### BOARD OF DIRECTORS
### REGULAR QUARTERLY/ANNUAL ORGANIZATIONAL MEETING MINUTES

**Palomar Pomerado Health**
Conference Room (1st Floor)
456 E. Grand Avenue, Escondido, CA

Friday, January 14, 2011
12:00 to 2:00 p.m.

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<table>
<thead>
<tr>
<th>AGENDA ITEM</th>
<th>CONCLUSIONS/ACTION</th>
<th>FOLLOW-UP/RESP. PARTY</th>
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<tbody>
<tr>
<td>I. CALL TO ORDER</td>
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<tr>
<td>• Chairperson Linda Greer called the meeting to order at 12:04 p.m.</td>
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<td>• Quorum comprised of Directors Greer, Hemker and Krider. Director Covert joined the meeting during the discussion of dates for Calendar Year 2011 meetings. Director Rivera was excused.</td>
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<td>• Notice of Meeting and Full Agenda Packet were posted at PPH facilities and on the Health Development (HD) home page of the PPH web site on Monday, January 10, 2011, which is consistent with legal requirements. Notice of that posting was also made via email.</td>
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II. PUBLIC COMMENTS

|                      |                      |
| There were no public comments |                      |

III. MINUTES* – Regular Quarterly Meeting, July 23, 2010

|                      | MOTION: By Director Krider, seconded by Director Hemker and carried to approve the minutes of the Regular Quarterly Meeting of July 23, 2010. All in favor. None opposed. Directors Covert and Rivera were absent. |
| No discussion |                      |

IV. OLD BUSINESS*

|                      |                       |
| None |                       |

V. NEW BUSINESS*


|                      | MOTION: By Director Hemker, seconded by Director Krider and carried to approve Resolution No. 01.14.11(01)-1 as presented. All in favor. None opposed. Directors Covert and Rivera were absent. |
| Director Hemker stated that Fiscal Year 2009 audit is for the correct year |                      |
| • Delay occurred after HD changed to a new auditing firm to take advantage of their lower fees |                      |
| • 2 items of discussion with the new firm |                      |
| − This Board has previously been apprised of Management’s dispute with the firm regarding the accounting treatments utilized for the Line of Credit with the District |                      |
| − The firm also had an issue related to a one-time event |                      |
| 1) Event was the District’s reduction in force in Fiscal Year 2008 that significantly reduced HD’s staff |                      |

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2011-01-14 HD BoD Minutes.doc
AGENDA ITEM

DISCUSSION

2) The severance packages related thereto had to be booked in Fiscal Year 2009 as they occurred after the books had been closed in Fiscal Year 2008
   - HD has gone back to the previous audit firm for the Fiscal Year 2010 audit
   - Kristine Roberts stated that the auditing firm had made no significant findings
   - There were a couple of very small findings regarding check stamps of date received and a cash disbursement apparently completed without appropriate approvals
   - Recommended that HD and Research Institute might want to consider having separate banking accounts
     - Management didn't feel that was necessary as everything is kept separate in the database to ensure there's no comingling of funds
   - Also commented that this is an atypical audit as it is a single-year presentation resulting from the change in audit firms
     - Management didn't feel it was economically feasible to request a two-year audit because the new firm would have been reviewing the prior auditor's work

CONCLUSIONS/ACTION

FOLLOW-UP/RESP. PARTY


- This audit is also for Fiscal Year 2009 for the same reasons
  - The grantor of this grant requires that an independent audit of the grant be conducted
  - The auditors had no issues or material findings/recommendations

MOTION: By Director Krider, seconded by Chairperson Greer and carried to approve Resolution No. 01.14.11(02)-2 as presented. All in favor. None opposed. Directors Covert and Rivera were absent.

