

MONDAY, JUNE 6, 2022 11:30 A.M. MEETING

BOARD OF DIRECTORS

PLEASE NOTE: Participation will be virtual pursuant to Palomar Health Board Resolution No. 01.10.22(03)-03 which applies to those members of the Palomar Health Development Board who are also members of the Palomar Health Board.

Please join the meeting from your computer, tablet or smartphone: <https://meet.goto.com/115246349>

OR Dial in using your phone: 866.899.4679; Access Code: 115246349#

| | <u>Time</u> | <u>Page</u> | <u>Target</u> |
|--|-------------|------------------------|---------------|
| I. CALL TO ORDER | | | 11:30 |
| II. PUBLIC COMMENTS² | 15 | | 11:45 |
| <i>5 minutes allowed per speaker, with a cumulative total of 15 minutes per group</i> | | | |
| III. INFORMATION ITEM(S) – NONE | 0 | | 11:45 |
| IV. OLD BUSINESS – NONE | | | |
| A. Board Meeting Follow-up | 2 | 2-4 | 11:47 |
| V. MINUTES – Monday, December 13, 2021 (Addendum A – Pp27-38) | 3 | 5 | 11:50 |
| VI. PRESENTATION(S) | | | |
| A. Update on Grants & Contracts Inventory <i>(Addendum B – Pp39-43)</i> | 10 | 6 | 12:00 |
| | | <i>Aimee Ebner</i> | |
| B. First 5 Commission Funded Programs at Palomar Health (Addendum C – Pp44-53) | | | |
| i. First Steps | 20 | 7 | 12:20 |
| | | <i>Shirin Strauss</i> | |
| ii. Healthy Development Services | | | |
| | | <i>Cindy Linder</i> | |
| C. Forensic Health Services & Victim of Violence Programs (Addendum D – To be published under separate cover) | 10 | 8 | 12:30 |
| | | <i>Michelle Shores</i> | |
| VII. NEW BUSINESS | | | |
| *A. Resolution No. 06.06.22(01)-1 – Acknowledging Selection of the New Board, Ratifying the Appointment of the Chairperson and Confirming the Election of the Vice-Chairperson for Calendar Year 2022 | 5 | 9-12 | 12:35 |
| | | <i>Tanya Howell</i> | |
| *B. Resolution No. 06.06.22(02)-2 – Confirming Appointment of Corporate Officers for Calendar Year 2022 | 5 | 13-14 | 12:40 |
| | | <i>Tanya Howell</i> | |
| *C. Amendment 2 to the Administrative Services Agreement with Mary Spencer, MD, for Administrative Oversight of the New Alternatives Contract 1.1.2020 – 1.1.2022 | 2 | 15-17 | 12:42 |
| | | <i>Michelle Shores</i> | |
| *D. April 2022 & YTD FY2022 Financial Report (Addendum E – Pp55-59) | 10 | 18 | 12:52 |
| | | <i>Aimee Ebner</i> | |
| *E. Resolution No. 06.06.22(03)-3– Bank of America Deposit Account & Treasury Management Services Banking Resolution & Certificate of Incumbency | 3 | 19-21 | 12:55 |
| | | <i>Hugh King</i> | |
| *F. Resolution No. 06.06.22(04)-4– Setting the Date, Time & Location for the Remaining Board Meeting for Calendar Year 2022 | 5 | 22-23 | 1:00 |
| | | <i>Tanya Howell</i> | |
| *G. Administrative Oversight for Palomar Health Development | 5 | 24-26 | 1:05 |
| | | <i>Hugh King</i> | |
| VIII. BOARD MEMBER COMMENTS/FUTURE AGENDA ITEMS | 5 | — | 1:10 |
| IX. ADJOURNMENT | | | 1:10 |

Next Regular Meeting: **TBD**

| | | |
|---|------------------------|---------------------------------------|
| Palomar Health Development, Inc., Board of Directors | | |
| Terry Corrales, RN, Chairperson | Linda Greer, RN | Laurie Edwards-Tate, MS |
| Hubert U. King, Director | | Diane L. Hansen, CPA, Director |

Board Follow-Ups

TO: Health Development Board

MEETING DATE: Monday, June 6, 2022

FROM: Tanya Howell, Corporate Secretary

Background: At the Board's request, a list of those items on which follow-up information has been requested is maintained, with items to remain on the list until each matter has been finalized. The only outstanding item has received a response is being presented for the Board's information.

