



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, Jim Nantell called the roll. The following Board members were present constituting a quorum:

Hector Galvan, Chair
Sue Campbell, Vice-Chair/Board Treasurer, Remote, non-noticed
David Anderson, MD – Director
Erin Gore, Member at Large – Director, remote – Arrived 4:40 pm
Brian Callahan, Appointed Director (effective 12/6/2024)

Also present: **Jim Nantell**, Interim Board Clerk
Richard Pio Roda, Esq., District Counsel

Guests: **Jade Weymouth**, La Familia Sana
Michelle Oxford, CAO, Healdsburg Hospital, Providence

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

REGULAR BUSINESS

1. Consent Calendar

- November 21, 2024 Regular Meeting Agenda
- September 26, 2024 Regular Meeting Minutes
- September 30, 2024 Financial Statements

Chair Galvan asked if there were any comments on the items on the Consent Calendar. Director Campbell commented that on the agenda, the Grant Committee report should be reported on by Chair Galvan. Additionally, the Community Benefit Committee Representative should be shared by Directors Gore and Anderson. Director Campbell did provide notification that she would be participating remotely, however the information was not added to the agenda and therefore not noticed in time. In the minutes, the correct name of the Healdsburg Hospital agreement is: Asset Purchase Agreement. Lastly, there was an outstanding legal fee charge of \$5600 that was not reflected in the Financial Statement.

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

Vote: Anderson: Y; Campbell; Abstain; Galvan: Y; Callahan: Y; Gore: Absent. The motion was approved 3-2. 1 Absent, 1 Abstain



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2. Discussion / Informational: Healdsburg Hospital Quarterly Operations and Capital Investment Report.

Ms. Michelle Oxford provided the quarterly update for Healdsburg Hospital Operations and Capital Investment, which is made part of these minutes and incorporated herein. Ms. Oxford shared a new organizational chart outlining her new responsibility as Chief Administrative Officer to oversee Healdsburg Hospital, Petaluma Valley Hospital, Santa Rosa Memorial Hospital and Northern California Operations (all six hospitals). This new structure increases her responsibility significantly and Ms. Oxford is hopeful that she will receive the support she needs to be successful. Ms. Oxford looks forward to the continued support from the Board.

Additional changes have been made on the day-to-day financial officer roles and responsibilities. The chief executive of nursing for Healdsburg and Petaluma is currently still open. A chief nursing officer has been identified, Aaron Thorne (sp) who will be starting on December 16. There are a lot of changes with a goal of networking all six hospitals.

The Hospital financials were reviewed. Director Campbell summarized that the Hospital appears to be performing well. Dr. Kat Sura was recently recruited as an Orthopedic Spine physician. Improved communication with nursing staff has improved resulting in more positive patient satisfaction rates.

Ms. Oxford has been more present in the community to understand the needs and opportunities to invest and to also understand where additional funds can be accessed through philanthropic means. Discussion continued on assuring community outreach includes Cloverdale and Windsor as well. Director Gore would like to continue to work with Ms. Oxford particularly focusing on the non-profit organizations in North Sonoma County and opportunities available through Supervisor Gore's office which has provided infrastructural grants to several entities.

The Board thanked Ms. Oxford for her update.

3. Discussion / Informational: Presentation by La Familia Sana

Ms. Jade Weymouth, Executive Director of La Familia Sana provided an update on its history and current activities, including the acquisition of a historical church site and the proposed future plans. The organization has been around for approximately three years and has supported the community through the COVID crisis, the Kincaid fire, providing medical support for diabetics, assistance with translation, providing meals through the Redwood Empire Food Bank, mental health support, etc.

La Familia Sana applied and received a \$150,000 grant from the Center for Disaster and Philanthropy which supported their partner On the Margin to improve access to mental health for those challenged with lack of insurance. The City of Cloverdale has also granted \$75,000. In collaboration with Providence, On



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the Margins and Nuestra Comunidad, their focus remains on providing much needed mental health services.

The vision for the new space provided by the church, La Familia Sana is looking into providing assistance through MediCal, Medicare and CalAims. The organization has also reached out to work with Kaiser/Kaiser patients. Alexander Valley Healthcare is also a strong partner. They also have a goal to work with organizations based in Santa Rosa. The new church center is going to be structured to be a safe place for community members in need of health services, assistance with utility bills, child care, etc. The negotiations with the church are still ongoing. La Familia Sana is focusing on reaching out to potential funders to support the new center once approved.

Ms. Weymouth's hope is that they receive consistent funding to support the program year after year, including reserves, as opposed to a large one-time donation. Annual overhead is approximately \$65,000.

