



North Sonoma County Healthcare District

**North Sonoma County HealthCare District**  
**September 28, 2023**  
**Regular Meeting of the Board of Directors**

**CALL TO ORDER**

- a. The Board of Directors of the North Sonoma County Healthcare District met in person at 1381 University Avenue, Conf. Room 1, 2<sup>nd</sup> Floor, Healdsburg, CA and via Zoom Teleconference. Chair Jim Nantell called the meeting to order at 4:03 PM. Director Galvan was unable to participate in person due to a just cause provision, medical care for a family member. Director Galvan is therefore able to participate in the meeting. Board members are allowed to be absent for just cause no more than two times during a calendar year.
- b. Board Clerk, Ms. Dougan called the roll. The following Board members were present constituting a quorum:

David Anderson, MD, Member at Large  
Sue Campbell, Board Treasurer  
Erin Gore, Member at Large (arrived at 4:28 pm)  
Jim Nantell, Chair  
Hector Galvan, Member at Large (via Zoom)

Absent:

Also present: Kim Bender, Healthcare Foundation  
Richard Pio Roda, Esq., District Counsel  
Dr. Jed Weissberg

Chair Nantell called for conflicts on the agenda items listed below. There were none. Chair Nantell then opened the floor for members of the public to comment on open session, non-agendized items. There were no members of the public present to comment.

**REGULAR BUSINESS**

**1. Consent Calendar**

- **September 28, 2023 Regular Meeting Agenda**
- **August 31, 2023 Regular Meeting Minutes**
- **August 31, 2023 Financial Statements**

**Director Nantell called for a motion. A Motion was made by Director Campbell to approve the Consent Calendar. Director Anderson seconded the motion. Director Nantell called for a vote by show of hands, which was as follows:**

**Vote: Anderson: Y Campbell: Y Galvan: Y Gore: Absent Nantell: Y. The motion was approved 4-0. Director Gore was absent.**



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**2. Discussion / Possible Action: Status Update on Outreach for the towns of Healdsburg, Windsor and Cloverdale**

Ms. Kim Bender from the Healthcare Foundation joined the meeting to share some good news regarding the Cloverdale, Windsor and Healdsburg outreach projects.

There is an upcoming Cloverdale City Council meeting on October 11, at 6:00 pm, at the Performing Arts Center, and Board members are encouraged to attend. Ms. Bender, representing the Healthcare Foundation will be able to present for 10-15 minutes, along with members of La Familia Sana, Alexander Valley Healthcare, and Neustra Comunidad (the “Coalition”). There will be a slide presentation given to the Council followed by commentary from the other members of the Coalition. Ms. Bender was able to speak with some Council members and the Mayor to outline the project prior to the Council meeting. Ms. Bender received feedback from those conversations of a potential site to utilize for the project, specifically the Scout Building on the City Park property. Director Galvan commented that during conversations with the City Manager, the Scout Building was suggested as a good-sized location for the project, noting that repairs and maintenance would need to occur prior to any events being held at the Building. The Scout Building is set on a location that is adjacent to a new playground, lots of trees and bar-be-que sites that would be inline with the goal of the project. The meeting on October 11 will be strictly information sharing, and not an opportunity to make any requests.

With regard to the Windsor project, focus groups are underway conducted by On The Margin as well as Neustra Comunidad (host organization) to perform outreach, providing childcare and distributing participant gift cards. The Windsor project is funded by Providence. Ms. Bender has met with the Keiser (sp) Plan Master Group who is interested in the activities of the focus groups to identify similarities with park development activities of the Keiser Group. Ms. Bender will report back to the Board the results of the meeting next week with the Keiser Group.

Director Nantell requested that Ms. Bender share the dates and times of the focus group meetings. Ms. Bender will forward that information. Board members are welcome to attend the focus group meetings, noting that Sue Levy will also be in attendance at the Windsor meetings.

Regarding Healdsburg, during the August City Council meeting, the Council received the commissioned report from the Diversity Equity and Inclusion (“DEI”) Group, the Acosta group presented the report. This report is available on the City of Healdsburg website. One of the detailed recommendations would be to create a multi-cultural center which aligns with the 1982 R/UDAT plan that was presented to the City of Healdsburg. The prediction in the plan that the Latino community would be displaced from participating in events has now been realized. With the release of the DEI report, the Healthcare Foundation is sending their grant submission to Providence on September 29 to engage in the process. Several existing and future locations for the new center are being considered.

Director Nantell asked for clarification on who is providing the funding for the Windsor and Healdsburg projects. Ms. Bender confirmed that Providence requested and is providing the funding. Ms. Bender



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suggested that there may be an opportunity for the District to provide targeted granting in the future to support all three of these projects.

Director Nantell as if there were any additional questions. Director Campbell commented that she was pleased to see that Daniela Dominguez was awarded the On The Margin Spirit of Wetzel award.

Director Galvan will forward the agenda and Zoom link for the October 11, 2023 Cloverdale City Council meeting to the Board. Director Gore offered to send a text message to Board members calling in as to when the Healthcare Foundation presentation is close to starting.

