



**SONOMA VALLEY HEALTH CARE DISTRICT
GOVERNANCE COMMITTEE MEETING**

AGENDA

Wednesday, March 15, 2023

6:00 P.M.

**Held in Person at 320 Davila Court, Sonoma, and
via Zoom Videoconferencing**

To participate via Zoom videoconferencing,
use the link below:

[https://sonomavalleyhospital-
org.zoom.us/j/95285566309?pwd=ZUxpU0ZwVVQ3a2ZoN2tMT
nNFdjlldz09](https://sonomavalleyhospital-org.zoom.us/j/95285566309?pwd=ZUxpU0ZwVVQ3a2ZoN2tMTnNFdjlldz09)

and enter the **Meeting ID: 952 8556 6309, Passcode: 273717**

To participate via telephone only,
dial: 1-669 900 9128 or 1-669 219 2599
and enter the **Meeting ID: 952 8556 6309, Passcode: 273717**

AGENDA ITEM	RECOMMENDATION	
In compliance with the Americans with Disabilities Act, if you require special accommodations to participate in a District meeting, please contact the Interim District Clerk, Stacey Finn sfinn@sonomavalleyhospital.org or (707) 935.5005, at least 48 hours prior to the meeting.		
MISSION STATEMENT <i>The mission of the SVHCD is to maintain, improve, and restore the health of everyone in our community.</i>		
1. CALL TO ORDER/ANNOUNCEMENTS	<i>Boerum</i>	
2. PUBLIC COMMENT SECTION <i>At this time, members of the public may comment on any item not appearing on the agenda. It is recommended you keep your comments to three minutes or less. Under State Law, matters presented under this item cannot be discussed or acted upon by the Committee at this time. For items appearing on the agenda, the public will be invited to make comments at the time the item comes up.</i>		
3. CONSENT CALENDAR: <ul style="list-style-type: none"> • Governance Committee Minutes 11.16.22 • Governance Committee Minutes 01.18.23 	<i>Boerum</i>	Action
4. MEETING MODE AND VENUE	<i>Boerum</i>	Inform
5. DEVELOPING WORK PLAN	<i>Boerum</i>	Action
6. REVIEW POLICIES & PROCEDURE DOCUMENTS IN PROCESS	<i>Boerum</i>	Inform/Action
7. DISCUSS COMMITTEE TERMS	<i>Boerum</i>	Inform/Action
8. REVIEW ADVISORY COMMITTEE VACANCY APPOINTMENTS	<i>Boerum</i>	Inform/Action
9. CONTINUING EDUCATION FOR THE BOARD	<i>Boerum</i>	Inform/Action

10. PLAN APRIL 2023 BOARD RETREAT	<i>Boerum</i>	Inform
11. ADJOURN	<i>Boerum</i>	



**SVHCD GOVERNANCE
COMMITTEE MEETING
MINUTES**

WEDNESDAY, NOVEMBER 16, 2022

Present	Not Present	Staff	Public	
Bill Boerum via Zoom Judith Bjordal via Zoom Amy Jenkins via Zoom		Vivian Woodall via Zoom		
AGENDA ITEM	DISCUSSION		ACTIONS	FOLLOW-UP
MISSION & VISION STATEMENT <i>The mission of SVHCD is to maintain, improve and restore the health of everyone in our community.</i>				
1. CALL TO ORDER/ANNOUNCEMENTS	<i>Boerum</i>			
	Called to order at 6:05 p.m.			
2. PUBLIC COMMENT SECTION	<i>Boerum</i>			
	None			
3. CONSENT CALENDAR	<i>Boerum</i>		Action	
Governance Committee Minutes 09.29.22	Mr. Boerum made a change to the next to last sentence in Item 4 of the September 29, 2022, minutes: “policy will be brought forward....”		MOTION: by Bjordal to approve with change, 2 nd by Jenkins. All in favor.	
4. CONFLICT OF INTEREST POLICY	<i>Boerum</i>		Action	
	The policy was reviewed in the new format with changes by Ms. Jenkins. Dr. Bjordal discussed Appendix A with changes to job titles. Since the County has taken over Form 700, the District has no way of tracking whether this has been completed by everyone. She agreed with removing members of Committees from the required list since said the Committees do not make decisions, only recommendations. The Committee agreed to recommend this to the Board for further discussion.		MOTION: by Bjordal to approve, 2 nd by Jenkins. All in favor.	

