



**MINUTES OF THE NOVEMBER 17, 2021 MEETING OF THE  
PETALUMA HEALTH CARE DISTRICT BOARD OF DIRECTORS**

**1) CALL TO ORDER**

Director Hempel called the meeting to order at 5:00 PM via Zoom virtual meeting.

**PRESENT (VIDEO CONFERENCE CALL)**

Gabriella Ambrosi, Director

Brian Dufour, Director

Elece Hempel, Director

Crista Nelson, Director

Jeffrey Tobias, MD, Director

**STAFF PRESENT (VIDEO CONFERENCE CALL)**

Ramona Faith, CEO, PHCD

Andrew Koblick, Controller, PHCD

Ben Spierings, Community Health Program Manager, PHCD

Additional Guests present:

Jonathan Spees, Marine Street Consulting, LLC

BJ Bischoff, Bischoff Performance Improvement Consulting

Melinda Hepp and Rebecca Ellecamp, Studio PR

Don Bouey, Bouey & Black, LLP

**CALL FOR CONFLICT**

Director Hempel called for conflict. There were none.

**1) 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 and equitable access to health and wellness services for all.*

## 2) CONSENT CALENDAR

**A MOTION was made by Director Nelson and seconded by Director Dufour to approve the November 17, 2021 Agenda, October 20, 2021 Board Meeting Minutes, and September 30th Financial Statements. The motion was passed by a vote of 5 ayes (Directors Ambrosi, Dufour, Hempel, Nelson, and Tobias) and 0 noes.**

## 3) PUBLIC COMMENTS ON NON-AGENDIZED ITEMS

There were none.

## 4) ADMINISTRATIVE REPORTS

Ms. Faith informed the Board that Tucker Pinochi has been hired to serve as Board Clerk. Tucker is from Healdsburg and graduated with a degree in political science from Berkeley. He has an interest in public entities and community health and wellbeing. The Board Clerk position will be shared with North Sonoma County Healthcare District through a shared service agreement. In addition, Yunuen (yoon-WEN) Espinoza has been hired through a Sonoma county grant to serve as a community-based community health worker.

The Petaluma Health Care District has served as an ACHD Certified Health Care District for many years. Our recertification application is due by the end of February. One of the required criteria for designation is an annual CEO review, which the board typically completes the first quarter of the fiscal year. Due to October and November board meetings being allocated to strategic discussion and no board meeting in December, the performance evaluation will need to be pushed out to January.

Director Hempel shared that this is best because the CEO goals can then incorporate what comes out of the strategic discussion after the sale of PVH. The board can also discuss the length of time of the contract, so the term doesn't have to be looked at annually.

The Hospice lease is still open. The lease ends mid-January 2022. Our last update from Providence is that the Hospice lease will be discussed with their board and system leadership team. CEO has reached out to Darian Harris to make sure he is aware of the situation. She has been clear that if Hospice wants to remain in the space, a mutual market rate agreement can be reached.

Director Nelson asked if there was anything we could do to move this forward. Ms. Faith believes the District has been reasonable. The District asked for a lease like the current lease which ends in January. Providence wants different terms. Mr. Spees, who has been negotiating with Providence on our behalf, reported that we have expressed our interest in reaching an agreement with Providence at a fair price.

## 5) BLUE ZONES ENGAGEMENT: SITE ASSESSMENT

Ms. Faith mentioned that there has been a lot of information shared on Blue Zones over the past few months, including information in the current Board packet. Mr. Bouey and staff have reviewed and negotiated the Blue Zones SOW and MSA. There has been follow up with Tony Buettner, VP Blue Zones, to get additional questions answered, which have been shared with the Board. If the Board chooses to engage in a community site assessment, it will do so with the intent to engage in a Blue Zones project. It has been made clear to Blue Zones' team that the Board currently has not secured or confirmed the additional funding sources need to fund a Blue Zones project beyond the initial community site assessment. The District would need to solicit community partners to support and invest in the project, to be identified during the site assessment process.

