



**MINUTES OF THE FEBRUARY 19, 2019 MEETING OF THE  
PETALUMA HEALTH CARE DISTRICT BOARD OF DIRECTORS**

**CALL TO ORDER**

President Hempel called the meeting to order at 12:02 PM in the lobby conference room at 1425 N. McDowell Blvd.

**PRESENT**

Elece Hempel, President  
Fran Adams, RN, BSN, Secretary  
Gabriella Ambrosi, Director-at-Large  
Jeffrey Tobias, MD, Acting Treasurer

**ABSENT**

Crista Chelemedos, Director-at-Large

**ALSO PRESENT**

Ramona Faith, CEO, PHCD  
Halley Cloud, Community Health Program Manager, PHCD  
Andrew Koblick, Controller, PHCD  
Ruth Wells, Board Clerk, PHCD  
B J Bischoff, Consultant  
Jim Goerlich, Petaluma Staff Nurse Partnership  
Tyler Hedden, St. Joseph Health  
Matthew Kelman, Exchange Bank  
David Southerland, St. Joseph Health

**CALL FOR CONFLICT**

President Hempel called for conflict. There was none.

**MISSION AND VISION**

Director Adams 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 Tobias and seconded by Director Adams to approve the following Consent Agenda items:**

**Agenda for February 19, 2019**

**Minutes of the PHCD Board meeting of January 15, 2019**

**Financial Statements for November and December, 2018**

**Board Policies:**

**Policy #2. Operating Principals of the Board**

**Policy #3. Code of Ethics Policy**

**Policy #6. Conflict of Interest Policy**

**Policy #7. Annual CEO Performance Evaluation**

**Policy #12. Board Compensation and Reimbursement**

**Policy #16. Statement of Investment Policy**

**Policy #19. Board Continuing Education**

**This motion was PASSED by a vote of 4 ayes (Directors: Adams, Ambrosi, Hempel, Tobias) and 0 noes. Director Chelemedos was absent.**

## **PUBLIC COMMENTS ON NON-AGENDIZED ITEMS**

Petaluma Staff Nurse Partnership (PSNP) president Jim Goerlich asked to be heard on contract negotiations with St. Joseph Health (SJH). The nurses continue to be frustrated by the pace of negotiations. They feel poorly treated by the employer reps in negotiation meetings, which doesn't speak well for the employer. The nurses are planning to be more visible in the community with their labor and patient safety concerns.

A Labor Relations Board representative will be speaking with the PSNP leadership today.

The Board thanked Mr. Goerlich for his comments.

## **BOARD COMMENTS**

Director Ambrosi reviewed chapters 24 and 25 from *52 Ways to Make a Better Board*. Chapter 24 discusses development of future board members, encouraging organizations to prospect for people who would make good board members at all kinds of District and community events to groom their interest for a future opening. Organizations should look for people who are value driven. Chapter 25 advises that board members know their roles within and for the organization. She noted that much of what is recommended was covered at the recent ACHD Leadership Academy seminar. Public sector boards are public servants.

## **PETALUMA VALLEY HOSPITAL**

### **SRM Alliance Board Update**

The board welcomed Tyler Hedden (VP COO of St. Joseph Health Sonoma County) to the meeting. Mr. Hedden introduced David Southern (SJH) who is the Interim VP of Operations at PVH effective February 5, 2019. Mr. Southerland has 40 years of hospital leadership experience

and comes from Eureka. Mr. Hedden will serve as Interim CEO for SJH-SC effective March 2, 2019, replacing Todd Salnas, who has taken a position with PeaceHealth.

Mr. Hedden provided an update on staffing. A clinical academy for nurses is helping to train staff for core service areas, resulting in a continued reduction of contract nurses.

PVH is in the midst of a Joint Commission intra-cycle visit, which is going well.

Director Tobias commented on his first Alliance SRM Board meeting on Jan. 22. He strongly encourages SJH's leadership to heal the rift with the nurses for the well-being of the entire community.

CEO Ramona Faith asked when the last employee satisfaction survey had been done, and requested a copy of the report, as well as the most recent physician survey. She would like these discussed at the PHCD board meeting in April or May. Mr. Hedden agreed to provide the board the information requested and to present the findings at an upcoming board meeting.

The Board thanked Mr. Hedden for his presentation and wished him well in his new position, and welcomed Mr. Southerland.

