



**NOTICE AND AGENDA
PALM DRIVE HEALTH CARE DISTRICT
BOARD OF DIRECTORS
January 8, 2018**

Regular Meeting

Open Session 7:30 p.m.

Sonoma West Medical Center
Conference Room
501 Petaluma
Avenue
Sebastopol, CA 95472
(707) 823-3586

Our Vision: Through engagement with our diverse West County population the district will promote improved health and wellbeing.

Our Mission: Palm Drive Health Care District exists to deliver access to quality and compassionate health services responsive to the needs of our District.

Our Values: Integrity- Leadership – Caring - Perseverance

PLEASE TURN YOUR CELL PHONES OFF

CALL TO ORDER

ROLL CALL

APPROVAL OF AGENDA

PUBLIC COMMENTS

The vice chair will accept comments from the audience on any items not listed on the agenda. Questions may be referred to staff for response at a later time. Please limit your comments to 3 minutes.

CORRESPONDENCE

None

CONSENT CALENDAR

1. Approval of the Board of Directors Meeting Minutes of December 4, 2017 (Action)(D. Colthurst)
2. Approval of the Board of Directors Meeting Minutes of December 18, 2017 (Action)(D. Colthurst)

DISCUSSION AND ACTION ITEMS

1. PDHCD Finance Committee Report. (Discussion) (G. Thomas)
2. Update on Bankruptcy Case (Discussion)(A. Brogan)
3. Discussion, Consideration and Possible Action on Resolution 18-01 Opening of County Bank Account (Action)(A.Brogan)
4. 2018 Board Meeting Calendar as Approved At the December 18, 2017 PDHCD Board Meeting (Discussion)(A. Brogan)
5. 2018 Leadership Academy – February 8-9, 2018 (Discussion)(A.Brogan)
6. Discussion Consideration and Possible Approval of an Executive Directors Contract (Action)(A.Brogan)
7. Discussion, Consideration and Possible Approval of Changing Board Agenda Development Policy (Action)(A.Brogan)
8. Nomination & Election of PDHCD Officers and Committee Assignments for 2018. (Action)(D.Colthurst)
9. Discussion, Consideration and Possible Action on Code of Conduct and Public Meeting Protocol (Action)(A. Brogan)

INFORMATIONAL REPORTS TO THE BOARD

1. Health Action Committee Update (R. Powers/E Klich-Heartt/A. Brogan)
2. Executive Director Report (A. Brogan)
3. Presidents Report (D. Colthurst)

Proposals for Future Agenda Items

(Action)(D. Colthurst)

ADJOURNMENT

Palm Drive Health Care District

Members of the public have the right to speak on any item on the published agenda. If you wish to speak about a matter not on the published agenda, please make your comments during the portion of the meeting designated for Public Comments. Please limit your remarks to three minutes. Please note that, with some exceptions, the District Board does not engage in discussion or take action on non-agenized matters. However, the board may respond briefly to public comments, refer matters to staff; ask questions for clarification, or schedule matters for future agenda. Materials related to open session items on this agenda that are submitted to the Board or committee after distribution of the agenda packet are available for public inspection during normal business hours at 612 Petaluma Avenue, Sebastopol, CA.

Consent Items:

Palm Drive Health Care District Special Board of Directors Meeting

Minutes

Date/Time: December 4, 2017

Location: Sonoma West Medical Center
Conference Room
501 Petaluma Avenue
Sebastopol, CA 95472

The meeting was called to order at 8:00 p.m.

ROLL CALL:

Dennis Colthurst	Present
Richard Powers, M.D. Vice President	Present
Eira Klich-Heartt, Secretary	Present
Gail Thomas, Treasurer	Present
Jim Horn, Member	Present

Administrative, Others Present:

Bill Arnone, Legal Counsel
Alanna Brogan, Executive Director

APPROVAL OF AGENDA

Motion to approve the agenda made by Director Thomas seconded by Director Powers which motion passed unanimously.

PUBLIC COMMENT

Public comment was requested and received.

ADJOURNMENT

The meeting was adjourned at 8:23 p.m. due to disruptive behavior of the public.

Respectfully Submitted
Janet Harris
Clerk of the Board
Palm Drive Health Care District

Palm Drive Health Care District Special Board of Directors Meeting

Minutes

Date/Time: December 18, 2017

Location: Sonoma West Medical Center
Conference Room
501 Petaluma Avenue
Sebastopol, CA 95472

The meeting was called to order at 5:30 p.m.

ROLL CALL:

Dennis Colthurst	Present
Richard Powers, M.D. Vice President	Present
Eira Klich-Heartt, Secretary	Present
Gail Thomas, Treasurer	Present
Jim Horn, Member	Present

Administrative, Others Present:

Bill Arnone, Legal Counsel
Alanna Brogan, Executive Director

APPROVAL OF AGENDA

Motion to approve the agenda made by Director Powers, seconded by Director Klich-Heartt, which motion passed unanimously.

PUBLIC COMMENT

Public comment was requested and received.

CONSENT CALENDAR

Director Horn requested a correction to the November 3rd Minutes. Correct the second sentence under Item 1, to Mr. Arnone stated that this contract was not a part of the initial contracts. and a request to correct the November 20th Minutes to change Consultant to Member for Mr. Cary.

Motion was made to approve the minutes of November 3rd and 20th with corrections and the Minutes of November 6, by Director Powers, seconded by Director Horn which motion passed unanimously.

DISCUSSION AND ACTION ITEMS

1. PDHCD Finance Committee Report

Director Thomas gave an overview of the finance reports with both Directors Horn and Thomas pointing out other issues that were discussed at the Finance Committee meeting that day.

