

<h1>AGENDA</h1>	<b>Petaluma Health Care District Board of Directors</b> Board Meeting Date/Time: Tuesday, January 15, 2018; 12:00 pm – 2:50 pm 1425 N. McDowell Blvd., Lobby Conference Room
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**\*\*\*PLEASE NOTE LOCATION & TIME\*\*\***

Persons seeking accommodation for disabilities who wish to attend can contact PHCD at 285-2143 x130

Meeting Roles:

Elece Hempel, President

Ruth Wells

Leader

Recorder

<h2>MISSION</h2>	<i>The Mission of the Petaluma Health Care District is to improve the health and well-being of our community through leadership, advocacy, support, partnerships and education.</i>
<h2>VISION</h2>	<i>The Petaluma Health Care District envisions: A healthier community; A thriving hospital; Local access to comprehensive health and wellness services for all</i>

The Board values public comments and wishes to convey that although Board members cannot discuss items that are not on the agenda, they listen carefully and appreciate and value input from the public.

There are two opportunities to address the Board during the Board meeting. The first opportunity is during **Public Comments** where the public is invited to make comments on items that are not listed on the current agenda. Public comments are limited to 3 minutes per person totaling no more than 15 minutes. If more than three persons wish to address the Board on the same topic, they are encouraged to select a spokesperson. The Board does not take action or discuss items not appearing on the agenda.

The second opportunity for public input is before the Board discusses and takes action on a specific Agenda item.

The Petaluma Health Care District is governed by a publicly elected five-member Board of Directors to serve Southern Sonoma County. Board of Directors meetings are held on the third Tuesday of each month from 12:00 noon to 3:00pm unless otherwise noticed. Copies of Agendas and approved minutes are available on the PHCD website, [www.phcd.org](http://www.phcd.org)

STRATEGIC PRIORITY	AGENDA ITEM	METHOD	TIME	RESPONSIBILITY
	<b>1. CALL TO ORDER</b> <ul style="list-style-type: none"> <li>• Roll Call</li> <li>• Timekeeper</li> <li>• Call for Conflict</li> <li>• Mission and Vision</li> </ul>	(1 minute)	12:00 pm	Elece Hempel, Board President
	<b>2. CONSENT CALENDAR</b> The following items are considered routine and non-controversial and will be enacted by one motion as recommended. At the request of the Board of Directors, a specific item may be discussed and/or removed from the Consent Calendar for separate action. <ul style="list-style-type: none"> <li>○ Approval of January 15, 2019 Agenda</li> <li>○ Approval of December 10, 2018 Regular Board Meeting Minutes</li> </ul>	Motion and Action (1 min.)	12:01 pm	Elece Hempel, Board President
	<b>3. PUBLIC COMMENTS</b> (non-agenda items – 3 minutes per-person up to 15 minutes)	Informational (3 min.)	12:02 pm	
	<b>4. BOARD COMMENTS</b> <ul style="list-style-type: none"> <li>○ <i>52 Ways to Be a Better Board</i></li> <li>○ <i>Board Continuing Education Report</i></li> </ul>	Informational (5 min.)	12:05 pm	Fran Adams, Board Secretary All directors
<b>PETALUMA VALLEY HOSPITAL</b>	<b>5. PETALUMA VALLEY HOSPITAL REPORT</b> <i>Public Comments</i>	Informational (15 min.)	12:10 pm	Tyler Hedden, PVH Administrator
	<b>6. ADMINISTRATIVE REPORTS</b> <ul style="list-style-type: none"> <li>• President’s Report <ul style="list-style-type: none"> <li>○ Confirm schedule of regular Board meetings</li> </ul> </li> <li>• CEO Report <ul style="list-style-type: none"> <li>○ SJH back hospital rent and hospice settlement payment</li> <li>○ Strategic planning preparation</li> <li>○ Notices from Sonoma Local Agency Formation Commission (LAFCO)</li> <li>○ District News Articles</li> </ul> </li> </ul>	Informational/ Discussion (12 min.)	12:25 pm	Elece Hempel, Board President  Ramona Faith, CEO
<b>PETALUMA VALLEY HOSPITAL</b>	<b>7. FORGING A NEW PATH</b> <ul style="list-style-type: none"> <li>• Letter of Intent between Petaluma Health Care District and St. Joseph Health to have ST Network, a proposed joint operating company between St. Joseph Health and Adventist Health System/West, operate Petaluma Valley Hospital</li> </ul> <i>Public Comments</i>	Discussion (20 min.)	12:37 pm	Ramona Faith, CEO

