



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 Teams Teleconference. Chair, Hector Galvan called the meeting to order at 4:01 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
David Anderson, MD, Director
Brian Callahan, Treasurer
Erin Gore, Secretary – Absent – Arrived at 4:04 pm

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

Guests: **Garry Olney, CEO, No. California, Providence**
Michelle Oxford, CAO, Healdsburg Hospital, Providence

Public present: **Peter Deutsch**
Paul Marguglio, MD
Joseph Tito, MD
Nicholas Birtcil

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. Mr. Peter Deutsch was present and asked about the previous public comment he submitted. Mr. Garry Olney asked if Mr. Deutsch had read his written response. Board Clerk Ms. Dougan shared Mr. Olney's response with the NSCHD Board and staff. Director Gore shared the response with Mr. Deutsch at the meeting.

Mr. Deutsch's public comment was as follows: *I ask that Providence confirm that Norcal Health Connect is an affiliate, not a subsidiary of Providence, and that Norcal Health Connect has independent policy and procedure authority over Healdsburg Hospital, including the hospital's web pages.*

As opposed to being limited to administration of policies and procedures set by Providence. Second, assuming the foregoing, I ask that the Board direct Norcal Health Connect to promptly remove all religious material from the hospital's website.

As detailed in my letter. Third, pursuing the foregoing, I ask that the Board require Norcal Health Connect to fund it to furnish a public bonding statement of secularity substantially identical to or stronger than the one given in my July 18th letter.



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And I will say, just as a matter of personal opinion, that if Providence does not confirm the independence of Norcal Health Connect or Providence interferes in any way with my second and third requests, I personally consider that the promises of secularity that Providence made prior to the election in 2020. Are deceitful and possibly even electoral fraud.

Thank you.

Additional comments will be reflected later in the minutes.

There were no further public comments.

REGULAR BUSINESS

1. Consent Calendar

- September 25, 2025 Regular Meeting Agenda
- August 28, 2025 Regular Meeting Minutes
- August 31, 2025 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 Campbell 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: Y. The motion was approved 5-0.

2. Discussion / Informational / Possible Action: Discussion Regarding Providence Leadership Changes and Public Comments re: 2020 District and Norcal HealthConnect LLC Asset Purchase Agreement Terms and Conditions

Chair Galvan welcomed Mr. Garry Olney, CEO, Providence Northern California.

Mr. Olney asked if Mr. Deutsch had read his written response. He had not.

This written statement from Mr. Garry Olney was provided to Mr. Deutsch and is entered into record below:

*To: North Sonoma County Healthcare District Board of Directors
Subject: Response to July 18, 2025, letter from Peter Deutsch
September 22, 2025*

In a letter dated July 18, 2025, a member of the community, Peter Deutsch, shared several observations related to Healdsburg Hospital's website and branding. We thank Mr. Deutsch for his observations and allowing us an opportunity to address his concerns.