2. Discussion, Consideration and Possible Action on 90 Day Review of Time/Date Calendar for the PDHCD Board Meetings

After discussion a motion was made by Director Horn to continue to meet on the first Monday of the month, except for holidays, which would move the meetings to the second Monday of the month, with a start time of 7:30 p.m., seconded by Director Klich-Heartt, which motion passed unanimously.

3. Discussion Consideration and Possible Approval of a RFP for the Sale of the Hospital.

Director Horn gave a brief dissertation of why he thinks that an RFP for the sale or lease of the hospital with the hospital being maintained as a hospital or an RFP for the sale or lease of the hospital as real estate should be done.

Discussion ensued with Director Horn making a motion to create an ad hoc committee to develop an RFP for sale or lease of the hospital, with the RFP to be brought back to the Board in February, seconded by Director Klich-Heartt which motion failed with Directors Thomas, Powers and Chair Colthurst voting Nay.

Director Colthurst gave direction to staff to gather information as needed for an RFP.

4. Discussion, Consideration and Possible Approval of Changing Board Agenda Development Policy.

Director Horn introduced the purposed new policy with a motion to adopt the modified agenda policy that was included in the agenda packet. There was no second for this motion.

Ms. Brogan reviewed the main differences of the purposed agenda comparing it to the current policy.

Chair Colthurst directed Ms. Brogan to take the existing policy and edit comments that were presented along with the dialog that occurred at this meeting and bring the information back in January for Board discussion and possible approval.

5. Discussion and Brief Overview/Update on Bankruptcy Process.

Ms. Brogan reviewed the information provided in the agenda packet.

INFORMATION REPORTS TO THE BOARD

1. Health Action Committee Report

Directors Powers and Klich-Heartt gave an update on the committee.

2. Executive Directors Report

Ms. Brogan reviewed her report that was included in the agenda packet.

3. Presidents Report

Chair Colthurst stated that he hoped in the future all could work together.

ADJOURNMENT

The meeting was adjourned at 07:28 p.m.

Respectfully Submitted
Janet Harris
Clerk of the Board
Palm Drive Health Care District

8:08 AM
12/13/17
Accrual Basis

Palm Drive Healthcare District
Balance Sheet
As of November 30, 2017

	Nov 30, 17	Oct 31, 17	\$ Change
ASSETS			
Current Assets			
Checking/Savings			
Cash			
1000-00 - EB Operating 4276	435,082.29		
1002-02 - EB Bkpcy Con 6292	125,462.13	184,854.17	250,228.12
1001-00 - EB SWMC Clear 9508	1,341.37	50,180.30	75,281.83
Total Cash	561,885.79	236,711.95	325,173.84
Restricted Cash			
1009-12 - WF 8805 2010 Secured	10,353.54	10,346.13	7.41
1009-23 - WF 8300 2005 Bond	1,151,854.77	1,150,966.65	888.12
1009-50 - WF 8801 2010 Reserve	979,926.80	979,175.00	751.80
1900 - GO Bond Reserve SCAO (Non Cash)	697,592.97	697,592.97	0.00
Total Restricted Cash	2,839,728.08	2,838,080.75	1,647.33
Total Checking/Savings	3,401,613.87	3,074,792.70	326,821.17
Other Current Assets			
1109 - Prepaid Contracts	0.00	400,000.00	-400,000.00
1061 - Due from SWMC	3,320.50	3,320.50	0.00
1062 - Property Tax Receivable	-181,629.38	-207,577.38	25,948.00
1069-01 - Parcel Tax Receivable	1,334,780.00	1,067,824.00	266,956.00
1107 - Prepaid Deposits	18,061.81	20,177.95	-2,116.14
Total Other Current Assets	1,174,532.93	1,283,745.07	-109,212.14
Total Current Assets	4,576,146.80	4,358,537.77	217,609.03
Fixed Assets			
Property Plant & Equipment			
1265 - CIP-NPC2 Work	604,073.29	604,073.29	0.00
1245 - Leased Assets Farnam	2,237,901.03	2,237,901.03	0.00
1241 - Major Moveable Equipment	8,446,172.84	8,446,172.84	0.00
1221 - Hospital Buildings	3,830,747.69	3,830,747.69	0.00
1230 - Leasehold Improvements	734,627.28	734,627.28	0.00
1201 - Land	5,876,900.00	5,876,900.00	0.00
1210 - Land Improvements	34,492.65	34,492.65	0.00
1285-00 - Accum Dep Farnam Leased Assets	-2,698,363.20	-2,654,988.20	-43,375.00
1275-00 - Accum Dep Fixed Equip	-8,700,437.96	-8,634,351.96	-66,086.00
1271-00 - Accum Dep Hosp Bldg	-2,507,320.32	-2,489,222.32	-18,098.00
1260-00 - Accum Dep Land Impr	-34,493.18	-34,493.18	0.00
Total Property Plant & Equipment	7,824,300.12	7,951,859.12	-127,559.00
Total Fixed Assets	7,824,300.12	7,951,859.12	-127,559.00
TOTAL ASSETS	12,400,446.92	12,310,396.89	90,050.03
LIABILITIES & EQUITY			
Liabilities			
Current Liabilities			
Accounts Payable			
2020 - Post Petition AP	14,665.14	5,725.17	8,939.97
2020-99 - Pre-Petition Liabilities			
2021-00 - Pre Petition Trade Payables	6,762,791.05	6,762,791.05	0.00
2029-99 - Escheatment Refunds	140,273.08	140,273.08	0.00
2030-00 - Wages & Benefits	1,299,276.33	1,299,276.33	0.00
2020-99 - Pre-Petition Liabilities - Other	91,261.00	91,261.00	0.00
Total 2020-99 - Pre-Petition Liabilities	8,293,601.46	8,293,601.46	0.00
Total Accounts Payable	8,308,266.60	8,299,326.63	8,939.97
Other Current Liabilities			
2040 - SWMC AR Held	3,773.81	3,773.81	0.00
2014-10 - Accrued Bond Interest Pay	371,335.57	269,130.32	102,205.25
2063-10 - Cost Report Liability Medicare	238,445.98	243,692.22	-5,246.24

