



North Sonoma County Healthcare District

**North Sonoma County HealthCare District
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, 2nd Floor, Healdsburg, CA and via Zoom Teleconference. Chair Hector Galvan called the meeting to order at 4:02 PM.
- b. Board Clerk, Juliana Dougan called the roll. The following Board members were present constituting a quorum:

Hector Galvan, Chair
Sue Campbell, Vice-Chair/Board Treasurer
David Anderson, MD – Director – Remote per AB 2449 – care for a family member
Erin Gore, Member at Large – Director
Brian Callahan, Appointed Director

Also present: **Richard Pio Roda, Esq.**, District Counsel

Guests: **Amy Ramirez**, Healthcare Foundation of Northern California

Chair Galvan asked if there were any public comments. There were none.

REGULAR BUSINESS

1. Consent Calendar

- September 26, 2024 Regular Meeting Agenda
- August 29, 2024 Regular Meeting Minutes
- August 31, 2024 Financial Statements

Chair Galvan asked if there were any comments on the items on the Consent Calendar.

Chair Galvan called for a motion. Director Gore MOVED to approve the Consent Calendar. Director Campbell SECONDED the motion. The roll call vote was as follows:

Vote: Anderson: Y Campbell: Y Galvan: Y Gore: Y . The motion was approved 4-0.

2. Discussion / Informational / Action: Review Applicants to open Board Seat and possible action to appoint an individual to serve until a new Board member is appointed by the Sonoma County Board of Supervisors, who will then take office December 6, 2024.

There was only one application submitted for the open Board seat, Ms. Erin Gore. Mr. Pio Roda shared that the Board can discuss the application. There was no further discussion.



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Chair Galvan called for a motion. Director Campbell **MOVED** to approve the appointment of Ms. Erin Gore to the open seat on the Board. Director Galvan **SECONDED** the motion. The roll call vote was as follows:

Vote: Anderson: Y Campbell: Y Galvan: Y Gore: Abstain. The motion was approved 3-0, 1-Abstain.

3. Discussion / Informational / Action: Oath of Office to Directors Anderson, Gore and Callahan for 4-year terms and Chair Galvan for a 2-year term, all offices effective December 6, 2024.

Director Campbell administered the Oath of Office to Directors Anderson, Gore and Callahan for a 4-year term, and Director Galvan for a 2-year term effective December 6, 2024.

4. Discussion / Informational: Presentation by Healthcare Foundation of Northern California

Ms. Amy Ramirez provided an overview of the current work being undertaken by the Healthcare Foundation of Northern California. The presentation was provided in the Board packet and is incorporated herein. The presentation focused on updates for both Windsor and Healdsburg. Key takeaways are:

- Pogo Park multi-cultural center development is being used as a model for listening sessions for both Windsor and Healdsburg.
- Director Gore outlined past funding from the District for the Pogo Park project which aligns with the District's strategic plan.
- The Healthcare Foundation is working with La Familia Sana on project planning in Cloverdale as a result of their listening session.
- Windsor project is a partnership with Providence, On the Margins, Neustra Comunidad as well as the Healthcare Foundation. The data collection report was just released pertaining to the needs expressed from the Windsor community.
- The need for an intergenerational community center was highly desired.
- Windsor and Cloverdale had similar project parameters, including a need for more outdoor/open space.
- Healdsburg project is a partnership with Providence, On the Margins, Alliance Medical Center, Corozon Healdsburg, Goring & Straja Architects and Carducci Associates (which were engaged with additional funding from Providence) as well as the Healthcare Foundation.
- Healdsburg project summary report is due in November.
- A potential location is the current community center. The architectural and landscape contractors have been asked to provide renderings of how-to re-vamp the community center. Members from the Healdsburg City Council will attend the next listening session. There will be eight picture boards of these renderings where participants of the listening session will place dots on which feature is preferred.



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- Additional funds were distributed from Supervisor Gore’s office to support Part II projects for Cloverdale, Windsor and Healdsburg - \$500,000 each with a requirement that the funds be dedicated to infrastructure improvements.
- Ms. Ramirez met with Providence earlier today to discuss possible funding for Part II projects for Cloverdale, Windsor and Healdsburg. The Healthcare Foundation will apply in November.
- In Cloverdale, La Familia Sana was gifted a church and ancillary buildings, sitting on approximately three acres.
- Director Gore suggested that the Cloverdale projects should align together to create meaningful centers to benefit the entire community, versus operating in silos.
- Ms. Ramirez is planning on reaching out to Neustra Comunidad to determine what their strategic plan is for the next few years.
- The Board will advocate for more funds from Providence to benefit the Healthcare Foundation projects.

Director Campbell suggested that the Board invite Ms. Jade Weymouth, La Familia Sana’s Executive Director to present to the Board. Director Campbell will reach out to Ms. Weymouth.

Director Gore reported on a meeting organized by Supervisor James Gore’s office to discuss the many activities underway in North Sonoma County with the hope to share information on the projects and to align efforts. Attendees included Director Galvan, Dana Codron, On the Margins, La Familia Sana, Neustra Comunidad, city representation from Cloverdale, Windsor and Healdsburg. Additionally, the Community Foundation and the Healthcare Foundation were in attendance. The gathering provided insight on how grant monies were being used and the progress being made as well as plans for future development.