FINANCIAL SUSTAINABILITY	<b>8. FINANCIAL SUSTAINABILITY</b> <ul style="list-style-type: none"> <li>• Finance and Business Development Committee Minutes – Jan. 8, 2019</li> <li>• November 2018 Financial Statements</li> </ul> <i>Public Comments</i>	Discussion/Action (15 min.)	12:57 pm	Jeff Tobias, Acting Board Treasurer Andrew Koblick, PHCD Controller
GOVERNANCE	<b>9. PHCD GOVERNANCE SELF-ASSESSMENT</b> <ul style="list-style-type: none"> <li>• Review 2018 Survey Results <ul style="list-style-type: none"> <li>○ Identify 1-2 Governance Goals</li> </ul> </li> </ul> <i>Public Comments</i>	Discussion/Action (30 min.)	1:12 pm	Elece Hempel, Board President
GOVERNANCE	<b>10. ANNUAL REVIEW OF BOARD POLICIES</b> <ul style="list-style-type: none"> <li>• 1. Basis of Authority</li> <li>• 2. Operating Principles of the Board</li> <li>• 3. Code of Ethics</li> <li>• 4. Ethics Training</li> <li>• 5. Guiding Principles for District Business Ventures</li> <li>• 6. Conflict of Interest</li> <li>• 7. Annual CEO Performance Evaluation</li> <li>• 8. Board Meeting and Conduct Policy</li> <li>• 9. Access to Public Records</li> <li>• 10. Board Meeting Policy</li> <li>• 11. Board Meeting Layout Policy</li> <li>• 12. Board Compensation and Reimbursement Policy</li> <li>• 13. Minutes of Board Meetings</li> <li>• 14. Records Retention</li> <li>• 15. Purchasing Signature Authority</li> <li>• 16. Statement of Investment Policy (revision included in agenda packet)</li> <li>• 17. Grant Funding Policy</li> <li>• 18. Procedure for Filling a Board Vacancy</li> <li>• 19. Board Continuing Education Policy</li> <li>• 20. Financial Reserve Policy</li> <li>• 21. Policy on Board Elections</li> <li>• <i>new</i> – 22. Sexual Harassment Avoidance Training (in the agenda packet)</li> </ul> <i>Public Comments</i>	Discussion/Action (15 min.)	1:42 pm	Elece Hempel, Board President

<p><b>COMMUNITY HEALTH COLLABORATION AND PARTNERSHIPS</b></p>	<p><b>11. INFORMATIONAL ITEMS</b></p> <ul style="list-style-type: none"> <li>• Upcoming Events <ul style="list-style-type: none"> <li>○ Jan. 24 – FREE screening of <i>No Small Matter</i> – Santa Rosa</li> <li>○ Jan. 24-25 – ACHD Leadership Academy -- Sacramento</li> <li>○ Feb. 1 – State of the County (Econ. Dev. Board) – Rohnert Park</li> <li>○ Feb. 20 – Tomorrow’s Leaders Today Health &amp; Human Services Day</li> <li>○ Apr. 3 – National / Petaluma Walking Day</li> <li>○ May 23 – PHCD Community Partnership Appreciation Breakfast</li> </ul> </li> <li>• Next Board meetings <ul style="list-style-type: none"> <li>○ Regular Board Meeting – February 19, 12:00 pm</li> <li>○ Regular Board Meeting – March 19, 12:00 pm</li> <li>○ Board Retreat – April 15</li> <li>○ Regular Board Meeting – April 16, 12:00 pm</li> </ul> </li> <li>• District Ads / Newspaper Articles of Interest</li> </ul>	<p>Informational (1 min.)</p>	<p>1:57 pm</p>	<p>Ramona Faith, CEO</p>
	<p><b>12. ANNOUNCEMENT OF CLOSED SESSION ITEMS</b></p>	<p>Action (1 min.)</p>	<p>1:58 pm</p>	<p>Elece Hempel, Board President</p>
	<p><b>13. PUBLIC COMMENTS ON CLOSED SESSION ITEMS</b></p>	<p>Informational (1 min.)</p>	<p>1:59 pm</p>	
	<p><b>14. ADJOURN TO CLOSED SESSION:</b></p> <ul style="list-style-type: none"> <li>• <b>Government Code §54956.8</b> Closed Session; real property transaction; meeting with negotiator – (400 North McDowell Blvd.); Bouey &amp; Black, LLP; VMG Health</li> </ul>	<p>Discussion/ Action (48 min.)</p>	<p>2:00 pm</p>	<p>Elece Hempel, Board President</p>
	<p><b>15. ADJOURN TO OPEN SESSION</b></p>	<p>Action (1 min.)</p>	<p>2:48 pm</p>	<p>Elece Hempel, Board President</p>
	<p><b>16. PLUS / DELTA/</b></p>	<p>Input (1 min.)</p>	<p>2:49 pm</p>	<p>Elece Hempel, Board President</p>
	<p><b>17. ADJOURN</b></p>	<p>Action</p>	<p>2:50 pm</p>	<p>Elece Hempel, Board President</p>

**CONFERENCE CALL LOCATION ADDENDUM**

NAME	PHYSICAL ADDRESS
<p>Donald J. Bouey Bouey &amp; Black LLP</p>	<p>1615 Bonanza Street, Suite 305 Walnut Creek CA 94596</p>
<p>Colin McDermott VMG Health</p>	<p>2515 McKinney Avenue, Suite 1500 Dallas, TX 75201</p>