8:08 AM

12/13/17

Accrual Basis

**Palm Drive Healthcare District
Balance Sheet**

As of November 30, 2017

	Nov 30, 17	Oct 31, 17	\$ Change
2064 - Unearned Revenue - GO Bond	697,592.97	697,592.97	0.00
24000 - Payroll Liabilities	-4,976.56	0.00	-4,976.56
Total Other Current Liabilities	1,306,171.77	1,214,189.32	91,982.45
Total Current Liabilities	9,614,438.37	9,513,515.95	100,922.42
Long Term Liabilities			
2270-00 - Bonds Payable			
2255-00 - 2000 Go Bonds Payable (BYM)	3,950,000.00	3,950,000.00	0.00
2274-01 - 2005 Revenue Bonds Payable	6,320,000.00	6,320,000.00	0.00
2274-02 - 2010 Bonds Payable	9,535,000.00	9,535,000.00	0.00
Total 2270-00 - Bonds Payable	19,805,000.00	19,805,000.00	0.00
2271-99 - Leases Payable			
2271-00 - Notes & Loan Pay Non curr	31,267.00	31,267.00	0.00
2271-02 - Note Payable GE C Arm	57,385.65	57,385.65	0.00
2271-05 - Lease payable Farnam	1,750,106.59	1,750,106.59	0.00
Total 2271-99 - Leases Payable	1,838,759.24	1,838,759.24	0.00
Total Long Term Liabilities	21,643,759.24	21,643,759.24	0.00
Total Liabilities	31,258,197.61	31,157,275.19	100,922.42
Equity			
Restricted Fund Balance	2,988,108.00	2,988,108.00	0.00
Unrestricted Fund Balance	-21,044,791.74	-21,044,791.74	0.00
32000 - Retained Earnings	-1,047,454.42	-1,047,454.42	0.00
Net Income	246,387.47	257,259.86	-10,872.39
Total Equity	-18,857,750.69	-18,846,878.30	-10,872.39
TOTAL LIABILITIES & EQUITY	12,400,446.92	12,310,396.89	90,050.03

Palm Drive Healthcare District
Profit & Loss Budget vs. Actual Reporting Month
 November 2017

	Nov 17	Budget	\$ Over Budget
Ordinary Income/Expense			
Income			
4000 - Revenue			
Parcel Tax Revenue CY Attached	187,563.00	187,563.00	0.00
Parcel Tax Revenue Detached	79,393.00	79,393.00	0.00
Property Tax Revenue CY	25,948.00	25,948.00	0.00
Cell Tower	20,000.00	3,500.00	16,500.00
Misc Revenue	532.18	2,000.00	-1,467.82
Interest Income	1,647.33	200.00	1,447.33
Total 4000 - Revenue	<u>315,083.51</u>	<u>298,604.00</u>	<u>16,479.51</u>
Total Income	<u>315,083.51</u>	<u>298,604.00</u>	<u>16,479.51</u>
Gross Profit	<u>315,083.51</u>	<u>298,604.00</u>	<u>16,479.51</u>
Expense			
Operating Expenses			
Staff Expenses			
Salaries & Wages	15,024.50	18,316.67	-3,292.17
Payroll Tax Expense	1,562.84	1,401.23	161.61
Employee Benefits	751.77	1,079.50	-327.73
Worker's Compensation	0.00	183.17	-183.17
Total Staff Expenses	<u>17,339.11</u>	<u>20,980.57</u>	<u>-3,641.46</u>
Professional Services			
Bookkeeping	2,000.00	2,000.00	0.00
Legal Fees General	21,150.00	10,000.00	11,150.00
Legal Bankruptcy	2,083.00	30,000.00	-27,917.00
Professional Fees Other	31,852.15	5,000.00	26,852.15
Total Professional Services	<u>57,085.15</u>	<u>47,000.00</u>	<u>10,085.15</u>
Office Expenses (H)			
Bank Charges	354.28	200.00	154.28
IT / Computer Expense	2,892.33	500.00	2,392.33
Licenses and Fees	25.00	100.00	-75.00
Rent	0.00	1,275.00	-1,275.00
Storage	468.00	420.00	48.00
Supplies	1,055.85	250.00	805.85
Utilities (Tel/PGE)	252.71	300.00	-47.29
Total Office Expenses (H)	<u>5,048.17</u>	<u>3,045.00</u>	<u>2,003.17</u>
Directors Expense (H)			
Cont Education	7,909.91	0.00	7,909.91
Ins Exp D&O/Property	2,522.30	2,700.00	-177.70
Total Directors Expense (H)	<u>10,432.21</u>	<u>2,700.00</u>	<u>7,732.21</u>
Total Operating Expenses	<u>89,904.64</u>	<u>73,725.57</u>	<u>16,179.07</u>
Contractual Payments			
Bankruptcy Contingency	0.00	25,100.00	-25,100.00
Medical Records	5,130.91	4,000.00	1,130.91

8:04 AM
 12/13/17
 Accrual Basis

Palm Drive Healthcare District
Profit & Loss Budget vs. Actual Reporting Month
 November 2017