C. Resolution No. 01.14.11(03)-3 Acknowledging Appointment of the New Board and Confirming the Election of Officers for Calendar Year 2011

- Director Hemker explained the impaneling of the HD Board
  - The CEO and CFO of the District are standing members pursuant to the Bylaws of HD
  - The Chairman of the District Board then appoints three members to the District Board to serve on the Board of the separate legal entity of HD
    - When Board Assistant Tanya Howell made an inquiry to District Chair Ted Kleiter regarding appointees, he indicated that he would request that existing members hold the first meeting and express their interest in continuing, with further service to be determined afterward
  - Director Hemker then polled those members of the District Board in attendance
    - Both Directors Krider and Greer indicated a desire to serve another term
    - There was a presumption that Dr. Rivera would also be interested in remaining

- After the matter of membership was resolved, Director Hemker stated that this meeting could now also serve as the Annual Organizational Meeting, during which the Bylaws require action by Resolution of certain matters, the first of which is Acknowledgement of the New Board and Election of Officers

MOTION: By Director Krider, seconded by Director Hemker and carried to nominate Director Greer as Chairperson. All in favor. None opposed. Directors Covert and Rivera were absent.

MOTION: By Director Krider, seconded by Director Hemker and carried to nominate himself as Vice-Chairperson. All in favor. None opposed. Directors Covert and Rivera were absent.

MOTION: By Director Krider, seconded by Director Hemker and carried to nominate Director Rivera as Secretary. All in favor. None opposed. Directors Covert and Rivera were absent.

MOTION: By Director Krider, seconded by Director Greer and carried to nominate Director Hemker as Treasurer. All in favor. None opposed. Directors Covert and Rivera were absent.

MOTION: By Director Krider, seconded by Director
### HEALTH DEVELOPMENT BOARD OF DIRECTORS – MEETING MINUTES FRIDAY, JANUARY 14, 2011

<table>
<thead>
<tr>
<th>I.A</th>
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<th>CONCLUSIONS/ACTION</th>
<th>FOLLOW-UP/RESP. PARTY</th>
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<tbody>
<tr>
<td></td>
<td>DISCUSSION</td>
<td></td>
<td>Hemker and carried to approve Resolution No. 01.14.11(03)-3 as presented. All in favor. None opposed. Directors Covert and Rivera were absent.</td>
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**D. Resolution No. 01.14.11(04)-4 Establishing Regular Board Meetings for Calendar Year 2011**

- Director Hemker stated that this is the second “housekeeping” matter requiring action by Resolution
- Potential dates based on room availability and member calendars were discussed

**MOTION:** By Director Krider, seconded by Director Greer and carried to schedule the meetings from noon to 2:00 p.m. in the Grand Conference Room at PPH on the following dates: Friday, January 14, 2011; Friday, April 8, 2011; Friday, July 8, 2011; and Friday, October 7, 2011; and to approve Resolution 01.14.11(04)-4 memorializing that action. All in favor. None opposed. Director Rivera was absent.

**E. Medical Directorship for First 5 Healthy Development Services**

- This is a routine medical directorship with Byron Chow, M.D.
- Funding for salary will be provided via the First 5 Healthy Development Services grant
- Dr. Chow is on staff at PMC
  - He is also assumed to be on staff with Rady’s

**MOTION:** By Director Krider, seconded by Director Hemker and carried to approve the 1-year [January 1, 2011 to December 31, 2011] Medical Directorship with Byron Chow, M.D. All in favor. None opposed. Director Rivera was absent.

**F. YTD Financial Report**

- Utilizing the presentation in the agenda packet, Kristine Roberts presented the YTD financials for HD and RI as of November 2010
- She noted that the financial trend is effectively stable, with the HD entity providing a conduit for grants that would otherwise not be available to the District
  - It was noted that for several of the grants, a decision was made to waive the administrative fees as a means of improving chances for receipt of funding, but that also meant a reduction in potential revenues from those grants to Health Development

**MOTION:** By Director Krider, seconded by Director Covert and carried to approve the YTD Financial Reports for Health Development and the Research Institute. All in favor. None opposed. Director Rivera was absent.

**G. Line of Credit with Palomar Pomerado Health**

- HD’s Line of Credit (LoC) with the District enters into the repayment provisions of the Agreement on January 24, 2011
  - Since the origination of the LoC, the HD grant entity has been downsized
    - For all intents and purposes, the relationship has been stabilized as to focus and revenues from activities
  - Although the District would like to retain the grants conduit, the provision for repayment of the $3.4M LoC over a period of 5 years is coming due
  - As the Board has just reviewed the YTD Financial Report, it is aware that meeting the current repayment provisions is not feasible
- There are 3 options that District Management will present for the HD Board’s review and approval

