



**MINUTES OF THE JUNE 17, 2020 MEETING OF THE
PETALUMA HEALTH CARE DISTRICT BOARD OF DIRECTORS**

CALL TO ORDER

President Hempel called the meeting to order at 5:02 PM via videoconference call.

PRESENT (VIDEOCONFERENCE CALL)

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

ALSO PRESENT (VIDEOCONFERENCE CALL)

Ramona Faith, CEO, PHCD
Andrew Koblick, Controller, PHCD
Donald Bouey, Esq.
Cathy Salenko, Esq.
Jonathan Spees, Consultant
Gina Studebaker, Board Clerk, PHCD

CALL FOR CONFLICT

President Hempel called for conflict. There was none.

MISSION AND VISION

CEO Faith 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.

The Petaluma Health Care District envisions a healthy community, a thriving hospital and equitable access to health and wellness services for all.

CONSENT CALENDAR

A MOTION was made by Director Ambrosi, Director at Large and seconded by Director Adams, Board Secretary to approve the agenda for June 17 , 2020, the minutes of the PHCD Board Meeting on May 20, 2020, minutes of the PHCD Special Board Meeting on June 2, 2020, and minutes of the PHCD Special Board Meeting on June 10, 2020. This motion was PASSED by a vote of 5 ayes (Directors: Adams, Ambrosi, Hempel, Nelson, and Tobias) and 0 noes.

PUBLIC COMMENTS ON NON-AGENDIZED ITEMS

There were none.

BOARD COMMENT

Director Hempel presented Chapters 46-48 from “52 Ways to be a Better Board” and gave a brief overview of the following chapters:

- Chapter 46 describes the shared information that allows for better decisions, but must understand the balance between openness and confidentiality
- Chapter 47 is about controlling your interfaces that requires constant planning where clarity of understanding, along with solid protocols and practice are essential
- Chapter 48 explains how to understand that there are “no dumb questions”. There is a benefit from any question that needs to be asked.

Dr. Tobias will present Chapters 49-50 at the next board meeting.

PETALUMA VALLEY HOSPITAL

SRM ALLIANCE BOARD UPDATE

PVH continues to run a Command Center virtually to address any issues that arise relating to COVID-19. There have been very few COVID-19 patients at the hospital, but the hospital is beginning to see some recurrence activity. PVH COVID-19 procedures, including screening processes for anyone entering the hospital and a strict visitor policy, continue to be in place. PSJH recently introduced a new COVID-19 testing procedure at Santa Rosa Memorial Hospital (SRMH) called Panther Lab Analyzer that has an 8-12 hour turnaround time. Additionally, PSJH is securing another technology from Roche called Liat that will be offered throughout the hospitals in Sonoma and Napa counties. This technology will be able to conduct COVID-19 testing with a 45-60 minute turnaround time. The availability of supplies, masks and other PPE continues to be strong. PVH performed 139 elective surgeries in May 2020, compared to 46 elective surgeries in April 2020. PVH is offering free pre-surgical lab work at the Lynch Creek Laboratory.

PVH management reached an agreement with NUHW and continues to work with PSNP. Three more sessions are scheduled with PSNP in July 2020.

PVH has received approval for capital projects that have been on hold for several months and many have been approved by OSHPD.

ADMINISTRATIVE REPORTS

CEO REPORT

Board members had no questions pertaining to the written CEO report submitted in the board packet.

CEO Faith informed the board that a newly expanded office safety policy has been developed with staff input outlining safety procedures to be adhered to with the impending reopening of the District office. Employees are beginning to transition some of their work time from home to the office. CEO Faith also provided follow up from the last board meeting regarding the Supreme Court ruling on the rescission of DACA. ACHD is having conversations regarding the ruling and formulating a letter of support. Upon the request of the board at the last board meeting, CEO Faith presented a proposed edited letter of support from the District and asked for board approval.

A MOTION was made by Director Ambrosi, Director at Large and seconded by President Hempel to provide CEO Faith with edits and come back with the final letter at the next board meeting. This motion was PASSED by a vote of 3 ayes (Directors: Ambrosi, Hempel and Tobias) and 2 abstain.

