

North Sonoma County HealthCare District
August 25, 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 August 25, 2022. Chair David Anderson, MD called the meeting to order at 4:35 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, MD, Chair (Left at 5:15 PM)
Sue Campbell, Treasurer
Erin Gore, Director (Arrived at 4:38 PM)
Jim Nantell, Secretary

Absent: Danielle Streb, RN, Vice-Chair

Also present via Zoom: **Staff**
Tucker Pinochi, Board Clerk
Bill Arnone, Esq., District Counsel

Guests
Daniela Dominguez, M.S., PhD., CEO of On The Margins
Kimberly Bender, Exec. Director, Healthcare Foundation NSC
Ryan Weber, Office Managing Partner, RSM

Chair Anderson called for conflicts on the agenda items listed below. There were none.

Chair Anderson 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

- **August 25, 2022 Regular Meeting Agenda**
- **June 30, 2022 Regular Meeting Minutes**
- **June 30, 2022 District Financial Statements**
- **July 31, 2022 District Financial Statements**
- **NSCHD Res. #7-22 Authorizing Teleconference Meetings**

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

Vote: Anderson: Y Campbell: Y Gore: Nantell: Y Streb: The motion was approved 4-0, with two Directors not voting.

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Director Campbell requested that the Board move Mr. Weber's presentation of the audit report to take place following Dr. Dominguez's. Per the notice on the bottom of the agenda, District Counsel advised that this was permissible.

2. Presentation / Discussion: Nuestra Comunidad Sana (Cloverdale Wellness Center Update)

Director Anderson introduced Dr. Daniela Dominguez, CEO of On The Margins and Assistant Professor of Psychology at the University of San Francisco. She joined the Board to provide an update on the Cloverdale Wellness Center supported by the District, which once underway took the name "Nuestra Comunidad Sana." She noted that the project sought to meet communities in the field and hear from people directly using multiple means of collecting data.

The facilitators for the project are part of On The Margins, and consist mostly of health clinicians who do research in the community. She said that there are also artists engaged to facilitate these sessions, noting the use of colors, paint, and other media to. This allows the community to engage all parts of the brain in their conversations, which according to Dr. Dominguez is a vital step in trauma-responsive community engagement. She also discussed their efforts to engage the community in culturally responsive ways, noting the high proportion of mono-lingual Spanish speakers and immigrants among the project's target population.

She then moved to discuss the strategic planning process undertaken in concert with the project's partners: Nuestra Comunidad, La Familia Sana, and the Healthcare Foundation of North Sonoma County. The objective of the project, "a safe, vibrant, green, community space of belonging in Cloverdale," was shared with community members in a focus group setting. Their feedback was that opportunities for Spanish speakers to participate in community projects such as this one were limited due to a lack of linguistic access. Nuestra Comunidad Sana also engaged in focus group research to determine the best location for the eventual community space. Multiple locations were suggested as possible settings for the community wellness center. All members of the community identified the same ideal location: next to the Citrus Fair Grounds.

She continued with her description of the process undertaken to date, emphasizing their commitment to engaging community members of all ages through research models that are less "sterile" than commonly perceived by laypeople. This is also called participatory research. She showed the Board a picture of children making their own personalized stress balls as an example.

Dr. Dominguez then outlined what the expected timeline was for execution of the project. First, the team developed their community-based research design. Then, they began collecting data, which will be followed by data analysis beginning in 2023. Their strategies for data collection include focus groups, community meetings, participatory mapping, individual interviews, surveys, and canvassing. Finally, at the end of the two-year process they will report the results and share them in the community as widely as possible.

Director Campbell returned to the location of the eventual Community Wellness Center, and asked whether members of the community had suggested any locations that were not presented by Nuestra Comunidad Sana. Dr. Dominguez replied that while some were suggested that were farther outside Cloverdale, they wanted to hone in on the people who were most likely to use the Wellness Center – those who live within a certain distance from town.

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Dr. Dominguez returned to her report on the project's activities, including wellness events that took care to draw families with children – one was held at St. Peter's Catholic Church, a focal point for the target audience. The goal was in part to collect information about what kind of Wellness Center the community would feel comfortable bringing their children to.