Ms. Faith recommended to the board that the board approve \$65K to engage in a Blue Zones Site Assessment.

Director Hempel mentioned there was a Petaluma City Council meeting where the Petaluma City Manager and Mayor shared interest in moving forward with a Blue Zones Project. The Napa community is involved in a Blue Zones Project and some exiting work is being shared through social media. Director Ambrosi stated that, having grown up and lived in Italy where one of the first Blue Zones was established, she is familiar with the organization and is strongly supportive of moving forward with a site assessment. Director Dufour

stated he is also supportive of moving forward with the site assessment. He questions whether the annual estimated \$1.7-\$2 million cost, while worth the money, would require the District to focus our efforts moving forward on fundraising. Director Nelson approves of the process by which the community identifies its own targeted, measurable goals. She stated we are starting in a better place than some other participant communities.

Director Hempel mentioned that John Crowley reached out to her with interest in the potential intersection between Blue Zones and the Cool City Project. She added that in talking with Tony Buettner, Tony mentioned that Blue Zones also helps align partnerships and identify additional funding.

Director Tobias raised a concern about securing additional funding. At this time, no one has stepped up to provide any funds. Director Hempel shared that Mr. Buettner has reassured her that Blues Zones will assist in identifying potential funding sources and if you look at Salinas, the Salinas Blue Zone project started out as a city of Salinas project and now it has expanded to include all of Monterey County.

**A MOTION was made by Director Dufour and seconded by Director Ambrosi to approve \$65K to move forward with a Blue Zones community site assessment. The motion was passed by a vote of 5 ayes (Directors Ambrosi, Dufour, Hempel, Nelson and Tobias) and 0 noes.**

#### **6) BOARD STRATEGIC DISCUSSION**

Ms. Hempel introduced BJ Bischoff from Bischoff Consulting and asked the Board and staff to introduce themselves. Please refer to the attached document that summarizes the strategic discussion. The updated strategic plan needs no further updates and incorporates the components of the strategic discussions over the past two months. See addendum 1, attached.

#### **7) ADJOURN**

Director Hempel adjourned the meeting at 8:00 PM.

Submitted by Director Gabriella Ambrosi, Secretary PHCD  
Recorded by Ramona Faith, CEO PHCD



***Update to the Amended 2021-2024 Version of the 5-year Strategic Plan***  
*(Approved April 2021)*

**Virtual Planning Sessions**

- Wednesday, October 20, 2021, 5:30-8:00 pm
- Wednesday, November 17, 5:30-8:00 pm

| Planning Session Participants & Guests |   |
|--|---|
| Name of Individual                     | Affiliation                             |
| Elece Hempel                           | President, PHCD Board of Directors      |
| Crista Nelson                          | Vice President, PHCD Board of Directors |
| Gabriella Ambrosi                      | Secretary, PHCD Board of Directors      |
| Jeffrey Tobias                         | Treasurer, PHCD Board of Directors      |
| Brian Dufour                           | Member, PHCD Board of Directors         |
| Ramona Faith                           | PHCD CEO                                |
| Andrew Koblick                         | PHCD Controller                         |
| Benjamin Spierings                     | PHCD Community Health Program Manager   |
| Jonathan Spees                         | Business Development Consultant         |
| Don Bouey                              | General Counsel                         |
| Melinda Hepp                           | Studio PR                               |
| Rebecca Ellecamp                       | Studio PR                               |

**Meeting Facilitator**

B.J. Bischoff, Bischoff Consulting, Sonoma, CA, [bjbischoff@bjbischoff.com](mailto:bjbischoff@bjbischoff.com), 707-938-1225