5. STANDARDIZATION OF BOARD POLICIES <ul style="list-style-type: none"> • Use of Hospital Policy Portal 	<i>Bjorndal</i>	Inform/Action	
	Mr. Boerum directed the Committee to write a cover memo for recommendation to the Board saying the policies are being reformatted in accordance with standard hospital format. In order to use the hospital policy portal and standardize Board policies, a Board abbreviation category and department number will be needed; accessibility is also important.	MOTION: by Bjorndal to approve, 2 nd by Jenkins. All in favor.	
6. LIMITATION OF BOARD MEMBER COMMITTEE TERMS	Boerum	Action	
	Ms. Jenkins' draft of a new policy on standing committees was discussed. Committee descriptions were taken from the website. The numbers of members are in the Committee charters. Mr. Boerum reminded the Committee that the governing document is the Bylaws; therefore, the policy should conform to the Bylaws. Mr. Boerum directed the Committee to write a cover memo for recommendation to the Board and ask whether the policy is sufficient or should changes be made to the Bylaws.	MOTION: by Boerum to approve, 2 nd by Jenkins. All in favor.	
7. ADJOURN			
	Adjourned at 7:00 p.m.		



**SVHCD GOVERNANCE
COMMITTEE MEETING
MINUTES**

WEDNESDAY, JANUARY 18, 2023

Present	Not Present	Staff	Public	
Bill Boerum via Zoom Denise Kalos via Zoom	Amy Jenkins	Vivian Woodall via Zoom		
AGENDA ITEM	DISCUSSION		ACTIONS	FOLLOW-UP
MISSION & VISION STATEMENT <i>The mission of SVHCD is to maintain, improve and restore the health of everyone in our community.</i>				
1. CALL TO ORDER/ANNOUNCEMENTS	<i>Boerum</i>			
	Called to order at 6:13 p.m.			
2. PUBLIC COMMENT SECTION	<i>Boerum</i>			
	None			
3. CONSENT CALENDAR	<i>Boerum</i>		Action	
Governance Committee Minutes 11.16.22	Held over to next meeting		No action	Held over to next meeting.
4. REVIEW POLICIES & PROCEDURE DOCUMENTS IN PROCESS	<i>Boerum</i>		Inform/Action	
	Discussion held over to next meeting. Mr. Boerum said he expected the committee to meet 3-4 times in 2023.		No action	Held over to next meeting.
5. DISCUSS COMMITTEE TERMS	<i>Boerum</i>		Inform/Action	
	Mr. Boerum said no notation is made of terms (length or start date) in the District Bylaws or Committee charters. There was some agreement on the Board for terms to be four years. Ms. Kalos suggested it would be difficult to get volunteers to commit to serve on committees for four years; she wondered about the			Held over to next meeting.

	<p>impact of specifying term length. It might be worth taking an informal poll of current members in each committee. Mr. Boerum also asked whether Governance should make this a recommendation for all other committees, and whether this should be a recommendation to the Board to change the Bylaws. Further discussion held over to next meeting.</p>		
6. DEVELOP WORK PLAN FOR 2023	<i>Boerum</i>	Action	
	<p>Suggested changes were: 1) Move all January items to February, in addition to today's agenda. 2) Leave "plan Board retreat" in February and move other February items to March. 3) Remove Conflict of Interest since that policy is only reviewed every two years, and it was just reviewed and revised in Fall 2022.</p>	<p>MOTION: by Boerum to approve, 2nd by Kalos. All in favor.</p>	
7. ADJOURN			
	Adjourned at 6:27 p.m. to February 15, 2023.		

2023 GOVERNANCE COMMITTEE WORK PLAN

<p>January</p> <ul style="list-style-type: none"> • Committee 2023 work plan 	<p>February</p> <ul style="list-style-type: none"> • Discuss Committee terms • Plan 1st Board Retreat • Continuing Education for the Board - specific courses • Conduct review of Board policies and procedure documents in process • Create Board Compliance Program Worksheet - JF 	<p>March</p> <ul style="list-style-type: none"> • Review composition of standing committee • Identify skill sets of committee members, confirm went through correct procedures. • Form 700 review 	<p>April</p> <p>1st Board retreat in April</p>
<p>May</p> <ul style="list-style-type: none"> • Ensure Conflict of Interest Policy is being adhered to according to form 700 	<p>June</p>	<p>July</p>	<p>August</p> <ul style="list-style-type: none"> • Plan 2nd Board Retreat
<p>September</p>	<p>October</p> <p>2nd Board retreat in Oct.</p>	<p>November</p> <ul style="list-style-type: none"> • Ensure Board Self-Assessment is complete • Review Board Compliance 	<p>December</p>

COMPLETED

IN PROCESS

UNDONE