

 NORTH SONOMA COUNTY HEALTHCARE DISTRICT

 BOARD OF DIRECTORS

Minutes of Meeting August 26, 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 on Thursday, August 26, 2021.

 Vice Chair David Anderson called the meeting to order at 4:35 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 Secretary, called the roll. The following Board members were present via Zoom constituting a quorum

 David Anderson M.D., Vice Chair

 Jim Nantell, Secretary

 Sue Campbell, Treasurer

 Erin Gore, Director

 Absent: EJ Neil, Chair

 Also present via Zoom: William Arnone, District Counsel

**APPROVAL OF AGENDA**

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

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

**Public Comment for Closed Session:** None

**CLOSED SESSION**

Vice Chair Anderson indicated that there were no items for the closed session so it was canceled 4:40 pm.

**Public Comment for Open Session;** None

**REGULAR BUSINESS**

**1.** **Consent Calendar: Consent items will be approved by one motion.**

**a. July Regular Meeting Minutes**

**b. August Special Meeting Minutes**

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

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

**2. Semi-annual Providence report to NSCHD on the status of Healdsburg Hospital**

Treasurer Sue Campbell introduced the agenda item and Darian Harris, CEO for Healdsburg and Petaluma Hospitals. Darian presented information regarding his transition into his new role, assessing the current state of the hospital, including challenges, internal capabilities, and service enhancements. He also discussed Strategic Priorities, Financial Status and Capital Investments. The Board expressed their appreciation for his report.

**3. Presentation from Being Adept Chair on their Drug Education Program and Consideration of Approving Funding by District.**

Vice Chair Anderson indicated that he had extended an invitation to the Being Adept Chairperson but had not heard back, however he hoped they could attend the next meeting.

**4. Acceptance of Resignation of Board Chair, EJ Neil and Selection of New Chair**

Vice Chair Anderson reviewed the resignation letter from Chairperson EJ Neil. He and other Board Members shared their appreciation for the nearly 20 years of service that EJ Neil served as a Board Member on the District Board of Directors. David Anderson volunteered to author an article for submission to the local paper highlighting EJ’s work on the Board.

**A Motion was made by Director Nantell and seconded by Director Campbell to elect David Anderson as Board Chair for the remainder of the 2021. Vote: Anderson: Y Nantell: Y Campbell: Y Gore: Y The motion was approved unanimously.**

**5. Discussion and Possible Action Regarding Process to Fill Board Vacancy.**

Counsel Arnone explained that the District was required by law to give notice of the vacancy by August 30, 2021; replace the position by Oct 15, 2021, and post a public notice in three locations 15 days before appointing someone to the position. The Board indicated its desire to solicit applications with the hope of appointing someone at its September 23, 2021 meeting or a special meeting called prior to October 15, 2021. Director Gore volunteered to pull together packets of information from the board retreat to give to potential candidates for the vacant board seat.

**6. Discussion and Action Taken Regarding District Finances**

**a. Approve FY 21-22 Budget**

Treasure Campbell reviewed the budget materials and answered questions. She informed the Board that she has formed a Finance Committee, which includes herself, Julie Hanamura, Nathan Oliver, & Jim Nantell. At their next meeting they will be discussing how to better invest our funds.

**b. District Financial Reports**

Treasurer Campbell asked if there were any questions on the financial reports that had been distributed in the Board Meeting materials. There were no questions.

**c. Legal Report**

Bill Arnone explained that due to the length of the agenda Secretary Nantell had suggested that we delay his follow up report to next month’s meeting

**7. Open Public Hearing on Resolution #03-21 Setting the Tax Rate for the Fiscal Year 2021/2022**

Chair Anderson opened the public hearing.

**8. Close Public Hearing on Resolution #03-21**

Chair Anderson closed the public hearing.

**9. Consideration of Adoption of Resolution #03-21 Setting the Tax Rate for the Fiscal Year 2021/2022**

**A Motion was made by Director Nantell and seconded by Director Campbell to adopt Resolution #03-21.**

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

**10. Open Public Hearing on Resolution #04-21 Adopting Appropriations Limit for the Fiscal Year 2021/2022**

Chair Anderson opened the public hearing.

**11. Close Public Hearing on Resolution #04-21**

Chair Anderson closed the public hearing.

**12. Consideration of Adoption of Resolution #04-21 Adopting Appropriations Limit for the Fiscal Year 2021/2022**

**A Motion was made by Director Nantell and seconded by Director Campbell to adopt Resolution #04-21.**

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

**13. Consideration of modification to Board Members Compensable Activities Policy**

After discussion the Board agreed that no modification to the list of compensable activities was needed.

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

**a. Transition Discussion – space, email, phone, Zoom meeting, etc.**

The Board discussed the proposed contract with Petaluma Healthcare District for Secretary Services.

**A Motion was made by Director Nantell and seconded by Director Campbell to approve the contract with Petaluma Healthcare District. Vote: Anderson: Y Nantell: Y Campbell: Y Gore: Y The motion was approved unanimously.**

**b. Update on shared resources to provide Bookkeeping, Clerk and other services**

Stipend requests should be submitted to Board Treasure Campbell.

**c. Update on Investment and Income Proceeds from the Sale of the Hospital**

Will be discussed at Finance Committee meeting.

**15. Report Back on Tour of Pogo Park in City of Richmond and provide direction concerning potential next steps.**

Jim Nantell reported that he was very impressed with the tour of three different sites that have been or are now under construction by the Pogo Park Organization. They make their own playground and park features with the partnership of a metal sculpture business located in Richmond. There were a number of other north county nonprofits who were also in attendance at the invitation of North County Healthcare Foundation. The scope of a project to create a safe community focus location to foster mental health would require partnership with a city and others to make it work. He was concerned that the Foundation maybe inclined to do the first project in Healdsburg and he feels the as the Healthcare District our priority should be in Cloverdale or Windsor.

**16. Update on Hospital Matters including Community Board Meeting(s) Possible Action Regarding Appointments to Community Board and other Hospital Committees.**

Director Campbell shared the status of the community board committees, indicating that they are defining the skills they feel are important to serve on each committee before they add community members.

**17. Consideration of Materials Disseminated by Board Members**

**Board Members will have the opportunity to discuss information acquired.**

Sue Campbell asked about next steps for dissolution of the Joint Power Agreement with other rural hospitals. Bill Arnone explained that he had draft a resolution for Jim Nantell, as our representative on the JPA to share with the other hospital boards to approve to dissolve the JPA.

**ADJOURNMENT: 6:58 pm**

Vice-Chair Anderson adjourned the July meeting of the North Sonoma County Healthcare District.

Contact nschd.org for further information.

8/26/2021