## Meeting Summary from Wednesday, November 17, 2021

**Financial Sustainability Strategic Priority (conclusion of this topic started in Meeting #1)**

1. **How comfortable the Board is in making investments that support healthcare businesses which may compete with Petaluma Valley Hospital (PVH)**
  - a. We have a five-year non-compete agreement with the PVH
  - b. Board members generally supported making investments that may compete with PVH, as long as they meet an unmet community need
  - c. Real estate projects are not prohibited—we could have tenants that "compete"--our involvement would be benign in that case
  - d. It depends—we should give the hospital operator opportunities to partner with us, but if they don't, our goal is to serve the community
  - e. We'd like to engage with and strengthen the hospital whenever possible
  - f. Basically yes, but our ability to compete against a large organization like Providence is limited
  - g. There are a lot of community needs—and we should fill them if the hospital doesn't
2. **Other direct services lines with which the District could engage that could increase revenue and fill a community need**
  - a. Ambulance services

- b. Housing
  - i. Housing for disabled populations
  - ii. Housing for healthcare travelers
  - iii. Affordable housing—the time to jump on that is now because of current funding opportunities
- c. Places for people to go to get sober
  - i. Sober café
- d. Wellness centers for seniors and youth (look at old plans to remodel the community center next to the hospital—with a therapy pool)
- e. Behavioral/mental health, especially for youth
  - i. allcove for youth, managed by Stanford in Palo Alto and San Jose—with projections to expand to Beach Cities, etc.
  - ii. Hire a company to provide service
  - iii. It’s difficult to find clinicians since COVID
- f. Training program for healthcare workers
  - i. Provide wraparound services
  - ii. Beyond a path to CNA jobs—trainees could become nurses
- g. Site for programs for people on probation, so they don’t have to go to Santa Rosa

**3. What information do board members need from staff/advisors to move a business development proposal forward**

- a. We need to see a business plan with identified ROI and required financial investment
- b. If it’s real estate where you’re just collecting rent, don’t need to see the same level of detail as a business we’d manage
- c. Information about what community need the project fills: Must be data driven with local data; Identify community gaps it fills and inequities; Refer to data from the 2021 Portrait of Sonoma; Identify gaps on an asset map
- d. Modeling about when it will start making ROI/revenue generation
- e. Provide a gap analysis--could be a conflict between needs and ROI
- f. Some portion of existing funds should make an impact regardless of financial return...what's that balance toward self-sustainability?
- g. Return on investment could be below market return and still be acceptable if the project is filling a community need-- Counterweight business plan against filling community need
- h. Investment could support overall net positive investment in other ways

**Determining How the Foundation and the District will Align**

**1. Purpose/mission of the foundation and how it intersects with the District’s purpose/mission**

- a. The Foundation exists to support the priorities of the District
- b. The Foundation will enable us to solicit larger grants and private donations
- c. Funds from the District may go into the Foundation, but we won’t get the investment advantage we had previously believed
- d. We may have to discuss the mission of the District to ensure the missions match
- e. Measurable outcomes need to be tied to dollars—needs to be a reason to transfer funds from the District to the Foundation, such as helping to provide upfront costs for a project that will ultimately be reimbursed through a grant to the Foundation
- f. The Foundation allows us to have a 501(c)(3) and use funds to support the District

