



# REGULAR MEETING OF THE BOARD OF DIRECTORS MINUTES

Thursday, June 27, 2024 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 4:01 p.m.

## 2. ROLL CALL

Board: Alyce Wong, Board Chair; Michael McGarry, Vice Chair; Robert (Bob) Barnett, Secretary; Dale Chamblin, Treasurer;

Staff in attendance: Louis Ward, Acting Chief Executive Officer/Chief Operating Officer; Dr. Brian Evans, Chief Medical Officer; Matt Mushet, In-House Counsel; Christine O'Farrell, Risk Manager; Ashley Davis, Patient Safety Officer; Martina Rochefort, Clerk of the Board

Other: David Ruderman, General Counsel

*Absent: Mary Brown, Board Member (participated via phone but cannot vote)*

## 3. DELETIONS/CORRECTIONS TO THE POSTED AGENDA

No changes were made to the agenda

## 4. INPUT AUDIENCE

No public comment was received.

**Open Session recessed at 4:04 p.m.**

## 5. CLOSED SESSION

### 5.1. **Hearing (Health & Safety Code § 32155)**

*Subject Matter: SCOR Culture of Safety Survey*

Discussion was held on a privileged item.

### 5.2. **Liability Claims: (Gov. Code § 54956.95)**

*Claimant: Anita Cabrera*

*Claim Against: Tahoe Forest Hospital District*

Discussion was held on a privileged item.

### 5.3. **Hearing (Health & Safety Code § 32155)**

*Subject Matter: Home Health & Hospice Annual Quality Review*

Discussion was held on a privileged item.

**5.4. Approval of Closed Session Minutes**

**5.4.1.** 05/23/2024 Regular Meeting

**5.4.2.** 06/06/2024 Special Meeting

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**

**7. OPEN SESSION – CALL TO ORDER**

Open Session adjourned at 6:00 p.m.

**8. REPORT OF ACTIONS TAKEN IN CLOSED SESSION**

General Counsel reported the Board heard five items in Closed Session. There was no reportable action on item 5.1. Item 5.2. Claim by Anita Cabrera against Tahoe Forest Hospital District for alleged medical malpractice was rejected on a 4-0 vote. Item 5.3. Home Health and Hospice Report was received and filed on a 4-0 vote. Item 5.4. Closed Session minutes were both approved on a 4-0 vote. Item 5.5. Medical Staff Credentials were approved on 4-0 vote.

**9. DELETIONS/CORRECTIONS TO THE POSTED AGENDA**

Item 13.1. was removed from the agenda.

**10. INPUT – AUDIENCE**

No public comment was received.

**11. INPUT FROM EMPLOYEE ASSOCIATIONS**

Public comment was received from Julie Morgan.

**12. CONSENT CALENDAR**

**12.1. Approval of Minutes of Meetings**

**12.1.1.** 05/23/2024 Regular Meeting

**12.1.2.** 06/06/2024 Special Meeting

**12.2. Financial Reports**

**12.2.1.** Financial Report – May 2024

**12.3. Board Reports**

**12.3.1.** Acting CEO/COO Board Report

**12.3.2.** CMO Board Report

**12.3.3.** CNO Board Report

**12.3.4.** CIIO Board Report

**12.4. Approve Committee Charter**

**12.4.1.** Board Executive Compensation Charter

**12.5. Approve Revised Board Policy**

**12.5.1.** Onboarding and Continuing Education of Board Members, ABD-19

No public comment was received.

**ACTION:** Motion made by Director Barnett to approve the Consent Calendar as presented, seconded by Director McGarry.

**AYES:** Directors Barnett, Chamblin, McGarry and Wong

**Abstention:** None

**NAYS:** None

**Absent:** Brown

### **13. ITEMS FOR BOARD DISCUSSION**

#### **13.1. Pediatric Clinic Presentation**

Item was removed from the agenda.

#### **13.2. Greenhouse Gas Emissions Report**

Austin Barolin of Mazzetti presented a report on the District's baseline greenhouse gas emissions. Discussion was held.

Public comment was received from Jaena Bloomquist.

#### **13.3. CleanMed Conference Takeaways**

Ted Owens, Executive Director of Governance, and Dylan Crosby, Vice President of Facilities Management, presented an update to the Board of Directors from a recent CleanMed Conference. Discussion was held.

### **14. ITEMS FOR BOARD ACTION**

#### **14.1. Fiscal Year 2025 Funding for TART Connect**

The Board of Directors considered approval of committing \$150,000.00 for Fiscal Year 2025 participation in TART Connect, the Town of Truckee's regional on-demand transit program. Discussion was held.

Public comment was received by Megan Shirley.

**ACTION:** Motion made by Director Barnett to approve committing \$150,000.00 for the Fiscal Year 2025 TART Connect program as presented, seconded by Director McGarry.

**AYES:** Directors Barnett, Chamblin, McGarry and Wong

**Abstention:** None

**NAYS:** None

**Absent:** Brown

#### **14.2. First Reading of Proposed Revisions to TFHD Board of Directors Bylaws**

The Board of Directors reviewed proposed amendments to the TFHD Board of Directors Bylaws. Discussion was held.

No public comment was received.

**ACTION:** Motion made by Director Chamblin to approve the First Reading of Proposed Revisions to the TFHD Board of Directors Bylaws, seconded by Director Barnett.  
**AYES:** Directors Barnett, Chamblin, McGarry and Wong  
**Abstention:** None  
**NAYS:** None  
**Absent:** Brown

**14.3. Approve Amendment No. 1 to Acting CEO Employment Agreement**

The Board of Directors reviewed and considered approval of Amendment No. 1 to the Employment Agreement for Louis Ward as Acting CEO to change title to Interim CEO only. Discussion was held.

No public comment was received.

**ACTION:** Motion made by Director Barnett to approve Amendment No. 1 to the Employment Agreement for Louis Ward from Acting CEO to Interim CEO as presented, seconded by Director Chamblin.  
**AYES:** Directors Barnett, Chamblin, McGarry and Wong  
**Abstention:** None  
**NAYS:** None  
**Absent:** Brown

**14.4. WittKieffer Letter Agreement for Recruitment of new President & CEO**

Mark Andrew of WittKieffer presented a Letter Agreement for the recruitment of a new President and Chief Executive Officer. Discussion was held.

Public comment was received from Judy Newland, Crystal Felix and Ted Owens.

**ACTION:** Motion made by Director Barnett to approve the WittKieffer Letter Agreement for Recruitment of new President & CEO as presented, seconded by Director Chamblin.  
**AYES:** Directors Barnett, Chamblin, McGarry and Wong  
**Abstention:** None  
**NAYS:** None  
**Absent:** Brown

**15. DISCUSSION OF CONSENT CALENDAR ITEMS PULLED, IF NECESSARY**

Not applicable.

**16. BOARD COMMITTEE REPORTS**

Director Wong provided an update from the June 14, 2024 Board Governance Committee meeting.

Director Chamblin provided an update from the IVCH Foundation Donor event.

Director McGarry provided an update from the TFHS Foundation meeting highlighting 75<sup>th</sup> Anniversary events coming in October and November.

**17. BOARD MEMBERS REPORTS/CLOSING REMARKS**

The Health System was asked to be Grand Marshals of Truckee's 4<sup>th</sup> of July parade.

**18. CLOSED SESSION CONTINUED**

Not applicable.

**19. OPEN SESSION**

Not applicable.

**20. REPORT OF ACTIONS TAKEN IN CLOSED SESSION, IF NECESSARY**

Not applicable.

**21. ADJOURN**

Meeting adjourned at 8:07 p.m.