	Nov 17	Budget	\$ Over Budget
Building Maintenance	0.00	10,000.00	-10,000.00
Interest Exp Cost Report or CMS	406.10	488.00	-81.90
Total Contractual Payments	5,537.01	39,588.00	-34,050.99
Community Health Services			
West County Community Services	0.00	166.67	-166.67
General Community Health	150.00	983.33	-833.33
Sponsorship	0.00	500.00	-500.00
West County Health (H)			
RRARA	0.00	500.00	-500.00
Total West County Health (H)	0.00	500.00	-500.00
Senior Centers	600.00	0.00	600.00
Total Community Health Services	750.00	2,150.00	-1,400.00
Non - Operating (Revenue) / Exp			
Exp - Bond Interest Exp	102,205.25	102,205.25	0.00
Total Non - Operating (Revenue) / Exp	102,205.25	102,205.25	0.00
Depreciation Header			
Dep Exp - Cap Lse Eq	43,375.00	43,375.00	0.00
Dep Exp - Major Mov Eq	66,086.00	66,086.00	0.00
Dep Exp - Bld & Improvements	18,098.00	18,098.00	0.00
Total Depreciation Header	127,559.00	127,559.00	0.00
Total Expense	325,955.90	345,227.82	-19,271.92
Net Ordinary Income	-10,872.39	-46,623.82	35,751.43
Net Income	-10,872.39	-46,623.82	35,751.43

Palm Drive Healthcare District
Profit & Loss Budget vs. Actual YTD
 July through November 2017

	<u>Jul - Nov 17</u>	<u>Budget</u>	<u>\$ Over Budget</u>
Ordinary Income/Expense			
Income			
4000 - Revenue			
Parcel Tax Revenue CY Attached	937,815.00	937,815.00	0.00
Parcel Tax Revenue Detached	396,965.00	396,965.00	0.00
Property Tax Revenue CY	129,740.00	129,740.00	0.00
Prime Grant/IGT Income	0.00	750,000.00	-750,000.00
CMSP Income	250,384.88		
Cell Tower	20,000.00	37,500.00	-17,500.00
Misc Revenue	6,371.49	10,000.00	-3,628.51
Interest Income	9,027.38	1,000.00	8,027.38
Total 4000 - Revenue	<u>1,750,303.75</u>	<u>2,263,020.00</u>	<u>-512,716.25</u>
Total Income	<u>1,750,303.75</u>	<u>2,263,020.00</u>	<u>-512,716.25</u>
Gross Profit	<u>1,750,303.75</u>	<u>2,263,020.00</u>	<u>-512,716.25</u>
Expense			
Operating Expenses			
Staff Expenses			
Salaries & Wages	75,379.50	91,583.35	-16,203.85
Payroll Tax Expense	7,482.52	7,006.15	476.37
Employee Benefits	5,226.45	5,397.50	-171.05
Worker's Compensation	0.00	915.85	-915.85
Total Staff Expenses	<u>88,088.47</u>	<u>104,902.85</u>	<u>-16,814.38</u>
Professional Services			
Accounting	5,290.00	0.00	5,290.00
Bookkeeping	11,660.91	10,000.00	1,660.91
Legal Fees General	60,953.32	105,000.00	-44,046.68
Legal Bankruptcy	22,076.76	143,000.00	-120,923.24
Professional Fees Other	36,678.56	25,000.00	11,678.56
Total Professional Services	<u>136,659.55</u>	<u>283,000.00</u>	<u>-146,340.45</u>
Office Expenses (H)			
Bank Charges	1,939.63	8,800.00	-6,860.37
IT / Computer Expense	7,250.66	3,300.00	3,950.66
Licenses and Fees	25.00	500.00	-475.00
Rent	0.00	6,375.00	-6,375.00
Storage	2,340.00	2,100.00	240.00
Supplies	1,337.33	1,250.00	87.33
Utilities (Tel/PGE)	2,262.93	1,500.00	762.93
Total Office Expenses (H)	<u>15,155.55</u>	<u>23,825.00</u>	<u>-8,669.45</u>
Directors Expense (H)			
Cont Education	8,394.91	8,200.00	194.91
Ins Exp D&O/Property	12,611.50	16,668.00	-4,056.50
Total Directors Expense (H)	<u>21,006.41</u>	<u>24,868.00</u>	<u>-3,861.59</u>
Total Operating Expenses	<u>260,909.98</u>	<u>436,595.85</u>	<u>-175,685.87</u>

8:06 AM

12/13/17

Accrual Basis

Palm Drive Healthcare District
Profit & Loss Budget vs. Actual YTD
 July through November 2017

	Jul - Nov 17	Budget	\$ Over Budget
Contractual Payments			
Bankruptcy Contingency	0.00	125,500.00	-125,500.00
CMSP Cost Report *	50,076.98	0.00	50,076.98
Medical Records	24,992.38	20,000.00	4,992.38
Prime Grant/IGT Contract Exp	0.00	375,000.00	-375,000.00
Prime Grant/IGT to SWMC	0.00	375,000.00	-375,000.00
Building Maintenance	11,518.33	50,000.00	-38,481.67
Interest Exp Cost Report or CMS	2,091.78	2,440.00	-348.22
Total Contractual Payments	<u>88,679.47</u>	<u>947,940.00</u>	<u>-859,260.53</u>
Community Health Services			
West County Community Services	0.00	833.35	-833.35
General Community Health	150.00	4,916.65	-4,766.65
Sponsorship	0.00	2,500.00	-2,500.00
District Comm Services Various	645.58	0.00	645.58
Bodega Bay Fire Services	0.00	11,000.00	-11,000.00
West County Health (H)			
RRARA	3,000.00	2,500.00	500.00
Total West County Health (H)	<u>3,000.00</u>	<u>2,500.00</u>	<u>500.00</u>
Senior Centers	1,400.00	0.00	1,400.00
Total Community Health Services	<u>5,195.58</u>	<u>21,750.00</u>	<u>-16,554.42</u>
Non - Operating (Revenue) / Exp			
NonOp Inc/Exp Parcel Tax Refund	310.00	2,066.67	-1,756.67
Exp - Bond Interest Exp	511,026.25	511,026.25	0.00
Total Non - Operating (Revenue) / Exp	<u>511,336.25</u>	<u>513,092.92</u>	<u>-1,756.67</u>
Depreciation Header			
Dep Exp - Cap Lse Eq	216,875.00	216,875.00	0.00
Dep Exp - Major Mov Eq	330,430.00	330,430.00	0.00
Dep Exp - Bld & Improvements	90,490.00	90,490.00	0.00
Total Depreciation Header	<u>637,795.00</u>	<u>637,795.00</u>	<u>0.00</u>
Total Expense	<u>1,503,916.28</u>	<u>2,557,173.77</u>	<u>-1,053,257.49</u>
Net Ordinary Income	246,387.47	-294,153.77	540,541.24
Net Income	<u>246,387.47</u>	<u>-294,153.77</u>	<u>540,541.24</u>



