



**MINUTES OF THE OCTOBER 4, 2016 SPECIAL MEETING OF THE
PETALUMA HEALTH CARE DISTRICT BOARD OF DIRECTORS**

CALL TO ORDER

President Hempel called the meeting to order at 3:30 PM in the Suite 103 conference room at 1425 N. McDowell Blvd.

PRESENT

Elece Hempel, President
Robert Ostroff, MD, Vice President
Fran Adams, RN, BSN, Secretary
Josephine S. Thornton, M.A., Treasurer
Joseph Stern, Board Member at Large (remotely)

ALSO PRESENT

Ramona Faith, CEO, PHCD
Erin Howseman, Board Clerk, PHCD
Andrew Koblick, Controller, PHCD
Kitty Brown, RN PVH

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 Ostroff to approve the October 4, 2016 agenda, the September 13, 2016 minutes, the September 15, 2016 minutes, and the September 23, 2016 minutes which was seconded by Director Adams. This motion was passed by a vote of 5 ayes (Directors: Hempel, Ostroff, Thornton, Adams, and Stern) and 0 noes.

PUBLIC COMMENTS

Kitty Brown spoke on behalf of Staff Nurse Partnership (SNP) regarding its concern that California Nurses Association (CNA) and Saint Joseph Health (SJH) may negotiate without a vote on union representation by PVH nurses. Ms. Brown stated that SJH had completed contracts at other local hospitals, but left the contract with CNA open at PVH, which effectively blocks the vote. Ms. Brown also stated that PVH nurses are holding public meetings at Petaluma Community Center at Lucchesi Park on October 10, 2016 and October 11, 2016. Ramona Faith responded that a letter from the PHCD board to SJH expressing support for the nurses is being drafted but has not been finalized. Ramona also stated that she had received an email from Lucinda Lofftus RN, PVH, and Ms. Brown responded that Ms. Lofftus could also speak on behalf of SNP.

BOARD COMMENTS

There were no board comments.

CEO REPORT

Ramona Faith reported that President Hempel was nominated by PHCD and Bank of Marin for the North Bay Business Journal's Nonprofit Leadership Award and was chosen as a recipient of that award, and offered the board's congratulation for her recognition.

Ms. Faith called the board's attention to the letter in the board packet from the Sonoma County Clerk and Registrar of Voters Office regarding the board election results. The elected members, Elece Hempel, Joe Stern, Fran Adams and Becky Monday take office the first Friday in December following the general election November 2, and will be sworn in at the special board meeting on Tuesday, December 6, 2016.

Ms. Faith reported that she has been asked to be a speaker at the North Bay Business Journal Health Care Conference in Santa Rosa in November, speaking on behalf of healthcare districts. Ms. Faith noted that it was an honor to be asked.

MERGER AGREEMENT BETWEEN ALPHA FUND AND BETA HEALTHCARE GROUP RISK MANAGEMENT AUTHORITY

Ms. Faith reported that the proposed merger between ALPHA Fund and BETA Healthcare Group had been reviewed by Alpha Council and ACHD Board, and was also reviewed by PHCD legal counsel, who found no concerns. Ms. Faith made a recommendation to the Board to approve the merger agreement between Alpha Fund and Beta Healthcare Group Risk Management Authority.

A motion was made by Director Thornton to approve the merger agreement between ALPHA Fund and BETA Healthcare Group Risk Management Authority which was seconded by Director Adams. This motion was passed by a vote of 5 ayes (Directors: Hempel, Ostroff, Thornton, Adams, and Stern) and 0 noes.

INFORMATIONAL ITEMS

Ms. Faith called the board's attention to the upcoming events in the board packet. President Hempel congratulated Ms. Faith on being named a Champion for Children by the Community Child Care Council

of Sonoma County (4Cs), and noted she will be honored at the 4Cs event on November 3, 2016. The award reflects Ms. Faith and the District's role in advocating for the link between health and education.

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

President Hempel adjourned the meeting into open session and reported that no action was taken in closed session.

ADJOURN

President Hempel adjourned the meeting at 5:30 PM.

Submitted by Fran Adams, Board Secretary

Recorded by Erin Howseman, Board Clerk