



**MINUTES OF THE JANUARY 15, 2020 MEETING OF THE
PETALUMA HEALTH CARE DISTRICT BOARD OF DIRECTORS**

CALL TO ORDER

President Hempel called the meeting to order at 5:31 PM in the lobby conference room at 1425 North McDowell Boulevard.

PRESENT

Elece Hempel, President
Crista Nelson, Vice President
Gabiella Ambrosi, Director-at-Large
Jeffrey Tobias, MD, Treasurer
Fran Adams, RN, BSN, Secretary

ALSO PRESENT

Ramona Faith, CEO, PHCD
Andrew Koblick, Controller, PHCD
David Southerland, Vice President of Operations, PVH
Wendi Thomas, Director of Nursing (Inpatient and Emergency Services), PVH
Matt Kelman, Exchange Bank
Donald J. Bouey, Esq. – via conference call, Walnut Creek, CA
Cathy Salenko, Esq. – via conference call, Sacramento, CA
Gina Studebaker, Board Clerk, PHCD

CALL FOR CONFLICT

President Hempel called for conflict. There was none.

MISSION AND VISION

Director Ambrosi 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.

CONSENT CALENDAR

A MOTION was made by Director Adams and seconded by Director Ambrosi to approve the agenda for January 15, 2020, and minutes of the PHCD Board meeting of December 4, 2019 with changes on the minutes after it was distributed; and minutes of the PHCD Special Board meeting. This motion was PASSED by a vote of 5 ayes (Directors: Adams, Ambrosi, Hempel, Nelson and Tobias) and 0 noes.

PUBLIC COMMENTS ON NON-AGENDIZED ITEMS

Mr. Tyler Kissinger, representative of National Union Healthcare Workers (NUHW), gave an update on the bargaining progress between NUHW and PVH. The comprehensive proposal on the outstanding items were wages, health care, PTO and retirement. It consisted of fair wages, protection against changes to the retirement program made without bargaining and preserving health care options that exist and maintaining the PTO accrual rate for everyone at PVH. The union received two responses; one was on PTO and the other was retirement. Providence St. Joseph had proposed to give them the ability to unilaterally modify the retirement program of the numbers at PVH without negotiations. NUHW does not intend to make any changes. They had asked Providence St. Joseph to come prepared and discuss their proposal at the next bargaining session on January 28, 2020.

Mr. Jim Goerlich, RN, at PVH and President of the Petaluma Staff Nurse Partnership (PSNP) provided an update on the negotiations where there was no movement from Providence St. Joseph, even though PSNP had presented all of their needs and concerns on the table. They are waiting for information from their request on healthcare benefits. There had been a couple of things that had been agreed to concerning compensation. However, the two parties are still far from negotiations, not only on wages and compensation, but major aspects of the contract.

He presented a proposal from PVH pertaining to an immediate 2% wage increase, but with conditions. PSNP were told for years that PVH could not give them a wage increase, but they could and did. Whereas, in the last four years the wage increase had become further and further behind that it's impossible to recruit nurses nor to keep nurses at PVH. Also, it was announced that there would be no retroactive pay.

Mr. Goerlich quickly mentioned that Professional Performance Committee (PPC) have reached out to PVH prior to NUHW strike and had asked about safety concerns and how PVH will be staffed safely. There was no response.

In conclusion, PSNP would start sending the Board the latest proposals on issues that are outstanding.

BOARD COMMENT

Director Ambrosi gave a brief summary of Chapters 42 & 43 from *52 Ways to be a Better Board* that described knowing the rules of order and winning wars, not battles.

Director Adams will read Chapters 44 & 45 at the next Board meeting and Director Hempel will be the back-up.

PETALUMA VALLEY HOSPITAL SRM Alliance Board Update

Mr. David Southerland, VP of Operations, at PVH and Santa Rosa Memorial Hospital briefly summarized operational issues that had happened within the past month. The Family Birthing Center received an honorable award given to hospitals by the California Health and Human Services for a low primary C-section rate. HAI continues to be very good. For the past year PVH had three UTIs and one C. diff. Overall, sepsis mortality rate for the year continues to be exceptional. The observed expected ratio is .71 (71%). The Compassionate Care Experience is 66.26, but the goal was 71.32. Readmissions saw a slight increase, again to observe expected ratio was at 1.0 and the goal was 0.92.

Sonoma Heritage Group, which is affiliated with Providence St. Joseph Health, has been successful in recruiting two general surgeons in Sonoma County. There will be more resources to cover the general surgeon requirements for PVH. Dr. James Wang is completing his general surgeon residency and will be available on August 2020. Dr. James Snyder, an experienced surgeon, will start in June 2020. There is already a general surgeon in the community, Dr. Schulte. With the three surgeons the Sonoma Heritage Group has committed to having a full time surgeon available in PVH at all times.

Mr. Southerland discussed the “PVH First Project” with an initial meeting last October 2019 and a follow-up meeting in December 2019 with PVH physicians. Due to physicians staffing, there was a verbal agreement with the Chief Hospitalist, Dr. Lally, not to go above 36-38 patients throughout the month of December 2019. Therefore, based upon their nursing staffing they can push their census into the low 40s.

He had informed that he and Ms. Thomas would begin working on another project called “Collaborative Care”, which is a similar project at Santa Rosa Memorial Hospital. This project is to work with hospitalists, in conjunction with Administration, to monitor and drive the average length of stay down to a goal of 4.25, which was a new benchmark for PVH. While SRMH’s goal was 5.25.

He proudly announced that Cynthia Reynolds, RN, at PVH ED was selected earlier in the year, as the recipient of the Values in Action Award for Northern California.

Mr. Southerland quickly mentioned the Caregiver Engagement scores have been received and would be sharing them with the leadership team and develop an action plan on how to share with the caregivers.

