



**NORTH SONOMA COUNTY HEALTHCARE DISTRICT
BOARD OF DIRECTORS
Minutes of Regular Meeting, October 26, 2017**

Please note copies of all pertinent material considered by the Board in Open Session are included in the final Board Packet. Also, note items are sometimes taken out of order and are so indicated.

CALL TO ORDER

The Board of Directors of the North Sonoma County Healthcare District met in the Conference Room at 190 Foss Creek Circle, Suite Healdsburg CA on Thursday, October 26, 2017. Chair Nantell called the meeting to order at 4:40 p.m.

ROLL CALL

Board Clerk, Susan Schmid, called the roll. The following Directors, constituting a quorum, were present:

Jim Nantell, Chair
Sue Campbell, Vice Chair
Bill Hawn, Director
Erin Gore, Treasurer, via conference call

Absent: EJ Neil, Secretary

Also present:

Joe Harrington, CEO
Berta Kaemmerling, CNO
Kristina Holloway, CHRO
Bill Cioffi, IT Director
Shahriar Taj, CFO
Maben Rainwater, Director, Business Development
Mike Fink, Plant Operations Director
Michael Handley, Practice Administrator, Outpatient
Tom Gillis, Revenue Cycle Director
Jennifer Menicucci, Med Staff Services
Dr. Bruce Deas, Chief of Staff
Dr. Rachel Hoyal, incoming 2018 Chief of Staff
William Arnone, District Counsel

Public Present: Open Session 5:30pm

Mr. Rollie Atkinson, Staff Writer, Healdsburg Tribune
Debbie Mason, CEO, Northern California Healthcare Foundation
Dr. Robert Pousman
Dr. John D. Tomasin
Melissa Petrice, Director of Perioperative Services

APPROVAL OF AGENDA

A motion was made by Vice Chair Campbell and seconded by Director Hawn to approve the agenda. The motion was approved with quorum.

CLOSED SESSION

Chair Nantell adjourned to Closed Session at 4:50pm.
At this time non-essential staff exited the room.

RECONVENE OPEN SESSION

The Board returned to Open Session at 5:30 pm
Counsel reported out on Closed Session discussion:

ITEM 1: Hearings concerning staff privileges pursuant to Gov't Code Sec 54957 and Health & Safety Code Sec 32155; Title: Physicians and Physician Assistants and Delineation of Criteria for Allied Health Professionals

Reportable action was taken **with the motion by Vice Chair Campbell and seconded by Director Hawn to approve all Medical Staff recommendations and was unanimously approved.**

ITEM 2: Reports Involving Trade Secrets

Instructions were given to staff to follow up regarding contract review.
Further discussion was deferred to after Open Session.

ITEM 3: Public Employment pursuant to Government Code Section 54957; Title: CEO

Discussion deferred to after Open Session.

ITEM 4: Conference with Legal Counsel - Anticipated Litigation: Significant exposure to litigation pursuant to subdivision (b) of Government Code section 54956.9; one potential case

No reportable action.

REGULAR BUSINESS

Public Comment: Chair Nantell called for public comment.

Dr. Rachel Hoyal, incoming Chief of Staff was welcomed by the Board.

Debbie Mason, CEO of the Healthcare Foundation addressed the Board regarding the donation of funds from a donor to assist HDH employees affected by the fires and the collaborative efforts to raise the matching funds. The Healthcare Foundation has been assigned by HDH to establish criteria, an application process and a process for distribution of the funds. The Healthcare Foundation has reduced their normal process fee to 10% for this project.

Ms. Mason also spoke about other countywide opportunities for assistance including the Redwood Credit Union. *The Board gave Ms. Mason the directive to move forward. The Board requests periodic update from the Healthcare Foundation.*

FOLLOW UP ACTION: Administration will get the list of employees affected to Ms. Mason. There is a Finance and Budget Committee member who wants to volunteer to assist. Vice Chair Campbell will get Ms. Mason the contact information for follow up.

Dr. Robert Pousman addressed the Board of Directors regarding the recent change/reduction in stand-by pay that went in to effect in July, 2017. There is a grave concern among the medical staff that the reduction is related to the resignation of one or more nurses and may be the cause of losing additional experienced and valuable staff.

Dr. John Tomasin was present and echoed the concerns as did Melissa Petrice, Director of Perioperative Services.

Dr. Pousman emphasized the importance of quality, competency and consistency in the team.

Board Chair, Jim Nantell acknowledged the concerns raised and thanked the medical staff for attending the meeting to voice the concerns of the medical staff.

CEO Harrington listened and made a commitment to follow up with the physicians on this issue immediately.

ITEM 1: Mission, Vision and Values - Report out on Mission Stories for the Month

Dr. Deas commented on the exceptional job of the HDH command center and medical staff in response and preparation during and after the Sonoma County fires. Dr. Deas commented that on the days following, the ED saw more than double the average patient volume.

Plant Operations Directed, Mike Fink and Michael Handley, Outpatient Clinics Administrator both commented on the extraordinary efforts of Board Secretary, EJ Neil and wife Judy Edmonds to find temporary housing for staff. The C Suite and other Board members thanked Mr. Neil for all he has done for the employees in need of housing.

