



HEALTH SERVICE BOARD

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Executive Director
Health Service System

Holly Lopez
Executive Secretary

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HEALTH SERVICE BOARD

GOVERNANCE COMMITTEE

COMMITTEE MEETING MINUTES **DRAFT**

Wednesday, November 2, 2022, 1:00 pm

VIRTUAL PRESENTATION on WebEx

Remote Meeting Access

Watch at 1:00 pm on November 2, 2022, via Webex

Click the link to join the meeting - <https://bit.ly/3Uc3y1L>

Public Comment Call-In: 415-655-0001 / Access Code: 2492 458 5366

Providing Public Comment:

1. Dial **415-655-0001** and then enter access code **2492 458 5366** then #
2. **Press #** again to enter the meeting as an ATTENDEE
3. You will hear a beep when you join the meeting as a participant.
 - a. Stop and LISTEN
 - b. Wait for Public Comment to be announced.
4. When Public Comment is called, dial * then **3** to be added to the speaker line.
5. You will then hear “You have raised your hand to ask a question, please wait to speak until the host calls on you.” Callers will hear silence when waiting for their turn to speak.
6. To withdraw your question, press * then **3**. – you will hear: “You have lowered your hand.”
7. When the system message says “Your line has been unmuted” - **THIS IS YOUR TIME TO SPEAK.**
8. When the President or Commission Secretary states “Welcome Caller,” you are encouraged to state your name clearly. As soon as you speak, you will have **3 minutes** to provide your comments.
9. Once your 3 minutes have expired, you will be moved out of the speaker line and back as a participant in the meeting. You will hear “Your line has been muted.”
10. Participants who wish to speak during other public comment periods can stay on the meeting line and listen for the next public comment opportunity.

Best Practices when calling in for Public Comment:

- Call from a quiet location
- Speak slowly and clearly
- Turn down any televisions or radios around you
- Address the Commission as a whole, do not address individual Commissioners

Written Public Comment

Persons unable to attend the meeting may submit written public comments regarding an agenda item. These comments will be made part of the official public record and shall be brought to the attention of the Health Service Board. Written public comment expected to be part of the official record should be submitted to the Board email, health.service.board@sfgov.org, and **received by 5 pm on Tuesday, November 1st** before the meeting. Members can also call 628-652-4646 with any questions.

All comments received by the deadline will be forwarded to Board members, summarized and read aloud by the Board Secretary during the specific agenda item, and included in the meeting minutes. In the body of your email, indicate the meeting date and the specific agenda item number. If you do not specify an agenda item, your emailed public comment will be read under general comment.

1. **CALL TO ORDER:** 1:02 pm

2. **ROLL CALL**

Commissioner, Stephen Follansbee, M.D, Chair-Present
Commissioner, Randy Scott, Board President -Present
Commissioner, Claire Zvanski-Present

3. **INITIATE PUBLIC EMPLOYEE EVALUATION OF EXECUTIVE DIRECTOR 2022: (Action)**

Governance Committee Chair Follansbee said the evaluation and the timeline are open for discussion. Chair Follansbee noticed there are 5 response options to all evaluation questions - strongly agree, agree, neutral, disagree, and strongly disagree- and he wondered if a 6th response could be added “not applicable”. Follansbee said the “not applicable” would be available if a Commissioner feels they cannot comment on the employee performance in that specific area. President Scott did not recommend adding the additional response because all current Commissioners have been in their position for a complete evaluation cycle and have the experience to comment and there are no new Commissioners. President Scott said when new appointees or elected officials onboard, depending on when new Commissioners begin their role, the additional response could be considered. Commissioner Zvanski agree with President Scott and made no further edits or suggestions.

Executive Director Yant said she received notice that Supervisor Chan submitted her resignation in May 2022 and Supervisor Chan will not participate in this evaluation.

Commissioner Zvanski moved to approve the Executive Director 2022 Employee Evaluation and evaluation timeline. President Scott seconded the motion.

PUBLIC COMMENTS: None

ACTION: The Health Service Board Governance Committee unanimously approved the Executive Director 2022 Employee Evaluation and evaluation timeline.

