



REGULAR MEETING OF THE BOARD OF DIRECTORS

MINUTES

Thursday, February 23, 2017 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 4:01 p.m.

2. ROLL CALL

Board: Charles Zipkin, M.D., Board President; Gregory Jellinek, M.D., Vice President; Dale Chamblin, Treasurer; Randy Hill, Secretary; Alyce Wong, R.N., Board Member

Staff: Harry Weis, Chief Executive Officer; Judy Newland, Chief Operating Officer; Crystal Betts, Chief Financial Officer; Stephanie Hanson, Compliance Analyst; Martina Rochefort, Clerk of the Board

Other: David Ruderman, Assistant General Counsel; Jim Hook, The Fox Group

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

No changes were made to the agenda.

4. INPUT AUDIENCE

No public comment was received.

5. CLOSED SESSION

Discussion was held on privileged items.

6. DINNER BREAK

APPROXIMATELY 6:00 P.M.

7. OPEN SESSION – CALL TO ORDER

Open Session reconvened at 6:04 p.m.

8. REPORT OF ACTIONS TAKEN IN CLOSED SESSION

General Counsel stated there was no reportable action on items 5.1.-5.5. and 5.7.
Items 5.6. and 5.8. were approved on a 5-0 vote.

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

10. INPUT – AUDIENCE

No public comment was received.

11. INPUT FROM EMPLOYEE ASSOCIATIONS

No public comment was received.

12. ACKNOWLEDGMENTS

Regular Meeting of the Board of Directors of Tahoe Forest Hospital District
February 23, 2017 MINUTES – Continued

- 12.1. January 2017 Employee of the Month was Payton Davis.
- 12.2. February 2017 Employee of the Month was Mona Fasesky.
- 12.3. Jake Dorst, TFHD Chief Information Officer, was named Becker's Top CIO's to Know.

13. MEDICAL STAFF REPORT

13.1. Medical Staff Report

As part of Item 13.1., sub item 1. Allied Health Professional Guidelines will be removed.

Discussion was held.

No public comment was received.

ACTION: Motion made by Director Zipkin, seconded by Director Chamblin, to approve the Medical Staff Report excluding the Allied Health Professional Guidelines.

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

NAYS: None

Abstention: None

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

1/26/2017

14.2. Financial Report

14.2.1. Financial Report- January 2017

14.3. Contracts

14.3.1. Jacob Blake, MD – Professional Services Agreement

14.3.2. UC Davis Health System Cancer Center Network Participation and License Agreement

14.4. Staff Reports (Information Only)

14.4.1. CEO Board Report

14.4.2. COO Board Report

14.4.3. CNO Board Report

14.4.4. CIO Board Report

14.4.5. CMO Board Report

Item 14.2.1. will be removed from the agenda entirely and presented at a later date.

Director Zipkin pulled item 14.3.2. for discussion.

ACTION: Motion made by Director Jellinek, seconded by Director Chamblin, to accept the Consent Calendar as presented excluding Item 14.2.1. Financial Report – January 2017 and Item 14.3.2. UC Davis Health System Cancer Center Network Participation and License Agreement.

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

NAYS: None

Abstention: None

15. ITEMS FOR BOARD ACTION

15.1. Corporate Compliance Program 2016 4th Quarter and Annual Report

Discussion was held.

15.2. 2017 Corporate Compliance Work Plan

Discussion was held.

ACTION: Motion made by Director Zipkin, seconded by Director Jellinek, to approve the 2017 Corporate Compliance Work Plan as presented.

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

NAYS: None

Abstention: None

15.3. CEO Incentive Compensation and Performance Review Criteria

Discussion was held.

ACTION: Motion made by Director Jellinek, seconded by Director Zipkin, to create an Ad Hoc committee consisting of Directors Hill and Chamblin to consider CEO Incentive Compensation and Performance Review Criteria and return with a recommendation at the March Board Meeting.

Discussion was held.

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

NAYS: None

Abstention: None

16. ITEMS FOR BOARD DISCUSSION

16.1. Risk Management Update

Discussion was held.

No public comment was received.

17. DISCUSSION OF CONSENT CALENDAR ITEMS PULLED, IF NECESSARY

Discussion was held on item 14.3.2.

Public comment was received from Stephanie Hanson.

ACTION: Motion made by Director Zipkin, seconded by Director Jellinek, to accept Item 14.3.2. from the Consent Calendar as presented.

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

NAYS: None

Abstention: None

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

18.1. Governance Committee Meeting – 02/15/2017

Director Jellinek provided an update from the recent Governance Committee meeting.

18.2. Personnel Committee Meeting – 02/23/2017

Director Wong provided an update from the recent Personnel Committee meeting.

18.3. Finance Committee Meeting – 02/23/2017

Director Chamblin provided an update from the recent Finance Committee meeting.

18.4. Community Benefit Committee Meeting – No meeting held in February.

18.5. Quality Committee Meeting – No meeting held in February.

19. AGENDA INPUT FOR UPCOMING COMMITTEE MEETINGS

Board President suggested Governance Committee review ABD-21 at their next meeting.

20. ITEMS FOR NEXT MEETING

21. BOARD MEMBERS REPORTS/CLOSING REMARKS

22. CLOSED SESSION CONTINUED, IF NECESSARY

None.

23. OPEN SESSION

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

None.

25. MEETING EFFECTIVENESS ASSESSMENT

No discussion was held.

26. ADJOURN

Meeting adjourned at 7:26 p.m.