



REGULAR MEETING OF THE BOARD OF DIRECTORS MINUTES

Thursday, October 25, 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; Charles Zipkin, M.D., Treasurer; 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; Jake Dorst, Chief Information and Innovation Officer; Dr. Shawni Coll, Chief Medical Officer; Matt Mushet, In-House Counsel; Martina Rochefort, Clerk of the Board

Other: David Ruderman, Assistant General Counsel; Kate Jackson and Brian Connors of Moss Adams

3. DELETIONS/CORRECTIONS TO THE POSTED AGENDA

No changes were made to the agenda.

4. INPUT AUDIENCE

No public comment was received.

5. ITEMS FOR BOARD ACTION

5.1. Fiscal Year 2018 Audited Financial Statements Report

Moss Adams noted they will render an unmodified opinion. Discussion was held.

ACTION: Motion made by Director Zipkin, seconded by Director Wong, to accept the Fiscal Year 2018 Audited Financial Statements Report as presented.

AYES: Directors Brown, Wong, Zipkin, Hill and Chamblin

Abstention: None

NAYS: None

Absent: None

Open Session recessed at 4:45 p.m.

6. CLOSED SESSION

6.1. Hearing (Health & Safety Code § 32155)

Subject Matter: Third Quarter 2018 Corporate Compliance Report

Number of items: One (1)

Discussion was held on a privileged item.

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

Discussion will concern: Proposed new programs and facilities

Estimated date of disclosure: October 2018

Discussion was held on a privileged item.

6.3. Approval of Closed Session Minutes

09/27/2018

Discussion was held on a privileged item.

6.4. TIMED ITEM – 5:30PM – Hearing (Health & Safety Code § 32155)

Subject Matter: Medical Staff Credentials

Discussion was held on a privileged item.

7. DINNER BREAK

8. OPEN SESSION – CALL TO ORDER

Open Session reconvened at 6:00 p.m.

9. REPORT OF ACTIONS TAKEN IN CLOSED SESSION

General Counsel noted there were four items considered in closed session. There was no reportable action on items 6.1 and 6.2. Item 6.3 was approved on a 5-0 vote. Item 6.4 was also approved on a 5-0 vote.

10. DELETIONS/CORRECTIONS TO THE POSTED AGENDA

No changes were made to the agenda.

11. INPUT – AUDIENCE

Public comment was received by Carmen Carr.

12. INPUT FROM EMPLOYEE ASSOCIATIONS

No public comment was received.

13. SAFETY FIRST

13.1. Executive Director of Governance Ted Owens presented the October Safety First Topic of political in the workplace.

14. ACKNOWLEDGMENTS

14.1. Katrina Nunez was named October 2018 Employee of the Month.

14.2. October is Breast Health Awareness Month.

14.3. BETA Quest for Zero Recognition was received in OB (Tier 2) and Emergency Department (Tier 1).

14.4. Harry Weis was named on Becker's Hospital Review's List of "71 Critical Access Hospital CEOs to Know".

14.5. Healthcare Quality Week is October 21-27, 2018.

15. MEDICAL STAFF EXECUTIVE COMMITTEE

15.1. Medical Executive Committee (MEC) Meeting Consent Agenda

MEC recommends the following for approval by the Board of Directors: *PA/NP Privilege Form, Pediatric Early Warning Score (PEWS) and Algorithm, Medical Staff Bylaws amendments, and Medical Staff Rules and Regulations amendments.*

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

AYES: Directors Brown, Wong, Zipkin, Hill and Chamblin

Abstention: None

NAYS: None

Absent: None

16. 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.

16.1. Approval of Minutes of Meetings

16.1.1. 09/27/2018

16.1.2. 10/08/2018

16.2. Financial Reports

16.2.1. Financial Report – September 2018

16.3. Staff Reports

16.3.1. CEO Board Report

16.3.2. COO Board Report

16.3.3. CNO Board Report

16.3.4. CIIO Board Report

16.3.5. CMO Board Report

16.3.6. CHRO Board Report

16.4. Policy Review

16.4.1. ABD-07 Conflict of Interest Policy

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

AYES: Directors Brown, Wong, Zipkin, Hill and Chamblin

Abstention: None

NAYS: None

Absent: None

17. ITEMS FOR BOARD ACTION

17.1. First Reading of Proposed Revisions to TFHD Board of Directors Bylaws

Discussion was held.

No public comment was received.

ACTION: Motion made by Director Brown, seconded by Director Hill to approve the Board of Directors Bylaws as presented.

AYES: Directors Brown, Wong, Zipkin, Hill and Chamblin

Abstention: None

NAYS: None
Absent: None

17.2. Minority Shares Purchase in an Outpatient Medical Facility

Discussion was held.

ACTION: Motion made by Director Zipkin, seconded by Director Hill, to approve the purchase of the minority shares in the Truckee Surgery Center as presented.

AYES: Directors Brown, Wong, Zipkin, Hill and Chamblin

Abstention: None

NAYS: None

Absent: None

18. ITEMS FOR BOARD DISCUSSION

18.1. Corporate Compliance Report

Discussion was held.

ACTION: Motion made by Director Wong, seconded by Director Brown, to accept the Third Quarter Corporate Compliance Report as presented.

AYES: Directors Brown, Wong, Zipkin, Hill and Chamblin

Abstention: None

NAYS: None

Absent: None

18.2. Board Education

18.2.1. High Reliability Organization

Hilary Ward, TFHD Medication Safety Pharmacist, presented education to the board on High Reliability Organization. Discussion was held.

19. DISCUSSION OF CONSENT CALENDAR ITEMS PULLED, IF NECESSARY

Not applicable.

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

20.1. Governance Committee Meeting – 09/28/2018

Director Brown provided an update on the recent Governance Committee meeting.

20.2. Finance Committee Meeting – No meeting held in October.

20.3. Executive Compensation Committee Meeting – No meeting held in October.

20.4. Quality Committee Meeting – No meeting held in October.

21. AGENDA INPUT FOR UPCOMING COMMITTEE MEETINGS

None.

22. ITEMS FOR NEXT MEETING

The next meeting will be moved to Thursday, November 29, 2018 due to a conflict with the Thanksgiving holiday.

23. BOARD MEMBERS REPORTS/CLOSING REMARKS

Discussion was held about receiving public comment outside the District's jurisdiction.

24. CLOSED SESSION CONTINUED, IF NECESSARY

None.

25. OPEN SESSION

Not applicable.

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

Not applicable.

27. ADJOURN

Meeting adjourned at 7:06 p.m.