## **ADMINISTRATIVE REPORTS**

### **PRESIDENT'S REPORT**

President Hempel reviewed the decision to move the monthly financial reports to the Consent Agenda and noted the communication norms expected of meetings, which now are included in the introductory page of each meeting agenda. She encouraged directors to raise procedural questions ahead of time to make more efficient use of meeting time.

### **CEO REPORT**

Having no questions on her CEO report, Ramona Faith noted that a CHIPA work group subcommittee has begun conducting research on the need for and development of a Tobacco Retail License requirement for Petaluma. The subcommittee will be engaging with the city once the new City Manager gets on board to determine where the city stands on this initiative. A follow up report will then be provided to the District Board.

In response to the Board's request in January, Ms. Faith distributed an ACHD summary of bills currently working their way through the California legislature. There will be an opportunity to meet with the District's state delegation during ACHD's Legislative Day on April 9. Director Tobias volunteered to attend. CEO will also be attending Legislative Day.

FY20 PHCD grant funding announcement has been distributed to 180 local agencies. Staff will create a grants review committee as was done last year. District funding will need to be approved before the 2020 budget is finalized. The CEO will allocate the same amount of funding as last year, which was \$54,000. The grant awardees will be announced at the Community Partnership Appreciation Breakfast on May 23.

Director Adams offered to serve on the Grants Review Committee, and the Board will review the Committee's recommendations in a Special Board Meeting on May 7 at 7:30am.

CEO Faith reported that Meditech has proposed additional solutions for an electronic medical record system at PVH. Meditech is the current EMR vendor at PVH. According to Meditech,

Meditech has improved the current system to keep facility data separate from the larger SJH system. The Board will hear this proposal at the April 16 Board meeting.

The proposal heard at the Sept. 18, 2018 board meeting to lease space on the roof of PVH for a cellular service tower will be discussed further by the Finance and Business Development Committee.

## **FINANCIAL SUSTAINABILITY**

### **Quarterly Investment Report**

Matthew Kelman, the District's investment fund manager, gave a brief summary of economic conditions during the Oct-Dec quarter of 2018. He noted that the extended government shut down reduced the amount of economic data available since that report. Very little change in interest rates is anticipated in the coming year, so the District's investments will stay mostly in money market funds for the time being.

**Public Comments:** There were no public comments.

The Board thanks Mr. Kelman for his report.

## **APPROVE NEW BOARD POLICY**

A policy on Harassment Prevention Training was proposed to ensure that the District meets the requirement that public officials receive sexual harassment prevention training upon taking office and renew their training every two years.

**A motion was made by Director Tobias to approve the Policy #22 Sexual Harassment Prevention Training. The motion was seconded by Director Adams, and was passed by a vote of 4 ayes, (Directors Adams, Ambrosi, Hempel, Tobias) and 0 noes. Director Chelemedos was absent.**

## **INFORMATIONAL ITEMS**

President Hempel noted the recent development of the County's transition to an online platform for the Form 700 (Statement of Economic Interests) submission. She also noted the Petaluma Walking Day event on April 3. She is meeting with Mother's Club and seniors to develop intergenerational participation.

Ms. Faith noted that a parting celebration is planned for outgoing CEO of St. Joseph Health Sonoma County Todd Salnas at Petaluma Valley Hospital on Feb. 20. Directors are encouraged to attend.

## **STRATEGIC PLANNING**

Directors Hempel introduced B J Bischoff, the consultant who has been engaged by the District Board to lead a process to develop a five-year strategic plan for the District.

Discussion resulted in a draft list of community stakeholders to include in the next phases of inquiry and discussion, as well as questions for individual interviews and focus groups, including the April 9 CHIPA quarterly meeting.

The process will include a fresh evaluation of the District's mission and vision, particularly with respect to health equity and inclusion in assessing and addressing community health needs. The resulting plan should clearly identify what the District's priorities are to address the health and health care needs in south county, trends in health care delivery that have changed since the last strategic plan, and how the District can facilitate a community-partnership plan.

**PLUS / DELTA**

No new business was proposed.

**ADJOURN**

The next regular Board meeting will be March 19, 2019 at 12:00PM.

President Hempel adjourned the meeting at 3:05 PM.

Submitted by Fran Adams, Board Secretary

Recorded by Ruth Wells, Board Clerk