4. **INITIATE ANNUAL BOARD SELF-EVALUATION: (Action)**

Governance Committee Chair Follansbee said question 13 “The Board orientation program met my expectations” is asked each year even though members receive Board orientation in their first year. Chair Follansbee suggested adding the response option “not applicable”. President Scott agreed with Chair Follansbee.

President Scott suggested the word “routinely” be removed from question 16 “The Board routinely adheres to its policies.” because the Board should always adhere to its policies. President Scott said if the Board requested policy exceptions in the future, general counsel would be consulted, the matter would be discussed and voted on during a public meeting. President Scott suggested the Committee review the Terms of Reference to describe the process for policy exceptions.

Commissioner Scott moved to approve the Board Self-Evaluation timeline and amend question three to add “not applicable” and amend question 16 to remove the word “routinely”. Commissioner Zvanski seconded the motion.

PUBLIC COMMENTS: None

ACTION: The Health Service Board Governance Committee unanimously approved the Board Self-Evaluation timeline and amended question three to add “not applicable” and question 16 to remove the word “routinely”.

5. INITIATE HEALTH SERVICE BOARD ANNUAL EDUCATION PLANNING PROCESS: (Action)

President Scott agreed with the timeline and said once the SFHSS 2023-2025 Strategic Plan is approved by the full Board the Governance Committee could derive education topics aligned with the plan for the Board’s education and the general public’s education. Commissioner Zvanski suggested the plan also include staff education. Chair Follansbee stated the Governance Policy mandates Board education, not staff or public education. President Scott recalled Board education forums to deliberately educate the Board and the public on specific topics. President Scott pointed out that Board education topics also have a derivative effect on educating the broader public and our membership and that needs to be kept in mind in future planning. Executive Director Yant said Board educational opportunities have been conducted as public forums, board meeting agenda items, and special meetings to offer a variety of learning styles, and as outlined in the Health Services Systems Communication Plan, education is focused on member enrollment opportunities and helping members understand their benefits and how to use their benefits. Executive Director Yant said management will develop an educational plan for staff to align with the approved 2023-2025 Strategic Plan and recommended the agenda item remain focused on the Board’s Educational needs.

Commissioner Zvanski moved to accept the Health Service Board education planning process timeline. President Scott seconded the motion.

PUBLIC COMMENT: None

ACTION: The Health Service Board Governance Committee unanimously approved the Health Service Board education planning process timeline.

6. INITIATE GOVERNANCE POLICIES AND TERMS OF REFERENCE 2022 REVIEW PROCESS AND TIMELINE: (Action)

Governance Committee Chair Follansbee said under former Committee Chair Scott, the Health Service Board Policies and Terms of Reference were fully reviewed and approved on February 10, 2022, and this agenda item offers a process and timeline to further update, edit or clarify any policy language. President Scott said full reviews were conducted in 2018 and again this year. President Scott suggested the Committee review language to the Terms of Reference to describe the process for policy exceptions and requested a review of policies related to self-insurance). Executive Director Yant said management annually reviews the need for stop-loss insurance and consistently recommended the Health Service System not purchase stop-loss insurance for the self and flex-funded insurance products. Executive Director Yant said Iftikhar Hussain, Chief Financial Officer, and Mike Clarke, Aon will draft edits to the Terms of Reference language regarding stop-loss insurance. Executive Director Yant also requested the Governance Committee consider new Terms of Reference policies on audits and compliance responsibilities.

Committee Chair Follansbee pointed out that edits will be submitted and posted for the next full Board meeting on December 9, 2022, and wondered if the timeline could be adjusted so the Committee could review edits before publicly posting. Executive Director Yant said the timeline can be adjusted but all discussions would need to adhere to public meeting rules. Commissioner Zvanski said if there is no planned discussion then the Committee members are responsible for informed recommendations before the full Board. Commissioner Scott suggested the Committee

meet again in early December to review edits and then present final edits to the full Board in January.

President Scott moved to approve the HSB Governance Policies and Terms of Reference 2022 Review process and timeline with modifications. The Board Secretary will compile changes into one draft and submit it to a Governance Committee meeting for review in early December 2022. The final draft will be posted ten days before January 12, 2023, Health Service Board meeting for final Board approval. Commissioner Zvanski seconded the motion.