In conclusion Dr. Dominguez listed the staff and resources engaged so far in the process, a calendar of completed and upcoming events that make up the data collection phase, and the list of questions they ask when they are canvassing in the community. Then she thanked the Directors and opened the floor for questions.

Director Anderson asked Dr. Dominguez if the project was making efforts to reach out to older members of the community. Dr. Dominguez replied affirmatively, and cited the work done by Kim Bender to convene a focus group at the Senior apartments in Cloverdale. Additionally, Alexander Valley Healthcare is collecting question cards from every patient that fills out an intake form, including elderly community members. Kim Bender noted that they had collected over 100 cards, and Dr. Dominguez noted that their goal was to have 500 by the end of the year.

Director Anderson made a point to note that seniors in Cloverdale, like seniors elsewhere, were greatly effected by the lack of socialization resulting from COVID-19 precautions. Dr. Dominguez acknowledged the need, and stated that they recognized they need more responses from seniors for a well-rounded data set.

Director Gore raised the possibility of engaging with mothers in Cloverdale given what has taken place in local schools recently. "Cloverdale Moms" constitute an active community online, and they will likely have valuable input for the process. Dr. Dominguez said that they have done limited engagement with regard to safety in schools, and offered her contact information to Director Gore in case she had specific groups in mind to share with Nuestra Comunidad Sana.

Director Campbell asked for suggestions for Director Streb's participation, since she is a Cloverdale resident and is highly invested in the process. Dr. Dominguez replied that she had already met Director Streb at focus group events and community meetings, and that Director Streb was able to see the project in a larger group setting as well as a more intimate one. Director Campbell also asked if the data collected during this project was carrying over to Dr. Dominguez's academic work. Dr. Dominguez replied that she had actually found that this project has shown her she is better suited to work in the community than in the research lab. However, she said that she would take with her the observations of what happens when you allow people to speak on behalf of their own needs and wants ("pass the mic").

Director Gore asked the Board whether the District had yet shared with Cloverdale City Council that they are supporting this project. Her thinking is that it may be best to begin discussing it with them now rather than after the process is final, to help them better understand the entire arc of the project. Ms. Bender replied that it has not been brought to the City Council's attention yet. Director Gore said that she would take the lead on this and reach out to Cloverdale City Council to get a report on the District's support for Nuestra Comunidad Sana onto the next council agenda.

Director Anderson asked Ms. Bender if she had anything to add. She said that yes, she had good news to share with the Board on this matter. She had previously approached Providence to talk about replicating this project in Windsor and Healdsburg, and has secured \$200,000 of funding for the Windsor iteration of

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the Wellness Center Project. There was not funding secured for a project in Healdsburg, and that it would have to wait until next year since Providence's budget was maxed out.

Director Gore reminded the Board of their prior conversations regarding the desired purpose of the District as it relates to community health. She emphasized that this project was exemplary of the strategic niche the District could fill in the space. The support provided by the District allowed the project to get off the ground, demonstrating to other funders that the project was viable and worth funding in jurisdictions beyond Cloverdale.

Ms. Bender and Director Campbell suggested that there was an opportunity to spread the word via local news outlets. Director Campbell also praised the Board for having chosen a hospital operator who would step up to provide funding at that level to expand a project first supported by the District.

Mr. Weissberg asked Dr. Dominguez about the differences she observed between the communities in Cloverdale and those in Sonoma Valley, with reference to the updated Portrait of Sonoma released in 2021. She replied that based on her observations in the field, she was surprised to see Cloverdale's Human Development Index score as high as it was in the 2021 Portrait of Sonoma.

To Dr. Dominguez, this demonstrates the importance of on-the-ground engagement efforts such as those undertaken by Nuestra Comunidad Sana. She pointed out that the geography of Cloverdale and Sonoma Valley led to very different outcomes. Cloverdale's remote location relative to the rest of the county, especially Santa Rosa means that accessing services is more difficult than it is in Sonoma Valley.

