



**MINUTES OF THE MARCH 10, 2017 SPECIAL MEETING OF THE
PETALUMA HEALTH CARE DISTRICT BOARD OF DIRECTORS**

CALL TO ORDER

President Hempel called the meeting to order at 7:30 AM in the lobby conference room at 1425 N. McDowell Blvd.

PRESENT

Elece Hempel
Fran Adams, RN, BSN
Josephine S. Thornton, M.A.
Joseph Stern
Becky Monday

ALSO PRESENT

Ramona Faith, CEO, PHCD
Erin Howseman, Board Clerk, PHCD
Andrew Koblick, Controller, PHCD

CALL FOR CONFLICT

President Hempel called for conflict. There was none.

MISSION AND VISION

Andrew Koblick 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 Adams to approve the March 10, 2017 agenda which was seconded by Director Monday. This motion was passed by a vote of 5 ayes (Directors: Hempel, Monday, Thornton, Adams, Stern) and 0 noes.

PUBLIC COMMENTS ON NONAGENDA ITEMS

There were no public comments.

ADJOURN TO CLOSED SESSION

President Hempel adjourned the meeting into closed session 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

PUBLIC COMMENTS

There were no public comments.

BOARD COMMENTS

There were no board comments.

RESOLUTION 2017-1

Resolution to Approve New Petaluma Valley Hospital Lease

Ms. Faith stated that there was nothing to report on the resolution at that time.

RESOLUTION 2017-2

Call for June 6 Ballot Measure Election and Consolidation

President Hempel read the following statement:

Before we take our recommendation to the voters, Petaluma Health Care District needs both a final lease agreement with Paladin Healthcare, and an Operations Transfer Agreement needs to be completed between St. Joseph Health and Paladin Healthcare. Unlike twenty years ago, three parties are involved in this transaction, not two. St. Joseph Health (SJH) and Paladin need time to work through the process in order to ensure a smooth transition. Our expectation is that all parties – Petaluma Health Care District, St. Joseph Health, and Paladin Healthcare – will work expeditiously to reach the agreements needed, and we will bring the recommendation to the voters when we have both definitive agreements. It is our expectation that SJH will continue to operate Petaluma Valley Hospital until a smooth transition with Paladin Healthcare occurs.

Public Comments

Kitty Brown questioned when the community would be receiving information prior to the vote.

Board Comments

President Hempel reiterated that the board will not place a ballot measure with a recommendation for the new operator on the June 2017 ballot. Director Adams commented that the board could place the measure on the ballot for the mail-in election in August. Ms. Faith confirmed that the District would need to submit ballot language to the county by June 2 for the August 31 election. Director Thornton commented that the transition agreement is more complex than anticipated.

President Hempel shared the goal of the board that the Petaluma Health Care District and Paladin will have completed a definitive agreement or lease by May 16, 2017. By that date also, the goal is that SJH and Paladin will have completed an Operations Transfer Agreement.

President Hempel commented that SJH and Paladin must agree on the Operations Transfer Agreement before the District can finalize the lease agreement with Paladin. Ms. Hempel continued that Paladin needs to understand the scope of what they have to do in regards to assuming operation of the hospital, and what SJH is willing to do.

ADJOURN

President Hempel adjourned the meeting at 9:00 AM.

Submitted by Fran Adams, Board Secretary
Recorded by Erin Howseman, Board Clerk