CEO Faith briefly discussed the SB 977 (Monning) Bill. This bill would require health systems sales,

affiliations, and mergers with healthcare facilities of over \$500K approved by the State Attorney General. ACHD opposes the bill as written.

District staff is waiting for confirmation from the SRJC Petaluma Campus Administration to provide space for the Youth Heart screening that will be hosted by the District mid-September 2021. The District has confirmed a \$20K grant to conduct the screening. The screening takes place on a Sunday, and the maximum number of participants, age 12-25 is 750 in one day. All public, private, charter school students can attend at no cost as well as students from Sonoma State and SRJC. Participants pre-register online and fill out a questionnaire.

COMMITTEE CHARTERS AND APPOINTMENTS

President Hempel summarized the current committee charters and recommended board members review each board committee and let the board chair know who is interested in serving as chair and/or member of what committee. There can only be two board members assigned to each committee of which one must chair the committee. Staff should not be listed as a committee member but rather staff support. For the CHIPA advisory committee, a board member should be assigned as a Chair and a total of two board members for Membership. The CHIPA chair will delegate to District staff the authority to create agendas and lead the meetings. The following slate was discussed and will be presented for board approval at the next meeting.

- **Finance and Business Development Committee:**
Chair: Director Tobias, Treasurer
Staff Support: Andrew Koblick, Controller, PHCD
Ramona Faith, CEO, PHCD

- **Board Governance Committee:**
Chair: President Hempel
Membership: Director Nelson, Vice President
Staff Support: Ramona Faith, CEO, PHCD

- **Community Health Initiative for Petaluma Area (CHIPA):**
Chair: Director Nelson, Vice President
Membership: Director Ambrosi, Director at Large
Staff Support: Ramona Faith, CEO, PHCD
Halley Cloud, Community Program Manager, PHCD
Gina Studebaker, Board Clerk, PHCD

- **District Representative at SRM Alliance:**
Chair: Director Tobias, Treasurer

- **Ad Hoc Hospital Quality Stewardship Committee:**
Chair: Director Adams, Secretary
Membership: Director Ambrosi, Director at Large
Staff Support: Ramona Faith, CEO, PHCD

- **Ad Hoc Committee for Planning & Public Information Services for Community Support:**
Chair: President Hempel
Membership: TBD

The Board Governance Committee will work on the development of the charter for the Community Advisory Committee.

BOARD GOVERNANCE SELF-ASSESSMENT

As a follow up to strategies to enhance board governance, the Board Advocacy Policy was presented, but the addendum was not included. The policy with the addendum will need to be reviewed at a future board meeting. The purpose of reviewing the policy is to increase awareness and seek clarity on the board's role regarding advocacy.

Information on various I.T. devices, including options and costs, was presented. The board requested some education on the rules and regulations around technology and public officials to better define needs. Staff will research on how best to provide board education around this issue.

FORGING A NEW PATH

CEO Faith reported that the District's negotiating team continues to meet regularly with PSJH. The District has received a payment for 6 months back rent (December 2019-May 2020) from PSJH.

FINANCIAL SUSTAINABILITY

The draft budget of 2020-2021 was presented and will be adjusted over the next 3 months, due to hospital negotiations. The budget will be discussed at the next board meeting, as more information should be available. The board's practice is to bring the annual fiscal budget to the board for discussion and approval over two board meetings to provide an opportunity for community input.

INFORMATIONAL ITEMS

The next PHCD Special Board Meeting is tentatively scheduled on July 7 at 7:30 AM; and there is no regular board meeting in July.

ADJOURN TO CLOSED SESSION

President Hempel adjourned the meeting into closed session at 6:43 PM for discussion pursuant to **Government Code §54956.8** Closed Session; real property transaction; meeting with negotiator – 400 North McDowell Boulevard.

Government Code §54957.6 regarding employee matters were not discussed.

ADJOURN TO OPEN SESSION

President Hempel adjourned the meeting to open session at 7:25 PM and reported that no decisions were reached in closed session.

PLUS / DELTA

No comments were offered.

ADJOURN

The next Special Board Meeting will be on July 7, 2020 at 7:30 AM.

President Hempel adjourned the meeting at 7:25 PM.

Submitted by Fran Adams, Board Secretary
Recorded by Gina Studebaker, Board Clerk