



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

AGENDA

Wednesday, August 16, 2023

6:00 P.M.

Held via Zoom Videoconferencing

To participate via Zoom videoconferencing,
use the link below:

[https://sonomavalleyhospital-
org.zoom.us/j/99372889538?from=addon](https://sonomavalleyhospital-org.zoom.us/j/99372889538?from=addon)

and enter the **Meeting ID: 993 7288 9538, Passcode: 165567**

To participate via telephone only,
dial: 1-669 900 9128 or 1-669 219 2599
(please enter meeting id and passcode)

AGENDA ITEM	RECOMMENDATION	
In compliance with the Americans with Disabilities Act, if you require special accommodations to participate in a District meeting, please contact District Clerk, Monique Crayton at mcrayton@sonomavalleyhospital.org 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: • Governance Committee Minutes 03.15.23	<i>Boerum</i>	Action
4. REVIEW BOARD RETREAT OBJECTIVES	<i>Boerum</i>	Inform/Action
5. GIFTS AND HONORIA: ENSURE CONFLICT OF INTEREST POLICY IS BEING ADHERED TO ACCORDING TO FORM 700	<i>Boerum</i>	Inform/Action
6. REVIEW P&P: MEMBERSHIP REQUIREMENT FOR BOARD COMMITTEES	<i>Boerum</i>	Inform/Action
7. IDENTIFY POLICY AND PROCEDURES ITEMS NEEDING CYCLE REVIEW	<i>All</i>	Inform/Action
8. NEED FOR CEO ANNUAL ASSESSMENT IN BYLAWS/SUGGEST TEXT	<i>Boerum</i>	Inform/Action
9. ADJOURN	<i>Boerum</i>	



**SVHCD GOVERNANCE
COMMITTEE MEETING**

MINUTES

WEDNESDAY, MARCH 15, 2023

Present	Not Present	Staff	Public	
Bill Boerum via Zoom Denise Kalos via Zoom Amy Jenkins via Zoom		Vivian Woodall via Zoom Monique Crayton 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 6:03 p.m. Ms. Woodall introduced Ms. Crayton to the Committee as the new Board Clerk.			
2. PUBLIC COMMENT SECTION	<i>Boerum</i>			
	None			
3. CONSENT CALENDAR	<i>Boerum</i>		Action	
a. Minutes 11.16.22 b. Minutes 01.18.23			MOTION: by Jenkins, 2 nd by Boerum to approve 11.16.22. Kalos abstained. All in favor. MOTION: by Kalos, 2 nd by Boerum to approve 01.18.23. All in favor.	
4. MEETING MODE AND VENUE	<i>Boerum</i>		Inform	
	All members thought that Committee meetings could continue via Zoom. However, Mr. Boerum would call the Board Chair and clarify.			
5. DEVELOPING WORK PLAN	<i>Boerum</i>		Action	
	Mr. Boerum indicated that any items from February or			

	March on the work plan that are not accomplished tonight will move further into the year. Anything accomplished tonight will be placed in March.		
6. REVIEW POLICIES & PROCEDURE DOCUMENTS IN PROCESS	<i>Boerum</i>	Inform/Action	
	Ms. Jenkins reminded the Committee that the November items were approved by the Board, namely: 1) conflict of interest, 2) putting the Board policies in the new format on the portal. She added that the Gift and Honoraria Policy needs to be reviewed next and will take some work on the part of the Committee. Mr. Boerum added that policy to the April work plan and added a general review of the policies format to the May work plan.		
7. DISCUSS COMMITTEE TERMS	<i>Boerum</i>	Inform/Action	
	Ms. Jenkins said the original wording suggestion to the Board was a “minimum of a four-year term.” Setting a term limit with start and end dates can be very clumsy and there was concern it was too long. Some Committee members preferred language that was less restrictive. The Committee decided that the following would be added to Section 4a, paragraph 4, of the District Bylaws: “Community members of advisory committees may serve up to four years with the option to be reappointed.”	MOTION: by Jenkins to approve the language change to the Bylaws, 2 nd by Kalos. All in favor.	Forward to Board
8. REVIEW ADVISORY COMMITTEE VACANCY APPOINTMENTS	<i>Boerum</i>	Inform/Action	
	There is a Board policy regarding committee vacancies. Move to the April meeting and remove the word “review.”		Held over to April
9. CONTINUING EDUCATION FOR THE BOARD	<i>Boerum</i>	Inform/Action	
	This item was discussed and the subject is something that should be handled by the Board in one of its two retreats.		Forward to Board
10. PLAN APRIL 2023 BOARD RETREAT	<i>Boerum</i>	Inform	

	The Committee consensus was to ask the Board at its next meeting to select a date and agenda for the retreat to be held in April and no later than May 2023.		Forward to Board
11. ADJOURN			
	Adjourned at 6:51 p.m.		