

**MINUTES OF THE MAY 20, 2014 REGULAR MEETING OF THE
PETALUMA HEALTH CARE DISTRICT BOARD OF DIRECTORS**

CALL TO ORDER:

President Thornton called the meeting to order at 12:10pm in the building conference room at 1425 N. McDowell Blvd.

PRESENT:

Fran Adams, RN, BSN, Secretary
Elece Hempel, Member-At-large
Robert Ostroff, MD, Treasurer
Kathie Powell, MS, Vice President
Josephine S. Thornton, MA, President

ALSO PRESENT:

Suzanne Cochrane, Board Clerk, PHCD
Ramona Faith, CEO, PHCD
Panos Lykidis, CAMDEN Group
Richard Nadale, Director of Finance, PHCD
Jane Read, VP of Operations, PVH
Larry Tramutola, Consultant
Lolis Ramierez, Consultant

CALL FOR CONFLICT:

A conflict of interest item for Director Adams during the closed session portion of the meeting was noted. Director Adams will remove herself during this portion of the Board meeting.

CONSENT CALENDAR:

The Petaluma Health Care District's Mission and Vision was read by Director Powell.

A motion was made by Director Ostroff, seconded by Director Powell to approve the May 20, 2014 Agenda and the April 15, 2014 Minutes. This motion was passed by a vote of 5 ayes (Directors: Thornton; Ostroff; Hempel; Adams; Powell).

PUBLIC COMMENTS:

There were no public comments.

BOARD COMMENTS:

President Thornton acknowledged Director Adams' Birthday.

ADMINISTRATIVE REPORT:

CEO Update:

There were no further questions relative to the CEO Report.

Ramona Faith, CEO, reported the Walgreens Project will be presented to Petaluma City Council on Monday, June 2, 2014. Discussion ensued regarding the absence of one City Council member at the June 2nd meeting and the importance for all to be in attendance. Past practice has not always been successful in conference calling in for City Council members. Ms. Faith will work with the City Manager to confirm conference is available for City Council members to call in.

Jim Stephens of Browman Development invited City Council members to tour the Rohnert Park Walgreens. Councilmember Albertson took the tour and provided recommendations to be addressed prior to the presentation at the City Council meeting. Issues noted were the need for Walgreens to take a more active and visible role in the project and for signage to reflect a pharmacy pick-up window versus a pharmacy drive through window.

Ramona Faith presented an overview on the Portrait of Sonoma County, Sonoma County Health Action and CHIPA Charter to the Petaluma City Council on Monday, May 19, 2014. Data from the Portrait of Sonoma will provide an in-depth look at how the residents of Sonoma County are faring in three fundamental areas: life expectancy, education and income. In addition, information from this report will be used by CHIPA and the three established Work Groups to better understand the health needs of our community. The report will be broken down by data census tract, gender, race and ethnicity and will provide information on how where we live in our county determines our health, our earning potential, and our prosperity. Council members were interested in receiving data specific to the Petaluma area as well as information on transportation once the report is released.

Ms. Faith reported the Philips Lifeline contract has been renewed and includes allowing the District to offer a non-Philips device based on customer need. District and At Home Nursing have created an agreement that will allow At Home Nursing to offer Lifeline services to their patients on a trial basis. In addition, outreach has occurred to Home Health Care Agencies, Queen of the Valley Hospital and Marin General Hospital to offer the District's Lifeline of the Northbay Pilot Program to support patients transitioning from hospital to home.

Safe At Home, a company from Walnut Creek, contacted Lifeline of the Northbay and would like District to consider offering their home sensor products to Lifeline customers. District is researching their products, which alerts family or friends if an individual has not shown movement throughout the house within a specific timeframe.

Ms Faith also noted that due to District's Community Health Strategic Priorities and the establishment of CHIPA Work Groups, and the recent documentary film requesting business

and community support, the question on how the District could partner with a 501(c)3 to seek grants and receive donations has been raised. Initial discussion with Petaluma Education Foundation to expand their mission from K-12 to include preschool has occurred.

Ms. Faith and Director Hempel recently attended an Executive Leadership Committee meeting focused around support for the upcoming Leukemia & Lymphoma Society Night Walk. Information from this event was distributed to Directors.

Board Member Benefit Reimbursement Form:

Ms. Faith presented a Board Member Benefit Reimbursement Form for Directors to complete and submit their benefit costs when changes in reimbursement costs occur or new Directors are elected.

