

REGULAR MEETING OF THE BOARD OF DIRECTORS MINUTES

Thursday, February 27, 2025 at 4:00 p.m.

Tahoe Forest Hospital – Eskridge Conference Room

10121 Pine Avenue, Truckee, CA 96161

Telephonic Location: Embassy Suites by Hilton

101 McInnis Pkwy, San Rafael, CA 94903

1. CALL TO ORDER

Meeting was called to order at 4:02 p.m.

2. ROLL CALL

Board: Michael McGarry, Board Chair; Dr. Robert Darzynkiewicz, Vice Chair; Alyce Wong, Secretary; Mary Brown, Treasurer (telephone); 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; Matt Mushet, In-House Counsel; Alex MacLennan, Chief Human Resources Officer; Sarah Jackson, Executive Assistant / Clerk of the Board;

Other: Mackenzie Anderson, Assistant General Counsel

3. DELETIONS/CORRECTIONS TO THE POSTED AGENDA

none

4. INPUT AUDIENCE

No public comment was received.

Open Session recessed at 4:03p.m.

5. CLOSED SESSION

5.1. Hearing (Health & Safety Code § 32155) ♦

Subject Matter: Fourth Quarter Corporate Compliance Report

5.2. Approval of Closed Session Minutes ♦

5.2.1. 01/23/2025 Special Meeting

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

Claimant: Haley Bercot Rosman

Claim Against: Tahoe Forest Hospital District

5.4. Hearing (Health & Safety Code § 32155) ♦

Subject Matter: 2020-2024 Peer Review Summary Report

Number of items: One (1)

5.5. Hearing (Health & Safety Code § 32155) ♦

Regular Meeting of the Board of Directors of Tahoe Forest Hospital District
February 27, 2025 MINUTES – Continued

*Subject Matter: 2024 Annual Quality Assurance/Performance Improvement Report
Number of items: Six (6)*

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

Subject Matter: Medical Staff Credentials

6. DINNER BREAK

APPROXIMATELY 6:00 P.M.

7. OPEN SESSION – CALL TO ORDER

Open Session reconvened at 6:06 p.m.

8. REPORT OF ACTIONS TAKEN IN CLOSED SESSION

Assistant General Counsel reported out from Closed Session: Corporate Compliance Report item 5.1 was approved with a roll call vote of 5-0. Closed Session Minutes item 5.2 was approved with a roll call vote of 5-0. Liability Claim item 5.3 was rejected with a roll call vote of 4-0-1 with Director Chamblin recusing himself. The Peer Review Summary item 5.4 was approved with a roll call vote of 5-0. The 2024 Annual Quality Assurance Performance Improvement Report item 5.5 was approved with a roll call vote of 5-0. Item 5.6 Medical Staff Credentials was approved with a roll call vote of 5-0.

9. DELETIONS/CORRECTIONS TO THE POSTED AGENDA

none

10. 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: Dierdre Henderson

11. 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

12. ITEMS FOR BOARD DISCUSSION

12.1 Presentation Honoring Current Board Member, Alyce Wong

Chair McGarry presented Director Wong with a plaque recognizing and honoring her service as Board Chair from 2019 - 2024.

Directors Brown, Chamblin and Darzynkiewicz offered recognition and thanks to Director Wong.

13. CONSENT CALENDAR

13.1. Approval of Minutes of Meetings

13.1.1. 01/23/2025 Regular Meeting Minutes

13.2. Financial Reports

13.2.1. Financial Report – January 2025

13.3. Board Reports

13.3.1. CNO Board Report

13.3.2. CIO Board Report

13.4. Approve Annual Resolution Authorizing Board Compensation

13.4.1. Resolution 2025-01

Director Chamblin requested to pull item 13.2.2 CIO Report.

ACTION: Motion made by Director Darzynkiewicz to approve the Consent Calendar with the exception of 13.3.2 CIO Report, seconded by Director Chamblin. Roll Call Vote:

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

Abstention: None

NAYS: None

Absent: None

14. ITEMS FOR BOARD DISCUSSION

14.1. Semi-Annual Retirement Plan Update

The Board of Directors will receive a semi-annual retirement plan update from Multnomah Group.

Discussion was held.

14.2. Interim Chief Executive Officer Staff Report

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

Discussion was held.

Directors Brown and McGarry offered recognition and thanks to Louis Ward for his service and contributions during his tenure as Interim CEO.

14.3. Chief Medical Officer Staff Report

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

Discussion was held.

14.4. Physician Compensation Redesign

The Board of Directors will receive an update from ECG Management Consultants regarding the Physician Compensation Redesign project.

Discussion was held.

14.5. Physician Compensation Administration

The Board of Directors will receive an update from ECG Management Consultants regarding the Physician Compensation Administration project.

Discussion was held.

14.6. Informational Update on Recent New Reports

The Board of Directors will provide an update regarding recent news reports relevant to TFHD's future President & CEO.

Discussion was held.

15. ITEMS FOR BOARD ACTION ♦

15.1. Resolution 2025-04 Affirms Mission of Tahoe Forest Health System

The Board of Directors will review and consider approval of a resolution affirming the mission of Tahoe Forest Health System.

Discussion was held.

ACTION: Motion made by Director Wong to approve the Resolution 2025-04 Affirming the Mission of Tahoe Forest Health System as presented, seconded by Director Darzynkiewicz. Roll Call Vote:
AYES: Directors Chamblin, Brown, Wong, Darzynkiewicz and McGarry
Abstention: None
NAYS: None
Absent: None

16. DISCUSSION OF CONSENT CALENDAR ITEMS PULLED, IF NECESSARY

16.1. Item 13.3.2. CIO Board Report

Discussion was held.

ACTION: Motion made by Director Chamblin to approve item 13.3.2. that was pulled from Consent, seconded by Director Wong. Roll Call Vote:
AYES: Directors Chamblin, Brown, Wong, Darzynkiewicz and McGarry
Abstention: None
NAYS: None
Absent: None

17. BOARD COMMITTEE REPORTS

Director Wong reported that the Executive Compensation Committee of 02/13/2025 was cancelled due to inclement weather.

Director Wong reported on the Board Quality Committee of 02/10/2025.

Director Darzynkiewicz reported on the Community Engagement Committee of 02/24/2025.

18. BOARD MEMBERS REPORTS/CLOSING REMARKS

Chair McGarry made closing remarks

19. CLOSED SESSION CONTINUED

None

20. OPEN SESSION

none

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

none

22. ADJOURN

Meeting adjourned at 8:09 p.m.