TAHOE FOREST
HOSPITAL DISTRICT

REGULAR MEETING OF THE BOARD OF DIRECTORS MINUTES

Thursday, June 25, 2026 at 4:00 p.m.
Tahoe Forest Hospital – Eskridge Conference Room
10121 Pine Avenue, Truckee, CA 96161

The Regular Meeting was held concurrently with the Special Meeting. Both were convened at 4:02 p.m.

1. CALL TO ORDER

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

2. ROLL CALL

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

Board Member Absent: none

Staff in attendance: Anna Roth, President & CEO; Crystal Felix, Chief Financial Officer, Kim McCarl, Chief Strategy Officer; Louis Ward, Chief Operating Officer; Matt Mushet, In-House Counsel; Brian Evans, CMO; Dylan Crosby, Chief of Clinical Operations and Facilities; Matt Mushet, In-House Counsel; Sarah Jackson, Clerk of the Board;

Other: David Ruderman, General Counsel;

3. DELETIONS/CORRECTIONS TO THE POSTED AGENDA

Chair McGarry noted corrections to the posted agenda, including the removal of Regular Meeting Closed Session Item 5.3 (Trade Secrets). Chair McGarry further noted that Special Meeting Closed Session Item 5.1, from the concurrently held Special Meeting, would be considered during the time allotted for the removed Regular Meeting Item 5.3.

4. INPUT AUDIENCE

None.

Open Session recessed at 4:04 p.m.

5. CLOSED SESSION

5.1. Approval of Closed Session Minutes ◈

5.1.1. 05/28/2026 Special Meeting

Discussion was held on a privileged item.

5.2. Liability Claims (Gov. Code § 54956.95) ◈

Claimant: Vaughn Brown
Claim Against: Tahoe Forest Hospital District

Discussion was held on a privileged item.

5.3. Report Involving Trade Secrets (Health & Safety Code § 32106)
Discussion will concern: Existing and potential new programs and service lines
Estimated date of disclosure: December 2026

Item removed from posted agenda.

5.4. Conference with Labor Negotiator (Government Code § 54957.6)
Name of District Negotiator(s) to Attend Closed Session: Michael McGarry
Unrepresented Employee: President & Chief Executive Officer

Discussion was held on a privileged item.

5.5. TIMED ITEM – 5:30PM - Hearing (Health & Safety Code § 32155)◈
Subject Matter: Medical Staff Credentials

Discussion was held on a privileged item.

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

General Counsel reported out from Closed Session. Items 5.1, Closed Session Minutes of 05/28/2026 were approved on a 5-0 vote. Item 5.2 Liability Claim was rejected with a 5-0 vote. Item 5.3 (Regular Meeting) was removed from the agenda prior to entering Closed Session. Closed Session Item 5.1 from the concurrently held Special Meeting was considered in its place. No reportable action was taken. There were no reportable actions for item 5.4 and Medical Staff Credentials, item 5.5, was approved with a 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.

Email Public Comment was received from Don Fulda.

Public Comment was received from: Louis Ward, COO and Jim Franckum, Director of Pharmacy.

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. PRESIDENT & CEO – MONTHLY HIGHLIGHTS

12.1. Monthly Highlights

President & CEO Anna M. Roth provided an update highlighting Health Within Reach, Community Guided, Transformation, key developments, initiatives, and recent activities impacting the District.

Discussion was held.

13. MEDICAL STAFF EXECUTIVE COMMITTEE◈

13.1. Medical Executive Committee (MEC) Meeting Consent Agenda

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

Privileges with Changes

13.1.1. *Emergency Medicine*

Policies with Changes

13.1.2. *Care Coordination Policies*
13.1.3. *DWFC Policies*
13.1.4. *CPAP BiPAP, DEDI-1901 (IVCH Policies)*
13.1.5. *Standardized Procedures*
13.1.6. *Standardized Procedure and Protocols for Physician Assistants and Nurse Practitioners, MSCP-10*
13.1.7. *Standardized Procedure Pre-Op Testing, DASU-2401*

Chief of Staff, Dr. Koch requested item 13.1.6. to be removed from the MEC Consent Agenda.

Dr. Koch provided an overview of the privileges and policies included within the Medical Executive Committee Consent Agenda.

Discussion was held.