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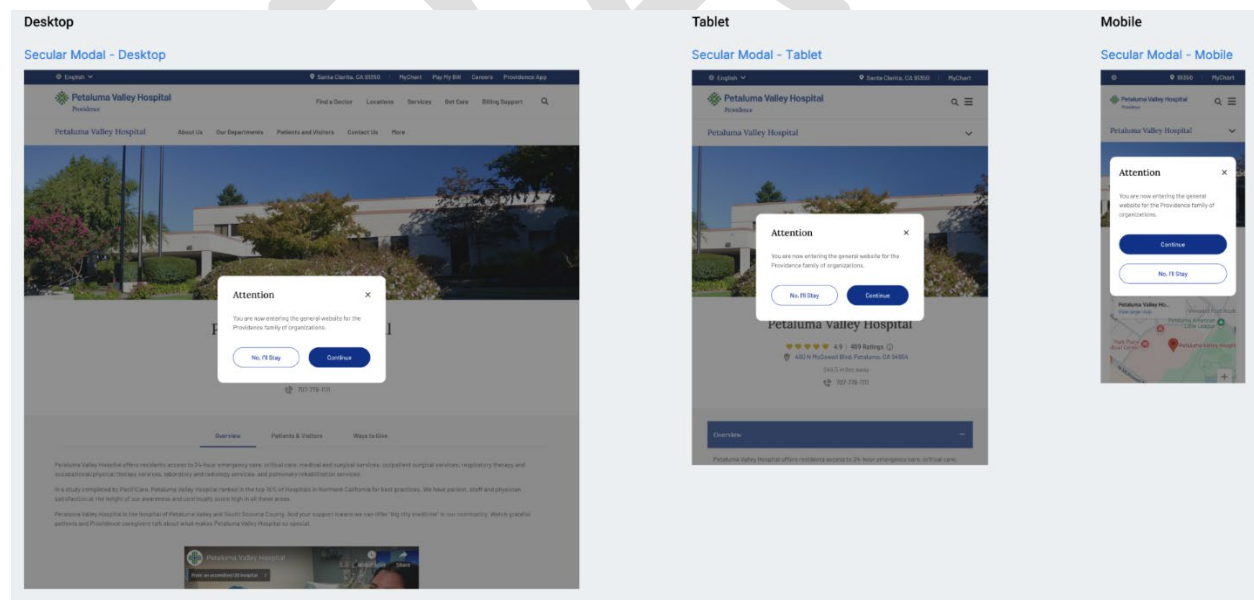
As Mr. Deutsch calls out in his letter, the mission statement at the bottom of the Healdsburg Hospital website in July was the Providence mission statement, which was not the correct secular statement. The incorrect mission statement was also visible when Mr. Deutsch navigated to the “Healdsburg Hospital lab hours” page. In both cases, the statement at the bottom of the page should have been the secular mission statement. We have corrected this mistake, and the secular mission statement is now visible for all pages that are within the Healdsburg Hospital website.

Below is the board-approved mission statement:

“We are steadfast in serving all within our communities, especially those who are poor and vulnerable.”

The Healdsburg Hospital website is a subsite within the Providence health care system website. When an individual is navigating within the Healdsburg Hospital site, pages reflect that Healdsburg Hospital is secular. However, when an individual accesses a general feature like “Find a Doctor” or “Locations,” they are accessing pages that include information for all the Providence family of organizations and have therefore entered a part of the web that has Providence branding, such as the Providence mission statement.

Because of how the websites are integrated, some users may miss that they have migrated from a Healdsburg Hospital-focused page to a Providence one. We are currently working with our organization’s web team on a pop-up message to alert users when they are migrating from a Healdsburg Hospital web page to a Providence web page. This will be completed on 10/6 and below is a mock-up.





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In addition, Mr. Deutsch calls out that Healdsburg Hospital signage, such as the sign in front of the hospital, references "Providence" instead of "NorCal HealthConnect". We are reviewing Mr. Deutsch's concerns regarding hospital signage and will report back to the board once that review is completed.

We again thank Mr. Deutsch for his feedback. We look forward to continuing to provide award winning medical care to our community.

Respectfully,

Garry Olney, Chief Executive, Providence Northern California



Mr. Olney appreciated receiving Mr. Deustch's email as it brought to light issues of the Purchase Agreement requirements that were not focused on. Mr. Olney explained Providence's designation between a Ministry and Medical Center and recognized that Sonoma County facilities needed to be more clearly delineated. There were additional areas of concern that still needed follow-up and Mr. Olney assured the Board they would be addressed in a timely manner.

Chair Galvan recognized and appreciated the timely response and corrective actions taken to date.

Prior to tonight's meeting, Mr. Olney issued a statement to the Board relating to the leadership change involving Ms. Michelle Oxford. Mr. Olney asked for this discussion to be held in Executive/Closed Session. This topic was not properly noticed so could not be held in Closed Session.

Mr. Olney assured the Board that this change was not reflective of any performance issues. Ms. Oxford's performance and successes were well documented and praised. Ms. Oxford is not being terminated. Her position is being re-defined. She was offered a lower-level role at the same pay scale and would continue to perform most of her current duties.

These changes are part of an overall blueprint of all the Northern California Providence facilities. Mr. Olney spoke to other leadership restructuring.

Ms. Oxford has decided to separate from Providence because of this leadership decision. Providence is very supportive of this decision and will provide positive references and will work closely with Ms. Oxford through November 4, 2025.

Board members as well as Drs. Tito and Marguglio expressed concern over the decision to reassign Ms. Oxford from her role as Chief Administrative Officer (CAO). Several examples of her numerous successes while in the role were described. Additionally, the high turnover of this position (5 times in the last 5 years) was also expressed as well as the assurances that Providence made that Ms. Oxford was to be in the CAO position for years.



