



**NORTH SONOMA COUNTY HEALTHCARE DISTRICT
BOARD OF DIRECTORS**

Minutes of Meeting February 25, 2021 Meeting

Please note copies of all pertinent material considered by the Board in Open Session are included in the final Board Packet.
Also, note items are sometimes taken out of order and are so indicated.

CALL TO ORDER

The Board of Directors of the North Sonoma County Healthcare District met via Zoom with the Board Clerk hosting the meeting at 190 Foss Creek Circle, Suite F, Healdsburg CA on Thursday, February 25, 2021. Chair EJ Neil called the meeting to order at 4:34 p.m.

ROLL CALL

California Governor Gavin Newsom issued Executive Order N-25-20 on March 12, 2020, relating to the convening of public meetings in light of the COVID-19 pandemic. Pursuant to the Governor's Executive Order, Board members will attend the meeting via Zoom.

Board Clerk, Susan Schmid, called the roll. The following Board members were present via Zoom constituting a quorum,

EJ Neil, Chair
David Anderson MD, Vice Chair
Jim Nantell, Treasurer joined at 4:40 pm
Sue Campbell, Secretary
Erin Gore, Director

Absent:

none

Also present via Zoom:

William Arnone, District Counsel
Richard Baland, Financial Consultant

APPROVAL OF AGENDA

A motion was made by Director Gore and seconded by Director Campbell to approve the agenda.

Vote: Neil: Y Anderson: Y Nantell: abs Campbell: Y Gore: Y. The motion was approved unanimously.

Public Comment on Closed Session None.

CLOSED SESSION

Chair Neil adjourned to Closed Session at 4:45pm.

RECONVENE OPEN SESSION

The Board returned to Open Session at 5:30 pm.

Counsel reported out on Closed Session discussion.

ITEM 1: Public Employee Appointment pursuant to Government Code Section 54957; Title: Retention Consulting Positions

No reportable action was taken.

ITEM 2: Public Employee Appointment pursuant to Government Code Section 54957; Title: Initial Staff position

No reportable action was taken.

Public Comment for Open Session: none

REGULAR BUSINESS

1. Consent Calendar:

January Regular Meeting and February Special Meeting Minutes

Board Minutes

A Motion was made by Director Nantell and seconded by Director Neil to approved the Consent Calendar.

Vote: Neil: Y Anderson: Y Nantell: Y Campbell: Y Gore: Y. The motion was approved unanimously.

2. Update on the Approval of District Funding in Support of Alliance Medical Center and Alexander Valley Healthcare COVID-19 Vaccine Community Collaborative Clinics.

- a. Allocation of Funds
- b. Award Letter Re: Funding Allocation and Distribution
- c. Community Agency Contributions
- d. Follow up on County/State/Federal Reimbursement of Clinic Costs

Erin Gore led this discussion along with Bill Arnone. The *Allocation of Funds Letter* was reviewed with the Board. Erin Gore will send the letter the recipients, Debbie Howell, CEO Alexander Valley HealthCare and Joan Churchill, CEO Alliance Medical Center, for review and comment.

A motion was made by Directors Nantell and seconded by Director Campbell to authorize Chair, EJ Neil to sign the letter on behalf of the Board subject to revisions by the recipient(s) and then final approval by Counsel Bill Arnone on final version of the letter.

Vote: Neil: Y Anderson: Y Nantell: Y Campbell: Y Gore: Y. The motion was approved unanimously.

Discussion ensued as to when and how the recipients will report back to the Board. An update from Debbie Howell, CEO Alexander Valley HealthCare and Joan Churchill, CEO Alliance Medical Center will be agendized until further notice. This update may be written or verbal.

Follow up Action: Susan Schmid will agendize *Vaccine Clinic Update*.

3. Discussion and Possible Action Taken Regarding District Financial Obligations

Consultant Richard Baland led this discussion on each of the topic listed below.

A.Parcel Tax calculations, authorizations and transmittals

The Board was referred back to the spreadsheet presented in January by Nathan Oliver outlining the parcel tax responsibility timeline.

Follow up Action: Gina Fabiano and Susan Schmid will review the information on the District website for accuracy and completeness in regard to parcel tax exemptions. Gina Fabiano will research adding a fillable form to the website for exemptions.

B.Audits and Cost Reports for Calendar year 2020

This project is on track. No action required.

C.Trust Requirements COP Refinancing

Bill Arnone provided clarification and status on the work he and Nathan have been doing to complete these requirements. No action required.

D.2021 Operating Budget

Bill Arnone provided clarification that the Operating Budget is due by September each year.

EJ Neil suggested staff be directed to provide a master calendar to the Board with action items. Future District staff is under evaluation. No directive was given at this time

Richard Baland recommended the Board formalize the agreement with NorCal HealthConnect regarding financial reporting to the Board.

The Board will be required to have an annual audit as long at the debt exists. Discussion ensured as to whether to continue for a 7th year with RSM. All were in agreement that a change in audit firms should be examined. Sue Campbell will check with Petaluma Healthcare District.

Follow up Action: Sue Campbell and Jim Nantell will discuss a potential RFP for accounting services if needed.

4. District Board Requirements

Bill Arnone reviewed the following

- a. Brown Act Review New Rules for 2021
- b. District Requirements

EJ Neil again suggested a master calendar be compiled.

5. Discussion and Possible Action Regarding New District Housekeeping

- a. Website discussion – email, phone, content – Erin will work with Gina on a one month extension of contract
- b. Bookkeeper discussion- Sue Campbell and Jim Nantell have been working with Julie Hanamura
- c. Zoom / Quickbooks /BoardEffect/ Other IT issues – No updates

Discussion ensued regarding to Strategic Planning.

Follow up Action: The Board directed Erin Gore to contact Jim Schuessler, who is on retainer with the Board, for assistance with Strategic Planning. Erin will discuss be approach with Jim, and report back to the Board.

STANDING ITEMS:

1. Consideration of Materials Disseminated by Board Members and Staff

Board Members and Staff may share materials of interest.

- 700 forms are due on April 1st.
- Sue Campbell announced that the Community Board members for Healdsburg Hospital and Petaluma Valley Hospital have been selected and notified. Congratulations to: Sue Campbell, Jed Weissberg, M.D. Terry Leach, Gary LeKander, MD and Paul Margulio, MD. It was noted that there was no Windsor representation on the Community Board. The first Community Board meeting is expected to be held March, 2021.
- The Next District Board Meeting is scheduled for Thursday March 25th unless an interim meeting is called for.

ADJOURNMENT: 6:02pm

Chair Neil adjourned the February meeting of the North Sonoma County Healthcare District.

Contact Susan Schmid for further information. sschmid@nschd.org

3/10/21