This leads to greater reliance on the police when, for example, a community member experiences a mental health crisis. Since many communities of color do not feel safe interacting with the police, this serves as a barrier to access. She said there are also more reports of ethnic and racial discrimination in Cloverdale, perhaps due to the relative density of its population.

Director Anderson asked the Board if there were any more questions, and there were none. Dr. Dominguez thanked the Board for the opportunity to present her report, and the Board thanked her and Ms. Bender in return for their hard work on behalf of community wellness.

Dr. Dominguez and Ms. Bender left the meeting at 5:15 PM.

Director Anderson also left the meeting at 5:15 PM.

3. Discussion / Action: Approving Draft Board Policies #5, 6

- **NSCHD Board Policy #5: Guiding Principles for District Business Ventures**
- **NSCHD Board Policy #6: Conflict of Interest Code Policy**

Director Nantell briefly reviewed the process he began during the last meeting of the Board of Directors before presenting the draft policies above and his accompanying recommendation. He noted that he saw no need for draft policy #5 as written, and that District Counsel agreed. Draft policy #5 was sourced from the Petaluma Health Care District's Board policies, and their financial situation offers opportunities for business development that this District's does not. Director Nantell recommended therefore that the Board not move to adopt draft policy #5.

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Moving to draft policy #6, Director Nantell reported that District Counsel was able to find an extant Conflict of Interest Code Policy that made adopting a new one unnecessary for the time being. Director Nantell therefore also recommended that the Board not move to adopt draft policy #6. District Counsel's recommended that the Chair direct staff to submit notice to the County Registrar of Voters that there were no changes to the District's Conflict of Interest Code Policy at this time. The Chair so directed, and no further action was taken.

4. Open Public Hearing on NSCHD Res. #8-22: Setting and Adopting an Appropriations Limit for Fiscal Year 2022-2023

Director Campbell opened the public hearing on NSCHD Res. #8-22: Setting and Adopting an Appropriations Limit for Fiscal Year 2022-2023.

Director Campbell explained the purpose of the resolution and invited discussion from the Board and the public. There were no comments from the Board, and no members of the public present to comment.

5. Close Public Hearing on NSCHD Res. #8-22: Setting and Adopting an Appropriations Limit for Fiscal Year 2022-2023

Director Campbell closed the public hearing on NSCHD Res. #8-22: Setting and Adopting an Appropriations Limit for Fiscal Year 2022-2023.

6. Consider Adoption of NSCHD Res. #8-22: Setting and Adopting an Appropriations Limit for Fiscal Year 2022-2023

A Motion was made by Director Nantell and seconded by Director Gore to adopt Res. #8-22.
Vote: Anderson: __ Campbell: Y Gore: Y Nantell: Y Streb: __ The motion was approved 3-0, with two Directors not voting.

7. Open Public Hearing on NSCHD Res. #9-22: Setting the Tax Rate for the Fiscal Year 2022-2023

Director Campbell opened the Public Hearing on NSCHD Res. #9-22: Setting the Tax Rate for the Fiscal Year 2022-2023.

She explained the purpose of the resolution and invited discussion from the Board and the public. There were no comments from the Board, and no members of the public present to comment.

8. Close Public Hearing on NSCHD Res. #9-22: Setting the Tax Rate for the Fiscal Year 2022-2023

Director Campbell closed the Public hearing on NSCHD Res. #9-22: Setting the Tax Rate for the Fiscal Year 2022-2023.

9. Consider Adoption of NSCHD Res. #9-22: Setting the Tax Rate for the Fiscal Year 2022-2023

A Motion was made by Director Gore and seconded by Director Nantell to adopt Res. #9-22.
Vote: Anderson: __ Campbell: Y Gore: Y Nantell: Y Streb: __ The motion was approved 3-0, with two Directors not voting.

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10. Regarding District Finances

• **Audit Report**

This item was addressed out of order, prior to agenda item #4, to better accommodate the time difference where Mr. Weber is located. Ryan Weber, Office Managing Partner at RSM, presented his report on the District's annual audit, beginning with what was presented to the Board's audit committee. That report is available as an attachment to these minutes, as well as on the District's website at the following link: (<https://nschd.com/finance-and-budget-committee/>).