PUBLIC COMMENT: None

ACTION: The Health Service Board Governance Committee unanimously approved the HSB Governance Policies and Terms of Reference 2022 Review timeline with modifications and in that the Board Secretary will compile changes into one draft and submit it to a Governance Committee meeting to be scheduled in early December of 2022 for review, comment, with then the final draft will be posted ten days before January 12, 2023, Health Service Board meeting for final Board approval.

7. **ADJOURNMENT:** 2:15 pm

Health Service Board and Health Service System Web Site: <http://www.sfhss.org>

Summary of Health Service Board Rules Regarding Public Comment

1. A member of the public has up to three (3) minutes to make pertinent public comments before action is taken on any agenda item.
2. A member may comment on any matter within the Board's jurisdiction as designated on the agenda.
3. Members may submit their comments by email to health.service.board@sfgov.org by 5 pm the day before the meeting start time. These comments will be made part of the official public record and shall be brought to the attention of the Health Service Board. All comments received by the deadline will be forwarded to Board members, summarized and read aloud by the Board Secretary during the specific agenda item, and included in the meeting minutes. In the subject line of your email, indicate the meeting date and the specific agenda item number. If you do not specify an agenda item, your emailed public comment will be read under general comment.

Knowing Your Rights Under the Sunshine Ordinance

Government's duty is to serve the public, reaching its decision in full view of the public. Commissions, boards, councils, and other agencies of the City and County of San Francisco exist to conduct the people's business. This ordinance assures that deliberations are conducted before the people and that City operations are open to the people's review. For more information on your rights under the Sunshine Ordinance or to report a violation of the ordinance, visit the Sunshine Ordinance Task Force website at <http://www.sfgov.org/sunshine>.

Summary of Health Service Board Rules Regarding Cell Phones and Pagers

The ringing and use of cell phones, pagers, and similar sound-producing electronic devices are prohibited at Health Service Board and committee meetings. The Chair of the meeting may order the removal of any person(s) in violation of this rule from the meeting room. The Chair of the meeting may allow an expelled person to return to the meeting following an agreement to comply with this rule. The complete rules are outlined in Chapter 67A of the San Francisco Administrative Code.

Disability Access and Accommodation

Regular Health Service Board meetings are held at City Hall, 1 Dr. Carlton B. Goodlett Place, in Hearing Room 416 at 1:00 PM on the second Thursday of each month. The closest accessible BART station is Civic Center, three blocks from City Hall. Accessible MUNI lines serving this location are #42 Downtown Loop and the #71 Haight/Noriega and the F Line to Market and Van Ness and the Metro stations at Van Ness and Market and Civic Center. For more information about MUNI accessible services, call (415) 923-6142. There is accessible parking in the vicinity of City Hall at Civic Center Plaza adjacent to Davies Hall and the War Memorial Complex. Accessible seating for persons with disabilities (including those using wheelchairs) will be available. To obtain a disability-related modification or accommodation, including auxiliary aids or services, to participate in the meeting, please contact Holly Lopez, at 628-652-4646 at least 48 hours before the meeting, except for Monday meetings, for which the deadline is 4:00 pm the previous Friday.

Sensitivity to Chemical-based Products

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To assist the City's effort to accommodate persons with severe allergies, environmental illnesses, multiple chemical sensitivity, or related disabilities, attendees at public meetings are reminded that other attendees may be sensitive to various chemical-based products. Please help the City accommodate these individuals.

Location of Materials

If any materials related to an item on this agenda have been distributed to the Health Service Board after the distribution of the agenda packet, those materials are available for public inspection at the Health Service System during normal office hours. For more information, please contact Holly Lopez at 628-652-4646 or email holly.lopez@sfgov.org. The following email has been established to contact all members of the Health Service Board: health.service.board@sfgov.org. Health Service Board telephone number: 628-652-4646

Lobbyist Registration and Reporting Requirements

Individuals and entities influencing or attempting to influence local legislative or administrative action may be required by the San Francisco Lobbyist Ordinance [SF Campaign & Governmental Conduct Code § 2.100] to register and report lobbying activity. For more information about the Lobbyist Ordinance, please contact the San Francisco Ethics Commission at 25 Van Ness Avenue, Suite 220, San Francisco, CA 94102; telephone (415) 252-3100; fax (415) 252-3112; website www.sfgov.org/ethics.