MINUTES OF THE FEBRUARY 17, 2015 REGULAR MEETING OF THE PETALUMA HEALTH CARE DISTRICT BOARD OF DIRECTORS

CALL TO ORDER:

President Hempel called the meeting to order at 12:10 noon in the building conference room at 1425 N. McDowell Blvd.

PRESENT:

Fran Adams, RN, BSN, Secretary
Elece Hempel, President
Robert Ostroff, MD, Vice President
Kathie Powell, MS, Member-At-Large
Josephine S. Thornton, MA, Treasurer

ALSO PRESENT:

Kitty Brown, RN, PVH
Suzanne Cochrane, Board Clerk, PHCD
Ramona Faith, CEO, PHCD
Andrew Koblick, Controller, PHCD
Jude O’Nym, RN, PVH
Jane Read, VP of Operations, PVH

MISSION AND VISION:

Director Thornton read the mission and vision of the Petaluma Health Care District.

The mission of the Petaluma Health Care District is to improve the health and well-being of our community through leadership, advocacy, support, partnerships and education.

Petaluma Health Care District envisions: A healthier community; a thriving hospital; local access to comprehensive health and wellness services for all

CONFLICT OF INTEREST:

Director Powell is in communication with District Council to verify if she has any conflict of interest issues as CEO of the Petaluma Health Center.
CONSENT CALENDAR:

A motion was made by Director Ostroff, seconded by Director Thornton to approve the February 17, 2015 Agenda and the January 20, 2015 minutes. This motion was passed by a vote of 5 ayes (Directors: Ostroff, Powell, Thornton, Hempel, Adams) and 0 noes.

PUBLIC COMMENTS:

There were no public comments.

BOARD COMMENTS:

Director Adams questioned timing on bringing forth updates on the due diligence process in the public section of the Agenda.

Ramona Faith will address the due diligence process in the monthly CEO report.

ADMINISTRATIVE REPORT:

CEO Report:

Ms. Faith reviewed recent Press Democrat articles regarding the State Department of Health Care Service’s visit on January 27, 2015 and the recent CHIPA presentation by Karen Ben-Moshe of the California Department of Public Health focused on “Health in All Policies”. A site visit packet was distributed to Director’s who did not participate in the event.

Tomorrow’s Leaders Today Government Day is scheduled for February 24, 2015 at the City of Petaluma Council chamber. High School seniors are invited to learn about elected officials and the role they play in our community. Ramona Faith, Director Thornton, Director Powell and President Hempel will be participating in this event.

The PHCD’s Annual Report is near completion. Once completed, the District will be submitting their application to ACHD for District recognition.

Ms. Faith reported on the Petaluma Chamber After Hours event held on Thursday, February 12, 2015 at the District office noting high attendance by community members and health care workers. Directors Thornton, Powell and President Hempel were also in attendance. The focus of the event was to inform Chamber members and community members about the services and programs the District supports and District involvement in the community.

President’s Report:

President Hempel reminded Directors of the upcoming ACHD Legislative Day scheduled for April 13th and 14th. Director Adams and Ramona Faith will be attending. If any Director is interested in attending, please contact Board Clerk.
Ethics Training for Directors and CEO are due by March 1, 2015.

The Sonoma County Board of Supervisors approved the Conflict of Interest Code for the Petaluma Health Care District on January 27, 2015.

**PHCD BOARD OF DIRECTOR’S COMMITTEE STRUCTURE FOR 2015:**

Upon review of proposed committee structure, President Hempel assigned Directors to Board committees for 2015. (Attachment 1)

**MAY DISTRICT RECOGNITION:**

ACHD worked with Legislature to proclaim the month of May 2014 as Health Care District Month in California. This year, ACHD is requesting each individual District to recognize May as Health Care District month and acknowledge the work they do in their community. Discussion ensued on ways to acknowledge the district to include hosting a health fair for health related organizations to attend and share their work, obtain a proclamation from the City of Petaluma, or host a luncheon and highlight a community member recognized for their contributions to improving the health of our community.

Ms. Faith will follow up with other Health Care Districts on their plans to recognize their District’s efforts for California Health Care District month and present options at the March board meeting.