**MOTION:** By Director Krider, seconded by Director Covert and carried to approve a request to the District Board that the note be restructured for another 5-year term, with a $10K/month flat payment bearing no interest, and a $2.8M balloon payment due at the end of the 5-year term. All in favor. None opposed. Director Rivera was absent.
AGENDA ITEM

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<tr>
<td>o The option chosen will then be proposed to the District’s Board Finance Committee and on to the District Board as the holder of the note</td>
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<td>− If that option is accepted by the District Board, the HD Board would approve the change via Resolution at the next quarterly meeting</td>
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<td>o <strong>OPTION #1:</strong> Forgive the indebtedness, canceling the note and moving forward</td>
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<td>− Would cause a $3M impact on the District’s books, but would cancel out as a positive on the HD books, so there would effectively be no impact on the consolidated financial statements</td>
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<td>− Not the recommended path</td>
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<td>o <strong>OPTION #2:</strong> Utilize the same accounting treatment as recently utilized in the LoC with Arch</td>
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<td>− Utilization of an equity transfer, with the note taken out and shown as an equity position in a subsidiary</td>
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<td>− Viable solution that the District Board will likely consider</td>
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<td>o <strong>OPTION #3:</strong> Restructuring of the note</td>
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<td>− Request that the note be restructured for another 5-year term, with a $10K/month flat payment bearing no interest, and a $2.8M balloon payment due at the end of the 5-year term</td>
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<td>1) $10K/month is easily affordable based on current financials</td>
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<td>2) After 5 years, $600K of the current $3.4M will have been paid, resulting in the amount of the balloon payment due at that time</td>
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<td>− This is the solution recommended by District Management</td>
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<td>1) This solution maintains the need to hold accountability at HD in the eyes of the District</td>
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<td>2) Depending on the grants and revenues received during the next 5 years, there is the potential for HD to be in a position to repay the larger sum</td>
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<td>• Discussion of the perspectives of the review of the LoC by the auditing firms</td>
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<td>o The District’s auditor is Deloitte &amp; Touche, who reviewed the LoC and had no problem with the structure as it currently stood</td>
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<td>− They felt it had already been neutralized as an entity of the District, and the matter was just an internal accounting treatment</td>
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<tr>
<td>o The HD auditing firm was trying to require the District to write off the debt or to make an equity transfer, but they recognized that it’s still just an accounting treatment</td>
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<td>o Director Covert stated that he felt it important to keep the LoC on the books both from a public perspective as well as in conjunction with the District’s treatment of other PPH LoCs</td>
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<td>• Director Hemker stated that if the HD Board makes a recommendation that the District Board entertain and accept the recommended restructure, the details of the reasons behind the proposal will be laid out with Management’s presentation</td>
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**VI. PRESENTATIONS**

### A. Update on Current Grants and Contracts Inventory

- Utilizing the presentation included in the agenda packet as Addendum B, Kristine Roberts presented an update on current grants, with only additional comments noted below:
  - Green Oaks Ranch is in the 4th of 5 years of the grant
  - Parker Foundation funds for GO-MED were depleted 12/31/10
  - Komen – North County Project
    - Will be applying for the next grant period
    - Grantor is doing more of a county-wide provider grant instead of to local entities as has been done in the past
      1) HD would subcontract with the county-wide provider once the grant has been awarded
  - MAA
    - We finally received the September 2009 payment
    - 2010 invoices are in process
    - HD Board declined to participate in 2011 due to the requirement to survey on a daily basis instead of once a year
  - Marjorie Mosher Schmidt Foundation – Received an extra $5000 from that grant today
  - Vaughn Parker Foundation grant supplements the Komen grant after it’s funds have been depleted
  - United Way – Forensic Interviewing
    - Currently see 6-7 children a year, and that may increase
  - Bilingual Interviewing Grant
    - Although the grant was technically awarded in July, funds were not received until late fall, so none had been utilized as of the end of November
  - Welcome Home Baby (WHB)
    - Although everyone knows it by “WHB”, the grant is technically from Healthy Development Services (HDS)
    - We’re in the first year of a new 5-year grant cycle
    - Cindy Linder is on the agenda to speak to outcomes later in the meeting
  - Western Regional Children’s Advocacy & In-n-Out are both new grants
    - The purpose was corrected for In-n-Out *(See Attachment 1)*
  - Cindy will also speak to the pending WHB/HDS grant
    - Just learned this morning that the RFP has now been pushed out to April

