

**NORTH SONOMA COUNTY HEALTHCARE DISTRICT
BOARD OF DIRECTORS
Minutes of February 21, 2019 Meeting**

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, February 21, 2019. 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
Erin Gore, Vice Chair arrived 4:45pm
Jim Nantell, Treasurer
EJ Neil, Director

Absent: none

Also present:
Joe Harrington, CEO
Shahriar Taj, CFO
Berta Kaemmerling, CNO
Kristina Holloway, CHRO
William Arnone, District Counsel

APPROVAL OF AGENDA

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

Public Comment on Closed Session

Andy Cantrell, COO with *Evolve Restorative Center* introduced himself to the Board as the representative for Dr. Jason Pope. Mr. Cantrell thanked the Board for the partnership opportunity. He and Dr. Pope look forward to working with Healdsburg hospital in the future.

CLOSED SESSION

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

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 Director Nantell seconded by Director Neil to approve all Medical Staff recommendations; both privileges and credentials as presented.
This motion was unanimously approved.**

**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: Lee

No reportable action was taken.

ITEM 4: Reports Involving Trade Secret pursuant to Health & Safety Code section 32106. The discussions will concern proposed new services, programs or facilities.

No reportable action was taken.

REGULAR BUSINESS

Public Comment: Chair Campbell called for public comment.

David Anderson, Board member applicant was introduced and welcomed by the Board.

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

Director Campbell shared a story from HDH Physical Therapy in Cloverdale of a patient in distress with her motor scooter. PT employee went above and beyond to assist the woman and stayed with her until family arrived.

ITEM2: Recommendation of the Board Vacancy Interview Committee

Approval and Announcement of New NSCHD Board Member.

Chair Campbell appointed Directors EJ Neil and Jim Nantell to interview applicants to fill the seat on the Board left vacant with the passing of Bill Hawn. It is Director Neil and Director Nantell's recommendation that David Anderson, MD be appointed to the NSCHD Board of Directors.

A Motion to appoint David Anderson was made by Director Nantell and seconded by Director Neil.

This motion was approved unanimously.

At this time Counsel William Arnone executed the Oath of Office, swearing in David Anderson to the North Sonoma County District Board of Directors.

Action Item: Clerk will notify the county that the vacancy has been filled and file the Oath of Office document with the Clerk of Sonoma County.

ITEM 3: Discussion Regarding Partnership - Memorandum of Understanding (MOU) with St. Joseph Health Northern California (SJHNC)

CEO Harrington reported that the Attorney General announcement may be delayed until late spring and a draft lease agreement is not yet available. The Board Partnership committee (EJ Neil and Erin Gore) will be meeting with CEO Harrington this coming month to begin developing a time line for a strategic plan. The next Partnership meeting with St. Joseph's is scheduled for is March 27.

ITEM 4: Motion to Approve the Consent Calendar

A Motion to approve the Consent Calendar was made by Director Nantell and seconded by Director Gore with the exception of the CHRO report, which was pulled for further discussion.

This motion was approved unanimously.

CHRO Report: Discussion ensued on the Plan of Correction Reports as to whether the Board needs to continue seeing the 2017 and 2018 data. The board was in agreement that going forward only current year's data is required for the purpose of Board review.

A Motion to approve the CHRO report was made by Director Campbell and seconded by Director Nantell

This motion was approved unanimously.

ITEM 5: Medical Staff Review

Dr. Hoyal was not present due to surgery re-scheduling. CEO Harrington reported the medical staff survey results will be shared at the March Board meeting and the med staff bylaws review continues.

Action Item: Clerk will follow up with Med Staff Admin to agendaize survey results.

ITEM 6: Policies and Procedures

Approval of Proposed Changes to Hospital Policies and Procedures and Rules and Regulations and Bylaws.

See binder in Admin for policy details.

CNO Kaemmerling reviewed the (1)policy up for approval.

A Motion was made by Director Gore seconded by Director Nantell to approve the policy as presented.

This motion was approved unanimously.

ITEM 7: Review and Approval for Capital Requests

There were no new Capital requests for approval this month. CEO Harrington and CFO Taj reviewed the status on projects previously approved and currently in the pipeline.

ITEM 8: Bright Idea Marketing Proposal

CEO Harrington reviewed the presentation materials for the 2019 marketing plan.

The primary focus will be on attracting new patients with marketing highlights on the short ED wait time, Work Health, Stroke Center and Pain Clinic. *See reports on file in the February 2019 Board packet for more details.*

Action Item: CEO Harrington will look into the ADA compliance requirement for the website.

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.

- **NCHCA/JPA Meeting scheduled for March 12** – EJ Neil and Jim Nantell represent NSCHD on this Board
- **Bill Hawn’s Memorial Service** – several staff and Board members were present at Bill’s well attending community service. EJ Neil spoke on behalf of the Board and hospital.
- **Conflict of Interest (700 Form) emails from Sonoma County**-The County recommends required Board and staff file online. The deadline for filing is April 2nd.
- Jim Nantell reported on the **Windsor community meeting** discussion regarding the dissatisfaction with the hospital parcel tax. Director Nantell reported the group was receptive to the information he shared in support of the HDH parcel tax. The group decided to table the discussion for now. Jim will keep the Board apprised.
- With Board support, Jim Nantell is part of the **advisory committee for the Nightingale project**. The Nightingale project may be eligible for state funding to improve health outcomes and reduce hospital readmissions among local homeless patients. The program provides bed rest and recuperation in a temporary respite center to homeless individuals discharged from hospitals. Jim will keep the Board apprised.

2. CEO’s Preview of Coming Attractions (PCA)

Topics for Future Board Discussion and Consideration

- **Government Executive Order Prescription Drugs 340(b)** – CEO Harrington reviewed informational materials provided
- **Med Gas Update** – CEO Harrington gave an update on the project
- **Trustee Trends** - CEO Harrington reviewed informational materials provided
- **HDH Employee by Zip Code** – report given to the Board, informational only

For more information, see the February Board packet for additional materials

3. Consideration of Board Calendar

The calendar was reviewed.

No March Interim Meeting

March Regular Meeting – Thursday, March 28th 4:30pm

ADJOURNMENT: 7:05p.m.

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

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