12/13/21

1) Following a discussion about the current and pending grants, Director Greer inquired about the possibility of using some of the funds remaining in the Bioterrorism/Emergency Preparedness grant to fund security operations within the District (specifically as it relates to a guest/guests being found on campus or in the facilities in possession of weapons or other forbidden items). Jim Smith, VP of Finance for Palomar Health, stated that he would reach out to Lisha Wiese, Manager of Emergency Management & Disaster, to obtain an answer to that question, and then would report back to the Board.

a) Please see the attached response from Ms. Wiese

Budget Impact: N/A

STAFF RECOMMENDATION:

Motion:

Individual Action:

Information:

Required Time:

Howell, Tanya

From: Wiese, Lisha
Sent: Monday, May 23, 2022 1:34 PM
To: Howell, Tanya
Subject: RE: Question from the Palomar Health Development Board - Need a Response by 5/31, Please?

Hi Tanya – here is a screenshot of my response to Jim when he asked me the questions about the HPP grant funding:

From: Wiese, Lisha
Sent: Tuesday, December 14, 2021 4:33 PM
To: Smith, James <Jim.Smith@palomarhealth.org>
Subject: RE: HRSA to Release \$9 Billion in Phase 4 Provider Relief Funds

Thanks for the update Jim! I appreciate it.

I just listened to your voicemail.... The HPP (Hospital Preparedness Program) fka HRSA funds are earmarked for disaster preparedness supplies and resources.

For example, for FY2022, I budgeted for the following items:

- Replenishment of PPE that was used during the CV19 response
- Disaster supplies for satellite buildings (search and rescue bags, emergency food and water)
- Redundant communication devices and service
- Surge tents

Not sure if this was mentioned during the BOD meeting, but Palomar Health does not receive HPP funding any longer. We used to complete many deliverables to receive the funding, however, that approach was changed a few years ago, so now the funding is used at the county level for more of a 'whole-community' approach, including resources for other non-hospital related entities.

I hope this answers your question, if not, please let me know, and I would be more than happy to clarify things.

Thanks again, Lisha

Thank you!

Lisha Wiese

District Manager
Emergency Management and Safety
Communications / Call Center

PALOMAR HEALTH | o. 760.739.2468 | c. 760.453.1000 | PalomarHealth.org
A California Public Healthcare District

From: Howell, Tanya <tanya.howell@palomarhealth.org>

Sent: Monday, May 23, 2022 9:45 AM

To: Wiese, Lisha <Lisha.Wiese@palomarhealth.org>

Cc: Howell, Tanya <tanya.howell@palomarhealth.org>

Subject: Question from the Palomar Health Development Board - Need a Response by 5/31, Please?

Importance: High

Lisha – I'm finally getting back to reviewing my information for the upcoming PHD Board meeting (June 6th – packet to go out next week), and I discovered that Jim Smith had a follow-up. Not sure if he asked this question prior to his departure, so I thought I'd get it in front of you so that a response could be made to the Board:

- Following a discussion about the current and pending grants, Director Greer inquired about the possibility of using some of the funds remaining in the Bioterrorism/Emergency Preparedness grant to fund security operations within the District (specifically as it relates to guest being found on campus or in the facilities in possession of weapons or other forbidden items). Jim Smith, VP of Finance for Palomar Health, stated that he would reach out to Lisha Wiese, Manager of Emergency Management & Disaster, to obtain an answer to that question, and report back to the Board.

Can you find out if those funds could be utilized in that manner?

Thank you!

