

 NORTH SONOMA COUNTY HEALTHCARE DISTRICT

 BOARD OF DIRECTORS

Minutes of Meeting April 29, 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, April 29, 2021. Chair EJ Neil called the meeting to order at 4:36 p.m.

**ROLL CALL**

[*California Governor Gavin Newsom issued Executive Order N-25-20 on March 12, 2020*](https://www.gov.ca.gov/2020/03/12/governor-newsom-issues-new-executive-order-further-enhancing-state-and-local-governments-ability-to-respond-to-covid-19-pandemic/)*, 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 M.D., Vice Chair

 Jim Nantell, Treasurer

 Sue Campbell, Secretary

 Erin Gore, Director

 Absent: none

 Also present via Zoom:

 William Arnone, District Counsel

 Jed Weissberg, M.D.

 Gina Fabiano

 Randy Chesley

 Nathan Oliver

 Darian Harris

**APPROVAL OF AGENDA**

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

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

**Public Comment for Closed Session:** none

**CLOSED SESSION**

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

**RECONVENE OPEN SESSION**

The Board returned to Open Session at 5:15 pm.

Counsel reported out on Closed Session discussion*.*

**ITEM 1: Public Employee Appointment pursuant to Government Code Section 54957; Title: Initial Staff position.**

Discussion took place regardingthe topic as agendized. No reportable action was taken.

**Public Comment for Open Session;** Darian Harris, new VP of Operations for Healdsburg and Petaluma Valley Hospitals joined the meeting and was welcomed by the Board. Mr. Harris spoke briefly about his background and his first week on the job.Mr. Harris congratulated the Board on the successful sale of Healdsburg hospital to Providence and assured them the hospital was in good hands.

**REGULAR BUSINESS**

**1.** **Consent Calendar**

 *Consent Calendar consisted of the* *minutes of the March Regular Meeting and minutes of the April Special Meeting.*

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

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

**2. Update on COVID-19 Vaccine**

1. **Update on Vaccine Clinics District Wide** – Alliance Medical Center data was shared detailing the successful vaccination clinics in Windsor and Healdsburg. The Healdsburg Tribune will be contacted to write a story.

See the report on file for further details.

1. **District funding for the Alliance Medical Center and Alexander Valley Healthcare Clinics** Sue Campbell delivered the check to the Alliance Medical Center. Erin Gore delivered the check to Alexander Valley Healthcare Clinic.

***Follow up Action Item****:* Erin Gore will draft a press release for Sue Campbell and Gina Fabiano to review.

**3. Update on the NorCal HealthConnect Community Boards**

Sue Campbell, Board designate to the Healdsburg Hospital Community Board led this discussion. The Healdsburg Hospital/Petaluma Valley Hospital Community Boards(s) held their second meeting on April 26th. Sue gave a brief update. Dave Anderson, M.D. has been approved by the Board to be on the Community Benefits Committee. Any suggestions for individuals to participate on either the community benefits committee or the quality committee should contact Sue Campbell.

***Follow up Action Item: Sue will contact Providence leadership regarding the twice-yearly reporting to the Board as was outlined in the sale documents.***

**4. Discussion and Possible Action of Community Health Education Programs**

Dave Anderson gave an overview of the “BeingAdept” educational program in Marin. The program is about providing drug/alcohol awareness programs for local middle schools. Dr. Anderson strongly urged the Board to consider supporting bringing the program to the District's schools as part of the 2021 Strategic Plan. Dave will follow up with the program directors regarding costs and logistics.

**5. Update on District Board Strategic Planning**

Erin Gore, Board designated for the Strategic Planning efforts led this discussion. See report on file.

Erin requested Board approval and finalization dates for a Board Retreat with Jim Schuessler to facilitate strategic planning. All Board members were in favor. EJ Neil was given direction by the Board to negotiate and finalize the agreement with Jim Schuessler to facilitate the retreat. Once an agreement is reached, Erin will continue to work with Jim Schuessler on strategic planning efforts and preparation for the retreat and update the Board in June

***Follow up Action Item***: Susan Schmid will poll the Board for retreat meeting dates. Erin will update the Board at the June meeting.

**6. Discussion and Possible Action Taken Regarding District Financials**

1. Presentation of District Financial Reports – **Jim Nantell shared a high level financial statement**
2. Update on the 2020 Audit and Other reporting updates

**Nathan Oliver reported that the 2020 Audit is proceeding. There are no significant findings or concerns. A preliminary Audit should be ready in May for review. The Medical Cost Report is still being worked on by Nathan. Care s Act reporting is being held up because of a lack of access to the HHS portal. RSM will be sending Jim Nantell an update this month.**

**Nathan noted the Board should review the parcel tax timeline he put together.**

1. Board Members, Authority to Engage General Services (Communications, Legal, Financial, etc)

**In reference to Item C, the Board discussed and agreed that an annual $500 cap per Board member on expenditures, subject to consultation with one other Board member. Any expenditures above the $500 cap will need to come before the full Board for approval.**

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

**7. Discussion and Possible Approval of Updated Compensable Board Activities and Process for Stipend Submission**

Sue Campbell led this discussion. The list of 2021 compensable activates was reviewed with the Board.

**A Motion was made by Director Campbell and seconded by Director Neil to approve the 2021 Compensable events lists.**

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

**8. Discussion and Possible Action Regarding New District Housekeeping**

1. Website discussion
2. Bookkeeping
3. Zoom / Quickbooks /BoardEffect/ Other IT issues discussion
4. Follow up on open action items from previous meetings

IT Director, Rand Chesley addressed the Board. The migration of Healdsburg Hospital systems to the Providence network is scheduled for the last two weeks of May. Access to old emails( nschd.org) and system files will eventually be phased out. The Board will need to develop a transition plan with Randy and Providence's leadership. The Board authorized Randy to begin the discussion with Providence regarding the potential donation of old office equipment to the District.

***Follow up Action:***

1. ***EJ Neill will contact Darian Harris to discuss a transition plan. The discussion will include office space, staff support, office equipment***
2. ***Randy Chesley will ask Providence what they want to do about the ipads that are in use by District Board and committee members.***
3. ***Susan will review the access to the DropBox that has been set up for the District files.***
4. ***Susan will follow up with Bill Arnone regarding the file retention policy and inform Randy.***
5. ***Bill Arnone will review the final sale document regarding access to financial data and Medhost data.***
6. ***A formal request will need to be written to Randy for Nathan Oliver to maintain access to data for financial reporting.***

**STANDING ITEMS:**

**Consideration of Materials Disseminated by Board Members and Staff**

Board Members may share materials of interest.

* The next Regular Meeting scheduled is for May 27, 2021

**ADJOURNMENT: 6:50 pm**

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

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

5/20/2021