



*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, 2<sup>nd</sup> Floor, Healdsburg, CA and via Teams Teleconference. Chair, Hector Galvan was participating remotely so asked Vice-Chair to lead the meeting. Vice-Chair Campbell called the meeting to order at 4:00 PM.
- b. Board Clerk, Juliana Dougan called the roll. The following Board members were present constituting a quorum:

**Hector Galvan, Chair, Remote**  
**Sue Campbell, Vice-Chair**  
**David Anderson, MD, Director**  
**Brian Callahan, Treasurer**  
**Erin Gore, Secretary, Absent**

Also present: **Richard Pio Roda, Esq., District Counsel**  
**Juliana Dougan, Board Clerk**

Guests:

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.

Mr. Pio Roda advised the Board that since Chair Galvan was participating remotely and provided his remote location after the agenda was published, that the Board would need to vote to unanimously approve Chair Galvan's remote participation. If approved, Chair Galvan would be able to vote on action items.

**Chair Galvan made a MOTION to allow Chair Galvan to vote on any action items coming before the Board at tonight's Meeting. 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. 1 Absent.**

**REGULAR BUSINESS**

**1. Consent Calendar**

- July 17, 2025 Regular Meeting Agenda
- May 29, 2025 Regular Meeting Minutes
- June 30, 2025 Financial Statements



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- Strategic Planning Summary – Director Gore’s Summary

Vice-Chair Campbell asked if there were any comments on the items on the Consent Calendar. There were none.

**Vice-Chair Campbell called for a motion. Director Callahan MOVED to approve the Consent Calendar. 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. 1 Absent.**

### **2. Discussion / Informational / Possible Action: Discuss Redistricting**

Mr. Pio Roda provided background on previous discussions on the need for the District to undergo Redistricting prior to a future election. Under the California Voting Rights Act. The Board passed a Resolution last year outlining their intention to go to by-zone elections as a way to protect against any legal actions taken against the District. Currently there is no threat.

Mr. Pio Roda assisted another client through this process. The amount of legal fees that this other client realized was approximately \$44K. These negotiated legal fees are capped.

The Healthcare District can make the decision to go to a by-zone election through a Resolution. The Board may want to consider their timing in light of the Healthy Petaluma District’s decision to make this change. The NSCHD can continue to monitor the situation and would continue to be protected by the Resolution passed last year. However, that does not completely alleviate the Board of not being targeted. Allegations against the District can be made during an election year or on off-election years.

If the Board decides to move forward with going to by-zones elections for the 2026 election, the process would need to be started in the January timeframe. A demographer is ready to support the Board going forward. If the Board decides to delay this process, a supplemental Resolution will be prepared.

Discussion continued on the process and the cost associated with it based on the current make-up of the Board. The demographer would cost approximately \$25,000. If the District is challenged prior to redistricting, plaintiff and attorney’s fees can be in the \$44,000 range.

After further discussion, the following follow-up items were as follows to be presented at the August 28, 2025 Meeting:

- Contact the Demographer, NDC, to determine the latest date to make a decision to go forward (Mr. Pio Roda/Ms. Dougan)
- Ms. Dougan to determine the timeline with the County on providing their timeline to receive final approved zoning map



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**3. Discussion / Informational / Possible Action: Ordinance #2025-001 – An Ordinance of the Board of Directors of the North Sonoma County Healthcare District Specifying the mailing Address for Presentation of Government Tort Claims and all Other Written Notice – second reading into the record.**

Mr. Pio Roda addressed the Board to inform that a 2<sup>nd</sup> reading of an Ordinance is necessary for it to take effect 30 days after today. This topic is the second reading. This relates to the address change to the Petaluma address.

Discussion continued that since the address recently changed to a P.O. Box in Healdsburg, that the Board can make a Motion to waive the second reading of Ordinance #2025-001 and also waive the first reading of Ordinance #2025-002 pertaining to the new address, to allow a second reading of Ordinance #2025-002 at the August 28, 2025 Board meeting.

**Director Anderson MOVED to waive the second reading of Ordinance #2025-001, also, to waive the first reading of Ordinance #2025-002 Specifying the mailing Address of P.O. Box 2126, Healdsburg, CA 95448 for Presentation of Government Tort Claims and all Other Written Notice. 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. 1 Absent.**

**4. Discussion / Possible Action: Gann Limit Resolution**

Director Callahan informed the Board that the Gann Limit Resolution is an annual reporting of the California Constitutional spending cap that restricts the amount of taxable revenue that state and local governments can spend, which pertains to North Sonoma County. It also covers population change. The Gann amount indicated is far outside of the NSCHD budget, so is of no concern.

