

 NORTH SONOMA COUNTY HEALTHCARE DISTRICT

 BOARD OF DIRECTORS

Minutes of Meeting August 9, 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 Monday, August 9, 2021.

 Vice Chair David Anderson called the meeting to order at 3:05 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, Sue Campbell, called the roll. The following Board members were present via Zoom constituting a quorum

 David Anderson M.D., Vice Chair

 Jim Nantell, Treasurer

 Sue Campbell, Secretary

 Erin Gore, Director

 Absent: EJ Neil, Chair

 Also present via Zoom: William Arnone, District Counsel

**APPROVAL OF AGENDA**

**A motion was made by Director Nantell and seconded by Director Campbell 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 adjourned to Closed Session at 3:10 pm.

**RECONVENE OPEN SESSION**

The Board returned to Open Session at 3:30 pm

Counsel reported out on Closed Session discussion*.*

**ITEM 1: 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.** **Review and Consideration of Approval of 2020 Audit**

Vice Chair Anderson pointed out what would be characterized as relatively small corrections to the annual audit materials presented and reviewed at the July 29, 2021 Board meeting. (See Final Reports on file with District Treasurer).

**A Motion was made by Director Campbell and seconded by Director Gore to approve the 2020 Audit.**

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

**2. Acceptance of Resignation of Board Chair, EJ Neil**

Vice Chair Anderson shared a conversation he had with Director Neil relative to Director Neil’s plans to submit a written resignation. The Board discussed the many accomplishments that Director Neil had contributed to during his 19+ years of service on the Board. Counsel Arnone explained that upon receipt of Director Neil’s resignation the Board had 60 days to appoint a replacement provided posting of notice to do so 15 days prior to making such an appointment.

**A Motion was made by Director Nantell and seconded by Director Campbell to defer this item to the August 26, 2021 meeting. Vote: Anderson: Y Nantell: Y Campbell: Y Gore: Y The motion was approved unanimously.**

**3. Discussion and Action Regarding Potential Reorganization of Board Officers and Assignments of Officer Responsibilities.**

Directors Nantell and Campbell shared their desire to swap their current Board Officer Roles.

**A Motion was made by Director Nantell and seconded by Director Campbell to appoint Director Campbell as Board Treasurer and Director Nantell as Secretary. Vote: Anderson: Y Nantell: Y Campbell: Y Gore: Y The motion was approved unanimously.**

**4. Discussion and Possible Action Regarding Process to add Board Members and/or Fill Board Vacancies.**

Counsel Arnone explained that if the Board was interested in adding additional members to the Board of Directors it would require voter petition signed by 5% of the number of people voting in the previous election in order to qualify the matter for placement on a future ballot. The Board did not indicate any interest in pursuing that option. In regards to filling the perspective vacancy of Director Neil’s position the Board agreed that it would be desirable to solicit prospective candidates from the Cloverdale community.

**5. Discussion and Possible Action Regarding District Board Strategic Planning**

**a. Review and discuss compilation of health priorities previously submitted by Board Members and agree on top health priorities.**

Director Nantell reviewed the materials previously distributed regarding compilation of the Board Members feedback on their top five health care priorities in the community. The Board Members shared their individual perspectives.

**A Motion was made by Director Nantell and seconded by Director Campbell to designate mental health and substance abuse as the current top District healthcare priorities. Vote: Anderson: Y Nantell: Y Campbell: Y Gore: Y The motion was approved unanimously.**

**b. Consider responding to existing or potential project(s) associated with agreed upon health priorities.**

 Director Gore discuss the idea of addressing mental health needs in the community and shared that research indicated that a sense of community and access to safe outdoor space were key determinants in maintaining one’s mental health. She suggested the possibility of considering a onetime large investment from the District and other partners to create a safe community health focal point, possibly in the northern part of the District. She further shared that the North Sonoma County Healthcare Foundation and other NGOs have planned a visit Pogo Park, which is a similar project in the City Richmond. She will share the invitation to join the August 20, 2021 tour with the rest of the Board. Director Nantell indicated that he planned on attending the tour.

Director Anderson shared with the Board the possibility of helping to address the substance abuse problem by possibly supporting a substance abuse program available for middle schools students through community nonprofit, Being Adept. The program would provide six to eight sessions to one of the grades in the middle schools serving Healdsburg, Cloverdale and Windsor. The opioid crisis in the community is growing at 15% year. The Board requested that David ask for further cost information and invite representatives from Being Adept to a future Board meeting as early as possible.

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

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

Director Campbell requested that Counsel Arnone look into the possibility of changing the current Board Stipend per meeting to reduce simplify the administration of the current system. She also shared that she had the opportunity to meet with Darian the relatively new CEO for Healdsburg and Petaluma Hospitals and found him refreshingly open and transparent. She was pleased to learn that Provident was investing $3.5 million in capital improvements such as the long awaited fire alarm system. Sue provided updates on the Community Board and Community Benefit Committee.

Counsel Arnone advised the Board of the need to ensure that going forward we meet the statutory obligations understate state law and ensuring that we meet the requirements for the continuance of the parcel tax which is necessary for the long term survivability of the hospital.

**ADJOURNMENT: 5:00 pm**

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

Contact nschd.org for further information.

8/13/2021