

**North Sonoma County HealthCare District**  
**May 26, 2022**  
**Regular Meeting of the Board of Directors**

**CALL TO ORDER**

- a. The Board of Directors of the North Sonoma County Healthcare District met via Zoom on May 26, 2022. Chair David Anderson called the meeting to order at 4:30 p.m.

*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.*

- b. Board Clerk called the roll. The following Board members were present via Zoom constituting a quorum:

David Anderson, M.D., Chair  
Sue Campbell, Treasurer  
Erin Gore, Director  
Jim Nantell, Secretary  
Danielle Streb, Vice Chair

Also present via Zoom:

**Staff**

Tucker Pinochi, Board Clerk  
Bill Arnone, Esq.

**Guests:**

Jed Weissberg, MD  
Darian Harris, CEO of Petaluma Valley and Healdsburg District  
Hospitals for Providence

Absent: None

**Chair David Anderson, MD called for conflicts on the agenda items listed below. There were none.**

**Chair David Anderson, MD opened the floor for members of the public to comment on open session, non-agendized items. There were no members of the public present.**

**REGULAR BUSINESS**

**1. Consent Calendar**

- a. **May 26, 2022 Regular Meeting Agenda**  
b. **April 28, 2022 Regular Meeting Minutes**  
c. **Revised Grant Funding Policy**

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

**Vote: Anderson: Y Campbell: \_\_ Gore: \_\_ Nantell: Y Streb: Y The motion was approved 3-0, with two Directors not voting.**

**North Sonoma County HealthCare District**  
**May 26, 2022**  
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**2. Presentation / Discussion: Healdsburg District Hospital Biannual Update**

Darian Harris, CEO of Petaluma Valley and Healdsburg District Hospitals for Providence, began his report to the Board on operations at HDH. His presentation slides are attached to these minutes.

Key updates from his presentation included an introduction of the new regional executive at Providence in Northern California, Lauren Driscoll, the new CMO for HDH and PVH, Dr. Rajesh Ranadive, and the new Executive Director of Operations Rachel Reader.

He also laid out the new regional strategic plan for Providence, represented by a three pronged approach: Quality with Compassion, Transform Health, and Simplify and Improve Access. Mr. Harris said that these three values will drive the way Providence in Northern California relates to the patients and communities it serves. He noted that these three values are in alignment with the strategic priorities set by Providence locally: Extraordinary Caregiver Engagement, Exceptional Care Experience, and Operational Excellence.

Mr. Harris continued his presentation with an update on recruitment efforts for Healdsburg District Hospital, particularly as it pertains to primary care providers. He profiled four of the new hires at the hospital, Dr. Dennis Fito, Dr. Chrystal Barajas, Shannon Manley, NP; and Deb Blakely, PA. He noted that a wave of retirements among Healdsburg's physicians was putting pressure on staff, so it was exciting to have new recruits to ensure residents have access to the primary care they need.

Mr. Harris then shared several awards received by the hospital in recognition of the level of care they provide there. Director Anderson suggested that Mr. Harris could spread the word about these awards in the Press Democrat, to ensure the community was aware of their achievements. Director Streb suggested that a representative from Providence be present at the Friday Night Live Concerts in Cloverdale as a means of reaching out to the public in all parts of the hospital's service area. In the same vein, Director Campbell suggested Windsor's Thursday night concerts on the Town Green as another outreach opportunity for Providence.

Mr. Harris's next section laid out the year-to-date data for five key performance indicators: Emergency Department visits per day, hospital admissions, outpatient visits, gross revenue per day, and outpatient surgeries and procedures. The graphs are available in the slide deck attached to these minutes. After, he stated that in spite of being about 2% below their budget expectations in terms of revenue, the HDH team had performed efficiently in the face of significant challenges such as COVID-19 surges. As such, expenses were about 6% lower than budget expectations. Continuing with a review of the hospital's finances, Mr. Harris shared the progress Providence has made in terms of the capital investments into hospital infrastructure required by the purchase agreement. Currently, one year from the final transfer of the hospital to Providence, \$5 million of the \$10 million total required has been invested in hospital infrastructure.