Director Gore thanked Mr. Weber, Director Campbell, and the other members of the audit committee for their work. She reported that the audit committee's formal recommendation was that the Board approve the audit as presented.

A Motion was made by Director Gore and seconded by Director Campbell to approve the 2021 Audit of District Finances as presented.

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

11. Regarding New District Housekeeping

This item was addressed after agenda item #12.

Director Campbell referenced Director Gore's prior request to schedule the meeting at a different time. She and Director Streb both have children in school who need to be picked up at around the time the Board meeting has been scheduled to start. The Board directed staff to poll the Directors, Mr. Weissberg, and District Counsel to determine a suitable time for future Board meetings.

Director Campbell reported that the Board Clerk will be the point of contact for any questions associated with the Parcel Tax or Parcel Tax exemptions.

She also raised the question of the funds allocated to cover 2021 audit costs during the sale of the hospital. She stated that the District's obligation was to return the remainder of the \$1 million dollars allocated 14 days after the completion of the 2021 audit. However, Mr. Weber told Director Campbell that the 2021 audit the Board just approved is now subject to potential audit by the Federal government for three years. She asked District Counsel whether he recommended holding on to the remainder of the allocated \$1 million until the end of those three years, or whether to return that sum now in spite of the potential for a Federal audit of the District's 2021 financial reports. District Counsel's recommendation is that the District keep those funds until all potential uses for them are exhausted.

12. Legal Report

This item was addressed after agenda item #9. District Counsel reported on the ongoing process to transfer shares of Providence stock back to Providence following the sale of Healdsburg Hospital. He recommended to Director Campbell and the Board that the District involve itself as little as necessary in that transaction. He also noted that the resolution required from the District to complete the transaction was passed in December of 2021.

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The Board discussed the logistics of meeting the District's obligation associated with this piece of the transaction with Providence, including the location of the bank and how to get the Board-designated Directors there at the same time to make the withdrawal.

District Counsel also announced to the Board that his plan was to fully retire by the end of this calendar year. He stated he would assist in facilitating a smooth transition, and shared recommendations for his replacement for the Board's consideration. There was brief discussion of the Board's options, and the Board said that the matter would return to the Board for discussion.

13. Hospital Matters

• **Community Board Meetings and Possible Appointments**

Director Campbell reported to the Board that she had unfortunately missed the previous meeting of the Hospital Community Board. She also said that Georgina Calderon, the District's prospective appointee, received an invite from the District to come and introduce herself to the Board during this meeting. However, Director Campbell learned later that there was an extensive vetting process for prospective Community Board members, equivalent to a staff background check.

14. Consideration of Materials Disseminated by Board Members

Director Nantell reported on his brief discussion with Sue McQuiddy, lead volunteer at Windsor Wellness/Windsor Health Action. He said that she had reached out to the Board Clerk on the initiative of Petaluma Health Care District CEO Ramona Faith. In spite of his initial skepticism, Director Nantell told the Board that the work of Windsor Wellness was well aligned with the District's mission and strategic plan.

He therefore requested that the Board Clerk invite her to the October Board meeting so she can discuss opportunities for collaboration between the District and Windsor Wellness. He also suggested that, as a Windsor resident, he could participate in Windsor Wellness's regular meetings. Further, he mentioned the Health Action chapter in Healdsburg, operating as Corazón Healdsburg, which does not participate in the County-wide Health Action discussions but may be a valuable partner for the District all the same.

Director Campbell reported that both she and Director Streb had filed for reelection. She asked the Board Clerk whether anyone else had filed as a candidate. The Board Clerk answered no, and that since the number of candidates (2) equaled the number of seats available on the Board (2), there would be no election and Directors Campbell and Streb had been confirmed as appointees to their next four-year term.

15. Adjournment

Director Campbell adjourned the meeting at 6:05 PM.

Submitted & Recorded by Tucker Pinochi, Board Clerk
Contact info@nschd.com for more information