**BOARD OF DIRECTORS
Board Meeting Calendar**

2018

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Meetings Begin at 7:30 in the Sonoma West Medical Center Conference Room

January 8, 2018
February 5, 2018
March 5, 2018
April 2, 2018

May 7, 2018
June 4, 2018
July 2, 2018
August 6, 2018

September 10, 2018
October 1, 2018
November 5, 2018
December 3, 2018

Janet Harris

From: Association of California Healthcare Districts <sheila.johnston@achd.org>
Sent: Wednesday, November 15, 2017 9:32 AM
To: Janet Harris
Subject: Registration is LIVE for ACHD's 2018 Leadership Academy!

Register Today for ACHD's 2018 Leadership Academy!



ASSOCIATION OF CALIFORNIA HEALTHCARE DISTRICTS

The goal of the Leadership Academy is to provide newly elected and returning District Trustees, CEOs, District Staff and Board Clerks with the tools necessary to improve governance effectiveness, sharpen organizational intelligence and be successful leaders in their Healthcare Districts. The Leadership Academy will take place February 8-9, 2018, at the Hyatt Regency Hotel in Sacramento.

We are excited to offer topics including:

- How the Board can ensure an effective delivery of services in the changing health care landscape;
- How to work efficiently with your Local Agency Formation Commission;
- How ACHD is working collaboratively to improve the Healthcare District Law, and what this means for the future of your District;
- How you and your Board can adopt best practices in leadership and governance;
- Complete your AB 1234 Ethics Training, and;
- Increase your understanding of District's financials and the metrics needed to ensure a strong financial performance.

[Click here to register for Leadership Academy!](#)

Location

Hyatt Regency Hotel
1209 L Street
Sacramento, CA 95814



**2018 Leadership Academy
February 8-9, 2018
Hyatt Regency, Sacramento**

Day 1: Thursday, February 8, 2018

7:30 am – 8:30 am
Breakfast

8:30 am – 9:30 am

Welcome

Ken Cohen, Chief Executive Officer

Overview of ACHD, Advocacy, Member Services and Outreach

Amber King, Vice President, Government Affairs

Sheila Johnston, Vice President, Member Relations and Administration

9:30 am – 9:45 am

Break

9:45 am – 10:45 am

Best Practices in Governance

James A. Rice, Ph.D., FACHE, Managing Director & Senior Advisor, Governance and Leadership, Integrated Healthcare Strategies (Confirmed)

Learn about how your Board can adapt to ensure an effective delivery of services, collaborating with stakeholders and sharing resources amongst partners in the community to achieve the Board's mission in a changing policy and political landscape.

10:45 am – 11:45 am

Keys to Understanding and Working with Local Agency Formation Commissions (LAFCO)

Lou Ann Texeira, Executive Director, Contra Costa LAFCO (Confirmed)

Hear from a subject matter expert who has direct experience with Municipal Services Review of three bay area Healthcare Districts.

12:00 pm – 1:15 pm (Working Lunch)

Finding Health Trends and Applying Tools to Meet your District's Mission

Wes Alles, Ph.D., Director, Stanford Health Improvement Program (Confirmed)

Explore current trends in health care including tools that are available to Districts to determine starting points for new services or expanding existing services.

1:30 pm - 2:15 pm

Going to the Ballot? (Confirmed)

Shayna Mittler van Hoften, Partner, Hanon Bridget LLP

Many Healthcare Districts have sought public approval for Healthcare District projects. This session will provide a general understanding of how, when and why the ballot is an important tool for Districts.

2:15 pm – 2:45 pm

101: Healthcare District Law (Confirmed)

Amber King, Jean Hurst

2:45 pm – 3:00 pm

Break

3:00 pm – 4:30 pm

The Brown Act and Fair Political Practices Commission: AB 1234 Training (Session 1)

Gary Winuk, Counsel, Kaufman Legal Group (Confirmed)

Gain an understanding of the Brown Act and the Fair Political Practices Commission, specifically methods of compliance and the implications of non-compliance.



5:30 pm – 6:30 pm

Networking Reception

Mayahuel Restaurant (Approximately .05 blocks from Hyatt Regency Hotel)

Day 2: Friday, February 9, 2018

7:30 am – 8:30 am

Bright Spots Networking Breakfast

8:45 am – 10:00 am

The Brown Act and Fair Political Practices Commission: AB 1234 Training (Session 2)

Gary Winuk, Counsel, Kaufman Legal Group (Confirmed)

Gain an understanding of the Brown Act and the Fair Political Practices Commission, specifically methods of compliance and the implications of non-compliance.