- Only 5 of our current grants have indirect revenue
  - Staff were requested to request indirect revenues when working with any of their directors in response to RFPs for new grants

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**Information Only**

- Ms. Roberts is to provide Chairperson Greer with a total number of women served via the Komen Grant
**B. Grant Proposal Updates -**

- Brenda Fischer was unable to attend today's meeting as she is at an international end of life consortium that she helped to organize here in SD, so Larry Ward presented brief updates on the grants that had been awarded since the last meeting. Ms. Fischer will be making a more detailed report at the next regularly scheduled meeting of the Board.

- **ARCHSTONE FOUNDATION**
  - IMPLEMENTING A MODEL OF SPIRITUAL CARE IN THE MEDICAL SURGICAL INTENSIVE CARE UNITS AT PALOMAR MEDICAL CENTER
    - The District is 1 of 10 systems selected to engage in an experiment to see how spiritual care can be provided
    - The Archstone Foundation staff was very impressed with the District's staff, particularly the multi-disciplinary commitment to the project
    - There is a growing population for this type of services
    - The model is just getting underway, but there is a potential for growth once it is finalized
      - Only working with ICU & MedSurg
      - In response to an inquiry regarding utilization in the ER, it was stated that ER probably wasn't seen as an area that would need the services as currently envisioned, but that a similar approach might be cause for a different type of grant for the ER in the future

- **SAN DIEGO WORKFORCE PARTNERSHIP (SDWP)**
  - TRANSITIONS INTO PRACTICE NURSE RESIDENCY PROGRAM
    - The SDWP just went through an audit of the program, and they are very pleased with our results
    - They are looking at the possibility of using the District’s program as a model for replication for other parts of the workforce partnership system
      - Great for the District’s reputation
    - Larry has also been invited to sit on the SDWP Board

**C. Program Activities Update**

- Utilizing the attached presentation (Attachment 2) Larry Ward presented an update on INTERLINK Pathways, funded by The California Endowment (TCE)
  - He introduced Blanca Arias, our part-time Adult Navigator, who works with the veterans’ and all other adult healthcare education tracking programs, and whose position was funded in part by TCE
    - TCE also funded a portion of Larry’s position in the establishment of CLAS
  - The Community Advisory Board was created as all TCE grants require that there be one
  - TCE’s focus this year moved to children, families & communities in health crisis, and they picked out one community to which to devote funding throughout the State of California
    - We were not selected as that community
  - Still have a good relationship with TCE, and they are helping us determine other sources from whom

**CONCLUSIONS/ACTION**

**FOLLOW-UP/RESP. PARTY**

- Information Only

- Information only
HEALTH DEVELOPMENT BOARD OF DIRECTORS – MEETING MINUTES FRIDAY, JANUARY 14, 2011

(I.A) AGENDA ITEM

• DISCUSSION

  we can request funding

  • The Parker Foundation grant was extended to a 3-year program because both student navigators are students, the hours they were able to devote to the program were based on academic responsibility, so funding was stretched out over longer period of time to accommodate their school schedules

  • INTERLINK Pathways

    o The Community Advisory Board conference on February 4th will have participation by funding agencies
      − It will be a forum to converse about the pipeline process from high school to college, with opportunities for internships and possible eventual hiring at PPH

    o 6 of the 9 veterans who have gone through the Miracosta College LVN to RN program are doing fabulously
      − Blanca and Larry are following up with the other 3 to determine what difficulties they’re experiencing what can be done to assist them

    o LAS – Language Access Services
      − 90-day pilot program to provide better education on language access services available
      − Each patient who states a need for language assistance will have a CYRACOM phone installed in their room, with instructions for its use
        1) LAS will be noted on their whiteboard
        2) Phone provides 24/7 access to live, trained medical interpreters
        3) Phones do have portability via the wireless system to be carried with patients to therapy

    o CLAS Workforce Diversity Statement will be forwarded to the Board via the HR Committee

    o Mr. Ward’s seat on the San Diego Workforce Investment Board provides an opportunity for him to learn about federal grant monies that will be offered in San Diego County earlier than those without that access

    o Chairperson Greer inquired about inviting Palomar College to participate on the Schedule Funding Think Tank, and Mr. Ward indicated it would be considered, as a final decision on participants had not yet been made

    o The Department of Health & Human Services will potentially issue an RFP in the next month or so that would provide a 15-20% indirect on a $150-$200K/year grant that would last 2-3 years

    o The team is taking what they’ve learned from TCE and Parker Foundation and is expanding opportunities and strategic plan based on that knowledge

