

**NORTH SONOMA COUNTY HEALTHCARE DISTRICT
BOARD OF DIRECTORS
Minutes of May 28, 2020 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 telephonically with the Board Clerk hosting the meeting at 190 Foss Creek Circle, Suite F, Healdsburg CA on Thursday, May 28, 2020. Chair Gore called the meeting to order at 4:35 p.m.

ROLL CALL

California Governor Gavin Newsom issued Executive Order N-25-20 on March 12, 2020, relating to the convening of public meetings in light of the COVID-19 pandemic. Pursuant to the Governor's Executive Order, Board members will attend the meeting telephonically.

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

Erin Gore, Chair
EJ Neil, Vice Chair
Jim Nantell, Treasurer
David Anderson, MD, Secretary
Sue Campbell, Director

Absent: none

Also present telephonically: Jim Schuessler, CEO
Richard Baland, Interim CFO
Berta Kaemmerling, CNO
Kristina Holloway, CHRO
Tom Gillis, Revenue Cycle Director and Compliance Officer
William Arnone, District Counsel
Dr. Gary LeKander, Chief of Staff

APPROVAL OF AGENDA

A motion was made by Director Nantell and seconded by Director Campbell to approve the agenda with the amendment to move the *Surgical Review Committee - Update on Surgical Volume* to first order of business.

Vote: Gore: Y Neil: Y Nantell: Y Anderson: Y Campbell Y

The motion was approved unanimously.

Public Comment for Open Session None.

REGULAR BUSINESS

Mission, Vision and Values –Mission Stories for the Month

Staff and Board members shared stories.

Motion to Approve the Consent Calendar

A Motion to approve the Consent Calendar was made by Director Campbell and seconded by Director Nantell.

This motion was approved unanimously. Vote: Gore: Y Neil: Y Nantell: Y Anderson: Y Campbell Y

Surgical Review Committee - Update on Surgical Volume

Dr. Joe Tito presented a report highlighting the increase in the surgical procedures over the course of the last few months as the hospital begins the stages of returning to scheduled business after the COVID-19 disruption. Discussion ensued. Chair Gore requested that further discussion regarding financials pass through the Finance and Budget Committee for review prior to Board review.

Strategic Planning Board Committee

Erin Gore reported the Strategic Planning Committee met in May and completed the District Strategic Plan Summary document and recommends Board approval. CEO Jim Schuessler gave an overview of the strategic planning process the committee used to finalize the document. Erin Gore presented the plan to the Board for approval.

A motion was made by Director Neil and seconded by Director Campbell to approve the Strategic Plan Summary.

Vote: Gore: Y Neil: Y Nantell: Y Anderson: Y Campbell Y

The motion was approved unanimously.

Next steps as detail by Jim Schuessler will be for staff will be to develop action plans, measurement criteria and accomplishment criteria.

Community Polling

Questions regarding the community polling results were sent to the Board in advance by a community member. CEO Schuessler addressed the questions individually. There were no further public comments.

The Partnership team continues to meet weekly with St Joseph's Health. Jim Schuessler gave an update on the team restructuring with the addition of financial consultant Tom Schroeder to lead the HDH negotiating team. Hospital Counsel Pam Herder will also join the team. Bill Arnone will continue to play a critical role for District and California law issues.

Finance and Budget Board Committee

CEO Jim Schuessler addressed the topic of staff restructuring. In the ongoing effort to reduce expenses, leadership is reviewing the current a staff levels and looking to consolidate positions wherever possible.

Physician contracts are under review. The Board and medical staff will be updated regularly on the negotiation status.

Interim CFO Richard Baland reviewed the Expense Reduction Dashboard.

Follow up Action: Chair Gore requested the Finance Department add color coding (red, yellow, and green) to the dashboard indicators. CFO Baland will follow up on this request for the June meeting.

Clinic Coordinating Committee – Dave Anderson and Michael Handley presented the committee report and the *Outpatient Productivity Report*. Discussion ensued.

See reports on file in the May Board packet.

Med Staff Medical Staff

Chief of Staff, Gary LeKander gave a verbal report on the developments with the medical staff.

There will be a June meeting of the full med staff with Board participation.

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 policies for approval.

A Motion was made by Director Campbell and seconded by Director Neil to approve the policies with the correction of the typo in the furlough policy and a clarification of the language for the furlough policy as discussed.

Vote: Gore: Y Neil: Y Nantell: Y Anderson: Y Campbell Y This motion was approved unanimously.

Communications Update Internal and External

CHRO Holloway presented the employee survey results. Leadership will be doing more analysis on the results and work together to develop a plan to address the employee concerns.

COVID-19 Communications Update Internal and External Communication Tools

Gina Fabiano presented updated on the e Internal and External Communication.

See materials in the May packet.

Farewell with gratitude and appreciation to outgoing Chief Executive Officer Joe Harrington

The Board and staff held up "Zoom Bomb" signs with well wishes and gratitude to Joe Harrington. Board members individually thanked Joe for his leadership of the hospital through the fires and COVID-19 pandemic. They expressed great appreciation for his willingness to stay at the helm until a suitable replacement was found.

STANDING ITEMS:

1. Consideration of Materials Disseminated by Board Members and Staff

The next Board meeting is scheduled for Thursday, June 25th combined with the Finance and Budget Committee for the Audit review.

Public Comment on Closed Session

None.

CLOSED SESSION

Chair Gore adjourned to Closed Session at 5:50pm.

RECONVENE OPEN SESSION

The Board returned to Open Session at 6:20 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 Anderson to approve all Medical Staff recommendations; both privileges and credentials as presented.

Vote: Gore: Y Neil: Y Nantell: Y Anderson: Y Campbell Y This motion was approved unanimously.

ITEM 2: Reports Involving Trade Secret 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.

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

No Reportable action was taken.

ADJOURNMENT: 6:25pm

Chair Gore adjourned the May meeting of the North Sonoma County Healthcare District.

Contact Susan Schmid, Clerk of the Board for further information. sschmid@nschd.org
6/3//2020