**CALL TO ORDER**

* 1. 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 4:04 PM.
  2. 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 - Remote

**David Anderson, MD** – Director

**Erin Gore**, Member at Large – Director – Remote – **Arrived at 4:13 PM**

**Brian Callahan,** Director

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

Guests: **Amy Ramirez, Executive Director**, Healthcare Foundation

Chair Galvan asked if there were any conflicts in regard to the Agenda. There were none. Chair Galvan asked if there were any public comments. There were none.

**REGULAR BUSINESS**

1. **Consent Calendar**

* January 30, 2025 Regular Meeting Agenda
* December 19, 2024 Regular Meeting Minutes
* December 31, 2024 Financial Statements

Chair Galvan asked if there were any comments on the items on the Consent Calendar. There were none.

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

**Vote: Anderson: Y; Campbell: Y; Galvan: Y; Callahan: Y; Gore: Absent**. **The motion was approved 4-0. One Absent.**

1. **Discussion / Informational / Action: Discuss and Approve Auditor Engagement Letter pertaining to 2024 Financials**

Director Callahan referred to the Auditor Engagement Letter by JWT and Associates. The boilerplate letter is similar to what was approved last year. The cost is approximately $20,000. The audit is expected to be complete by April. Director Callahan asked if there were any discussions. If approved, Director Callahan will signed the engagement letter.

**Chair Galvan called for a motion. Director Campbell MOVED to approve the Auditor Engagement Letter and to have Director Callahan sign it. Director Anderson SECONDED the motion. The roll call vote was as follows:**

**Vote: Anderson: Y; Campbell: Y; Galvan: Y; Callahan: Y; Gore: Absent**. **The motion was approved 4-0. One Absent.**

1. **Discussion / Informational / Action: Review and Approve 2025 Budget**

Director Callahan provided in the Board packet the Statement of Financial Position as of December 31, 2024, as well as the draft 2025 Budget. Minor revisions may be made after review of the general ledger. The District was slightly under budget last year. The 2025 Budget was based on the actuals from last year. There are no anticipated deviations for 2025. Director Callahan asked if there were any questions on the draft Budget. There were none.

**Chair Galvan called for a motion. Director Anderson MOVED to approve the Financial Statement and proposed 2025 Budget. Director Galvan SECONDED the motion. The roll call vote was as follows:**

**Vote: Anderson: Y; Campbell: Y; Galvan: Y; Callahan: Y; Gore: Absent**. **The motion was approved 4-0. One Absent.**

1. **Discussion / Informational / Action: Revisit Strategic Initiatives**

With the absence of Director Gore, the Board discussed moving the Strategic Initiatives discussion to February. Director Gore subsequently joined the meeting at 4:13 PM to participate in this topic. Director Gore reviewed the process the Board undertook in October 2023 and would like to do a similar exercise. The process began with a review of the Portrait of Sonoma.

The Board agreed that the Board will do a similar process at the February Board Meeting especially in light of our new Board member. Director Gore will send out a 4-page summary of the Portrait of Sonoma as pre-read. Ms. Dougan will share the minutes from the October 2023 meeting. This agenda item will be prioritized as a ‘possible action’ and entitled Strategic Planning Prioritization.

1. **Discussion / Informational: Solidify understanding between NSCHD and Healthcare Foundation**

The Board welcomed Ms. Amy Ramirez, Executive Director of the Healthcare Foundation. Ms. Ramirez provided a presentation of the current activities underway which the Foundation is anticipating utilizing the $100,000 grant monies provided by the District to be allocated in 2025. Ms. Ramirez reviewed the Memorandum of Understanding (MOU) that was signed by the Healthcare Foundation and the District on March 28, 2024. Director Callahan has been joining the Grant Program Committee at their monthly meetings. The Program Committee has decided to move forward with the Healthcare Foundation Northern Sonoma County Coalition.

The Coalition is made up of six grassroot organizations that are in need of grant monies to support their infrastructure in order to be able to bill for social services through MediCal utilizing CalAIM, in order to develop a cohesive service of care for Northern Sonoma County. Director Anderson asked for additional information on the Botanical Bus organization. Ms. Ramirez suggested that Botanical Bus be invited to present to the Board. The organization is a mobile indigenous medicine promotora community health workers program providing care on-site to many vineyards, fairs and housing sites. It was also clarified that Healdsburg Hospital is not part of the Coalition because they already have the ability to utilize CalAIM. Ms. Ramirez has past experience through Providence with launching CalAIM and these Coalition members are in great need of this assistance so that they can get the reimbursement they deserve. Director Gore asked if there was any data on how much monies organizations can realize through CalAIM. Ms. Ramirez estimated that La Familia Sana (seven enrollees) will receive approximately $100,000/yr when everything is put into place.

