



**MINUTES OF THE FEBRUARY 20, 2018 MEETING OF THE
PETALUMA HEALTH CARE DISTRICT BOARD OF DIRECTORS**

CALL TO ORDER

President Hempel called the meeting to order at 12:00PM in the lobby conference room at 1425 N. McDowell Blvd.

PRESENT

Elece Hempel, President
Fran Adams, RN, BSN
Becky Monday
Joseph Stern

ABSENT

Josephine S. Thornton, M.A. is traveling abroad.

ALSO PRESENT

Ramona Faith, CEO, PHCD
Andrew Koblick, Controller, PHCD
Jane Read, VP Operations PVH
Ruth Wells, Board Clerk, PHCD

CALL FOR CONFLICT

President Hempel called for conflict. There was none.

MISSION AND VISION

Director Monday read the mission and vision of the Petaluma Health Care District.

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.

Petaluma Health Care District envisions: A healthier community; a thriving hospital; local access to comprehensive health and wellness services for all.

CONSENT CALENDAR

A MOTION was made by Director Stern and seconded by Director Adams to approve the Agenda for February 20, 2018, and the minutes of meetings on January 16 and February 1, 2018. This motion was PASSED by a vote of 4 ayes (Directors: Hempel, Adams, Monday, Stern) and 0 noes.

PUBLIC COMMENTS ON NONAGENDIZED ITEMS

There were no public comments on non-agendized items.

ADJOURN TO CLOSED SESSION

President Hempel adjourned the meeting into closed session at 12:01PM, pursuant to:

- **Government Code §54956.8 closed session; real property transaction; meeting with negotiator – 400 North McDowell Blvd.; GE Healthcare Camden Group, and Bouey & Black, LLP.**

ADJOURN TO OPEN SESSION

President Hempel adjourned the meeting to open session at 12:45PM and reported no action was taken in closed session.

PUBLIC COMMENTS

There were no public comments.

BOARD COMMENTS

Director Monday reported having been approached by members of the public with requests for a public forum with Q&A that allows more exchange of information than the formal rules of a board meeting allow. These people feel there is a log jam in the hospital transition process and would like the Board to push forward with a definitive plan to break through that. The Board should require an IT resolution. They are supportive of any option; they just want a resolution.

Director Adams referred to a recent opinion poll published in the *Argus Courier* and the perception that it's time to go back to St. Joe's. People wonder why we can't agree on a plan. Fran asked to be on record that the District has always been willing to move forward with St. Joe's. The District did not pull out of the negotiation. St. Joe's has certainly given the community a high-quality hospital, although they didn't own the hospital. The integrated IT system they installed without a plan to leave the hospital with a functioning IT system is now causing the District and this community a problem.

PETALUMA VALLEY HOSPITAL

SRM Alliance Board Update

VP for Operations Jane Read provided an update on several personnel matters. The biggest area of concern at present is ICU. She is using Providence Academy to identify people trained in critical care. OB is stabilizing with the identification of new grads for open positions. Both staffing and recruitment are a challenge because the nurses have been out of contract for nearly two years. It is anticipated it will take another 18 months to negotiate and enact a new contract.

GI physician recruitment continues. Pediatric coverage is squared away with a new physician coming on in March. Locum tenens general surgeons are handling the call panel while St. Joseph Health works to contract fulltime physicians.

RQI is now providing CPR training for hospital staff. The hospital has had a strong financial year so far. PVH was recently recognized for low C-section rate and high breast feeding metrics, maintaining their strong history as a baby-friendly facility.

The Board thanked Ms. Read for her report.

ADMINISTRATIVE REPORT

PRESIDENT'S REPORT

There was no report.

CEO REPORT

CEO Ramona Faith reviewed the District's involvement in several community initiatives and events. The District was an early sponsor for the recent Mi Futuro symposium for students on health care and mental health careers. Heartsafe Community now offers CPR courses and AED devices in both English and Spanish.

The written report also included a quarterly update from Health Action Sonoma County, a summary of the Governor's proposed budget and how it affects health care providers, recipients and health care districts, as well as the Association of California Healthcare Districts' (ACHD) advocacy positions on bills slated to come before the state legislature during the next two years.