**3. Discussion / Possible Action: Audit Update**

In Director Gore's absence, the Board discussed if the additional language as discussed at the last Board Meeting is not presented, Director Campbell suggested that the Audit that was presented on August 31 be voted upon.

Director Gore joined the Board meeting at 4:28 pm and presented language to be added to the Audit report to be placed after the first paragraph in the Management's Discussion and Analysis report dated December 31, 2022. Discussion continued on the purpose of adding the language and how it was developed, as well as making sure that the document was consistent throughout. The following paragraphs were proposed:

***Management Discussion***

*Before December 31, 2020, the Healthcare District's primary responsibility was to oversee the management of Healdsburg District Hospital and collect the parcel tax that was critical in funding the District Hospital. Due to unfunded government mandates and the healthcare environment, the District chose to sell the hospital and assets to Providence St. Joseph. The transaction was announced in the Summer of 2020 and closed December 31, 2020.*

*Within 2021 and 2022, we embarked on a strategic planning process to determine the long-term role to collect the parcel tax, oversee the performance of Providence St. Joseph providing healthcare services in our community, and to improve the overall health outcomes of our community. The District chose to focus on mental health and substance abuse issues. We responded to urgent requests by local healthcare providers with small grants for COVID vaccines to ensure equitable vaccine distribution. The District also provided seed funding for data collection and convening a community health project in Cloverdale. We look forward to refining our strategic priorities to focus on serving all members of our community.*

**Director Nantell called for a motion. A Motion was made by Director Anderson to approve the additional language as written above. Director Campbell seconded the motion. Director Nantell called for a vote by show of hands, which was as follows:**



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**Vote: Anderson: Y Campbell: Y Galvan: Y Gore: Y Nantell: Y. The motion was approved 5-0**

Additionally, Director Nantell would like a minor change to page 4 of the Management’s Discussion and Analysis report. Under the subject ‘*Next Year’s Budget and Operating Goals*,’ last line of the second paragraph to read “...with a focus on mental health and substance abuse.”

**Director Nantell asked if there were any questions regarding this change. There were none. Director Nantell called for a vote by show of hands which is as follows:**

**Vote: Anderson: Y Campbell: Y Galvan: Y Gore: Y Nantell: Y. The motion was approved 5-0**

**Director Nantell called for a motion. A Motion was made by Director Campbell to approve the Audit as amended. Director Anderson seconded the motion. Director Nantell called for a vote by show of hands, which was as follows:**

**Vote: Anderson: Y Campbell: Y Galvan: Y Gore: Y Nantell: Y. The motion was approved 5-0**

**4. Discussion / Possible Action: Strategic Plan – discuss approach going forward to future work on the District’s Strategic Plan**

Director Nantell, as background, referred to the materials in the Board packet pertaining to the previous Strategic Plan and the matrix that was developed from the previous Board retreat regarding the Health Priority Needs.

Director Gore asked for an understanding from the Board as to the direction the Board would like to take regarding the type of Grants to offer – a few large grants vs. several smaller/micro grants and what healthcare area to prioritize. Discussion continued on revisiting the priorities. Director Campbell suggested adding Women’s Reproductive Health, however, another organization is spearheading that cause which may result the in topic not being a high priority. Director Gore asked if data should be gathered in order to set the priorities. Director Campbell suggested that prior to the data collection from the projects supported by the Healthcare Foundation, interim priorities should be identified and then re-evaluated after the data collection is released.

Director Gore continued the discussion regarding the types of grants and how the smaller micro grant giving has been well received. Larger grants would also be considered, utilizing a Grant Policy. Director Gore suggested that a Special Board Meeting for Strategic Planning be held to re-prioritize the matrix. Discussion continued on the process to be used to prioritize, using post-it sheets listing the top needs and each Board member indicating their preference. Board members should be prepared to bring a list of 5-10 priorities.



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Ms. Dougan shared the process that was just undertaken by the Healthy Petaluma Board regarding Grant Giving and how their consultant outlined the process and the need to have adequate staffing to support the type of Grants given, in order to monitor if the grantee fulfills the deliverables they set out to do. Ms. Dougan will request that the Healthy Petaluma Grant Policy and Application documents be provided to the Board.

Director Campbell suggested that another option may be to give the Grant monies to the Healthcare Foundation to use as the infrastructure is in place already. Director Campbell suggested that the option be made part of the Special Board Meeting agenda. Additionally, it was suggested an option may also be added to the agenda to seek matching funds from Providence.

Director Gore offered to bring the decision-making materials to the Special Board meeting in order to set the priorities followed by an open discussion on what type of Grants to give and the reason behind the decision to Grant. The Board decided to hold a Special Board meeting on Thursday, October 19 from 4:00-6:00 pm.

