



REGULAR MEETING OF THE BOARD OF DIRECTORS MINUTES

Thursday, May 24, 2018 at 4:00 p.m.

Tahoe Truckee Unified School District
11603 Donner Pass Road, Truckee, CA 96161

1. CALL TO ORDER

Meeting was called to order at 4:00 p.m.

2. ROLL CALL

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

Staff in attendance: Harry Weis, Chief Executive Officer; Crystal Betts, Chief Financial Officer; Judy Newland, Chief Operating Officer; Dr. Shawni Coll, Chief Medical Officer; Matt Mushet, In-House Counsel; Martina Rochefort, Clerk of the Board

Other: David Ruderman, Assistant General Counsel

Absent: Charles Zipkin, M.D., Treasurer

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 4:02 p.m.

5. CLOSED SESSION

5.1. Hearing (Health & Safety Code § 32155)

Subject Matter: First Quarter 2018 Service Excellence Report

Number of items: One (1)

Discussion was held on a privileged item.

5.2. Report Involving Trade Secrets (Health & Safety Code § 32106)

Discussion will concern: potential new service

Estimated date of disclosure: December 2018

Discussion was held on a privileged item.

5.3. 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.

5.4. Approval of Closed Session Minutes

04/26/2018

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

APPROXIMATELY 6:00 P.M.

7. OPEN SESSION – CALL TO ORDER

Open Session reconvened at 6:00 p.m.

8. REPORT OF ACTIONS TAKEN IN CLOSED SESSION

General Counsel reported there were no actions taken on items 5.1. – 5.3. Item 5.4. Approval of Closed Session Minutes was approved on a 4-0 vote. Item 5.5. Medical Staff Credentials was also approved on a 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. ACKNOWLEDGMENTS

12.1. Kathy Avis was named May 2018 Employee of the Month.

12.2. Arlette Tormey, Christy Jordan, Heather Hiller, Natalie de Ryk and Sarah Jane Stull were honored as 2018 Nurses of Excellence.

13. MEDICAL STAFF EXECUTIVE COMMITTEE ♦

13.1. Medical Executive Committee (MEC) Meeting Consent Agenda

MEC recommends the following for approval by the Board of Directors: *Annual Review and approval of policies and medical staff privilege forms: Anesthesiology, Otolaryngology/ENT, Dentistry, Obstetrics/Gynecology, Ophthalmology, Oral & Maxillofacial, Orthopedics, Pain Medicine, Podiatry, Radiology, Urology, Annual Clinical Quality Indicators, Clinical Laboratory, Quality Plan, Pharmacy Policies*

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

No public comment was received.

AYES: Directors Brown, Wong, Hill and Chamblin

Abstention: None

NAYS: None

Absent: Director Zipkin

14. 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.

14.1. Approval of Minutes of Meetings

14.1.1. 04/26/2018

14.2. Financial Reports

14.2.1. Financial Report – April 2018

14.3. Staff Reports

14.3.1. CEO Board Report

14.3.2. COO Board Report

14.3.3. CNO Board Report

14.3.4. CIO Board Report

14.3.5. CMO Board Report

14.3.6. Legislative Report

14.4. Policy Review

14.4.1. ABD-04 Board of Directors Qualifications

14.4.2. CEO Job Description

No public comment was received.

ACTION: Motion made by Director Hill, seconded by Director Brown, to approve the Consent Calendar as presented.

AYES: Directors Brown, Wong, Hill and Chamblin

Abstention: None

NAYS: None

Absent: Director Zipkin

15. ITEMS FOR BOARD ACTION ♦

15.1. IM/Cardiology Remodel Project Bids and Contracts

Dylan Crosby, Manager of Facilities Management, presented the IM/Cardiology remodel bid package for approval.

ACTION: Motion made by Director Hill, seconded by Director Wong to approve the IM/Cardiology remodel project and dispense with further bids for the two items as presented.

AYES: Directors Brown, Wong, Hill and Chamblin

Abstention: None

NAYS: None

Absent: Director Zipkin

15.2. Resolution Requesting Election Services

Discussion was held.

ACTION: Motion made by Director Brown, seconded by Director Wong, to approve Resolution-04 requesting election services as presented.

No public comment was received.

AYES: Directors Brown, Wong, Hill and Chamblin

Abstention: None

NAYS: None

Absent: Director Zipkin

16. ITEMS FOR BOARD DISCUSSION

16.1. Board Education

16.1.1. Rural Center of Excellence Presentation

Janet Van Gelder, Director of Quality and Regulations, presented criteria for Rural Center of Excellence designation.

Discussion was held.

16.1.2. Telemedicine Presentation – Part II

Crystal Betts, Chief Financial Officer, presented on telemedicine.

Discussion was held.

No public comment was received.

16.2. Security and Network Infrastructure

Jake Dorst, Chief Information and Innovation Officer, presented on the District's security and network infrastructure.

Discussion was held.

ACTION: Motion made by Director Hill, seconded by Director Brown, to approve the District to move forward with Hewlett Packard Enterprise (HPE) for network infrastructure and security.

No public comment was received.

AYES: Directors Brown, Wong, Hill and Chamblin

Abstention: None

NAYS: None

Absent: Director Zipkin

16.3. Mountain Housing Council Update

Ted Owens, Executive Director of Governance, provided an update on the Mountain Housing Council's efforts.

Discussion was held.

16.4. Strategic Planning Update

Harry Weis, Chief Executive Officer, provided an update on the Strategic Planning process.

Discussion was held.

16.5. Chief Executive Officer Incentive Compensation Criteria

Discussion was held.

Board of Directors directed the following changes be made:

-Financial target must be met for any incentive payout.

-“Inpatient” be removed from the quality goal.

ACTION: Motion made by Director Wong, seconded by Director Brown, to approve the Fiscal Year 2019 Chief Executive Officer Incentive Compensation criteria with the changes noted above.

No public comment was received.

AYES: Directors Brown, Wong, Hill and Chamblin

Abstention: None

NAYS: None

Absent: Director Zipkin

16.6. Chief Executive Officer Performance Evaluation Template

Discussion was held.

17. DISCUSSION OF CONSENT CALENDAR ITEMS PULLED, IF NECESSARY

None.

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

18.1. Quality Committee Meeting – 05/08/2018

Director Wong provided an update from the recent Board Quality Meeting.

18.2. Governance Committee Meeting – No meeting held in May.

18.3. Executive Compensation Committee Meeting – No meeting held in May.

18.4. Finance Committee Meeting – No meeting held in May.

19. AGENDA INPUT FOR UPCOMING COMMITTEE MEETINGS

Director Wong asked board members to submit their input on the annual quality report presentation.

20. ITEMS FOR NEXT MEETING

-Resources and status of mental health in our area (if not satisfied at 6/4/18 Special Meeting)

-Request for next meeting to hear about billing experience start to finish

-Patient & Family Advisory Council member presentation

-TIRHR update during the summer

21. BOARD MEMBERS REPORTS/CLOSING REMARKS

None.

22. CLOSED SESSION CONTINUED, IF NECESSARY

Not applicable.

23. OPEN SESSION

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

Not applicable.

25. ADJOURN

Meeting adjourned at 8:08 p.m.