



**NORTH SONOMA COUNTY HEALTHCARE DISTRICT
BOARD OF DIRECTORS**

Minutes of Regular Meeting August 30, 2018

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 F, Healdsburg CA on Thursday, August 30th, 2018 Chair Campbell called the meeting to order at 4:32 p.m.

ROLL CALL

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

- Sue Campbell, Chair
- Bill Hawn, Vice Chair, attending telephonically
- EJ Neil, Secretary
- Jim Nantell, Director
- Erin Gore, Treasurer

Absent: none

- Also present:
- Joe Harrington, CEO
 - Roberta Kaemmerling, CNO
 - Shahriar Taj, CFO
 - Bill Cioffi, CIO
 - Kristina Holloway, CHRO
 - Tom Gillis, Revenue Cycle Director
 - William Arnone, District Counsel

APPROVAL OF AGENDA

A motion was made by Treasurer Gore seconded by Director Nantell to approve the agenda. The motion was approved unanimously.

Public Comment on Closed Session

No public comment.

CLOSED SESSION

Chair Campbell adjourned to Closed Session at 4:40pm.

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.
No files for review this month. No action was taken.

ITEM 2: Reports concerning hospital medical audit or quality assurance committees pursuant to Health & Safety Code sections 1461 and 32155.

No reportable action was taken.

ITEM 3: Conference with Legal Counsel—Existing Litigation pursuant to Government Code Section 54956.9(a); Name of case: Bramlett.

Reportable action was taken with the motion by Treasurer Gore seconded by Vice Chair Hawn authorizing staff and counsel to reject the claim of Bramlett.

This motion was unanimously approved.

ITEM 4: Conference with Legal Counsel- - Anticipated Litigation: Significant exposure to litigation pursuant to subdivision (b) of Government Code section 54956.9; 1 potential case.

No reportable action was taken.

ITEM 5: Reports Involving Trade Secrets pursuant to Health & Safety Code section 32106. The discussions will concern proposed new services, programs or facilities. The estimated date of public disclosure is unknown.

No reportable action was taken.

REGULAR BUSINESS

Public Comment: Chair Campbell called for public comment.

No public comment.

ITEM 1: Mission, Vision and Values –Mission Stories for the Month

CEO Harrington shared a new ad running in the local papers for Healdsburg Hospital, promoting 15 minute wait in the ED and announcing Dr. Zelk's employment.

ITEM 2: Open Public Hearing on Resolution #08-18 Setting the Tax Rate for the Fiscal Year 2018/2019

Chair Campbell called for public comment. No public was present. District Counsel, Bill Arnone reviewed the resolution and accompanying documentation.

ITEM: 3 Close Public Hearing on Resolution #08 -18

ITEM: 4 Consideration of Adoption of Resolution #08-18 Setting the Tax Rate for the Fiscal Year 2018/2019

A motion was made by Director Nantell and seconded by Treasurer Gore to accept the Resolution 08-18. This motion was unanimously approved.

Vote: Campbell Y Hawn Y Gore: Y Neil: Y Nantell: Y

ITEM 5: Open Public Hearing on Resolution #09-18 Adopting Appropriations Limit for the Fiscal Year 2018/2019

Chair Campbell called for public comment. No public was present. District Counsel, Bill Arnone reviewed the resolution and accompanying documentation.

ITEM 6: Close Public Hearing on Resolution #09 -18

ITEM 7: Consideration of Adoption of Resolution #09-18 Adopting Appropriations Limits for the Fiscal Year 2018/2019.

A motion was made by Treasurer Gore and seconded by Secretary Neil to accept the Resolution 09-18. This motion was unanimously approved.

Vote: Campbell Y Hawn Y Gore: Y Neil: Y Nantell: Y

ITEM 8: Discussion Regarding Partnership - Memorandum of Understanding(MOU) with St. Joseph Health Northern California(SJHNC)

CEO Harrington led the discussion. The Memorandum of Understanding has been signed. There will be a standing item on the monthly District Board meeting agenda to discuss any developments. The public is welcome to ask questions or raise concerns. SJHNC is expecting to hear from the Attorney General's office on the forming of the new LLC in December, 2018. A preliminary draft lease agreement will be reviewed in September by both parties. Chief of Staff, Dr. Hoyal confirmed the medical staff is ready and willing to join the discussion with the HDH partnership team, which currently consists of CEO Harrington, CFO Taj, Board members E.J. Neil and Erin Gore.

Follow up Action: Clerk will follow up with Dr. Hoyal regarding the 2018 partnership meeting schedule.

ITEM 9: Motion to Approve the Consent Calendar

A Motion to approve the Consent Calendar was made by Director Nantell and seconded by Treasurer Gore This motion was approved unanimously.