ACTION: Motion made by Director Brown to approve the MEC Consent Agenda as presented with item 13.1.6. removed, seconded by Director Darzynkiewicz.
AYES: Directors Brown, Chamblin, Darzynkiewicz, Wong, McGarry.
Abstention: None
NAYS: None
Absent: 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

14.1.1. 05/28/2026 Special Meeting
14.1.2. 05/28/2026 Regular Meeting

14.2. Financial Reports

14.2.1. Financial Report – May 2026

14.3. Board Reports

14.3.1. Executive Board Report – June 2026

Discussion was held.

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

15. TIMED ITEMS FOR BOARD ACTION◈

15.1. True North 2030 Measurement Strategy◈

The Board of Directors will review and consider approval of a measurement strategy for the True North 2030 Strategic Plan.

The CEO introduced and presented the True North Measurement Strategy, with contributions and support from the Director of Business Intelligence, Chief of Clinical Operations, Chief Financial Officer, Chief Medical Officer, Chief Operating Officer, and Chief Strategy Officer.

Extensive discussion was held during the presentation.

Board members posed questions and offered comments. Public Comment was received.

ACTION: Motion made by Director Darzynkiewicz to approve the True North 2030 Measurement Strategy as presented, seconded by Director Wong.
AYES: Directors Brown, Chamblin, Darzynkiewicz, Wong, McGarry.
Abstention: None
NAYS: None
Absent: None

15.2. True North Governance Work Plan◈

The Board of Directors will review and consider approval of the True North Governance Work Plan.

The Board Chair introduced the Governance Work Plan and reviewed the recommendation for approval from the Board Governance Committee.

The CSO further reviewed the recommendations to be advanced as part of the Governance Work Plan.

Mr. Larry Gage, Senior Director of Alston & Bird, presented the True North Governance Work Plan in detail.

The CSO announced that Sarah Jackson, Clerk of the Board, has been appointed as the Project Manager and Kelley Downs has been appointed as Change Manager to support this work.

Board members posed questions and offered comments.

ACTION: Motion made by Director Brown to approve the True North Governance Work Plan as presented, seconded by Director Chamblin.
AYES: Directors Brown, Chamblin, Darzynkiewicz, Wong, McGarry.
Abstention: None
NAYS: None
Absent: None

15.3. FY 2027 President & Chief Executive Officer Incentive Compensation ◈
The Board of Directors will review and consider approval of Fiscal Year 2027 President & CEO Incentive Compensation.

Director Wong reported that Executive Compensation Committee met on Monday, 06/22/26, with the Executive Compensation Specialist, John Ohrnberger of Alvarez & Marsal, Tax. The Committee agreed with the Specialist's revised recommended a revised framework and percentages for the CEO Incentive Compensation. After plan is triggered, percentages were: 30% Financial, 25% Quality, 45 % Key Strategic Objectives (15% Health Within Reach, 15% Community Guided, 15% Transformation).

Chair McGarry introduced John Ohrnberger, Senior Director Alvarez & Marsal, Tax and opened the item for Board discussion.

Director Darzynkiewicz proposed 30% Financial, 20% Quality, 50% Key Strategic Objectives (30% Health Within Reach, 10% Community Guided, 10% Transformation).

Board members each provided comments on the proposed percentages.

Discussion was held.

ACTION: Motion made by Director Wong to approve the revised framework recommended by the Executive Compensation Specialist for the President & Chief Executive Officer Incentive Compensation, with the FY 2027 percentages as follows: Plan Trigger 80% of budgeted net income, Performance Metrics and Weighting: 30% Financial: budgeted net income (threshold: 80%, target 100%, maximum 120%), 20% Quality, 50% Key Strategic Objectives (30% Health Within Reach, 10% Community Guided, 10% Transformation), seconded by Director Brown.
AYES: Directors Brown, Chamblin, Darzynkiewicz, Wong, McGarry.

Abstention: None
NAYS: None
Absent: None

16. DISCUSSION OF CONSENT CALENDAR ITEMS PULLED, IF NECESSARY
None

17. BOARD COMMITTEE REPORTS
Chair McGarry reported on the Board Governance Committee.

Director Darzynkiewicz reported on the Board Community Engagement Committee.

Director Chamblin reported on the IVCH Foundation Board Meeting.

18. BOARD MEMBERS' REPORTS/CLOSING REMARKS
Chair McGarry provided closing comments.

19. CLOSED SESSION CONTINUED

20. OPEN SESSION

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

22. ADJOURN
Meeting Adjourned at: 8:30 p.m.