10:00 am – 10:15 am

Break

10:15 am – 11:45 am

Public Sector Financials

Rich Gianello, Partner, WIPFLI Consultants (Confirmed)

Increase your understanding of District financial statements, the key metrics associated with strong financial performance and learn what types of questions to ask when there is variance from financial plans.

11:45 am

Closing Remarks

Ken Cohen, Chief Executive Officer, ACHD

12:00 pm

Lunch



Title: Board Agenda Development	First Approved: 01/09/2017
Custodian: Executive Director	Effective Date: 01/09/2017
Approved by: Board of Directors	Review Dates: 01/8/18

Policy: The policy of the Palm Drive Health Care District (PDHCD) on the development of the Board agendas shall embrace the values of the District and will address the business and programs of the District. The agendas will be developed in a timely way and be informative to the Board and the public. District agendas will comply with the Brown Act and other related laws/regulations.

Purpose:

Well developed and focused Board agendas maximize accuracy, efficiency and productivity of the Board and staff. They are one effective way to communicate regarding the business of the District and its priorities. To that end, this policy will provide clarity on how the agenda is created, how items are selected for the Board meetings, and how they are approved.

Procedure:

PDHCD Board Agenda Development:

1. The Executive Director and Clerk of the Board, in consultation with the Board President, shall develop a draft agenda based on past agendas and the ongoing work of the District.
2. If Board members want to request agenda items be included they will communicate with the Board President to get approval of these additions. Requests need to be submitted no later than 2 days before the agenda needs to be posted.
3. Staff will have a draft agenda ready by 2 days before public notice of the meeting and send it to the Board President, Board members, and General Counsel for review. The President approves the final agenda. and approval.
4. The agenda will be published 72 hours before a regular Board meeting and 24 hours before a Special Meeting, in accordance with the Brown Act.

Standing Committee Agenda Development:

1. The Executive Director and Clerk of the Board, in consultation with the committee chairperson, shall develop a draft agenda based on past agendas and the ongoing work of the District.

2. If committee members want to request agenda items be included they will communicate with the Chair of the committee to get approval of these additions. Requests need to be submitted no later than 2 days before the agenda needs to be posted.
3. Staff will have draft agenda ready 2 days before public notice of the meeting to and send it to the committee chairperson, committee members for review. The Chairperson approves the final agenda. General Counsel will be consulted as necessary.
4. The agenda will be published 72 hours before a regular Board meeting and 24 hours before a Special Meeting in accordance with the Brown Act.

Special Board Meetings:

1. The Board President approves the need for special Board meetings and approves the agenda.



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Procedure:

PDHCD Board Agenda Development:

1. The Executive Director and Clerk of the Board, in consultation with the Board President, shall develop a draft agenda based on past agendas and the ongoing work of the District.
2. If Board members want to request agenda items be included they should speak with the Board President to get approval of these additions. (Leaves this statement out)
3. Staff will have a draft agenda ready by the Wednesday before the Board meeting and send it to the Board President, Board members and General Counsel for review and approval.
4. The agenda will be published 72 hours before a regular Board meeting and 24 hours before a Special Meeting, in accordance with the Brown Act.

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Standing Committee Agenda Development:

1. The Executive Director and Clerk of the Board, in consultation with the committee chairperson, shall ~~will~~ develop a draft agenda based on past agendas and the ongoing work of the District.
2. If committee members want to request agenda items be included they should speak with the Chair of the committee to get approval of these additions. (leaves this statement out)

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3. Staff will have a final draft agenda ready -2 days before public notice of the meeting to finalize and send it to the committee chairperson, with the Chair of the committee and all committee members. General Counsel will be consulted as necessary.

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4. The agenda will be published 72 hours before a regular Board meeting and 24 hours before a special meeting, in accordance with the Brown Act.

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Timing on Submission of Agenda Items: (LEAVES THIS ENTIRE SECTION OUT IN LIEU OF THE BOTTOM 3 SECTIONS)

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1. Letters to be included for reading at meetings must be in the Monday prior to the Board meeting.
2. Agenda items by other Board members need to be submitted by the Monday before the Board meeting to the President of the Board or one week ahead of Standing and Ad Hoc committee meetings.
3. The President will let staff know about Board additions by Wednesday before the PDHCD Board meeting.
4. Committee Chairs will let staff know of additions as they are finalizing the agenda.

Special Board Meetings: (LEAVES THIS SECTION OUT)

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1. The Board President approves the need for special Board meetings and approves the agenda.

Submission of Agenda items for the Board and Standing Committees:

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1. Whenever possible Board members or committee members shall submit items for inclusion in the agenda at least 4 days before the agenda must be posted, but no later than 24 hours after the draft agenda is circulated.
2. The Board president or committee chairperson for standing committees and staff will work with the member to assure that the proposed item is within the scope and authority of the District and that the wording and placement of the item (in open or closed session) satisfy the Brown Act.
3. All agenda items that meet the above criteria in #2 will be included in the posted agenda.

Public Requests for Items to be included on the agenda for Board or Standing Committees:

1. Public requests for agenda items received by the District at least 3 days before the agenda must be posted will be forwarded to the full Board or committee along with the draft of the agenda. (for what purpose)

Public Correspondence

1. Public Correspondence intended for inclusion in the Board packet, received at least 24 hours before the agenda must be posted will be included in the packet distributed to the public. (Currently available in the District office.)

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Title: Code of Conduct for Palm Drive Health Care District Board Members	First Approved:
Custodian: Alanna Brogan	Effective Date:
Approved By: Palm Drive Healthcare District	Review Date:

BACKGROUND:

The Palm Drive Health Care District is interested in establishing a framework for day-to-day actions and decision making by Board Members that is responsive to the District values of leadership, caring and integrity.