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Discussion continued on how the leadership recruitment process was being handed by Providence. The Board requested a copy of the job description of the Executive Director of Operations position that Ms. Oxford has elected not to accept. Mr. Olney reiterated that Ms. Oxford was not terminated. Additionally, the Board has asked to play a key role in the hiring review committee. The Board also asked for assurance from Providence that these leadership changes will remain in place to ensure compliance with the Purchase Agreement. Mr. Olney assured the Board that open communication was occurring with Hospital staff, including town hall meetings. If any caregiver or constituent has additional concerns, Mr. Olney would accept an email from them.

Mr. Olney agreed to provide the following:

1. Job description of Executive Director of Operations
2. Invitation to be sent to Scott Ciesielski, Eric Hodes and Claire Tamo to an upcoming Board meeting (suggesting November).
3. Scott Ciesielski and Erika Wright will attend future meetings.
4. Do a review of new caregiver orientation materials or caregiver handbook to see if any language that speaks to the medical center not being Catholic
5. Follow up with legal re Mr. Deustch request to change the signage of the hospital to say NorCal Connect vs Providence
6. Invite/select a NSCHD Board member to participate in the interview process for the Executive Director of Operations role.

It was suggested that the Board receive an updated organization chart of the new structure.

3. Discussion / Informational / Possible Action: NSCHD Financial Portfolio Review

Director Callahan reported that a key participant from Bellehaven was unable to attend due to illness and that this topic will be rescheduled to a later meeting. After brief discussion, this is likely to occur at the October 23, 2025 Board meeting. Initial reporting is that our municipal bond performance over the last three years has beat both Bloomberg's Municipal Bond Index and the US Aggregate Bond Index by a couple of basis points. So the portfolio is doing well in comparison, and we're averaging 4.68% returns on our investments which from a bonds perspective is fairly good.

4. Discussion / Informational: Financial Update

Director Callahan reported that the budget was on track and asked if the financial snapshot report should be quarterly. There was no change made at this time.

5. Discussion / Informational: Hospital Matters

• Community Board Meetings

Director Campbell reported the Hospital may be challenged and could potentially lose exempted critical care designation based on changes issued by the current Administration. Mr. Pio Roda was asked to look into the contractual requirements for the Healdsburg Hospital to retain these privileges.



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Director Campbell also commented that the Community Board is in search of new members. Director Campbell asked that any recommendations be directed to her so she can forward to the Community Board.

- **Quality Committee**

Director Campbell reported on improvements made to the Hospital including:

- \$1.1M for fire alarm improvements
- \$3.6M for nursing call lights
- \$1.9M for security badges
- Additional television units in semi-private patient rooms

- **Community Benefit Committee**

Director Gore reported that no funds are being distributed, additionally, there is no philanthropy individual raising money.

- **Philanthropy Board**

There was nothing new to report.

6. Discussion / Possible Action: Regarding District Housekeeping

Future Agenda Items

- Financial Portfolio Review
- Response to Public Comment
- Quarterly Providence Update (November)
- Redistricting Update

Discussion continued regarding adding a closed session at the next Board meeting to discuss Ms. Oxford's employment change. Mr. Pio Roda offered to look into the issue in order to advise the Board.

7. Legal Report

- Redistricting Update

Mr. Pio Roda reported that the National Demographics Corporation (NDC) is ready to proceed when the Board makes the redistricting decision. The charge quoted would be approximately \$26,000. If the healthcare district does not move forward, and a potential lawsuit/threat is filed, the attorney's fees could be approximately \$35,000 on top of the redistricting fee. The Board discussed that a decision should be made as soon as the next Board meeting. This matter will be addressed at the October Board meeting.

The Board asked for information on the cost of a special election, if needed, if redistricting were to move forward. Mr. Pio Roda and Ms. Dougan will bring this information forward.

8. Share other meetings attended by Board Members



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Director Anderson reported on the recent Alliance Medical Center fundraiser which was very successful. Additionally the Narcan distribution continues to expand through Northern Sonoma County and has been publicly recognized.

9. Consideration of Materials Disseminated by Board Members.

No additional materials were shared.

10. Chair Galvan adjourned the meeting at 5:27 PM.

DRAFT