The District has been honored for the third time with a *North Bay Business Journal* Community Philanthropy Award. An award luncheon will be held March 29 at Hyatt Vineyard Creek in Santa Rosa.

Ms. Faith and Director Hempel attended the county Economic Development Board's "State of the County" forum February 2. Ms. Faith and Director Stern attended the ACHD Leadership Academy in Sacramento, February 8-9.

PHCD BOARD OF DIRECTORS NOTICE OF BOARD VACANCY

Ms. Faith explained the requirement for the board to appoint a successor to fill the vacancy created by Director Monday's resignation by April 29. The directors reviewed the application material provided to candidates, as well as the process for announcing the vacancy and making the appointment. No changes were recommended.

Public Comment: Whitney Hall suggest the board clarify the skills or traits they are seeking in a new director and recruit that sort of person aggressively.

PHCD GRANT Funding Application Process

Ms. Faith reviewed the current process for funding local community health programs in their formative stages or at points of expansion. The grant funding policy is currently being reviewed and enhanced. District grants are not intended to be a continuous funding source and are given out annually. Faith stated that she welcomes more board participation in the grant funding process. Eventually Faith would like to cultivate a community advisory board to review grant applications. The funding guidelines will go out

soon with six weeks for applicants to respond. Grant awards will be made at the District's Community Partnership Appreciation breakfast on May 16.

Public Comment: There was no public comment.

FORGING A NEW PATH FOR PETALUMA VALLEY HOSPITAL

Ms. Faith stated that the District Board anticipates making a decision on Paladin's management proposal within the next few weeks. The District recently met with Cloudwave IT Healthcare Solutions and MEDITECH, the vendor of the current integrated EHR system at Petaluma Valley Hospital. MEDITECH will report back to the District about possible cheaper and faster solutions to segregate PVH data and transition it to a new MEDITECH system to be owned by a new operator. St. Joseph Health (SJH) is exploring whether they have any new models or ideas that would allow them to re-engage with the District. SJH should know more in the next several weeks. The District is open to re-engaging in negotiations with SJH, as we remain focused on identifying the best partner and operator for Petaluma Valley Hospital (PVH).

Public Comment: Dr. Hall observed that the public may be confused about the limbo between responding to Paladin or re-engaging with St. Joseph Health. Ms. Hempel explained that both options need to be pursued on parallel tracks.

FINANCIAL SUSTAINABILITY

December 2017 Financials

The Month and Year-to-Date, December 31, 2017

Controller Andrew Koblick presented the December 2017 financials. As of December 31, 2017 the unaudited Statement of Net Position reflects assets of \$7,288,557 and liabilities of \$544,256 leaving the net fund balance at \$6,744,301.

The month and year to date ended December 31, 2017 unaudited Statement of Revenue and Expense shows the net loss of \$66,117 and \$538,711 respectively which is \$12,801 and \$82,309 better than the budgeted loss of \$78,918 and \$621,020.

A MOTION was made by Director Stern to approve the December 2017 Financials, seconded by Director Monday. The motion was PASSED by a vote of 4 ayes, (Directors Hempel, Monday, Adams and Stern) and 0 noes.

Public Comment: There were no comments.

INFORMATIONAL ITEMS

CEO Ramona Faith recognized this as Director Monday's last meeting and thanked Monday for the many contributions she has made as a member of this board. Director Monday expressed appreciation for her experience and the work of the District.

Ms. Faith referred the board members to the upcoming events listed in the board packet.

A next scheduled board meeting is March 6 at 7:30AM. Director Adams will be out of town on that date. Since there will be only four directors at that time, staff will explore an alternate meeting date. The next PHCD Board of Directors Meeting Minutes 2-20-18

regular board meeting will be March 20 at 12:00PM. All were reminded that the appointment of a new Director will take place at the April 3 special board meeting, and the regular third-Tuesday board meeting in April has been rescheduled for Thursday, April 19. It may be desirable to reschedule the November board meeting to an earlier date to accommodate those who travel for the Thanksgiving holiday.

PLUS DELTA

No new business was proposed.

ADJOURN

President Hempel adjourned the meeting at 1:41PM.

Submitted by Fran Adams, Board Secretary

Recorded by Ruth Wells, Board Clerk