PURPOSE:

Establish a Code of Conduct to:

- Increase public confidence in District government
- Assist Board members with decision-making
- Encourage high standards of behavior by Board members

POLICY:

A. ETHICAL CONSIDERATIONS:

1. **Comply with the Law.** Board members will comply with the Brown Act and all other applicable laws in the performance of their public duties.
2. **Conduct of Board members.** The professional and personal conduct of members must be above reproach and avoid the appearance of impropriety. While it is understood that Board members enjoy First Amendment rights, they should refrain from abusive conduct, personal charges or verbal attacks upon the character or motives of other members of the Board and staff, or the public that is intended to disrupt and not further the District business.
3. **Respect for Process.** Board members shall perform their duties in accordance with the processes and rules of order established by the Board governing the deliberation of public policy issues, meaningful involvement of the public, and implementation of policy decisions of the Board by District staff.
4. **Decisions based on Merit.** Board members will base their decisions on the merits and substance of the matter at hand, rather than on unrelated considerations.
5. **Gifts and Favors.** Board members shall follow the laws that apply to the acceptance of gifts or favors by a public official.

6. **Confidential Information.** Board members shall respect the confidentiality of information concerning the legal affairs of the District. They shall neither disclose confidential information without proper legal authorization, nor use such information to advance their personal, financial or other private interests. Confidential information includes information from closed sessions, HIPAA information, trade secrets and other legal information as indicated and approved by the Brown Act.
7. **Use of Public Resources.** Board members shall not use public resources, such as staff time, equipment, supplies or facilities for private gain or personal purposes.
8. **Advocacy.** Board members will represent the official policies or positions of the Board to the best of their ability when designated as delegates for this purpose. When presenting their individual opinions and positions, Board members shall explicitly state they do not represent the position of the entire Board.
9. **Positive Work Place Environment.** Board members shall support the maintenance of a positive and constructive work place environment for District staff, private citizens and businesses dealing with the District. Board members shall recognize their roles in individual dealings with District staff.

B. GENERAL REQUIREMENTS FOR ALL BOARD MEMBERS

1. Demonstrate honesty and integrity.
2. Work for the District's best interest and not personal interest.
3. Prepare in advance of Board meetings and be familiar with issues on the agenda.
4. Fully participate in Board and other public forums while demonstrating respect, consideration, and courtesy to others.
5. Become familiar with this Code of Conduct.
6. Be responsible for the highest standards of respect, Board Policies, civility, and honesty in ensuring the effective maintenance of intergovernmental relations.
7. When communicating with representatives of other governmental entities or constituents, indicate, if appropriate, that the views are their own, and may not represent those of the entire Board.

C. BOARD MEMBERS CONDUCT WITH ONE ANOTHER and the PUBLIC

The District Board and committees are composed of individuals with a wide variety of backgrounds, personalities, values, opinions and goals. All have chosen to serve in public office to improve the quality of life in the community. In all cases, this common goal should be acknowledged even if as Board members they "agree to disagree" on contentious issues.

To assure civility, Directors, staff and the public are encouraged to engage in respectful dialog that supports freedom of speech and values diversity of opinion.

In Public Meetings:

- a. Practice civility and decorum in discussions and debate. Difficult questions, tough challenges to a point of view, and criticism of ideas and information are legitimate elements of a free democracy in action. Be respectful of diverse opinions.
- b. Demonstrate effective problem-solving approaches. Board members have a public forum to show how individuals with different points of view can often find common

ground and seek a compromise that benefits the whole community. Board members are role models for residents, business people and other stakeholders involved in public debate.

- c. Listen with an open mind and be willing to change your mind based on public comment.
- d. Be respectful of other people's time. Adhere to speaking time limit. Stay focused and act efficiently.
- e. Recognize that it is sometimes difficult to speak at Board meetings, and out of respect for each person's feelings, allow them to have their say without comment, including booing, whistling or clapping.
- f. Foster meaningful dialog free of personal attacks.
- g. Honor the role of the President of the Board in maintaining order and equity. Respect President's efforts to focus discussion on current agenda items. Objections to the President's actions should be voiced politely and with reason.

2. In Private Encounters treat each other with respect to maintain public confidence in District affairs.

D. PROCEDURAL CONSIDERATIONS:

1. Commit not to politicize procedural issues (e.g. minutes approval or agenda order) for strategic purposes.
2. For Board members, endeavor to submit questions to the District Executive Director on Board agenda items ahead of the meeting so that staff can be prepared to respond at the Board meeting. Any clarifications or technical questions that can be readily answered should be handled before the meeting.
3. The District Agenda Policy will be followed to establish the agenda.

E. ENFORCEMENT.

Board members have the primary responsibility to assure that this Code of Conduct is followed, so that the public can continue to have full confidence in the integrity of government. As an expression of the standards of conduct expected by the District for Board members, the Code of Conduct is intended to be self-enforcing. It will be most effective when Board members are thoroughly familiar with it and embrace its provisions. In addition, the Code of Conduct shall be reviewed and updated as necessary.



**PALM DRIVE HEALTH CARE
DISTRICT**

Title: Public Meeting Protocol	First Approved:
Custodian: Alanna Brogan	Effective Date:
Approved By: Palm Drive Healthcare District	Review Date:

PURPOSE:

This policy is to establish a code of conduct at the Palm Drive Health Care District Public Meetings that is compliant with the Brown Act.

POLICY:

The District Board President and Board members/committee chairs in support of the President will make every effort to conduct a civil Board/committee meeting that focuses on open discussion with public comment to make prudent and judicial decisions concerning the business of the Palm Drive Health Care District. This policy applies at Board meetings and may be an option of the Chairperson to apply at committee meetings.