Tanya Howell

Executive Assistant to
Hugh King, CFO
& Sheila Brown, COO



2125 Citracado Parkway, Suite 300 | Escondido, CA 92029

o. 760.740.6383 | PalomarHealth.org
tanya.howell@palomarhealth.org

A California Healthcare District

Board Meeting Minutes
Monday, December 13, 2021

TO: Palomar Health Development Board

MEETING DATE: Monday, June 6, 2022

FROM: Tanya Howell, Corporate Secretary

Background: The minutes of the Meeting of the Board held on Monday, December 13, 2021, are respectfully submitted for approval (*Addendum A*).

Budget Impact: N/A

STAFF RECOMMENDATION: Approval of the Monday, December 13, 2021, Board Meeting minutes.

Motion: X

Individual Action:

Information:

Required Time:

**Palomar Health Development, Inc.
Update on Grants**

TO: Palomar Health Development Board

MEETING DATE: Monday, June 6, 2022

FROM: Hubert U. King, Chief Financial Officer

Background: Aimee Ebner will update the Board on grants managed by Health Development (*Addendum B*).

Budget Impact: None.

STAFF RECOMMENDATION:

Motion:

Individual Action:

Information: X

Required Time:

**First 5 Commission Funded Programs
At Palomar Health**

TO: Palomar Health Development Board

MEETING DATE: Monday, June 6, 2022

FROM: Shirin Strauss, MA, ICCE, IBCLC, Program Director North Region First Steps
Cindy Linder, RN, BSN, North Inland Regional Coordinator, HDS

Background: The First 5 Commission of San Diego funds two programs at Palomar Health: First 5 First Steps and Healthy Development Services (HDS).

Information about both of these programs and the progress that is being made to help the children of North San Diego County will be presented (*Addendum C*).

Budget Impact: None

STAFF RECOMMENDATION:

Motion:

Individual Action:

Information: X

Required Time:

Forensic Health Service & Victim of Violence Programs

TO: Palomar Health Development Board

MEETING DATE: Monday, June 6, 2022

FROM: Michelle Shores, RN, MSN, Director Forensic Health Services

Background: Information about the Forensic Health Services and Victim of Violence programs and the progress that is being made to help the victims of abuse in San Diego County will be presented (*Addendum D, which will be distributed under separate cover*).

Budget Impact: None

STAFF RECOMMENDATION:

Motion:

Individual Action:

Information: X

Required Time:

**Resolution No. 06.06.22(01)-1 Acknowledging Selection of the New Board,
Ratifying Appointment of the Chairperson and
Confirming Election of Officers for Calendar Year 2022**

TO: Palomar Health Development Board

MEETING DATE: Monday, June 6, 2022

FROM: Tanya Howell, Corporate Secretary

Background: *Article III, Section 4.03(a) as amended January 27, 2015*, of the Bylaws of Palomar Health Development, Inc. (“Health Development”) requires that the Board’s Annual Meeting be held in January or February, and further states that the Health Development Board shall acknowledge the appointment of the new Board, confirm the election of Board officers and appoint Corporate officers. For good cause, this Annual Meeting was pushed to later in the year.

Article III, Section 3.02 requires that the Board of Directors of Palomar Health select the Chief Executive Officer and Chief Financial Officer of Palomar Health as *ex officio* members, with vote, of the Health Development Board.

Article III, Section 3.03 requires that the Palomar Health Board shall also elect the Directors of the Health Development Board. In December 2021, the Chair of the Board of Palomar Health appointed the following to serve as Directors on the Health Development Board:

- Terry Corrales, RN
- Linda Greer, RN
- Laurie Edwards-Tate, MS
- Chief Executive Officer, Palomar Health, *ex officio* Director
- Chief Financial Officer, Palomar Health, *ex officio* Director

Article IV, Section 4.07 requires that the Health Development Board shall organize by the election of officers, with one member elected as Chairperson, one as Vice Chairperson and one as Secretary; and that a Treasurer may also be elected at that time.

When the Chair of the Board of Directors of Palomar Health appointed members to the Health Development Board, Terry Corrales, RN, was appointed Chairperson of Health Development for Calendar Year 2022. That appointment requires ratification by this Board. The Health Development Board will also need to elect a Vice Chairperson, a Secretary and a Treasurer at this meeting.

