

AGENDA

Petaluma Health Care District Board of Directors

Regular Board Meeting

Date: Wednesday, March 15, 2023

Time: 6:00 pm

Hybrid Meeting: In Person / via Zoom (instructions to join below)

The Petaluma Health Care District Board Meeting for Wednesday, March 15, 2023 will begin at 06:00 p.m. at 1425 N. McDowell Blvd., Suite 100, and at the link below via Zoom Teleconference.

- Members of the public can participate in the virtual meeting during open session by clicking on the following Zoom link:
 - <https://us06web.zoom.us/j/89563817893?pwd=dHU1VnVjTnZiR1BTSUUvdjNxWIJqUT09> | Webinar ID: 839 0332 0028
Or join by telephone: +1 346 148 7799 | Webinar ID: 839 0332 0028 | Passcode: 239494
- Public wanting to address the Board during *public comments on non-agendized or closed session items* can do so by joining the virtual meeting using the Zoom link above or attending the meeting in person at 06:00 pm prior to any closed session agenda items.
- Public who cannot participate but want to provide public comment can email their comment to tpinochi@phcd.org by **12:00 Noon on March 14, 2023** and the comment will be read out loud at the meeting during public comment. There will be 3 minutes allowed per public comment.

Meeting Roles:

Crista Nelson, Board President

Tucker Pinochi, Board Clerk

Chair

Recorder

MISSION	<i>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.</i>
VISION	<i>The Petaluma Health Care District envisions a healthy community and equitable access to health and wellness services for all.</i>
COMMUNICATION NORMS	<ol style="list-style-type: none">1. All communication will be accurate and brief2. Board and staff will actively listen and respond honestly and respectfully3. Always check your assumptions4. Apply these principles at each Board meeting

The Board values public comments and wishes to convey that although Board members cannot discuss items that are not on the agenda, they listen carefully and appreciate and value input from the public.

There are two opportunities to address the Board during the Board meeting. The first opportunity is during **Public Comments** where the public is invited to make comments on items that are not listed on the current agenda. Public comments are limited to 3 minutes per person. The Board is scheduled to receive no more than 15 minutes of public comments in total unless the Board approves a longer period. If more than three persons wish to address the Board on the same topic, they are encouraged to select a spokesperson. The Board does not take action or discuss items not appearing on the agenda.

The second opportunity for public input is before the Board discusses and acts on a specific Agenda item. The Petaluma Health Care District is governed by a publicly elected five-member Board of Directors to serve Southern Sonoma County. Board of Directors meetings are typically held on the third Wednesday of each month starting at 6:00 PM unless otherwise noticed. Copies of agendas and approved minutes are available on the PHCD website, www.phcd.org.

The Board reserves the right to take action, wherever legally appropriate, on any item on the Agenda, in any order. If you have special needs because of a disability that makes it difficult for you to participate in the meeting, or you require assistance or auxiliary aids to participate in the meeting, please contact the Board Clerk by 12:00 Noon on Friday, March 10, 2023.

AGENDA ITEM	METHOD	RESPONSIBILITY
1. CALL TO ORDER <ul style="list-style-type: none"> • Roll Call • Call for Conflict • Mission and Vision 		Crista Nelson, Board President
2. CONSENT CALENDAR: The following items are considered routine and non-controversial and will be enacted by one motion as recommended. At the request of the Board of Directors, a specific item may be discussed and/or removed from the Consent Calendar for separate action. <ul style="list-style-type: none"> • March 15, 2023 Regular Board Meeting Agenda • February 15, 2023 Regular Board Meeting Minutes • January 31, 2023 Unaudited District Financial Statements 	Motion and Action	Crista Nelson, Board President
3. PUBLIC COMMENTS (NON-AGENDA ITEMS)		

4. BOARD COMMENTS <ul style="list-style-type: none"> • How to Be a Better Board: Chapters 35, 36 • Petaluma Valley Hospital Community Board Update 	Informational/ Discussion	Brian Dufour, Board Vice President Jeffrey Tobias, MD Board Treasurer
5. PETALUMA VALLEY HOSPITAL: QUARTERLY OPERATIONS AND CAPITAL INVESTMENTS REPORT <ul style="list-style-type: none"> • Certificate of Compliance 	Informational/ Discussion	Rachel Reader, CAO at Healdsburg & Petaluma Valley Hospitals
6. NORCAL HEALTHCONNECT – NOTIFICATION PURSUANT TO PURCHASE AGREEMENT OF INTENT TO CLOSE OB SERVICES AT PVH <i>Public Comments</i>	Informational/ Discussion/ Action	Ramona Faith, CEO Jonathan Spees, Consultant
7. ANNOUNCEMENT OF CLOSED SESSION ITEMS <ul style="list-style-type: none"> • Conference with Legal Counsel – Anticipated Litigation Initiative of litigation pursuant to CA Gov. Code §54956.9 (c) (one case) <i>Public Comments</i>	Informational/ Action	Crista Nelson, Board President
8. ADJOURN TO CLOSED SESSION	Informational/ Discussion	Crista Nelson, Board President
9. ADJOURN TO OPEN SESSION		Crista Nelson, Board President
10. STATEMENT OF WORK NO. 2 (SOW NO. 2) BETWEEN BLUE ZONES, LLC (BLUE ZONES) AND PETALUMA HEALTH CARE DISTRICT TO EXECUTE PETALUMA TRANSFORMATIONAL PROJECT <i>Public Comments</i>	Informational/ Discussion/ Action	Ramona Faith, CEO Ben Spierings, Community Program Manager Tony Buettner, Sr. VP of Business Dev. Blue Zones Lisle Wescott, Director of Accounts Blue Zones Amelia Clabots, VP Finance and Operations Blue Zones