Mr. Pio Roda stated that the numbers reflected in the Resolution are provided by the County.

**Vice-Chair Campbell MOVED to approve the Gann Limit Resolution. Director Anderson SECONDED the motion. The roll call was as follows:**

**Vote: Anderson: Y; Campbell: Y; Galvan: Y; Callahan: Y; Gore: Absent. The motion was approved 4-0. 1 Absent.**

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

Director Callahan reported that the year-to-date report was on track. Previously, there was an agreement with Healthy Petaluma for the Board Effect license. Effective July 1, 2025, Healthy Petaluma obtained their own license so that line item has increased. There may be an opportunity to look at a more economical option. With the direct employment of Ms. Dougan, the District will be saving money.



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### **6. Discussion / Informational: Hospital Matters**

- **Community Board Meetings**

Vice-Chair Campbell that Healdsburg is doing well. Providence funding for non-profits has been paused due to the high cost. There are many initiatives that are under consideration but the financial situation does not allow support at this time. Part of the financial impact is that in Santa Rosa and Petaluma, Kaiser is not reimbursing in a timely manner for their patients being paid at Providence facilities. Providence is also negotiating commercial contracts and several have been canceled.

Healdsburg Hospital appears to be performing financially stronger.

- **Quality Committee**

Vice-Chair Campbell reported that Healdsburg Hospital had the lowest sepsis rate in all of Providence California. New patient satisfaction ratings could improve. The Emergency Department ratings are high. Vice-Chair Campbell had an opportunity to attend a Petaluma Valley Hospital Quality Committee meeting and turnout was low, compared to Healdsburg.

- **Community Benefit Committee**

There is nothing to report.

- **Philanthropy Board**

There was nothing new to report. Contributing to a new 3D mammography machine has been delayed due to additional significant contributions. The issue will be re-addressed next year.

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

- **Future Agenda Items**

- Redistricting revisit
- Quarterly Healdsburg Hospital Report
- Second reading of Ordinance #2025-002
- Check on the Financial Advisors (Juliana)
- No July 31<sup>st</sup> Meeting

### **8. Discussion / Possible Action: Engaging Ms. Juliana Dougan as Contracted Board Clerk**

Discussion continued on how the support would look as supporting in a remote location. The proposed scope of work was shared.

Director Callahan reviewed the scope of work, reimbursement and reporting relationship. Ms. Dougan spoke to assuring accessibility to key Board meetings in support the Meetings. Ms. Dougan is encouraged to share availability on an as-needed basis; daily e-mail checking, etc. Ms. Dougan is currently drafting an invoice. Key takeaways:

- Reporting relationship would be between Board Clerk and Chair; Board Clerk and Treasurer (parcel tax)



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- Abide by contractor laws
- Six-month trial
- Assured integrity on Ms. Dougan's part
- Open interaction between all Board members
- Payment terms: \$50/hr with pre-approved software subscriptions and pre-approved equipment purchase(s) and supplies; pre-approved travel

Mr. Pio Roda guided the Board that they can vote to approve contract as amended. That would allow the negotiating team to make further amendments as needed and to engage the Board Clerk.

**Vice-Chair Campbell MOVED to approve the contract with Ms. Dougan as amended during tonight's Meeting and allowing the ad-hoc committee to make appropriate modifications as needed. Director Anderson SECONDED the motion. The roll call was as follows:**

**Vote: Anderson: Y; Campbell: Y; Galvan: Y; Callahan: Y; Gore: Absent. The motion was approved 4-0. 1 Absent.**

The contract will be revised, shared with all Board members and then sent for signatures.

### **9. Legal Report**

There was nothing additional to report.

### **10. Share other meetings attended by Board Members**

Director Anderson reported that the Harm Reduction Task Force continues to do great work and was recently featured in the Healdsburg Tribune, featuring Director Anderson. Ms. Dougan will load it on the website.

Chair Galvan mentioned that Narcan is being more easily distributed in Cloverdale, and the plan is to have it available in the public works trucks. Safety meetings are also being held for Narcan distribution training.

Narcan has a 2-year shelf-life and may be compromised in high temperature conditions.

### **11. Consideration of Materials Disseminated by Board Members.**

Vice-Chair distributed the QAPI Report and Compliance in the Board Packet.

Director Callahan reported on the Foundation Benefits Committee Meeting. The multi-cultural grant was signed. The Foundation was also commenting that they were not receiving any monies from Providence. He also attended the CalAIM meeting briefly. They would benefit from additional support to navigate technology.

**12. Vice-Chair adjourned the meeting at 5:24 PM.**