff. She expressed concerns related to physicians who contract with</p>	



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	<p>TFH. She further shared her opinion that the Cancer Center is self indulgent and a waste of money; that the Administrators and Board are out of touch with the community, and that costs are out of control.</p> <p>Board Chair responded generally to the comments made by the audience.</p> <p>No input from employee associations.</p>	
<p>5. Closed Session:</p>	<p>The meeting proceeded into closed session at 4:20 p.m.</p>	
<p>A. Approval of closed session minutes of 6/17/14; 6/24/14(a); 6/24/14(b)</p>	<p>A copy of the draft minutes are included in the closed session packet.</p>	
<p>B. Government Code Section 54957: Chief Executive Officer Performance Evaluation</p>	<p>Discussion held on a privileged matter.</p>	
<p>C. Health & Safety Code Section 32106: Trade Secrets – Proposed New Service or Program, Estimated Date of Public Disclosure, 2/28/15 (3 items)</p>	<p>Discussion was held. Tom Hobday and Dr. Shawni Coll joined the meeting for this agenda item.</p>	
<p>D. Government Code Section 54956.9(d)(2): Exposure to</p>	<p>Discussion was held. Risk & Patient Safety Manager and Accreditation Coordinator & Corporate Compliance Officer</p>	



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Litigation (6 cases)	joined the meeting for this agenda item.	
E. Government Code Section 54956.9(d)(1): Existing Litigation (2 cases) [Nevada County Superior Court Case #T12-5115C v. TFHD]; [Nevada County Superior Court Case #TCU14-5841. v. TFHD]	Discussion was held. Chief Facilities Development Officer joined the meeting for this agenda item.	
F. Government Code Section 54956.9(d)(4): Pending Litigation (1 case)	Discussion held on a privileged matter.	
G. Health & Safety Code Section 32155: Medical Staff Credentials	Drs. Barta and Coll joined the meeting for this agenda item. Dr. Coll presented the Medical Staff credentials as recommended for approval by the Medical Staff Executive Committee.	



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6. Dinner Break	A dinner break was taken at 5:30 p.m.	
7. Open Session Call To Order	Director Mohun called the open session to order at 6:02 p.m.	
PRESENT FOR OPEN SESSION:	<p>Board Members: John Mohun, President; Larry Long, Vice President; Karen Sessler, M.D., Board Secretary; Dale Chamblin, Treasurer;</p> <p>Staff: Bob Schapper, Chief Executive Officer; Virginia Razo, PharmD, Chief Operating Officer; Crystal Betts, Chief Financial Officer; Patricia Barrett, Clerk of the Board</p> <p>Others Present: Steve Gross, Legal Counsel; Gina Barta, M.D., Chief of Staff</p>	
8. Clear The Agenda/Items Not on the Posted Agenda	<p>The agenda was cleared. No changes were made to the posted agenda.</p> <p>At Director Mohun's requested Item 15. C was moved up on the agenda.</p>	
9. Input Audience	Audience input was asked. None was offered.	
10. Input From Employee Associations	Employee Associations input was asked, but none was offered.	
11. Medical Staff Report	<p>Dr. Barta gave the Medical Staff Report. Attachment is in the packet.</p> <p>The following was highlighted from the MEC Report to the Board:</p> <ul style="list-style-type: none"> • Medical Staff Family Picnic on 9/7/14; • General Medical Staff meeting on 9/24/14 at Christy 	



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	Hill.	
<p>A. Approval of Medical Staff Consent Agenda</p>	<p>Dr. Barta reported that the Medical Executive Committee discussed and approved the Medical Staff Consent Agenda as presented.</p>	<p><u>It was moved by Director Kahn and seconded by Director Long to approve the Medical Staff Credentials items 1 - 5 on the Medical Staff Executive Committee Agenda and listed in the closed session minutes, as presented and recommended for approval by the Medical Staff Executive Committee. The motion passed by unanimous vote.</u></p>
<p>15.</p> <p>C. Governance Committee Meeting 06/18/14</p> <p>i.Truckee/North Tahoe Rehabilitation (TNTR) Exclusive Services Agreement</p> <p>ii.ECC Medical Director: Dr. Paul</p>	<p>Agenda items discussed out of order.</p> <p>Director Sessler presented a recommendation from the Governance Committee for approval of the Truckee/North Tahoe Rehabilitation (TNTR) Exclusive Services Agreement, and the ECC Medical Director: Dr. Paul agreement noting that these contracts are brought to the board for potential discussion.</p> <p>Following discussion, contracts are moved to consent calendar for approval.</p>	