2. **Who will serve on the foundation's board? How will the foundation's board interact with the District Board? Will the officers be the same?**
  - a. Both Boards are the same
  - b. Officers are the same for both Board and Foundation
3. **Is the foundation covered by the Brown Act? What level of transparency will the foundation have?**
  - a. Yes, Brown Act will cover the Foundation
  - b. Transparency will be the same as the District's and subject to the Brown Act--think of the Foundation as an affiliate of the district
4. **Clarifying activities of the foundation and the District: What activities will the foundation conduct? What activities will the District conduct? How will we ensure alignment and no duplication of efforts?**
  - a. Not sure if there's any benefit to transfer funding from the District to the Foundation to be disbursed through grants
  - b. Blue Zones could possibly be funded through the Foundation
  - c. CHIPA meeting could be an activity of the Foundation--people would be more inclined to give to the Foundation if they knew it sponsored CHIPA activities (some disagreement on how and why CHIPA could move to the Foundation)
  - d. The Foundation is a *fresh face*, a new entity, to enable us to communicate to the community what we do
  - e. The Foundation will enable us to get grants, manage grants, and highlight the successes
  - f. Alignment won't be a problem because the same Board controls both the Foundation and the District
  - g. Continue to invest our District's money to fund needs
  - h. People don't understand what a District does
  - i. Our work will continue to have oversight from a government entity (the District)
5. **Prioritizing: How will priorities be set? How will you ensure priorities are based on current community needs and the District's current priorities? To what extent must foundation priorities be aligned with District priorities? How will you ensure alignment?**
  - a. Priorities will be identical
  - b. No alignment is needed because the leadership of both entities is identical
6. **Staffing: How will the foundation be staffed? How will the foundation staff work with the District staff? Who will report to whom? How will performance management/evaluation occur?**
  - a. Until the Foundation grows, Ramona Faith will serve as the Executive Director of the Foundation, operating under the same personnel policies as the District's
7. **Decision-making: How will funding and investment decisions be made? What role will the District have in Foundation decision-making?**
  - a. Same as the District's
8. **Impact: How will you measure impact? How will you align the way you measure the District's impact?**
  - a. Same as the District's

## **Branding**

1. **Name/identity**

- a. It will be our 75<sup>th</sup> anniversary, so this would be a good time to celebrate that
- b. We should drop the word “care” from our name
- c. The District already has a recognized brand
- d. If our District boundaries will change, how will that impact our name?
- e. Does the District name have to be aligned with the Foundation name?
- f. Geographic distinction in the name is important—don’t want to be confused with the Petaluma Health Center

**2. Engage a branding agency to do the research and identify a name, identity, logo, website, etc.**

- a. Branding speaks before we do!
- b. Website needs to be overhauled; logo is dated—it’s long overdue
- c. There's value in a brand--a website is critical--need to distinguish us from the District of the past that had the hospital
- d. How important is branding, since we're a public entity and supposed to serve the community's needs--is this money well spent?
- e. There's value in a brand--a website is critical—we need to distinguish ourselves from the District of the past that had the hospital
- f. The cost to engage an agency could be \$50,000-\$100,000; That cost seems steep to some Board members
- g. There’s already money in the District’s budget allocated for brand consulting
- h. Look at when the City of Petaluma invested in rebranding--everyone now recognizes the star
- i. Consider the cost of changing signage and collateral material; Consider the public perception that rebranding is just an investment in ourselves and not in the community
- j. Let's issue an RFP to see what the cost will be and what we'll get for our investment
- k. RFP content: Branding services--new logos, new website, help with name changes
- l. Even if nothing changes with the District, the Foundation needs a presence and a launch to get us off the ground

**Informing the community about the new Foundation and the role of the District**

**1. What messages do we want to share? What’s our timing?**

- a. Community knows we sold the hospital--we told the community we would develop a community-informed process with investing the funds and being good stewards of the fund
- b. Conduct special meetings or focus groups with community members to see what the community wants to be done with the funds the District has--can be a special advisory group
- c. We've been quiet on the publicity side--haven't had news to share
- d. The Executive Directors’ Roundtable wants to know about this year’s grant funding
- e. We have things we can tell the community now—the public is hungry for information, and we shouldn’t wait to inform the public about our good work
  - i. News to share could include Blue Zones (hasn't happened yet); Cardiac screening in children
  - ii. We can announce that we hired a financial advisor; Report what we know about Blue Zones
  - iii. We should announce that the District will be offering \$100,000 in grants this year, like last year
  - iv. Announce that we’ve invested in Kid Scoop News as a strategic priority
- f. Foundation isn't in motion yet--don't announce it until we have a final name, web presence, etc.
  - i. We can add a page now to the District’s website for the Foundation

- 2. Who should be informed first? Who are the key stakeholders to involve in one-to-one discussions or other pro-active methods?**
  - a. No need to inform any one group before another
  - b. Inform everyone all at once