PROCEDURE:

Public Comment:

1. Public that wishes to speak must fill out a speaker card provided on the table inside the door for each agenda item they wish to address. If a public member wishes to address the Board under general public comments at the beginning of the meeting, they must also fill out a speaker card. This will be passed to the Board clerk who will give the requests to the Board President.
2. The Board President will ask for members of the public to come forward and address their agenda item either during open public comment or as each agenda item is addressed.
3. When someone from the public wishes to speak they will come to the podium and state their name.
4. Public wishing to make a public statement will have 3 minutes to do so. This will be timed.
5. Public addressing the Board need to be aware that questions will not be answered at the meeting. If the public wants a question answered that will be noted and they will be provided an answer by District staff, at a later date.
6. Meetings will have strict time formats – the meeting will start as designated on the agenda. If all agenda items have not been addressed they will be held over to the next regular meeting or a special meeting will be called to continue the agenda.

Meeting Packets:

1. Meeting packets with materials for the meeting will be posted on the website and distributed electronically to those who have requested the materials in writing. Email can be used for this.
2. The request for meeting packets needs to be renewed each calendar year.
3. If materials are not ready for the packet when the agenda is posted they will either be sent out, electronically, at a later date or copies will be available at the meeting.

General Civility:

1. Board members will be respectful of public input and listen attentively to the public comment.
2. It is requested that the public respect other public members that are speaking.
3. If there is civil unrest at the meeting, the Board President can ask for a recess or can adjourn the meeting.

Gravenstein

2017 Chapter Report

Top Highlight



Provided a Grant to West County Community Services for Homeless Housing

2017 Successes

- ★ Funded \$67,000 to West County Community Services to purchase 3 mobile homes for the Sebastopol Park Village. These mobile homes are in place for this winter's housing.
- ★ Pushed out the "It's Up to Us" Campaign messages and materials via social media and community events.
- ★ Initiated a program planning process for mental health.

Current Priorities/ Strategies

Mental Health

Geriatric care



Establish relationship with City Council

Align with Cradle to Career for a youth-focused strategy

Community Engagement Plans

- ✓ Complete Listening Sessions with stakeholder groups to inform the direction of the Chapter and gain buy-in and support. Four have been conducted to date- 7 more to go.
- ✓ Utilize the community survey of over 125 community residents to increase membership and improve representation of disparate populations.
- ✓ Hold two community meetings to inform the development and kick off the implementation of the Chapter's Action Plan

Barrier to Advancing

Funding Support

Public Relations/ Marketing Funds

Labor Support



The Health Action Council can help by making funding available for Chapters and integrating the work of the Chapters and the Council/Steering Committee

**Executive Director's Report
 Palm Drive Healthcare District
 Board Meeting – 1/8/18**

Mission: Palm Drive Health Care District exists to deliver access to quality and compassionate health services responsive to the needs of our District.

Vision: Through engagement with our diverse West County population the district will promote improved health and well -being.

Values: Integrity, Leadership, Caring, Perseverance

Value Being Met	Topic	Discussion	Follow - Up
Leadership	Business Planning	A process was started with the SWMC leadership team on 11/29/17 to develop a strategic plan for emerging businesses within the organization. It is an exciting process. The hope is to have the plan completed within 2-3 months.	1/8/17 Progress is being made on the plan. We are focusing on key business components of the plan that will create sustainable income for the hospital. These key components include: 1. Expanding the Operating Room business. We have local surgeons that are seeking privileges to operate at SWMC. 2. Expanding the lab business into the community. Local health care organizations are requesting that we do their lab work. Negotiations are in process with 3 organizations to do this.

<p>3. Revenue enhancement – improving billing services, recovering lost money, improving coding and admitting processes. Consultants are helping with this project.</p> <p>4. Doing a SWAT analysis on the implementation of another patient care unit that would bring significant revenue to the hospital. This would be in the rehabilitation/subacute specialty area.</p> <p>More information will be provided as each component is more thoroughly developed.</p>			
<p>Integrity</p>	<p>Tax money and Bankruptcy Fund</p> <p>The District received their tax tranche the last week of December. The amount was \$1,298,303.81</p> <p>\$150,200 was transferred to the PDHCD bankruptcy fund. We are working with the County to get the account open for the transfer of \$300,000 to that account for the detached areas contribution to bankruptcy. They need a Board resolution to do this. Once the account is open the money will be transferred.</p>		
<p>Leadership</p>	<p>Insurance for the SWMC boiler room fire and closed OR.</p> <p>Alliant insurance was contacted to make a claim on our insurance for the fire in the boiler room. I am working with an adjustor on this and the process is straightforward.</p> <p>In the process of this adjustment the mold abatement came up for the OR and there is a potential claim there for the construction work that was necessary and for lost revenue. This is a much more complicated issue. A timeline needs to be established for the time period the OR has been closed and it needs to specify what caused the delays in this time. A forensic accountant may be necessary to</p>		

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<p>Caring</p>	<p>Gravenstein Health Action and PRIME</p>	<p>establish the lost revenue. It is unknown at this point if this claim will be accepted, however, the insurance adjuster thinks it is worth pursuing.</p>	
<p>1. Planning will begin on January 15, 2018 with West County Community Services for respite services at the Park Village for the homeless. Creating the respite services will provide a place to discharge homeless patients. At the respite service site, they can recover in a protected environment. Studies have shown that this decreases readmissions and hospital expenses.</p> <p>2. MOU has been signed with County Mental Health to explore mental health services that can be established in West County for the care of Medi-Cal patients. Partnership Health Plan and West County Health Centers will also be invited to be part of this effort.</p>			