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<p>12. Consent Calendar:</p> <p>A. Minutes of Meetings of: 6/17/14; 6/24/14(a); and 6/24/14(b)</p> <p>B. Financial Report – June 2014</p> <p>C. Contracts</p>	<p>Minutes of the 6/17/14, 6/24/14(a); and 6/24/(b) meetings of the Board of Directors were provided as part of the agenda packet.</p> <p>The June 2014 Financial Report was provided as part of the agenda packet.</p> <p>Contract reviewed by the Board Governance Committee and presented to the board for approval.</p> <p>a. TF2020 Medical Advisor Services</p> <ul style="list-style-type: none"> i. Dr. Arth ii. Dr. Coll iii. Dr. Jensen iv. Dr. Keats v. Dr. Krause vi. Dr. Lombard vii. Dr. MacQuarrie viii. Dr. Mohr ix. Dr. Specht x. Dr. Taylor xi. Dr. Thompson xii. Dr. Tirdel xiii. Dr. Winter <p>b. TF2020 Medical Advisor Services for Dr. Barta</p> <p>c. TF2020 Medical Advisor Services for Dr. Standteiner</p> <p>d. Rural PRIME Site Preceptor Agreement</p>	<p><u>It was moved by Director Long and seconded by Director Chamblin to approve Consent Agenda items 12 (A). Minutes for 6/17/14; 6/24/14(a); and 6/24/14(b) as amended. The motion passed by unanimous vote.</u></p> <p><u>It was moved by Director Long and seconded by Director Kahn to approve Consent Agenda items 12 (C)(a),(c), (d), and (f)-(m). The motion passed by unanimous vote.</u></p> <p><u>It was moved by Director Kahn and seconded by Director Long to approve Consent Agenda items 12 (C)(b) and (e). The motion passed by unanimous vote of those voting; Director Sessler abstained.</u></p>



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	<ul style="list-style-type: none"> i. Dr. Arth ii. Dr. Brown iii. Dr. Ganong iv. Dr. Jensen v. Dr. Krause vi. Dr. Plumb vii. Dr. Winter e. Rural PRIME Site Preceptor Agreement for: Dr. Barta f. Rural PRIME Site Preceptor Agreement for: Dr. Scholnick g. Rural PRIME Site Preceptor Agreement for: Dr. Vayner h. Rural PRIME Site Preceptor Agreement for: Dr. Samelson i. Rural PRIME Site Preceptor Agreement for: Dr. Conyers j. Multispecialty Clinic Professional Services Agreement: <ul style="list-style-type: none"> i. Dr. Burkholder ii. Dr. Chase iii. Dr. Cooper iv. North Lake Pediatrics v. Dr. Tirdel vi. Dr. Winans vii. Dr. Lombard k. ICU & Respiratory Medical Director: Dr. Tirdel 	



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	<p>l. Truckee/North Tahoe Rehabilitation (TNTR) Exclusive Services Agreement</p> <p>m. ECC Medical Director: Dr. Paul</p> <p>Director Sessler abstained from voting on items 12 C (b) and (e) due to the potential of a perceived conflict.</p>	



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<p>13. Executive Officer’s Report</p> <p>A. Chief Operating Officer’s Report</p> <p>B. Chief Nursing Officer’s Report</p> <p>C. Incline Village Community Hospital Administrator’s Report</p>	<ul style="list-style-type: none"> • CEO – reported that FY preliminary year-end financial reports are favorable with the results of process improvement initiatives specifically mentioned. Medical reimbursements will see further reductions, as will Medicare CAH reimbursements. It was reported that outside resources are being used to address challenging transitions in IT. Preliminary report from Joe DeLuca from IT Optimizers will be presented later in the agenda. An offer has been extended to a Chief Information Officer (CIO) candidate and is in process of being finalized. • COO – information included in the various department reports and CEO information. A response to the HFAP report is being prepared; it was noted that the surveyors shared that they were impressed with Tahoe Forest and left the clinical areas with no deficiencies identified. • CNO – A written report was provided in the agenda packet for review. • IVCH – A written report was provided in the agenda packet for review. CEO shared that the IVCH Foundation will be holding a recognition event/fundraiser the evening of 7/22/14; adding that IVCH Foundation earnings are used to improve the Incline hospital and has strongly supported fundraising in that community. 	
<p>14. Presentations/Staff Reports</p>		
<p>A. Annual Wellness</p>	<p>A. Caroline Ford introduced and provided background on</p>	<p><u>It was moved by Director Kahn</u></p>