ITEM 2: Motion to Approve the Consent Calendar:

Motion to approve the Consent Calendar was made by Director Hawn and seconded by Vice Chair Campbell. The motion was approved unanimously.

ITEM 3: Policies and Procedures

Consider Proposed Changes to Hospital Policies and Procedures and Medical Staff Rules and Regulations and Bylaws. (See binder in Admin for full reports.)

CHRO Holloway and CNO Kaemmerling reviewed the policies up for review.

Details of the HR Policies were missing from the Board packets. CHRO Holloway will defer approval until the Interim November meeting.

A Motion was made by Vice Chair Campbell and seconded by Director Hawn to approve the policy changes as written. This motion was approved unanimously.

FOLLOW UP ACTION: HR policies will be re-agendized for November.

ITEM 4: Discussion Compliance Program, Sub-Acute

A detailed report was submitted by CNO Kaemmerling. (See Administration for reports on file). Discussion ensued. No Action required by the Board.

ITEM 5: Discussion/Approval of Patient Satisfaction Surveys

A detailed report was submitted by CNO Kaemmerling. (See Administration for reports on file). Discussion ensued regarding the action items in place to improve scores. CEO Harrington is pleased with the steps CNO Kaemmerling is taking to reverse trends in a positive direction.

CNO Kaemmerling mentioned a new manager is starting at the end of September. No Action required by the Board.

ITEM 6: Review Medical Staff Report

Dr. Deas introduced incoming Chief of Staff, Dr. Rachel Hoyal. Discussion ensued regarding new physicians and the growing medical staff. Dr. Deas will continue work on the medical staff by-laws.

Discussion continued on the issues raised by the physicians during open session in regard to call back and stand by pay.

FOLLOW UP ACTION The Board requested CEO Harrington to look into hospital competitor pay for stand by and call back and let the Board know how HDH compares.

ITEM 7: Hospital Incident Management Team Report

Plant Operations Director, Mike Fink updated the Board on the impact of the recent Sonoma County fires had, and continues to have on the business at the hospital. To summarize:

- A disaster of this magnitude highlights the very reason for the need for a community hospital
- Communication was the number one issue nationally, county wide, region ally and internally
- Emergency room visits doubled during the week of 10/9 through Friday 10/20.
- 26 HDH employees (including 1 physician) were affected by the fires.
- 5 homes were confirmed burned down.
- 13 needed temporary housing, which the hospital and Board assisted in finding temporary housing.
- 9 Surgeries were cancelled or re-scheduled.
- HDH will need to build a networking backup plan.
- Fire caused loss of the Internet, cell phone and MEDHOST computer. All tests were done on downtime paper systems.
- Discussion ensued on action to be taking including:
- Back up IT systems

- Incident Command Training (mandatory vs advisory)
- County wide communications
- More accurate mapping tools

ITEM 8: Discussion/Approval of 2017 Building & Grounds Reports

Plant Operations Director, Mike Fink led this discussion. (See Administration for reports on file). CFO Taj noted the Master Plan for capital expenditures will be coming before the Board for approval. No Action required by the Board.

ITEM 9: 2017 Operational Goals – Q3 Update

Discussion ensued. (See Administration for reports on file).

The Board noted that for the 2018 report, they would like to see more meaningful measurement tools on this reports.

CHRO Holloway was asked about the Kronos installation.

IT Director Cioffi confirmed he expected to meet the end of year meaningful use deadline.

No Action required by the Board.

ITEM 10: Marketing and Public Relations Plan

Maben Rainwater, Director – Business Development, presented a detailed report. (See Administration for reports on file). Discussion ensued regarding the competitive environment and the need for aggressive marketing.

The Board thanked Mr. Rainwater for an excellent report. The requested funds will be addressed in the 2018 budget, which will be before the Board in December.

No Action required by the Board.

ITEM 11: Presentation/ Discussion on the State of Outpatient Clinics

Michael Handley, Administrator, Outpatient Clinics presented an extensive report to the Board. (See Administration for reports on file). Mr. Handley noted, after 9 months with HDH, he is seeing a significant turnaround toward the positive. There is tremendous community based support of outpatient clinics.

Discussion ensued. The Board thanked Mr. Handley for an excellent report and presentation.

No Action required by the Board.

ITEM 12: Discussion on Board Succession Planning 2018

Due to the extended discussion, this topic was tabled for the November meeting.

STANDING ITEMS:

3: Consideration of Board Calendar and Items for Future Agendas:

- a) Swank Training for Board Members – Per CHRO Holloway, There is no Board SWANK requirement for 2017.
- b) Board Self-Assessment – Per Vice Chair Campbell, this will be discussed at the November meeting.

CLOSED SESSION

Chair Nantell called the Board back in to Closed Session. 7:35 pm

RECONVENE OPEN SESSION

The Board returned to Open Session.

Counsel reported out on Closed Session discussion:

ITEM 2: Reports Involving Trade Secrets

There was no reportable action taken.

ITEM 3: Public Employment pursuant to Government Code Section 54957; Title: CEO

There was no reportable action taken.

ADJOURNMENT: 7:50 p.m.

Chair Nantell adjourned the October meeting of the North Sonoma County Healthcare District.

Contact Susan Schmid, Clerk of the Board for further information.
11/17/17