

Resolution No. \_\_\_\_\_

Sonoma County Administration  
Building, Santa Rosa, California

Dated \_\_\_\_\_

RESOLUTION OF THE BOARD OF SUPERVISORS OF THE COUNTY OF SONOMA, STATE OF CALIFORNIA, WAIVING SECTION 10.7 OF THE HEALTH CARE ACCESS AGREEMENT TO AUTHORIZE SUTTER MEDICAL CENTER OF SANTA ROSA TO JOIN THE SUTTER HEALTH WEST BAY REGION.

WHEREAS, on March 26, 1996 the County of Sonoma entered into a Health Care Access Agreement (HCAA) with Sutter Medical Center of Santa Rosa (SMCSR) in which SMCSR agreed to provide a wide range of health services to the residents of Sonoma County, including the uninsured and underinsured; and

WHEREAS, SMCSR's obligations under the HCAA were secured by a Corporate Guaranty from Sutter Health; and

WHEREAS, in 2004 SMCSR presented a Business Plan to the Board of Supervisors proposing to construct a new hospital and provide the HCAA services at the new hospital; and

WHEREAS, the Board of Supervisors approved the Business Plan, triggering SMCSR and Sutter Health's obligations to comply with the HCAA and the Corporate Guaranty to March 2021; and

WHEREAS, in 2007 the Sutter Health Board of Directors initiated an analysis of its governance structure to assess what changes, if any, needed to be made to its existing structure to improve efficiency and quality of health services; and

WHEREAS, Sutter Health chartered the Governance Assessment Steering Committee ("Committee") and after a year of work, the Committee concluded that the organization should adopt a regional approach to governance which would allow it to more effectively meet the needs of its patients and communities; and

WHEREAS, based on the Committee's recommendation, the Sutter Health Board approved the consolidation of its affiliate organizations into five regions each governed by a regional board. The five regions include the Sacramento-Sierra Region; Central Valley Region; Peninsula Coastal Region; East Bay Region; and the West Bay Region; and

WHEREAS, the West Bay Region includes Sutter affiliates in San Francisco, Marin and Lake Counties; and

WHEREAS, SMCSR has requested that the Sonoma County Board of Supervisors consider waiving Section 10.7 of the HCAA which requires its governing body to consist predominantly of Sonoma County residents and allow SMCSR to join the West Bay Region; and

WHEREAS, SMCSR and Sutter Health have provided assurances that the West Bay Regional Board would continue to include Sonoma County residents as board members; and

WHEREAS, SMCSR and Sutter Health have provided assurances that the West Bay Regional Board would be bound by the terms of the HCAA, and continue to provide access to the wide range of HCAA services to Sonoma County residents at its SMCSR hospital throughout the term of the HCAA; and

WHEREAS, Sutter Health has provided assurances that it will continue to be bound by the Corporate Guaranty throughout the term of the HCAA.

NOW, THEREFORE, BE IT RESOLVED:

1. All of the foregoing statements are true and correct.

2. The Board of Supervisors hereby:

(a) Acknowledges West Bay Region and Sutter Health's agreement to comply with the Health Care Access Agreement and the Corporate Guaranty throughout the term of the HCAA, including, but not limited to, providing access to all of the HCAA services at its SMCSR hospital; and

(b) Acknowledges SMCSR and Sutter Health's agreement that Sonoma County residents will continue to serve as board members on the West Bay Regional Board; and

(c) Finds that SMCSR and Sutter Health's above-described agreements are a material inducement, without which the Board would not approve the waiver of HCAA section 10.7; and

(d) Approves a waiver of HCAA section 10.7 to authorize SMCSR to join the Sutter Health West Bay Region.

SUPERVISORS:

Brown:	Kerns:	Zane:	Carrillo:	Kelley:
Ayes	Noes	Abstain	Absent	

SO ORDERED.