

AGENDA

Petaluma Health Care District Board of Directors

Special Board Meeting

Date: Thursday, August 6, 2020

Time: **7:30 am – 8:00 am Closed Session**

8:00 am – 8:38 am Open Public Session

Virtual Meeting via Zoom (instructions on how to join below)

Due to the COVID-19 pandemic and the California Governor issuing an executive order suspending certain portions of the Brown Act PHCD Board Meetings are conducted as virtual meetings. The Petaluma Health Care District Special Board Meeting for Thursday, August 6, 2020 will begin at 7:30 a.m. in closed session followed by an 8:00 a.m. open public session.

- **Members of the public can observe or participate in the virtual meeting during open session by:**

Clicking on the following Zoom link to join the virtual meeting:

<https://zoom.us/j/94303099897?pwd=N1BMMIZNNXpsT3FqRkVJS2tQeVJjZz09>

Passcode: 514011

Or join by telephone: 1-669-900-9128, Webinar ID: 943 0309 9897 | Passcode: 514011

- Public wanting to address the Board during *public comments on non-agendized or closed session items* can do so by joining the virtual meeting using the Zoom link above at 7:30 a.m. prior to the Board of Directors going into closed session.
- Public who cannot participate in the open public session, but want to provide public input can email their comment to gstudebaker@phcd.org by 5:00 p.m. on Wednesday, 8/5 and the comment will be read out loud during the open meeting. There will be 3 minutes allowed per public comment.

Meeting Roles:

Elece Hempel, President

Gina Studebaker

Leader

Recorder

MISSION	<i>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.</i>
VISION	<i>The Petaluma Health Care District envisions a healthy community, a thriving hospital, and equitable access to health and wellness services for all.</i>

COMMUNICATION NORMS

1. All communication will be accurate and brief
2. Board and staff will actively listen and respond honestly and respectfully
3. Always check your assumptions
4. Apply these principles at each Board meeting

The Board values public comments and wishes to convey that although Board members cannot discuss items that are not on the agenda, they listen carefully and appreciate and value input from the public.

There are two opportunities to address the Board during the Board meeting. The first opportunity is during *Public Comments* where the public is invited to make comments on items that are not listed on the current agenda. Public comments are limited to 3 minutes per person. The Board is scheduled to receive no more than 15 minutes of public comments in total unless the Board approves a longer period. If more than three persons wish to address the Board on the same topic, they are encouraged to select a spokesperson. The Board does not take action or discuss items not appearing on the agenda.

The second opportunity for public input is before the Board discusses and takes action on a specific Agenda item. The Petaluma Health Care District is governed by a publicly elected five-member Board of Directors to serve Southern Sonoma County. Board of Directors meetings are typically held on the third Wednesday of each month from 5:30 to 8:30 PM unless otherwise noticed. Copies of agendas and approved minutes are available on the PHCD website, www.phcd.org.

STRATEGIC PRIORITY	AGENDA ITEM	METHOD	TIME	RESPONSIBILITY
	1. CALL TO ORDER <ul style="list-style-type: none"> • Roll Call • Timekeeper • Call for Conflict • Mission and Vision 	(1 minute)	7:30 am	Elece Hempel, Board President
	2. CONSENT CALENDAR The following items are considered routine and non-controversial and will be enacted by one motion as recommended. At the request of the Board of Directors, a specific item may be discussed and/or removed from the Consent Calendar for separate action. <ul style="list-style-type: none"> ○ Approval of August 6, 2020 Board Agenda 	Motion and Action (3 minutes)	7:31 am	Elece Hempel, Board President
	3. PUBLIC COMMENTS (non-agenda items)	Informational (3 minutes)	7:34 am	
	4. BOARD COMMENTS	Informational (1 minute)	7:37 am	
	5. ANNOUNCEMENT OF CLOSED SESSION ITEMS	Action (1 minute)	7:38 am	Elece Hempel, Board President
	6. PUBLIC COMMENTS ON CLOSED SESSION ITEMS	Informational (1 minute)	7:39 am	

	7. ADJOURN TO CLOSED SESSION a. Government Code §54956.8 Closed Session; real property transaction; meeting with negotiator – (400 North McDowell Blvd.); Bouey & Black LLP; Best, Best and Krieger LLP; and Marine Street Consulting, LLC	Action (20 minutes)	7:40 am	Elece Hempel, Board President
	8. ADJOURN TO OPEN SESSION	Action (3 minutes)	8:00 am	Elece Hempel, Board President
GOVERNANCE	9. PROPOSAL OF PETALUMA VALLEY HOSPITAL RENT AND TOLLING AGREEMENT <i>Public Comments</i>	Discussion/ Action (5 minutes)	8:03 am	Elece Hempel, Board President
GOVERNANCE	10. RESOLUTION 20-04 <ul style="list-style-type: none"> APPROVAL OF TERM SHEET FOR PURCHASE AND SALE OF PETALUMA VALLEY HOSPITAL, ITS REAL AND PERSONAL PROPERTY AND RELATED BUSINESS AND ASSETS, BY NORCAL HEALTHCONNECT, LLC, A SECULAR AFFILIATE OF PROVIDENCE ST. JOSEPH HEALTH, AND ITS CONTINUED OPERATION AS AN ACUTE CARE HOSPITAL WITH AN EMERGENCY ROOM FOR 20 YEARS <i>Public Comments</i>	Discussion/ Action (15 minutes)	8:08 am	Elece Hempel, Board President
GOVERNANCE	11. RESOLUTION 20-05 <ul style="list-style-type: none"> RESOLUTION OF THE BOARD OF DIRECTORS OF THE PETALUMA HEALTH CARE DISTRICT, COUNTY OF SONOMA, STATE OF CALIFORNIA, CALLING AN ELECTION TO PLACE A MEASURE ON THE NOVEMBER 3, 2020 BALLOT AND REQUESTING CONSOLIDATION OF THIS ELECTION WITH THE ESTABLISHED ELECTION TO BE HELD ON NOVEMBER 3, 2020, REQUESTING THE SERVICES OF THE SONOMA COUNTY REGISTRAR OF VOTERS, AND PROVIDING THAT A COPY OF THE MEASURE WILL BE TRANSMITTED TO THE COUNTY COUNSEL FOR PREPARATION OF AN IMPARTIAL ANALYSIS <i>Public Comments</i>	Discussion/ Action (15 minutes)	8:23 am	Elece Hempel, Board President
	12. ADJOURN	Action	8:38 am	Elece Hempel, Board President

CONFERENCE CALL LOCATION ADDENDUM

NAME	PHYSICAL ADDRESS
Donald J. Bouey Bouey & Black LLP	1615 Bonanza Street, Suite 305 Walnut Creek, CA 94596
Cathy Salenko Best, Best and Krieger LLP	500 Capitol Mall, Suite 1700 Sacramento, CA 95814
Jonathan J. Spees Marine Street Consulting, LLC	930 S. Biron Drive Wisconsin Rapids, WI 54494