  CONCLUSIONS/ACTION

  FOLLOW-UP/RESP. PARTY

D. Welcome Home Baby (WHB)

• Utilizing the presentation included in the agenda packet, Cindy Linder, RN, Regional Coordinator First 5 HDS North Inland, presented an update on current grants and activities in the WHB program and Healthy Development Services (HDS)

  o Ms. Linder stated that the program we all know as WHB is actually HDS, and we are in our 6th year as the lead agency in that program

  Information Only

• Larry Ward and Cindy Linder will work off-line to ensure WHB/HDS outcomes are included in future grant proposals
### I.A. AGENDA ITEM

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<td>− Goal is to provide services as a safety net for children who don’t meet the requirements for receiving assistance from other agencies</td>
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<td>− There are 5 community agencies that assist PPH in the provision of services</td>
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<td>1) New provider Jewish Family Services has been on the team for 6 months</td>
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<td>2) PPH now does our own developmental services instead of using Rady’s</td>
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<td>− L.E.A.P. provides basic parenting instructions</td>
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<td>− Behavioral services has a 4-month wait list</td>
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<td>1) The majority of referrals come through community clinics and private physicians</td>
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<td>− HDS provides care coordination and case management, providing an entryway for all the families</td>
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<td>1) Needs are assessed and they are assigned a social worker to follow them through the pipeline</td>
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<td>− New location at 641 East Pennsylvania</td>
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<td>o Have had a Community Advisory Board for the last 6 years, comprised of school districts, community physicians, etc.</td>
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<td>o Rincon invited us to do quarterly screenings and we now hold a clinic there to provide services</td>
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<td>o Escondido Community Child Development Center</td>
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<td>− Screened over 1000 primarily low-income kids at their site</td>
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<td>− Very responsive parents came to hear about screenings, developmental milestones, etc.</td>
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<td>o Escondido Children’s Museum’s (ECM) new exhibits provide interactive stations</td>
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<td>− Were invited to do a parenting series there in January, and chose to target Spanish-speaking families for that series</td>
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<td>− 30 families enrolled in the program</td>
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<td>− ECM offered a 1-year membership to families who completed their class</td>
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<td>o The Parker Van wasn’t being used for transportation for women’s services as originally donated</td>
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<td>− Mrs. Parker was contacted about the possibility to use it for family transportation</td>
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<td>− She gave approval and is thrilled with the amount of usage</td>
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<td>• The WHB RFP has been anticipated for over a year, with the last anticipated date of issue in July 2010</td>
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<td>o This morning, we were notified that they will release the Coordinator RFP today</td>
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<td>− The Coordinator will oversee all of the at-risk home providers</td>
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<td>o The at-risk home visiting RFP is anticipated to be issued in April and would provide $6M in funding for the 4 regions of the entire county, starting in July for 5 years</td>
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<td>− Goal is to provide home visiting again</td>
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<td>• Mr. Ward indicated this information adds another dimension to HD &amp; the data should be included in applications for other grant opportunities, as proof of evidence-based practices is required of all new fundings</td>
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HEALTH DEVELOPMENT BOARD OF DIRECTORS – MEETING MINUTES FRIDAY, JANUARY 14, 2011

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<td>The Board thanked Ms. Linder for her presentation</td>
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VII. INFORMATION ITEMS

A. None

VIII. BOARD MEMBER COMMENTS/FUTURE AGENDA ITEMS

None

IX. FINAL ADJOURNMENT

The meeting was adjourned by Chairperson Greer at 1:27 p.m.