The Healthcare Foundation is hoping to raise $400,000/yr to support this 2-year initiative, and the impact it will bring to Northern California particularly allowing organizations to be able to bill for MediCal for the work that they already perform. Director Callahan asked why Nuestra Comunidad (NC) was not invited to be part of the Coalition. Ms. Ramirez shared that NC does not provide services that would be covered under CalAIM.

Ms. Ramirez next reviewed the scope of the MOU to assure that the Foundation is complying. The 5th activity listed refers to the District receiving copies of Grant Agreements. These agreements will be drafted once the grants are ready for distribution. The Foundation has a very strong social media presence so the partnership will be advertised this way as well as news releases.

Ms. Ramirez stated that she was very pleased with the collaboration and asked if there were any further questions from the Board.

The Foundation is hosting a Healthcare with Love Drag Brunch on February 9 at the Flamingo Hotel, if Board members are interested attending, please purchase the tickets on their website.

1. **Discussion / Informational: Grant Committee Update**

Director Callahan reported that Ms. Ramirez summarized most of what the Committee discussed:

* Year-end grants that were delivered.
* The Foundation is working with the Weinberg Foundation – a possible funder of the La Familia Sana organization in Cloverdale.
* The Coalition.
* Drag Brunch.

1. **Discussion / Informational: Hospital Matters**

* **Community Board Meetings**

Director Campbell reported that Dr. Jed Weissberg was voted in as a new Community Board member. He was formerly with the Regional Board. He will bring a lot of insight.

Governor Newsom vetoed the seismic timeline extension. Ms. Oxford and Mr. Olney may be able to address that at the next meeting.

President Trump’s executive order to freeze federal funding will likely impact the hospital. The order was temporarily rescinded. Hopefully this will not change.

Ms. Dougan mentioned that Ms. Oxford and Mr. Ryan Berry, Providence Exec. Director of Construction, reported on the Seismic report for Petaluma Valley Hospital. No estimated costs were shared.

* **Quality Committee**

Director Campbell reported that Ms. Melanie Eller has been promoted to the Director of Quality for Healdsburg Hospital and Petaluma Valley Hospital. The quality roles for the Board have also been restructured. Director Campbell has been invited to attend the Hospital level Medical Staff Quality Council Meetings. Dr. Paul Marguglio is also attending these meetings. This new structure is working well.

There is also a new Board member appointed; Ms. Linda Le. Ms. Le is in charge of Human Resources for the City of Petaluma. Director Campbell is looking forward to working with Ms. Le.

* **Community Benefit Committee**

Director Gore reported that the next Community Benefit Committee meeting will be in February. Director Gore will forward the agenda for the next Community Benefit Committee meeting to be included in the Board packet. Director Gore will ask permission from Providence prior to sharing the agenda.

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

* **Future Agenda Items**
  + PVH Quarterly Update and Capital Investment Report
  + Seismic Retrofit Update
  + Invite Botanical Bus to March Board Meeting. Director Callahan will reach out to Ms. Ramirez
  + Strategic Initiative Prioritization
  + Legal presentation on immigration issue after speaking with Ms. Oxford

1. **Legal Report**
   * **Update on any new legal matters**

Mr. Pio Roda reported that his office is working on a presentation regarding how to respond to the immigration issue and ICE raids on public facilities. He will share his presentation at the next Board meeting. While local law enforcement is not supporting the ICE raids, but also not preventing it. Director Campbell suggested asking Ms. Oxford about how the Hospital is handling the issue and then ask Mr. Pio Roda to provide the presentation. Ms. Dougan will reach out to Ms. Oxford and ask her to be prepared to speak to it next month.

1. Share other meetings attended by Board Members

The Harm Reduction Task Force will be holding an event in either March or April. Dr. Anderson bring information to the Board once it is available.

Director Anderson shared that a reception will be held for Dr. Ed Neal to recognize all the work that he has done for the community. Director Anderson provided some background on the work he has done over his career. Additional information will be forthcoming and Board members are encouraged to attend.

1. Consideration of Materials Disseminated by Board Members.

There was none.

1. Adjournment

Chair Galvan adjourned the meeting at 4:59 PM.