



REGULAR MEETING OF THE BOARD OF DIRECTORS MINUTES

Thursday, July 25, 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; Mary Brown, Secretary; Dale Chamblin, Treasurer; Robert (Bob) Barnett, 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; Alex MacLennan, Chief Human Resources Officer; Matt Mushet, In-House Counsel; Ted Owens, Executive Director of Governance; Martina Rochefort, Clerk of the Board

Other: David Ruderman, General Counsel; Alaynè Sampson of Chandler Asset Management (via zoom); Scott Kraft and Sean Weiss of DoctorsManagement

3. DELETIONS/CORRECTIONS TO THE POSTED AGENDA

Item 7.4. will move ahead of item 7.1. to accommodate presenter schedules.

4. INPUT – AUDIENCE

No public comment was received.

5. ITEMS FOR BOARD DISCUSSION

5.1. Annual Investment Report

Alaynè Sampson of Chandler Asset Management present an annual investment portfolio update.

General Counsel read the board into Closed Session.

6. INPUT AUDIENCE

No public comment was received.

Open Session recessed at 4:12 p.m.

7. CLOSED SESSION

7.1. Hearing (Health & Safety Code § 32155)

Subject Matter: Fiscal Year 2024 Service Recovery and Adjustment Report

Discussion was held on a privileged item.

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7.2. Hearing (Health & Safety Code § 32155)

Subject Matter: Fiscal Year 2024 Complaint and Grievance Report

Discussion was held on a privileged item.

7.3. Hearing (Health & Safety Code § 32155)

Subject Matter: Fiscal Year 2024 Service Excellence Report

Discussion was held on a privileged item.

7.4. Hearing (Health & Safety Code § 32155)

Subject Matter: Quarterly Compliance Report

Discussion was held on a privileged item.

7.5. Approval of Closed Session Minutes

7.5.1. 06/27/2024 Regular Meeting

Discussion was held on a privileged item.

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

Subject Matter: Medical Staff Credentials

Discussion was held on a privileged item.

8. DINNER BREAK

9. OPEN SESSION – CALL TO ORDER

Open Session reconvened at 6:07 p.m.

10. REPORT OF ACTIONS TAKEN IN CLOSED SESSION

General Counsel shared the Board considered six items in Closed Session. Items 7.1. through 7.3. were received on a 5-0 vote. There was no reportable action on item 7.4. Item 7.5. Approval of Closed Session minutes was approved on a 5-0 vote. Item 7.6. Medical Staff Credentials was also approved on a 5-0 vote.

11. DELETIONS/CORRECTIONS TO THE POSTED AGENDA

No changes were made to the posted agenda.

12. INPUT – AUDIENCE

No public comment was received.

13. INPUT FROM EMPLOYEE ASSOCIATIONS

Public comment was received from Julie Morgan.

14. MEDICAL STAFF EXECUTIVE COMMITTEE

14.1. Medical Executive Committee (MEC) Meeting Consent Agenda

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

Revised Policy:

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

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

15. CONSENT CALENDAR

15.1. Approval of Minutes of Meetings

15.1.1. 06/27/2024 Special Meeting

15.1.2. 06/27/2024 Regular Meeting

15.2. Financial Reports

15.2.1. Financial Report – June 2024

15.3. Board Reports

15.3.1. Interim CEO/COO Board Report

15.3.2. CNO Board Report

15.3.3. CMO Board Report

15.3.4. CIIO Board Report

Item 15.1.1. was pulled from the consent calendar.

ACTION: Motion made by Director Chamblin to approve the Consent Calendar excluding item 15.1.1., seconded by Director Brown.
AYES: Directors Barnett, Chamblin, Brown, McGarry and Wong
Abstention: None
NAYS: None
Absent: None

16. ITEMS FOR BOARD DISCUSSION

16.1. Brown Act Review

David Ruderman, General Counsel, presented a review of the Brown Act. Discussion was held.

16.2. Pediatric Clinic Presentation

Dr. Ali Fiamengo, Medical Director of Pediatrics, and Michelle Churchill, Pediatric Clinic Manager, presented on Pediatric clinic operations and improved access to care. Discussion was held.

16.3. Community Health Index

Maria Martin, Director of Community Health, and Megan Shirley, Medical Director of Population Health, presented on the Community Health Index. Discussion was held.

17. ITEMS FOR BOARD ACTION

17.1. Resolution 2024-04

The Board of Directors reviewed and considered for approval a resolution setting the Tax Rate per \$100,000 of Assessed Value for the 2024-25 Fiscal Year for the debt service requirement of the District's General Obligation (GO) Bonds. Discussion was held.

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ACTION: Motion made by Director Brown to set the 2024-25 fiscal year GO Bond tax rate per \$100,000 at \$15.62 and utilize approximately 75% (\$746,907.86) of the reserve (\$995,877.14) to fully cover the 2024-25 debt service requirement of \$5,747,431.26, leaving \$248,969.29 in reserve, seconded by Director Chamblin.
AYES: Directors Barnett, Chamblin, Brown, McGarry and Wong
Abstention: None
NAYS: None
Absent: None

17.2. Second Reading of Proposed Revisions to TFHD Board of Directors Bylaws

The Board of Directors considered approval of proposed revisions to the TFHD Board of Directors Bylaws. Discussion was held.

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

17.3. Fiscal Year 2025 President & Chief Executive Office Incentive Compensation Metrics

The Board of Directors reviewed and considered approval of FY25 President & CEO Incentive Compensation Metrics. Discussion was held. The metrics will be reviewed further by the Board Executive Compensation Committee.

18. DISCUSSION OF CONSENT CALENDAR ITEMS PULLED, IF NECESSARY

Item 15.1.1. was discussed.

ACTION: Motion made by Director McGarry to approve item 15.1.1. with the addition of the Chair to roll call, seconded by Director Chamblin.
AYES: Directors Barnett, Chamblin, Brown, McGarry and Wong
Abstention: None
NAYS: None
Absent: None

19. BOARD COMMITTEE REPORTS

Director Chamblin provided an update from the Incline Village Foundation event last weekend.

20. BOARD MEMBERS REPORTS/CLOSING REMARKS

No discussion was held.

21. CLOSED SESSION CONTINUED

Not applicable.

22. OPEN SESSION

Not applicable.

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

Not applicable.

24. ADJOURN

Meeting adjourned at 9:30 p.m.