**5. Discussion / Possible Action: Financial Matters**

- Request to consider Loan to Alexander Valley Health Center

Director Campbell provided material in the Board packet regarding the request from Kirsten Tellez to have the District provide a bridge loan to the Alexander Valley Health Center (“Alexander Valley”) including several clarifying questions to Alexander Valley pertaining to the \$500,000-\$1M bridge loan as well as feedback from Mr. Pio Roda as to the ability of the District to comply and the parameters that would need to be followed.

The terms of the loan includes an interest rate well below the current market rate, which would be prohibited per Mr. Pio Roda. The interest rate must be the current market or very close to it. Additionally, the loan would not be secured so any default would increase the risk of not recouping those funds. Director Campbell indicated that Alexander Valley would not re-consider the interest rate. Mr. Pio Roda expanded on the interest rate issue stating that if the interest rate was below the market rate, then the prevailing wage requirement would go into effect for any workers involved with the project.

After further discussion regarding the Alexander Valley project, Director Nantell called for a motion.

**A Motion was made by Director Gore to politely decline the request to provide a bridge loan to Alexander Valley. Director Anderson seconded the motion. Director Nantell called for a vote by show of hands, which was as follows:**

**Vote: Anderson: Y Campbell: Y Galvan Y Gore: Y Nantell: Y. The motion was approved 5-0**



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Director Campbell will inform Ms. Tellez of the decision.

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

- Community Board Meetings
- Quality Committee
- Community Benefits Committee

Director Campbell reported that she added the Hospital Board and Quality Committee Meetings, but there was no significant items to report.

Director Campbell asked Dr. Weissberg if there was any update from the Divisional or Regional Board Meetings that may be of interested. Dr. Weissberg commented that Laureen Driscoll the CEO of the California Division of Providence is considering Leadership changes, but none that would affect Healdsburg or Petaluma at this point.

Dr. Weissberg commented that the Healdsburg Emergency Department has the highest Customer Satisfaction rating of all the Providence facilities. Director Campbell commented that the contract for the Emergency Department will be extended to include Petaluma Valley Hospital, creating synergies between the two hospitals. Director Anderson elaborated that the short wait time at the Healdsburg hospital is a contributing factor to the favorable rating.

Director Anderson reported on his recent meeting with the Harm Reduction Task Force that is holding an event entitled The Big Event on October 5 from 4:00-6:00 pm. The Event will bring together 30-40 homeless community members to the L&M Hotel, providing refreshments, administering Narcan training, as well as distributing Dollar Store gift cards. The Anderson fund contributed to the cost of the banner, as well as other items in support of the Event. Rick Cavaretta from Reach for Home is also instrumental in supporting the Event.

A fundraising event will be held at the Alexander Valley Hall on Sunday, October 22. Tickets are \$150/person. Jeff McGee shared with Director Anderson that education should also be focused on early education of middle-school students as studies show that by the time students reach high school, that they have decided to use drugs.

Director Campbell reminded the Board that Director Anderson has an account with Exchange Bank where he is a contributor/sponsor with the ability to write checks out of the account in support of activities like The Big Event. Director Campbell asked any Board member with concerns, to let her know.

**7. Discussion / Possible Action: Regarding District Housekeeping**

- Future Agenda Items

Director Campbell informed the Board that Ms. Jade Weymouth from La Familia Sana asked if the Board had any follow-up questions or would like to arrange a tour of La Familia Sana. There were no additional questions.



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Director Galvan was invited to speak to the students at JDH which is a continuation school in Cloverdale on drug awareness and making the right decisions. It also was a career fair to provide information on opportunities in the community. Director Galvan also met Melissa Martini who is with SOS Community Counseling, California non-profit, that provides mental health services for youth. She was enquiring about presenting before the Board the services they offer. The Board agreed this would be a great opportunity. The November meeting would be an option to capture the entire Board. Director Galvan will reach out to Ms. Martini.

Director Campbell asked about hardcopies of the Board books. Ms. Dougan is to remind Board members to bring their Board provided laptop to follow the materials during the meeting. Ms. Dougan is to contact Board Effect to identify the issue being experienced by Director Galvan.

**8. Legal Report**

- **Update on any new legal matters**

Mr. Pio Roda attended the Association of California Healthcare Districts (ACHD) meeting last week in Tahoe. There were approximately 150 attendees of healthcare directors in California. NSCHD is not a member of ACHD. He gave an Ethics training that is mandatory every two years. The Executive Director, Kathy Martin of ACHD asked if the NSCHD would be interested in joining. Due to the cost and no longer aligned with the Hospital, it was felt that there was no need. Mr. Pio Roda offered to reach out to ACHD to identify an opportunity where new Directors can get Board-related training. Director Galvan would welcome those trainings via written training or Zoom.

**9. Share other Meetings Attended by Board Members**

- Discuss Cloverdale City Council Meeting – October 11, 2023

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

- Healdsburg Tribune Article on Opioid Crisis
- SF Chronicle Article on Opioid Crisis

**11. Adjournment**

Chair Jim Nantell adjourned the meeting at \_\_\_\_\_ PM.