Budget Impact: N/A

**Resolution No. 06.06.22(01)-1 Acknowledging Selection of the New Board,
Ratifying Appointment of the Chairperson and
Confirming Election of Officers for Calendar Year 2022**

STAFF RECOMMENDATION: Staff recommends that the Health Development Board:

- 1) Acknowledge the selection of the Chief Executive Officer and Chief Financial Officer of Palomar Health as *ex officio* Directors, with vote;
- 2) Acknowledge the selection of Terry Corrales, RN; Linda Greer, RN; and Laurie Edwards-Tate, MS, as Directors;
- 3) Ratify the appointment of Terry Corrales, RN, as the Chairperson; and,
- 4) Elect a Vice Chairperson, a Secretary and a Treasurer.

Further, it is recommended that the Health Development Board adopt Resolution No. 06.06.22(01)-1 to memorialize those actions.

Motion:

Individual Action: X

Information

RESOLUTION NO. 06.06.22(01)-1

Acknowledging Selection of the New Board, Ratifying Appointment of the Chairperson and Confirming Election of Officers for Calendar Year 2022

WHEREAS, Palomar Health (“the Member”) shall select the Chief Executive Officer and Chief Financial Officer of Palomar Health as *ex officio* members of the Board of Palomar Health Development, Inc., (“Health Development”), pursuant to Section 3.02 of the Health Development Bylaws; and,

WHEREAS, the Directors of Palomar Health Development, Inc. (“Health Development”), shall be selected by Palomar Health (“the Member”), pursuant to Section 3.03 of the Health Development Bylaws; and,

WHEREAS, the Member has duly selected the following to serve as *ex officio* Directors of the Health Development Board, with vote: the Chief Executive Officer and Chief Financial Officer of Palomar Health; and,

WHEREAS, the Member has duly selected the following to serve as the Directors of the Health Development Board: Terry Corrales, RN; Linda Greer, RN; and Laurie Edwards-Tate, MS; and,

WHEREAS, the Member has duly appointed the following to serve as the Chairperson: Terry Corrales, RN; and,

WHEREAS, the Health Development Board shall elect officers at its annual meeting, pursuant to Section 4.07 of the Health Development Bylaws.

NOW, THEREFORE, IT IS HEREBY RESOLVED by the Board of Directors of Health Development that the selection by the Member of the following slate for the Board of Directors, is hereby acknowledged, and the appointment of the Chairperson is hereby ratified:

- Terry Corrales, RN, Chairperson
- Linda Greer, RN, Director
- Laurie Edwards-Tate, Director
- Chief Executive Officer, Palomar Health, *ex officio* Director
- Chief Financial Officer, Palomar Health, *ex officio* Director

IT IS HEREBY FURTHER RESOLVED by the Board of Directors of Health Development that the remaining slate of officers is hereby elected for Calendar Year 2022:

Terry Corrales, RN

Chairperson
Vice-Chairperson
Secretary
Treasurer

PASSED AND ADOPTED at the meeting of the Board of Directors of Health Development held on June 6, 2022, by the following vote:

AYES:

NOES:

ABSENT:

ABSTAINING:

DATED: June 6, 2022

APPROVED:

ATTESTED:

Terry Corrales, RN, Chairperson
Board of Directors
Palomar Health Development, Inc.

_____, Secretary
Board of Directors
Palomar Health Development, Inc.

**Resolution No. 06.06.22(02)-2 Confirming Appointment
of the Corporate Officers for Calendar Year 2022**

TO: Palomar Health Development Board

MEETING DATE: Monday, June 6, 2022

FROM: Tanya Howell, Corporate Secretary

Background: The Bylaws of Palomar Health Development, Inc. {*ARTICLE IV, Sections 5.01-5.02*} state the officers of the Corporation shall be a President, a Secretary, and a Chief Financial Officer. Further, the officers of the Corporation shall be chosen annually by, and shall serve at the pleasure of, the Board.

The current slate of Corporate Officers was appointed at the February 5, 2021, meeting:

- Diane Hansen, President
- Michael J. Bogert, Chief Financial Officer
- Tanya Howell, Secretary

The officers, "...shall hold their respective offices until their resignation, removal...or until their respective successors are elected and qualified."