5. Discussion / Informational: Grant Committee Update

Director Campbell attended the Program Committee Meeting on Monday, September 9 and was able to confirm that the Board can send Board representatives on a rotating basis. The meetings are held via Zoom on the 1st Monday of each month from 12:00-1:30 pm. Director Campbell updated Director Callahan on the action the Board took to give \$115,000 per year for the next five years to the Healthcare Foundation to manage and distribute those funds to grantees, keeping in mind the strategic priorities that the Board has adopted. Ms. Dougan will send out the dates of the meeting to assign the rotation schedule. The Director attending the Program Committee Meeting will report out at the Board meeting for that month.

6. Discussion / Informational: Hospital Matters

- **Community Board Meetings**

Director Campbell reported the following as a result of the recent Community Board meeting which was held Monday, September 23, 2024. Healdsburg Hospital is performing well among the Providence



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facilities. However, there is low patient satisfaction with the emergency department, which is being addressed and has shown signs of improvement. Capital funds have been spent on improvements to the hospital, and the seismic upgrade has been pushed out to 2035.

There has been recent hospital executive reorganization effecting the three Providence facilities (Healdsburg Hospital, Santa Rosa Memorial and Petaluma Valley). The recently appointed Chief Nursing Office for the three facilities has resigned. Mr. Garry Olney presented a proposed new organizational chart which may give Ms. Michelle Oxford an expanded role. Hospital medical staff present at the Community Board meeting voiced their concern that Ms. Oxford remain as Chief Administrative Officer for Healdsburg Hospital. Director Campbell would like to assure that there is some kind of executive presence at the Hospital at all times.

Director Gore suggested revisiting the Asset Purchase Agreement with the Hospital to ascertain if there is a requirement to consistently maintain key Hospital administrative staff. Director Campbell shared that she believes the Agreement referred to providing key services, not necessarily maintaining consistent staff members.

Another issue brought up at the Community Board meeting was a suggestion that the District Board representative who attends the Community Board meeting also would attend the Quality Committee meeting. This time commitment may be of concern, and may not be in alignment with the Hospital Agreement.

- **Quality Committee**

No meeting was held. There was nothing to report.

- **Community Benefit Committee**

Director Anderson currently is the Board representative on the Community Benefit Committee, however he has an ongoing conflict and is unable to attend. Director Gore offered to serve going forward. Director Gore feels that it is important that oversight is needed to assure the Hospital is aware of the work being performed by the various groups in the Community, understanding how the Hospital is fundraising, and assuring the Hospital is following the Agreement.

On advice from Legal Counsel, the Board was instructed to vote for the change in appointment.

Director Campbell MOVED to change the District representative on the Community Benefit Committee from Director Dave Anderson to Director Erin Gore. Chair Galvan SECONDED the motion. Chair Galvan called for a vote:

Vote: Anderson: Y Campbell: Y Galvan: Y Gore: Y . The motion was approved 4-0.



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The next meeting of the Community Benefit Committee is October 21, 2024, at 3:00 pm.

7. Discussion / Possible Action: Regarding District Housekeeping

The next regular Board meeting is scheduled for October 24, 2024. The Board Clerk will be on a medical leave of absence and Director Campbell has a conflict and will not be able to easily participate. Jim Nantell offered to cover the Board Clerk duties; however, Mr. Nantell has a conflict and can no longer perform those duties. There are no pressing agenda items for the October meeting. After brief discussion, the Board decided to cancel the October 24, 2024, meeting. Ms. Dougan will update the website, etc.

If a pressing issue arises, the Board can convene a special meeting and Mr. Pio Roda can fill in as a Board Clerk if necessary.

- **Future Agenda Items**
 - November 21 meeting – Quarterly update and Capital Investment Report (Healdsburg Hospital/Providence)
 - Invite Ms. Jade Weymouth, Executive Director for La Familia Asana at the November 21, 2024, Board meeting.
- **Ethics and Sexual Harassment Prevention Training**
 - Mr. Pio Roda's firm has purchased webinar training, including the Ethics Training. This training will be available in October. Directors Anderson and Callahan will need to take this training. Mr. Pio Roda will provide the information to Ms. Dougan and she will send an appointment to the Board.
 - Director Gore is taking the Form 700 training as well, which is part of the AB 1234 Ethics training. Appointed Director Callahan will also be required to take this training – Mr. Pio Roda is willing to train as well.

8. Legal Report

- **Update on any new legal matters**

Mr. Pio Roda provided an update on AB 3129, which has not been signed yet, but refers to regulating private equity and hedge fund transactions with certain health care providers. The District may have funded these type of providers in the past or may in the future. This does not include Hospitals.

Mr. Pio Roda will inform the Board if there are any updates to AB 3129.

9. Share other meetings attended by Board Members



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Director Anderson reported on meetings he had attended, and that report is included in the Board packet and is incorporated here. There was an article published in the Healdsburg Tribune regarding the work of the Harm Reduction Task Force.

10. Consideration of Materials Disseminated by Board Members.

There was none.

- **Adjournment**

Chair Galvan adjourned the meeting at 5:45 PM.

DRAFT