Director Anderson posed a question about the main contact line for the hospital, as well as the status of the ongoing work on the access road to the back of the hospital. Mr. Harris responded that he was aware that the phone system had changed since he came on at Providence, and thanked Director Anderson for his input on the best way to set up that community-facing phone line. He also shared that the upgrades on the road around the hospital could be completed in the next six months.

**North Sonoma County HealthCare District**  
**May 26, 2022**  
**Regular Meeting of the Board of Directors**

Director Campbell asked Mr. Harris about the state of staff morale at the hospital. Mr. Harris responded that morale among staff was high, per the survey that Providence distributes among staff. He stated that HDH had the highest rating for staff morale among Providence hospitals in Northern California. She asked another question about compensation for hospital staff, and whether Mr. Harris anticipated another across-the-board increase for staff. He said he did not, but that this was because they have received more than one increase since the final sale of the hospital to Providence.

Finally, she asked what Mr. Harris's current perspective on the 2030 Seismic Retrofit mandate was. He suggested cautiously that the final date to implement those changes may change yet again, but that Providence's investments in hospital infrastructure upgrades were ongoing as we approach the currently expected 2030 deadline.

Dr. Weissberg asked Mr. Harris if there were any services that had been closed since the sale, or if there were any planned closures that the District Board should be aware of. Mr. Harris said that no, no closures had taken place, and none were planned. He asserted to the contrary that the hospital was focused on service enhancement and expansion, including the exploration of providing occupational therapy services through the hospital.

**3. Discussion / Action Regarding District Finances**

**a. Review and Accept District Financial Reports**

Director Campbell reported that due to the transfer of responsibilities over to Pisenti & Brinker, there were no April financial reports ready for the Board's review and approval.

**b. Appointment to Audit Committee**

Director Campbell said that Director Gore and Dr. Weissberg had been appointed to the Audit Committee. Related to the audit, she thanked Director Gore for volunteering to write the management letter for the auditors. She asked the Directors if they would like to see the letter before she submits it, and the Board confirmed in response that they would like to review the draft that Director Gore creates.

Director Campbell also said that the audited financial statements would be ready for the June regular meeting of the Board of Directors.

Finally, Director Campbell addressed the transition of District records from Providence back to the District. The conversation with Providence is ongoing, and Director Campbell is in conversation with Nathan Oliver to determine what he needs from Providence's files as it relates to the auditing process.

**4. Discussion / Possible Action Regarding New District Housekeeping**

**a. Bookkeeping Update – Pisenti & Brinker**

**5. Legal Report – Update on Any Legal Matters**

District Counsel Arnone provided the Directors with a brief review of the work he had done on behalf of the District since the April 28<sup>th</sup> Regular Meeting. This included drafting the addendum to the shared services agreement to cover the annual cost of adding of user licenses to the District's BoardEffect platform and to lay out contingencies for information breaches between the two Districts.

He also relayed the legal inquiries he had received from the Directors since then, relating to possible compensation for Julie Hanamura as a District volunteer as well as providing necessary information to

**North Sonoma County HealthCare District**  
**May 26, 2022**  
**Regular Meeting of the Board of Directors**

RSM in their audit process. District Counsel advised that the Board should seek to transfer as much information as Providence will allow on the principle that it is better that the District have more records than it is required to have than the opposite.

**6. Discussion / Possible Action: Hospital Matters**

**a. Community Board Meeting(s)**

**b. Possible appointments to Community Board and other Hospital Committees.**

Director Campbell had no update on the Community Board meeting, but briefly shared an update on the possible selection of Georgina Calderon as the District's nominee to the Hospital Quality Committee. She also told the Board that Joe Harrington had agreed to be nominated as well.

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

Director Campbell added at the end of the meeting that she was in receipt of several notices from the state regarding a delinquent financial report. The notices had been delayed as the address used to mail the notices was the hospital's address. The Board Clerk reported that he had been in touch with the representative from the state, and that he had begun working with Director Campbell to submit the material required to avoid a penalty.

**8. Adjournment**

Chair David Anderson adjourned the meeting at 5:45 PM.

Submitted & Recorded by Tucker Pinochi, Board Clerk  
Contact [info@nschd.com](mailto:info@nschd.com) for more information