



REGULAR MEETING OF THE BOARD OF DIRECTORS

MINUTES

Thursday, October 27, 2016 at 4:00 p.m.

Tahoe Truckee Unified School District (TTUSD) Office
11603 Donner Pass Rd, Truckee, CA

1. CALL TO ORDER

Meeting was called to order at 4:03 p.m.

2. ROLL CALL

Board: Charles Zipkin, M.D., Board President; Gregory Jellinek, M.D., Vice President; Dale Chamblin, Treasurer; John Mohun, Secretary; Karen Sessler, M.D., Board Member

Staff: Harry Weis, Chief Executive Officer; Crystal Betts, Chief Financial Officer; Jake Dorst, Chief Information Officer; Karen (Gancitano) Baffone, Chief Nursing Officer; Judy Newland, Chief Operating Officer; Janet Van Gelder, Director of Quality and Regulations; Ted Owens, Executive Director of Governance and Business Development; Sarah Jackson, Executive Assistant; Jim Hook, Fox Group; Tammi Allowitz; Jason Grosdidier; Jaye Chasseur; Paige Thomason; Wendy Buchanan; Shawni Coll, DO; Jim Sturtevant;

Other: David Ruderman, Assistant General Counsel; Bill Peterson, CPA, K-COE ISOM; Andy Scott, 1Bios;

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

4. INPUT AUDIENCE

No public comment was received.

Open Session recessed at 4:03 p.m.

5. CLOSED SESSION

Discussion was held on privileged items.

DINNER BREAK

APPROXIMATELY 6:00 P.M.

6. OPEN SESSION – CALL TO ORDER

Open Session reconvened at 6:00 p.m.

7. REPORT OF ACTIONS TAKEN IN CLOSED SESSION

No reportable action was taken on Items 5.1., 5.2. and 5.3. Items 5.4 and 5.5 were approved by the Board of Directors by unanimous vote.

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

None.

9. INPUT – AUDIENCE

Steven Davidson gave public comment.

10. INPUT FROM EMPLOYEE ASSOCIATIONS

No public comment was received.

11. ACKNOWLEDGMENTS

11.1. Martina Vidaca was TFHD's October Employee of the Month.

11.2. Andy Scott of 1Bios and team were acknowledged for the Blue Life Innovation Award.

12. TIMED ITEM – 6:15 PM FY 2016 AUDIT PRESENTATION

12.1. The FY 2016 audited financials were presented by Bill Peterson, CPA of K-COE ISOM.

No public comment was received.

ACTION: Motion made by Director Chamblin, seconded by Director Mohun to approve the FY 2016 audit as presented.

AYES: Directors Sessler, Jellinek, Zipkin, Chamblin, Mohun

NAYS: None

Abstention: None

14. MEDICAL STAFF REPORT

14.1 The Medical Staff Report and recommendations were reviewed by Dr. Jowers.

Discussion was held.

ACTION: Motion made by Director Jellinek, seconded by Director Zipkin, to accept the Medical Staff Report as presented.

No public comment received.

AYES: Directors Sessler, Mohun, Chamblin, Jellinek and Zipkin

NAYS: None

Abstention: None

15. 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.

15.1. Approval of Minutes of Meetings

09/22/2016, 10/13/2016

15.2. Financial Report

15.2.1. Financial Report- September 2016

15.3. Resolutions

15.3.1. 2016-10 SB957 on Design Build

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

Discussion was held.

AYES: Directors Sessler, Mohun, Chamblin, Jellinek and Zipkin

NAYS: None

Abstention: None

16. ITEMS FOR BOARD DISCUSSION AND/OR ACTION

16.1. 2017 Board Education Calendar

The Board of Directors will review and consider future educational opportunities.

Discussion was held.

16.2. Audit Firm Selection ♦

The Board of Directors will receive an update and recommendation for approval from the appointed Ad hoc committee for the selection of an Audit Firm and to direct Management to move forward with contract negotiation.

Discussion was held.

ACTION: Motion made by Director Chamblin, seconded by Director Mohun, to approve the recommendation of the Ad hoc Committee of Moss Adams and that Crystal Betts, CFO, is directed to move forward with contract negotiation.

AYES: Directors Sessler, Jellinek, Zipkin, Chamblin, Mohun

NAYS: None

Abstention: None

16.3. Agility / Rehab Services Update

Discussion was held.

16.4. Memorandum of Understanding (MOU) for Employee Association ♦

The Board of Directors will direct Administration to execute the MOU that has been approved by the Employee Association.

16.4.1. Memorandum of Understanding for Employees Association

Discussion was held.

ACTION: Motion made by Director Jellinek, seconded by Director Zipkin, to approve the Employee Association Memorandum of Understanding as presented.

AYES: Directors Sessler, Jellinek, Zipkin, Chamblin, Mohun
NAYS: None
Abstention: None

16.5. Memorandum of Understanding (MOU) for Employee Association of Professionals ♦

The Board of Directors will direct Administration to execute the MOU that has been approved by the Employee Association of Professionals.

16.5.1. Memorandum of Understanding for Employees Association of Professionals

Discussion was held.

ACTION: Motion made by Director Sessler, seconded by Director Zipkin, to approve the Employee Association of Professionals Memorandum of Understanding as presented.

AYES: Directors Sessler, Jellinek, Zipkin, Chamblin, Mohun
NAYS: None
Abstention: None

17. DISCUSSION OF CONSENT CALENDAR ITEMS PULLED, IF NECESSARY

None.

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

18.1. Community Benefit Committee Meeting – No meeting was held in October.

18.2. Governance Committee Meeting – No meeting was held in October.

18.3. Finance Committee Meeting – 10/24/2016.

18.4. Quality Committee Meeting – No meeting was held in October.

18.5. Personnel Committee Meeting – No meeting was held in October.

18.6. CEO Evaluation Committee – Closed Session topic, Committee met, due diligence conducted.

19. INFORMATIONAL REPORTS

These reports are provided for information only and not intended for discussion. Any Board Member may request discussion on an item, additional information from staff related to items included in a report, or request a topic be placed on a future agenda for further discussion.

19.1. CEO Strategic Updates

19.2. Staff Report(s)

19.2.1. CIO Board Report

19.2.2. CNO Board Report

19.2.3. COO Board Report

19.2.4. Marketing Department Update

19.2.5. AB2024 Update

No discussion was held.

20. AGENDA INPUT FOR UPCOMING COMMITTEE MEETINGS

None.

21. ITEMS FOR NEXT MEETING

Administration was requested to provide an update on the activities and costs to date of Walter Kopp dba: Medical Management Services.

22. BOARD MEMBERS REPORTS/CLOSING REMARKS

No discussion was held.

23. MEETING EFFECTIVENESS ASSESSMENT

No discussion was held on this item.

24. ADJOURN

Meeting adjourned at 7:18 p.m.