<p>11. EMPLOYMENT POLICIES</p> <ul style="list-style-type: none"> • Years of Service Policy <p style="text-align: right;"><i>Public Comments</i></p>	<p>Discussion/ Action</p>	<p>Ramona Faith, CEO</p>
<p>12. REVIEW OF 2023 BOARD POLICIES</p> <ul style="list-style-type: none"> • Dufour: #1-5 <ul style="list-style-type: none"> ○ Basis of Authority ○ Operating Principles of the Board ○ Code of Ethics ○ Ethics Training ○ Guiding Principles for District Business Ventures • Negrin #6-9 <ul style="list-style-type: none"> ○ Conflict of Interest ○ CEO Performance Evaluation ○ Board Meeting and Conduct Policy ○ Access to Public Records • Nelson #10-14 <ul style="list-style-type: none"> ○ Board Meeting Policy ○ Board Meeting Layout Policy ○ Board Compensation and Reimbursement Policy ○ Minutes of Board Meetings ○ Records Retention • Tobias #15-19 *excepting Grant Funding Policy <ul style="list-style-type: none"> ○ Purchasing Signature Authority ○ Statement of Investment Policy ○ Board Continuing Education ○ Financial Reserve Policy • Hempel #20-23 <ul style="list-style-type: none"> ○ Procedure for Filling a Board Vacancy ○ Policy on Board Elections ○ Sexual Harassment Prevention Training ○ Board Advocacy • #17 Grant Funding Policy <p style="text-align: right;"><i>Public Comments</i></p>	<p>Discussion/ Action</p>	<p>Ramona Faith, CEO</p> <p>PHCD Board of Directors: Brian Dufour, Cheryl Negrin, Crista Nelson, Dr. Jeff Tobias, Elece Hempel</p>
<p>13. FINANCIAL SUSTAINABILITY</p> <ul style="list-style-type: none"> • January 2023 Finance Committee Meeting Minutes • Business Development Update <p style="text-align: right;"><i>Public Comments</i></p>	<p>Informational/ Discussion/ Action</p>	<p>Andrew Koblick, Controller Jonathan Spees, Consultant Ramona Faith, CEO</p>

14. ADMINISTRATIVE REPORTS <ul style="list-style-type: none"> • President’s Report • CEO Report <ul style="list-style-type: none"> ○ ACHD Update ○ Form 700 Due April 1, 2023 ○ Board Retreat April 21, 2023 & May 19, 2023 • Future Agenda Items • District News/Articles/Ads 	Informational/ Discussion/	Crista Nelson, Board President Ramona Faith, CEO
15. INFORMATIONAL ITEMS <ul style="list-style-type: none"> • Upcoming Events <ul style="list-style-type: none"> ○ GenH House Party March 16, 2023 at 5:30PM ○ Annual Rock n’ Bowl (PPSC) March 24, 2023 7:30PM. ○ Coffee with the Chiefs April 18, 2023 at 8:00AM ○ Butter and Eggs Day: Saturday, April 22, 2023 ○ ACHD Advocacy Committee Training / Legislative Meet and Greet April 26, 27 in Sacramento • Newspaper Articles of Interest 	Informational / Discussion	Ramona Faith, CEO
16. ADJOURN Next Regular Board Meeting April 20, 2023		Crista Nelson, Board President

CONFERENCE CALL LOCATION ADDENDUM

NAME	PHYSICAL ADDRESS
Jonathan Spees, Consultant Marine Street Consulting LLC	930 S. Biron Dr Wisconsin Rapids, WI 54494
Donald Bouey, Esq. Bouey & Black LLP	2197 Ridgepointe Court Walnut Creek, CA 94596
Lisle Wescott Director of Accounts, Blue Zones	200 Southdale Center Edina, MN 55435
Amelia Clabots Vice President of Finance and Operations, Blue Zones	200 Southdale Center Edina, MN 55435
Tony Buettner Sr. Vice President of Business Development, Blue Zones	200 Southdale Center Edina, MN 55435