A motion was made by Director Ostroff, seconded by Director Powell to approve the Board Member Benefit Reimbursement Form. This motion was approved by a vote of 5 ayes (Directors: Thornton, Ostroff, Powell, Adams, Hempel).

President's Report:

Board Governance Retreat:

Discussion ensued on scheduling a Board Governance Retreat to review current Strategic Priorities and develop a governance goal. Directors recommended extending a regularly scheduled Board meeting to include a Board Governance Retreat.

FISCAL SUSTAINABILITY:

Rick Nadale, Director of Finance, presented the March 31, 2014 Financials.

As of March 31, 2014 the Statement of Net Assets reflected assets of \$12,828,168 and liabilities and deferred revenue of \$1,802,758 leaving the next fund balance at \$11,025,410.

The March 2014 monthly Statement of Revenue and expense shows a loss of \$98,695 (including \$16,448 in unrealized portfolio losses) which is \$24,856 more than the budgeted loss of \$77,533.

Portfolio income is \$41,506 less than budgeted due to the timing of interest payouts and lower interest rates. Unrealized losses are \$59,664 more than budget.

A motion was made by Director Powell, seconded by Director Hempel to approve the March 31, 2014 Financials. This motion was passed by a vote of 5 ayes and 0 noes. (Directors: Thornton, Ostroff, Hempel, Adams, Powell).

PETALUMA VALLEY HOSPITAL:

Jane Read, VP of Operations at Petaluma Valley Hospital updated the Board on a recent Joint Commission Survey for a three-day unannounced accreditation survey at PVH. Surveyors were very

complimentary about the quality of care at that hospital. There were 6 Direct and 8 Indirect Impact Findings that require a Plan of Correction within 45 to 60 days.

The newly established Acuity Compliance Committee has met to review ADOs completed by the staff and continue to look for any trends or areas to improve the processes. One area being reviewed is geographical assignments and how patient care could be handled more efficiently if assignments were located closer to each other. In addition, staff is working on answering call lights using team approach. Ms. Read reported that she will update the District on the trend report.

Challenges continue with the physician Meditech process and are working to provide Meditech assistance to physicians who are covering on the weekends.

Ms. Read reported on upcoming retirements to include Pat Schaefer, Director of Development Services, Jo Sandersfeld, VP of Mission Integration, and Don Forrest, Area Director, Patient Finance.

PETALUMA HEALTH CENTER:

Kathie Powell, CEO, Petaluma Health Center provided an update on the new Health Care Facility scheduled to open in March 2015 in Rohnert Park. The facility is expected to see 5,000 patients the first year.

The Petaluma Health Center registered 6,000 patients through the Affordable Care Act.

San Antonio Health Clinic has opened on the San Antonio campus and is experiencing a low volume. Efforts to expand services at this site are being explored to include programs that are impacted at the Petaluma Health Center.

The Casa Grande Clinic is scheduled to open in August, 2014.

INFORMATIONAL ITEMS:

Upcoming events, letters of acknowledgement and schedule of future Board meetings were reviewed.

Director Hempel noted that the District is working with Petaluma People Services in sponsoring the Petaluma Chamber of Commerce Leadership Class for Health and Human Services Day.

ADDITIONAL PUBLIC COMMENTS:

There were no additional public comments.

ADJOURN TO CLOSED SESSION:

President Thornton adjourned the meeting into closed session pursuant to:

- **Government Code §54956.8 Closed Session; real property transaction; meeting with negotiator – 400 North McDowell Blvd.; The Camden Group**
- **Trade Secrets (Health & Safety Code Section 332106(b). Discussion will concern development of new services and programs.**
- **Government Code §54957.6 closed session regarding employee matters**

ADJOURN TO OPEN SESSION:

President Thornton adjourned the meeting to open session and noted no action was taken during closed session.

CEO CONTRACT RENEWAL:

President Thornton presented a proposed CEO Contract.

A motion was made by Director Ostroff seconded by Director Hempel to approve the CEO Contract as written. This motion was passed by a vote of 3 ayes (Ostroff, Hempel, Thornton) and 2 absent (Powell, Adams)

ADJOURN:

President Thornton adjourned the meeting at 5:10pm

Submitted by:

Fran Adams, Board Secretary

RECORDED BY:

Suzanne Cochrane, Board Clerk