**FISCAL SUSTAINABILITY:**

**December 2014 Financials:**

Andrew Koblick presented the December 2014 Financials noting budget challenges due to return on investment portfolio.

As of December 31, 2014 the Statement of Net Assets reflected assets of $12,025,890 and liabilities and deferred revenue of $1,771,821 leaving the net fund balance at $10,254,069.

December 2014 month and year to date net income showed a loss of $175,530 and $523,691 respectively (including unrealized portfolio gain and losses) which is $9,805 worse and $106,126 better than the budgeted month and year to date loss of $165,725 and $629,817 respectively.

A **motion was made by Director Ostroff, seconded by Director Adams to approve the December 2014 financials as presented. This motion was approved by a vote of 5 ayes (Directors: Thornton, Powell, Adams, Hempel, Ostroff) and 0 noes.**

**Lynch Creek Property Update:**

Ramona Faith, CEO, continues to be in communication with Jim Stephens, Browman Development Company regarding the Lynch Creek Walgreens Project. Walgreens is undergoing a reorganization of their executives including the project development department and are evaluating their current projects.
Once a management team member is assigned to the project, Mr. Stephens will be in communication with the District on a timeline to proceed with the Lynch Creek Walgreens Project.

Discussion ensued with Directors requesting Ms. Faith to review the contract between the District and Brownman Development to verify all required deadlines, approvals, or action items/timeframe will not be affected due to the delay by Walgreens.

President Hempel presented Resolution 15-01, Change in Banking to provide authority for the new Board President, Treasurer and Controller to be signers on the Exchange Bank accounts.

A motion was made by Director Ostroff, seconded by Director Adams to approve Resolution 15-01, Change in Banking. This motion passed by a vote of 5 ayes (Directors: Thornton, Powell, Adams, Hempel, Ostroff) and 0 noes.

PETALUMA VALLEY HOSPITAL:

Jane Read, VP of Operations at Petaluma Valley Hospital reported tracking bar code scanning is being implemented, working to revise an acuity tool in determining each patient’s need, and efforts have begun to prepare for the upcoming JCAHO survey.

Petaluma Valley Hospital census continues to be higher than usual due to the increase in flu patients. Early assessment preoperative testing is being outsourced to Santa Rosa. Efforts continue to work with physicians on incorporating the most recent standardized program for order entries.

PETALUMA HEALTH CENTER:

Kathie Powell, CEO, reported the Sonoma County Board of Supervisors approved $500,000 for the Rohnert Park Community Health Care Center to be used for fixed assets. The 35,000 square foot clinic will assist in serving Rohnert Park and Cotati residents who lack adequate access to dental, mental health and primary care.

PETALUMA PEOPLE SERVICES CENTER:

Elece Hempel, Executive Director for Petaluma People Services Center (PPSC), will be participating in a discussion with other leaders of the community in a hunger index forum. The goal of this event is to provide a better understanding to our elected officials on the hunger issues in our community.

On February 24, 2015, Marc Levine and PPSC will be hosting a workshop for undocumented individuals who are interested in obtaining a driver’s license.

PPSC’s Rock ‘n Bowl event is scheduled for March 27, 2015 for their annual fund raising event.

INFORMATIONAL ITEMS:

Ramona Faith reviewed upcoming events, letters of acknowledgement, newspaper articles, and future board meetings.
ADJOURNED TO CLOSED SESSION:

President Hempel adjourned the meeting into closed session pursuant to:

- Government Code §54957.6 closed session regarding employee matters
- Trade Secrets (Health & Safety Code) Section 32106(b). Discussion will concern development of new services and programs.
- Government Code §54956.8 closed session; real property transaction; meeting with negotiator – 400 North McDowell Blvd.; The Camden Group

ADJOURN TO OPEN SESSION:

President Hempel adjourned the meeting into open session and reported no action was taken in closed session.

ADJOURN:

President Hempel adjourned the meeting at 3:40pm

Submitted by Fran Adams, Board Secretary

RECORDED BY: Suzanne Cochrane, Board Clerk