As this is the Annual meeting of the Health Development Board, the Corporate Officers must again be chosen.

Budget Impact: N/A

STAFF RECOMMENDATION: Staff recommends that the Board appoint the following slate: Diane L. Hansen, Hubert U. King , and Tanya Howell, to serve as President, Chief Financial Officer and Secretary, respectively, of the Corporation. Staff further recommends that the Board adopt Resolution No. 06.06.22(02)-2 Confirming Appointment of the Officers of the Corporation, as amended to include the names of those officers appointed at this meeting.

Motion:

Individual Action: X

Information:

RESOLUTION NO. 06.06.22(02)-2

**RESOLUTION OF THE BOARD OF DIRECTORS OF
PALOMAR HEALTH DEVELOPMENT, INC.
CONFIRMING APPOINTMENT OF THE OFFICERS OF THE CORPORATION**

WHEREAS, the Officers of the Corporation Palomar Health Development, Inc. [Health Development] shall be a President, a Chief Financial Officer and a Secretary – pursuant to Section 5.01 of the Health Development Bylaws; and,

WHEREAS, the Officers of the Corporation of Health Development shall be chosen annually by, and shall serve at the pleasure of, the Board – pursuant to Section 5.02 of the Health Development Bylaws.

NOW, THEREFORE, IT IS HEREBY RESOLVED by the Board of Directors of Health Development that the following slate is hereby appointed Officers of the Corporation of Health Development, to remain in those offices until the Annual Meeting for 2023:

President
Chief Financial Officer
Secretary

PASSED AND ADOPTED at the meeting of the Board of Directors of Palomar Health Development held on June 6, 2022, by the following vote:

AYES:

NOES:

ABSENT:

ABSTAINING:

DATED: June 6, 2022

APPROVED:

ATTESTED:

Terry Corrales, RN, Chairperson
Board of Directors
Palomar Health Development, Inc.

_____, Secretary
Board of Directors
Palomar Health Development, Inc.

**Amendment 2 to the Administrative Services Agreement
Oversight of the New Alternatives Contract – Mary Spencer, MD**

TO: Palomar Health Development Board

MEETING DATE: Monday, June 6, 2022

FROM: Michelle Shores, RN, MSN, Director Forensic Health Services

Background: Mary Spencer, MD, provides medical director oversight for both the Child Abuse Program (CAP) and the Sexual Assault Response Team (SART) at Palomar Health's Forensic Health Services sites. Dr. Spencer has provided reliable forensic professional services to Palomar Health for a number of years and has been responsive to the medical staff and health system in meeting the clinical needs of its patients.

This Amendment 2 extends the Agreement from January 1, 2022, through June 30, 2022.

Palomar Health provides services to the Child Assessment Network North, which requires physician leadership and support of the New Alternatives, Inc.'s, contract with the County of San Diego to support the Child Assessment Network North ("Program"). This agreement calls for Dr. Spencer to serve as supervising physician of the Program ("Supervising Physician"), with responsibility for the physician supervision of the Program and the performance of the other medical administrative services set forth in the agreement, including all of the duties customarily associated therewith, to the reasonable satisfaction of PHO.

- Physician's duties as Supervising Physician shall include:
 - Review North County Assessment Center charts for quality control;
 - Review charts on request by the Nurse Practitioner for professional feedback;
 - Supervise the work of the Nurse Practitioner and provide consultation as needed;
 - Examine children who need a specialized exam by a physician; and,
 - Provide expert testimony as required.
- Physician shall also keep track of administrative time per the timecard attached to the Supervising Physician Agreement.

Dr. Spencer is compensated separately for this provision of services from grant-funded programs through Palomar Health Development, Inc.

Budget Impact: Grant funded by reimbursement.

STAFF RECOMMENDATION: Staff recommends approval of Amendment 2 to the Administrative Services Agreement with Mary Spencer, MD, for the Oversight of the New Alternatives Contract.