He discussed the ongoing labor negotiations. PVH had suggested to have a federal mediator involved, but the union members rejected the idea. He also stated that they continue to come unprepared at the negotiations meeting. PVH’s actual negotiations was 41 minutes, while they spent three hours caucusing on their own. Three hours of valuable time that were set aside for negotiations working with their attorneys. On a positive note, Mr. Southerland and Ms. Thomas met with the Union President, Mr. Jim Goerlich, to review environmental and safety concerns. It was collaborative and exchanged good information with each other.

From the security standpoint, PVH has moved to a new security staffing model called “322”, which means three guards during the day, two in the afternoon and two at night that increased staffing by 50% for security purposes. Providence SJH has initiated a Workplace Violence Task Force for all 51 hospitals across the west coast. The health systems are taking this very seriously and all hospitals across the country in regards to the mental health issues and substance abuse patients. Providence SJH also provides training for the caregivers, who are interested in taking the “Workplace Violence” course that SJH offers to their security guards. Ms. Thomas had worked and educated the security guards on how to manage patients when confronted, primarily in the ER and other places at the hospital.

Mr. Southerland gave a brief overview of the facilities and capital developments. PVH had acquired a couple pieces of equipment. One is called a vein view finder for adult and pediatric patients that is an infrared technology that looks into the patient’s arm, leg or foot; and the other is a pediatric scope for patients who need to be intubated. In addition, they are continuing to work on their facilities and capital needs. The roofing project is about 80-90% complete. Waiting for the weather to clear, in order to complete the project. Also waiting for OSHPD approval are the medical surgical medication room and nutrition room, family birthing center, nutrition room and labor and delivery. PVH received OSHPD approval for the pulmonary rehab locker room to replace the sheet rock; and kitchen project and construction had begun.

A comment was made by CEO Faith that she and the PHCD Board were blindsided by the memo Mr. Kevin Klockenga, CEO, Providence SJH and Mr. Tyler Hedden, interim President/COO of Providence SJH sent during the holidays to the employees, volunteers and medical staff in regards to an LOI being submitted that resulted in numerous calls received at the PHCD office. CEO Faith contacted Mr. Klockenga and he apologized for the oversight and that PHCD should have been informed. CEO Faith continued to say that it was discussed a couple of years ago with Mr. Klockenga to keep each other informed, not only as a common courtesy, but when it comes to communication between PHCD and SJH.

ADMINISTRATIVE REPORTS

PRESIDENT’S REPORT

President Hempel declared that the PHCD Board is in compliance with ACHD.

CEO REPORT

CEO Faith quickly presented the letter to Providence St. Joseph concerning PVH rent payment; the acknowledgment from North Bay Business Journal to PHCD as one of the “healthiest companies” in the North Bay; an article from the Pacific Medical Centers affiliation with Providence St. Joseph and Western Health Connect.

She also wanted to share the work that the Coalition Voice is doing and working with the City of Petaluma and listed PHCD as a partnership in support to passing the TRL on youth vaping. Lastly, she mentioned that PHCD was mentioned in the “Kid Scoop News Health” concerning rings of responsibility.

COMMITTEE REPORT

Director Adams discussed the Hospital Quality Stewardship Committee Meeting on December 2019 with alarming comments that were taken on the minutes with names withheld, due to fear of retaliation from management. The issues that were raised was lack of communication and lack of tools to do their job.

President Hempel quickly commented that PVH leadership team should start reading the PHCD board packets. It was recommended that CEO Faith include the Hospital Quality Stewardship Committee meeting minutes with the CEO Report.

FINANCIAL SUSTAINABILITY

Mr. Matt Kelman of Exchange Bank gave an update on the fourth quarter 2019 market and investments of PHCD and stated there was a half percent increase in the portfolio.

Mr. Koblick briefly summarized the assets and depreciation where the cash was even, expenses have been decreasing consistently within the last three years. He concluded that Healthquest's revenues have been growing.

Lastly, Director Tobias commented on the financial sustainability where there has been no rent payment coming in from PVH, which will have a financial impact on the ability to continue funding PHCD. He added that when the budget was created for the fiscal year, it was anticipated that by this time an agreement would be in place and some revenue stream would be replacing the former well-below market rent that they were paying. However, that did not happen and will not know when it will happen. Therefore, he had asked the Board how much time is needed before adjusting the budget. It was anticipated that it would be adjusted.

He stated that there was a small amount that's been budgeted for grants and the majority of expenses is payroll. It was recommended to bring some scenarios at the next Board meeting.

INFORMATIONAL ITEMS

President Hempel informed that she is unable to attend the "State of Our City" luncheon hosted by the Petaluma Chamber of Commerce on Friday, February 28 and encouraged the Board members to attend.

In addition, CEO Faith announced that the February Board meeting needs to be rescheduled and it was suggested to send a Doodle poll to the Board for more options on dates.

PUBLIC COMMENTS ON CLOSED SESSION

There were no public comments.

ADJOURN TO CLOSED SESSION

President Hempel adjourned the meeting into closed session at 7:15 PM for discussion pursuant to **Government Code §54956.8** Closed Session; real property transaction; meeting with negotiator – 400 North McDowell Boulevard.

ADJOURN TO OPEN SESSION

President Hempel adjourned the meeting to open session at 8:25 PM and reported that Mr. Spees and the attorneys are to review and revise the letter regarding rent payment for PVH in closed session.

PLUS / DELTA

No new business was proposed.

ADJOURN

The next Special Board meeting will be on February 4, 2020 at 7:30 AM.

President Hempel adjourned the meeting at 8:25 PM.

Submitted by Fran Adams, Board Secretary

Recorded by Gina Studebaker, Board Clerk