ITEM 10: Medical Staff Review

Dr. Hoyal reported that the Tom Schroder presentation titled *Health Care Compliance and Enforcement Update* was well received by the physician group. Presentation materials are available by contacting the Clerk of the Board

ITEM 11: Policies and Procedures

Approval of Proposed Changes to Hospital Policies and Procedures and Medical Staff Rules and Regulations and Bylaws. (See binder in Admin for policy details)

CHRO, Kristina Holloway reviewed the Human Resources policies for approval this month. Discussion ensued regarding the new student loan program under review for approval. Approval was given to proceed, however, the Board requests CHRO Holloway report back on the details of similar programs at other local hospitals.

A Motion was made by Treasurer Gore seconded by Director Nantell to approve the HR policies as presented. This motion was approved unanimously.

CNO Kaemmerling reviewed all other policies for approval this month.

A Motion was made by Treasurer Gore seconded by Director Nantell to approve the policies as presented. This motion was approved unanimously.

ITEM 12: Review and Approval of Updated Compliance Policy Report from the Quarterly Compliance Meeting

Tom Gillis, Compliance Officer noted the updated document was not a policy as described on the agenda, but a *Compliance Plan*. He reviewed the updates and changes made to the existing plan. Mr. Gillis reported on the recently held Compliance meeting, where risks were identified and assignments for follow up were made. Discussion ensued regarding a dashboard approach for the report to the Board. A follow up Compliance meeting has been scheduled for September. Tom will report again to the Board in October. Board members Gore and Nantell sit on the 2018 Compliance Committee.

A Motion was made by Director Nantell and seconded by Treasurer Gore to approve the 2018 Annual Compliance Plan as presented.

This motion was approved unanimously.

Follow up Action: Clerk will follow up with Mr. Gillis to agendize report out at the October meeting.

ITEM 13: Review and Discussion of Patient Satisfaction Survey

CNO Kaemmerling reviewed the current Press Ganey Patient Satisfaction Survey. The Board thanked CNO Kaemmerling and her team for the significant improvement over last year's ratings.

ITEM 14: Review and Approval for Capital Requests

Note: Capital Requests were reviewed in detail by the Finance and Budget committee at the August 28th meeting. See minutes from August Finance and Budget Committee for more details.

CFO Taj presented the Capital Needs data along with staff recommendation and background documentation. CNO Kaemmerling and CIO Cioffi reviewed the details on the equipment and software purchases. Note: Per

recommendation from the Finance and Budget Committee, the Capital Request item #5/Paycom Software was deferred, pending additional information from management.

A Motion was made by Director Nantell and seconded by Secretary Neil to approve the capital budget requests with the exception of #5, Paycom Software as presented.

This motion was approved unanimously.

Follow up Action: Board recommends the removal of the column on the approval sheets indicating if the request is capital needs. This is redundant. Clerk will follow up with CFO Taj.

ITEM 15: Update on EPIC Feasibility Study and Revenue Cycle Upgrade

CIO, Bill Cioffi reported that discussions have begun with St. Joseph Health Northern California (SJHNC) IT consultants regarding the EPIC conversion feasibility. Mr. Cioffi will be giving an in depth presentation at the September board meeting. CFO Taj discussed the “clean up vs. rebuild” of the Revenue Cycle. Discussion ensued for the need to have clean data should the transition to EPIC happen.

STANDING ITEMS:

1. Consideration of Materials Disseminated by Board Members and Staff

At this time, Board Members will have the opportunity to discuss information acquired through their attendance at various meetings for informational purposes only. Board Members and Staff may share materials of interest.

- Dr. Zelk announcement ran in the Healdsburg Tribune
- ACHD Annual Conference is in Pismo Beach this September. Board members are welcome to attend.

2. CEO’s Preview of Coming Attractions (PCA). Joe Harrington discussed Topics for Future Board Discussion and Consideration:

- **Sonoma County’s need for inpatient psychiatric health facility.** CEO Harrington reported on his meeting with Barbie Robinson, Department of Health Services regarding the county’s need for a location to establish a Psychiatric Health Facility. While the meeting was productive and informative, HDH is not a viable candidate at this time, given the space requirements. Communication with Ms. Robinson will continue as the strategic plan for the future of HDH becomes clearer.
- **October 8 Special Districts, Capitol Staff tour Healdsburg Hospital-** Sue Campbell will attend the lunch.
- **HDH video**– CEO Harrington discussed the production of an informational video on the partnership and future of HDH. Erin Gore will forward the Corazon Healdsburg video to CEO Harrington. Discussion about cost and budget will be agendaized at a future meeting.
- **Critical Access Potential status change.** CEO Harrington reported this is a 2-3 year process that has just begun. He will keep the board updated.
- **TB Screening.** CNO Kaemmerling will be administering skin tests at the September Finance & Budget Meeting (25th), then readings at the September Board meeting (27th) for all Board and committee members.

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

The calendar for September was reviewed.

- September Interim Meeting- Thursday, September 13th – is not needed
- September Regular Meeting – Thursday, September 27th
- October Interim Meeting – October 11th is confirmed

ADJOURNMENT: 7:03p.m.

Chair Campbell adjourned the August meeting of the North Sonoma County Healthcare District.

Contact Susan Schmid, Clerk of the Board for further information. sschmid@nschd.org
9/3/18