The Board thanked Ms. Weymouth for her presentation outlining the activities that La Familia Sana is doing to date.

Discussion continued on the generous grants distributed from Supervisor's Gore's office to several organizations including La Familia Sana.

4. Discussion / Informational: Grant Committee Update

Chair Galvan was scheduled to attend the Grant Committee meeting and provide a report. The meeting was canceled. There is no report.

December 2, 2024, is the next meeting, and Director Gore is scheduled to attend.

Director Callahan reported on his attendance at the October meeting. Ms. Amy Ramirez reported on the same presentation presented to the Board in September. During the meeting Ms. Hanna Scramalgia spoke on the grant requests to Supervisor Gore's office from La Familia Sana and On the Margins.

5. Discussion / Informational: Hospital Matters

- **Community Board Meetings**

There was nothing additional to report regarding the Hospital after Ms. Oxford's presentation this evening.

Director Campbell reported that we are hopeful that Dr. Jed Weissberg will join the Community Board. He is currently going through vetting for conflict of interest, but it is anticipated that there will not be an issue.



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- **Quality Committee**

The Community Board has elected to disband the Board's attendance at this Quality Committee meeting and rather attend the Hospital Quality Committee meetings. Director Campbell will attend the Healdsburg Quality Committee meeting, and Dr. Jeff Tobias will attend the Petaluma Valley Quality Committee meeting. These meetings provide additional content than what was shared previously.

- **Community Benefit Committee**

Director Gore attended the Community Benefit Committee meeting. During the meeting there was a discussion of the future of the Healdsburg Hospital. Director Gore suggested that during the next grant cycle, that we invite the Healthcare Foundation to present to the Board. The grants need to focus on similar requirements of the Board. Director Gore will be the representative going forward.

6. Discussion / Possible Action: Regarding District Housekeeping

- **Future Agenda Items**

A representative from the Hospital Foundation, Brett Shinn will be attending the December meeting. Director Gore will confirm.

Discussion continued on whether to hold a December meeting to last one hour. Currently, December 19 has been scheduled. Additional items to address:

2025 Meeting Schedule

2025 Board Officers

Budget discussions should occur in January

- **Ethics and Sexual Harassment Prevention Training**

Outstanding training was discussed. Mr. Pio Roda proposed that virtual Ethics training would be available December 11-12, 2024, for Directors Anderson, Callahan and Gore. Because three Board members are required, a Special Meeting will be called. Mr. Pio Roda will work with Ms. Dougan to set this meeting.

7. Legal Report

- Update on any new legal matters

There was no additional legal report. Director Anderson addressed a potential conflict of interest due to ownership of property tied to the Hospital. Mr. Pio Roda responded that if Healdsburg Hospital approached the Board regarding their property, Director Anderson would need to recuse himself.

A resolution regarding the Conflict of Interest code will also be addressed at the December meeting to be in compliance with the County. There was an error in the current agenda which omitted this action.



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8. Share other meetings attended by Board Members

Director Anderson reported that the Harm Reduction Task Force continues to educate the community on how to distribute Narcan and also to place Narcan in all AED cabinets. Director Anderson is also working with St. Paul's and St. John's Churches to educate on the administration of Narcan.

9. Discussion / Possible Action: Regarding District Housekeeping

- Future Agenda Items
 - December 19, 2024 Meeting will be from 4:00-5:00 pm
 - 2025 Meeting Dates approval
 - Board Officer Appointments
 - January Meeting – Budget
- Ethics and Sexual Harassment Prevention training
 - Mr. Pio Roda stated that a 2-hour virtual training option for Directors Gore, Callahan and Anderson will be made available the December 18, 2024, at 11:00 am PT. Mr. Pio Roda will send a special notice of the Board as it will be a special meeting.

10. Discussion / Possible Action: Legal Report

Mr. Pio Roda had no additional report. Director Anderson asked for clarification of a potential conflict of interest regarding partial ownership of a building rented by Healdsburg hospital. Mr. Pio Roda opined that this does not recuse Director Anderson from serving on the Board, however, if a matter comes before the Board pertaining to that property as it supports the Hospital facilities, Director Anderson would have to recuse himself.

The agenda item to approve the Conflict of Interest Codes was inadvertently omitted from today's agenda and should be addressed at the December meeting. The County should be notified of the delay.

11. Consideration of Materials Disseminated by Board Members.

Director Callahan discussed his participation on the Grant Program Committee and offered to represent the Board at all the meetings. After brief discussion the Board approved Director Callahan's representation.

- **Adjournment**

Chair Galvan adjourned the meeting at 5:35 PM.