SIGNATURES:

<table>
<thead>
<tr>
<th>HD Board Secretary</th>
<th>Marcelo R. Rivera, M.D.</th>
<th>HD Board Assistant</th>
<th>Tanya Howell</th>
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Next Meeting: Regular Quarterly Meeting – Friday, April 8, 2011 – 12:00-2:00 p.m. – Grand Conference Room
<table>
<thead>
<tr>
<th>TITLE</th>
<th>GRANTEE</th>
<th>Purpose</th>
<th>Awarded</th>
<th>Remaining Funds</th>
<th>Beg/End Date</th>
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<tbody>
<tr>
<td>Western Regional Children's Advocacy</td>
<td>Western Regional Children's Advocacy</td>
<td>To provide training stipend for 3 staff members to attend the Chadwick conference in January.</td>
<td>$1,000</td>
<td>$0</td>
<td>N/A</td>
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<td>In-n-Out - Child Abuse Program</td>
<td>In-N-Out Child Abuse Foundation</td>
<td>To provide funding for PPH's SART/Child Abuse Program.</td>
<td>$3,500</td>
<td>$3,500</td>
<td>N/A</td>
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ATTACHMENT 2
Health Development
Board of Directors
Presentation
January 14, 2010
The California Endowment

- Funded $284,000 for two years which was stretched out to 3 years.
- TCE gave partial funding for staff including Student Navigator, Adult Navigator, and Director of CLAS
- TCE also Funded INTERLINK Pathways Community Advisory Board
- The California Endowment (TCE) focus changed as result of economic downturn.
- TCE Grant instrumental in realizing achievement of CLAS
- Funds end February 28, 2011
Parker Foundation

• Awarded $71,000 for two years stretched out to 3 years.
• Funded partial Student Navigator position
• Funded High School Health Care Activities including: PMC Tours, Health Career Fairs, INTERLINK Pathways Presentations, CCE Internship recruitment.
• Funds end January 30, 2011
• Funds only periodically
INTERLINK Pathways Highlights

Adult Navigator

- Voice of Customer Focus Group with 20+ Spanish Speaking Patients at North County Health Services with Joy Gorzeman
- Community Advisory Board - FEB 4 Conference Preparation
- Six Military LVN to RN Miracosta College Success

High School Student Navigators – Health Care Academies (HCA)

- Individual Academic Planning Sessions with 90 + HCA Students
- Participated in 12 CCE Interview Panels
- 39 CCE’s Hired FY 10-11 to PPH - 2 more since December 13
- 55% of CCE Level I from PPH HCA students
INTERLINK Pathways Highlights

LAS

• CYRACOM Pilot launched in PMC Intermediate Care Unit

CLAS Workforce Diversity

• Developing New PPH Diversity Statement
• Launched CLAS questions in Safety Training
Larry Ward, Director of CLAS and Program Director of Health Development

- Served on San Diego Workforce Partnership grant evaluation team
- Invited to be on San Diego Workforce Investment Board
- CLAS Initiative Planning Process begun
INTERLINK Pathways Next Steps

- Complete Research of Future potential Funders and review with PPH Foundation Staff

- Health Pipeline Challenges and Opportunities Conference February 4, 2011

- Schedule Funding Think Tank
  - Workforce Partnership
  - Funders Collaborative
  - CSUSM School of Nursing
  - PPH Foundation

- Develop Joint Grant Strategy Proposals

- Explore CISCO Systems Technology Oriented grants in healthcare

- Submit Letter of Interest to California Wellness

- Submit application to Health and Human Services for Increasing diversity of the workforce
INTERLINK Pathways Strategic Plans

- Think Tank to Design Multifaceted CCE Internship Program
- Introduce Program to inform PPH Staff
- Involve selected PPH Department Heads in Internship planning.
- Expand Internship departments and PPH Locations.
- Seek Funding for Internship Navigator.
- Formalize CCE Internship to PPH Employment Process
- Frame the Internship benefits to PPH
  - Improve Pt. Satisfaction and Safety
  - Reduce cost of training new graduates
  - Increase Diversity
  - Improve Quality of Care
  - CCE FY 2010 Annual Contribution Savings to PPH of $1.9 Million
Funding Issues

- Negative impact of recession on foundation funding
- RAHSI Funding State cutbacks
- Miracosta Military Veteran LVN to RN cutbacks
- Develop and cultivate new funding partners
Funding Opportunities

• Larry met with San Diego Funders Collaborative new director
• Workforce Partnership has funds for transition to employment
• TCW Letter of Interest
• Workforce Partnership exploration for veteran funding
• Closer collaboration with PPH Foundation