

**NORTH SONOMA COUNTY HEALTHCARE DISTRICT
BOARD OF DIRECTORS
Minutes of September 24, 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, September 24, 2020. Chair Gore called the meeting to order at 4:36 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 via Zoom,

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

Erin Gore, Chair
EJ Neil, Vice Chair
Jim Nantell, Treasurer
David Anderson, MD, Secretary – joined the meeting at 4:45pm
Sue Campbell, Director

Absent: none

Also present via Zoom: 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
Tom Schroeder, Consultant
Ben Gould, Emergency Department Manger

APPROVAL OF AGENDA

A motion was made by Director Nantell and seconded by Director Campbell to approve the agenda.

Vote: Gore: Y Neil: Y Nantell: absent Anderson: Y Campbell Y. The motion was approved with quorum.

Public Comment on Closed Session None.

CLOSED SESSION

Chair Gore 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 and seconded by Director Campbell 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.

ITEM2.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: 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.

ITEM4: Public Employment pursuant to Government Code Section 54957; Title: All Employees

No Reportable action was taken.

In order to begin open session as scheduled at 5:30pm, the closed session item #5, *Public Employment pursuant to Government Code Section 54957; Title: CEO* will be addressed after Open Session business is concluded.

Public Comment for Open Session: none

REGULAR BUSINESS

1. Mission, Vision and Values –Mission Stories for the Month

CNO Berta Kaemmerling reported on an emergency situation where the team stabilized a stroke patient under the recommendation time and successfully transferred the patient for further treatment.

2. Motion to Approve the Consent Calendar

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

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

3. Emergency Department (ED)

Ben Gould, Emergency Services Manager gave an excellent staff presentation on the Emergency Department services. See Power Point presentation in the September Board packet. The Board thanked Ben for his informative presentation.

4. Strategic Planning Committee

Erin Gore gave a recap of the September Strategic Planning Committee meeting. The goal of the committee for the remainder of the year is to support the District in defining its goals and purpose post sale of the hospital to Providence St. Joseph's Health. In October, the committee will be going back to the data and reviewing needs assessments, meeting key with agencies in the District already address key issues identifies and defining how the District fits in to the overall plan of improving health and wellness in the District.

No action was required other than Board support for this endeavor. The Board fully supports and appreciated the efforts of the Strategic Planning committee.

Planning Committee - Update from the Negotiating Team

CEO, Jim Schuessler reported the negotiation team continues to meet at least once a week. The team of lawyers, including Tom Schroeder and Bill Arnone continue to work on the Definitive Agreement documents. The goal is to have these completed and approved by all parties by the end of October. The lengthy process of Due Diligence continues with the efforts of the legal, finance and human resource teams.

5. Finance and Budget Committee

Interim CFO Richard Baland reviewed the expense dashboard. See September Board packet in the Consent Calendar for further details.

Recommendation to the Board for Approval of 2021 Benefits Plan

CEO Jim Schuessler led the discussion. The recommendation from staff is to roll over the 2020 employee health benefits with no changes to pricing or contribution for 2021. Further discussion may take place on this topic after the November election results regarding Measure BB are known.

Finance and Budget Committee recommends approval of the staff recommendation.

The Board unanimously approved proceeding with the 2021 Benefits as recommended by staff.

6. Med Staff Medical Staff

Chief of Staff, Gary LeKander reviewed the updated COVID testing procedures and new TB policy. No action required by the Board. Dr. Lekander reported that retiring physician Dr. John Tomasin accepted the honorary physician staff member position bestowed upon him by the medical staff.

7. 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, CHRO Holloway the policies for approval.

A Motion was made by Director Nantell and seconded by Director Anderson to approve the policies.

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

8. Update on Hospital 2020 Fire Season Preparation

CEO Jim Schuessler reported on the implementation of lessons learned the past 3 years on preparation for fire season. He is confident the staff is ready. As part of the preparation, there will be a full load test of the generator in mid-October where the hospital will run in emergency power.

STANDING ITEMS:

CNO Berta Kaemmerling will be administering flu shots to staff and Board members. She will work with Clerk, Susan Schmid to coordinate.

1. Consideration of Materials Disseminated by Board Members and Staff

The next Board meeting is scheduled for Thursday, October 29, 2020

Public Comment on Closed Session

None.

CLOSED SESSION

Chair Gore adjourned to Closed Session at 6:30pm.

RECONVENE OPEN SESSION

The Board returned to Open Session at 6:50 pm.

Counsel reported out on Closed Session discussion.

ITEM 5: Public Employment pursuant to Government Code Section 54957; Title: All Employees

No Reportable action was taken.

ADJOURNMENT: 7:00pm

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

Contact Susan Schmid, Clerk of the Board for further information. sschmid@nschd.org
10/14/20