



REGULAR MEETING OF THE BOARD OF DIRECTORS MINUTES

Thursday, January 23, 2025 at 4:00 p.m.

Tahoe Forest Hospital – Eskridge Conference Room
10121 Pine Avenue, Truckee, CA 96161

1. CALL TO ORDER

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

2. ROLL CALL

Board: Michael McGarry, Board Chair; Dr. Robert Darzynkiewicz, Vice Chair; Alyce Wong, Secretary; Mary Brown, Treasurer; Dale Chamblin, Board Member

Staff in attendance: Louis Ward, Interim Chief Executive Officer/Chief Operating Officer; Crystal Felix, Chief Financial Officer; Dr. Brian Evans, Chief Medical Officer; Dylan Crosby, Vice President of Facilities Management and Construction; Janet Van Gelder; Directors of Quality & Regulations; Christine O’Farrell, Risk Management; Ted Owens; Executive Director of Governance & Business Development; Matt Mushet, In-House Counsel; Sarah Jackson, Executive Assistant; Martina Rochefort, Clerk of the Board;

Other: David Ruderman, General Counsel; Gary Hicks, President of G.L. Hicks Financial, LLC

3. DELETIONS/CORRECTIONS TO THE POSTED AGENDA

Item 6.3. was pulled from the agenda.

4. INPUT AUDIENCE

No public comment was received.

5. ITEMS FOR BOARD ACTION ◆

5.1. Resolution 2025-03 Master Equipment Lease/Purchase Agreement

The Board of Directors will review and consider approval of a resolution authorizing the execution and delivery of a Master Equipment Lease/Purchase Agreement and Separate Schedules thereto for the Acquisition, Financing and Leasing of Certain Equipment for the Public Benefit within the terms provided.

Discussion was held.

ACTION: Motion made by Director Brown to approve the Resolutions 2025-03 Master Equipment Lease/Purchase Agreement as presented, seconded by Director Chamblin.

AYES: Directors Chamblin, Brown, Wong, Darzynkiewicz and McGarry

Abstention: None

NAYS: None

Absent: None

Open Session recessed at 4:18 p.m.

6. CLOSED SESSION

6.1. Liability Claims: (Gov. Code § 54956.95) ♦

Claimant: Aidan Osti

Claim Against: Tahoe Forest Hospital District

6.2. Approval of Closed Session Minutes ♦

6.2.1. 12/19/2024 Special Meeting

6.2.2. 12/19/2024 Regular Meeting

6.2.3. 01/08/2025 Special Meeting

6.3. Public Employee Appointment (Gov. Code § 54957)

Title: President & Chief Executive Officer

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

Subject Matter: Medical Staff Credentials

7. DINNER BREAK

APPROXIMATELY 6:00 P.M.

8. OPEN SESSION – CALL TO ORDER

Open Session reconvened at 6:02 p.m.

9. REPORT OF ACTIONS TAKEN IN CLOSED SESSION

General Counsel reported out from Closed Session: Liability Claim item 6.1 was denied with a 5-0 vote. Closed Session Minutes items 6.2.1 – 6.2.3 were approved with a 5-0 vote. Item 6.4 Medical Staff Credentials was approved with a 5-0 vote.

10. DELETIONS/CORRECTIONS TO THE POSTED AGENDA

none

11. INPUT – AUDIENCE

This is an opportunity for members of the public to address the Board on items which are not on the agenda. Please state your name for the record. Comments are limited to three minutes. Written comments should be submitted to the Board Clerk 24 hours prior to the meeting to allow for distribution. Under Government Code Section 54954.2 – Brown Act, the Board cannot take action on any item not on the agenda. The Board Chair may choose to acknowledge the comment or, where appropriate, briefly answer a question, refer the matter to staff, or set the item for discussion at a future meeting.

Public comment was received by: Dr. Johanna Koch

12. INPUT FROM EMPLOYEE ASSOCIATIONS

This is an opportunity for members of the Employee Associations to address the Board on items which are not on the agenda. Please state your name for the record. Comments are limited to three minutes.

None

13. MEDICAL STAFF EXECUTIVE COMMITTEE ♦

13.1. Medical Executive Committee (MEC) Meeting Consent Agenda ATTACHMENT

MEC recommends the following for approval by the Board of Directors:

Policy Review – With Changes:

- *MSGEN-1603, Immunizations / Vaccinations for Medical Staff and Allied Health Professional Staff*

Policy Review – With No Changes:

- *MSCP-1, Clinical Privileges that Cross Specialty Lines*

Discussion was held.

**ACTION: Motion made by Director Wong to approve the Medical Executive Committee Consent Calendar as presented, seconded by Director Darzynkiewicz.
AYES: Directors Chamblin, Brown, Wong, Darzynkiewicz and McGarry
Abstention: None
NAYS: None
Absent: None**

14. CONSENT CALENDAR

14.1. Approval of Minutes of Meetings

- 14.1.1. 12/19/2024 Special Meeting
- 14.1.2. 12/19/2024 Regular Meeting
- 14.1.3. 01/08/2025 Special Meeting

14.2. Financial Reports

- 14.2.1. Financial Report – December 2024

14.3. Board Reports

- 14.3.1. Interim CEO/COO Board Report
- 14.3.2. CMO Board Report
- 14.3.3. CIO Board Report
- 14.3.4. VP Provider Services Board Report

14.4. Approve Annual Resolution Authorizing Board Compensation

- 14.4.1. Resolution 2025-01

14.5. Affirm Annual Board Committee List & Charters

- 14.5.1. Resolution 2025-02

Discussion was held.

**ACTION: Motion made by Director Darzynkiewicz to approve the Consent Calendar as presented, seconded by Director Chamblin.
AYES: Directors Chamblin, Brown, Wong, Darzynkiewicz and McGarry
Abstention: None
NAYS: None
Absent: None**

15. ITEMS FOR BOARD DISCUSSION

15.1. Chief Nursing Officer Staff Report

The Board of Directors will receive a staff report from the Chief Nursing Officer.

Discussion was held.

16. ITEMS FOR BOARD ACTION ◆

16.1. President & Chief Executive Officer (CEO) Employment Agreement

The Board of Directors reviewed and considered approval of a President & CEO Employment Agreement.

Discussion was held.

ACTION: Motion made by Director Wong to approve the President & Chief Executive Officer (CEO) Employment Agreement as presented, seconded by Director Brown.

AYES: Directors Chamblin, Brown, Wong, Darzynkiewicz and McGarry

Abstention: None

NAYS: None

Absent: None

17. DISCUSSION OF CONSENT CALENDAR ITEMS PULLED, IF NECESSARY

none

18. BOARD COMMITTEE REPORTS

Director Brown reported on the 01/22/2025 Board Finance Committee.

Director Chamblin reported on the 01/13/2025 IVCH Foundation.

19. BOARD MEMBERS REPORTS/CLOSING REMARKS

Chair McGarry, Director Brown, Director Brown, Director Chamblin and Director Darzynkiewicz all recognized Martina Rochefort for her outstanding service to Tahoe Forest Hospital during her tenure as Board Clerk over the last nearly 10 years.

Interim CEO/COO expressed well wishes and gratitude to Martina Rochefort.

20. CLOSED SESSION CONTINUED

None

21. OPEN SESSION

none

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

none

23. ADJOURN

Meeting adjourned at 7:07 p.m.