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<p>Neighborhood / Community Health Division Report</p> <p>B. Home Health / Hospice Annual Reports</p> <p>C. Small Rural Hospital Improvement Program (SHIP) Grant</p> <p>D. Legislative Update</p> <p>E. Approval of General Obligation (GO) Bond Tax Rate Resolution</p>	<p>the Community Wellness plan. Dr. Zipkin was introduced as the medical director for the program; Maia Schneider as the needs assessment consultant; Eileen Knudsen as the Project Director; and Nate Weigel, Healthcare Management student. Major Accomplishments of the program were reviewed and five target areas identified.</p> <p>B. Karen Gancitano provided a review of the home health and hospice annual reports. Discussion took place related to steps being taken to educate on end of life resources available to families. Home Health successfully passed the CDPH survey. Issue identified in the survey related to medication reconciliation and improvements have been made. CPSI upgrade is planned and expected to improve medication reconciliation as it relates to patient transfer from acute care to home health.</p> <p>C. Martha Simon shared that TFH is a recipient of a three year SHIP Grant. As part of the grant process, TFH is required to submit a signed authorization to bind related to ICD 10. Board approval requested.</p> <p>D. Ted Owens provided a summary of the detailed written report included in the Agenda Packet regarding legislative issues impacting the hospital district.</p> <p>E. Crystal Betts provided a review of the general obligation bond and annual review of the rate. Director Chamblin shared that the Finance Committee reviewed the</p>	<p><u>and seconded by Director Long to approve SHIP Authorization to Bind. The motion passed by unanimous vote.</u></p> <p><u>It was moved by Director Kahn and seconded by Director Long to approve and adopt the General Obligation (GO) Bond Tax Rate of \$30.04 reflected in Resolution no. 2014-02.</u></p> <p><u>A roll call vote was taken:</u></p> <p><u>Dr. Sessler, Aye,</u></p> <p><u>Mr. Mohun, Aye,</u></p> <p><u>Mr. Long, Aye,</u></p> <p><u>Mr. Chamblin, Aye,</u></p> <p><u>Mr. Kahn, Aye</u></p> <p><u>The motion passed by unanimous vote.</u></p>



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	recommended GO Bond rate of \$30.04 per \$100,000 at the Finance Committee meeting and supports the recommendation made by staff.	
15. Board Committee Reports/ Recommendations		
<ul style="list-style-type: none"> A. Personnel Retirement Committee Meeting – 06/25/14, 07/15/14 B. Finance Committee Meeting – 7/21/14 C. Moved to beginning meeting D. Quality Committee Meeting 7/17/14 	<ul style="list-style-type: none"> A. Committee Chair Long reported that a Request for Proposal (RFP) will be sent out to verify best resource for the retirement plan. The CEO evaluation process has been reviewed and next steps identified. B. Committee Chair Chamblin indicated that there was nothing to report outside of the CFO’s finance report provided for the board. C. Governance report related to contract approvals took place earlier in the meeting D. Committee Chair Mohun provided a summary of the July 17 Quality Committee meeting. COO provided additional information regarding the indicators tracked by CalHEN as discussed at the Quality meeting. The data included in the presentation provided validation of the stellar work done by the staff of this hospital every day. Discussion took place regarding how the quality information can be shared with the public. COO indicated that she is hoping that through the patient advisory council, information can be provided to the public in a meaningful way that will put faces with the data. 	



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16. Items for Board Discussion And/ Or Action		
A. Monthly Board Education/Development – Strategic Information Systems Plan	Joe DeLuca with IT Optimizers provided an overview of the initial, provisional information systems and services management plan for Tahoe Forest Hospital District, primarily focused on FY15/FY16 activities.	



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17. Agenda Input For Upcoming Committee Meetings	-	
18. Items for Next Meeting	-	
19. Board Members Reports/Closing Remarks	<p>Discussion took place pertaining to a Governance Committee proposed Board education workshop in mid-September. Board candidates will be invited and welcomed to attend to help establish a board culture that will out last beyond any particular board member.</p> <p>Board expressed support for moving forward with a mid-September retreat as recommended.</p> <p>Additional work continues on board policies and bylaws revisions.</p>	
20. Next session	Directors Mohun and Long will be unavailable for the August regularly scheduled board meeting. A special meeting will need to take place prior to the regularly scheduled date to ensure a quorum. Director Mohun could be available telephonically if needed.	
21. Closed Session Continued, If Necessary	Adjourned to Closed session at 11:05 p.m.	
22. Open Session		
23. Report of any Reportable Actions Taken in closed session	<u>Report Out:</u> During the May 27 th meeting of the Board of Directors, the board members present unanimously approved a settlement agreement with CPSI that is now becomes effective,	



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	which provides for a continuing relationship between the District and CPSI under modified terms.	
24. Adjourn	The meeting adjourned at 11:12 p.m.	

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