Motion: X

Individual Action:

Information:

Required Time:

**PALOMAR HEALTH DEVELOPMENT, INC.
AGREEMENT ABSTRACT**

| Section Reference | Term/Condition | Term/Condition Criteria |
|-------------------|---------------------------|---|
| | TITLE | 1) Administrative Services Agreement – Supervising Physician 2) Amendment 1 to Administrative Services Agreement 3) Amendment 2 to Administrative Services Agreement |
| | AGREEMENT DATE | 1) This Agreement shall be effective as of January 1, 2020 2) This Amendment 1 shall be effective as of January 1, 2021 3) This Amendment 2 shall be effective as of January 1, 2022 |
| | PARTIES | The Administrative Services Agreement and Amendments ("Agreement") are entered into and executed by and between Palomar Health Development, Inc., a California nonprofit public benefit corporation ("PHD"), and Mary Spencer, M.D. ("Physician"). |
| | PURPOSE | A. PHD provides services to the Child Assessment Network North, which requires physician leadership and support of the New Alternatives, Inc. 's contract with the County of San Diego to support the Child Assessment Network North ("Program"). B. Physician is duly licensed to practice medicine under the laws of the State of California. C. PHO and Physician have agreed that Physician will provide administrative services related to the program in accordance with this Agreement. D. All current agreements between Physician and PHD are available and on file in the master list of agreements electronically maintained by Palomar Health. <ul style="list-style-type: none"> •Review North County Assessment Center charts for quality control; •Review charts on request by the Nurse Practitioner for professional feedback; •Supervise the work of the Nurse Practitioner and provide consultation as needed; •Examine children who need a specialized exam by a physician; and •Provide expert testimony as required. |
| | SCOPE OF SERVICES | Administrative Services Agreement |
| | PROCUREMENT METHOD | <input type="checkbox"/> Request For Proposal <input checked="" type="checkbox"/> Discretionary |
| | TERM | 1) 1 year 2) 1 year 3) 6 months |
| | RENEWAL | Annual review |
| | TERMINATION | Without cause with 30 days written notice. For cause as defined in the agreement |

| | | |
|--|---------------------------------|---|
| | COMPENSATION METHODOLOGY | Maximum grant funded amount of 8 hours a month As compensation for Physician's medical direction of the Program in accordance with this Agreement, Physician shall be paid by the hour for such Supervising Physician services rendered during the term hereof subject to the limits set forth in Section 4. PHD will pay Physician within sixty (60) days from receipt of Physician's timesheets. |
| | FMV ASSESSMENT COMPLETED | <input type="checkbox"/> YES <input checked="" type="checkbox"/> NO – DATE: Grant funded at contracted rate |
| | BUDGETED | <input checked="" type="checkbox"/> YES <input type="checkbox"/> NO – IMPACT: Neutral |
| | EXCLUSIVITY | <input type="checkbox"/> NO <input checked="" type="checkbox"/> YES – EXPLAIN: Forensic/Child Abuse pediatric expertise |
| | JUSTIFICATION | Physician oversight for specialty forensic nurse practitioner services |
| | AGREEMENT NOTICED | <input type="checkbox"/> YES <input type="checkbox"/> NO Methodology & Response: |
| | ALTERNATIVES/IMPACT | |
| | Duties | <input checked="" type="checkbox"/> Provision for Staff Education <input type="checkbox"/> Provision for Medical Staff Education <input checked="" type="checkbox"/> Provision for participation in Quality Improvement <input type="checkbox"/> Provision for participation in budget process development <ul style="list-style-type: none"> •Review North County Assessment Center charts for quality control; •Review charts on request by the Nurse Practitioner for professional feedback; •Supervise the work of the Nurse Practitioner and provide consultation as needed; •Examine children who need a specialized exam by a physician; and •Provide expert testimony as required. |
| | COMMENTS | |
| | APPROVALS REQUIRED | <input checked="" type="checkbox"/> Dept/Program Director <input checked="" type="checkbox"/> CFO <input checked="" type="checkbox"/> BOD |

**Palomar Health Development, Inc.
Financial Report**

TO: Palomar Health Development Board

MEETING DATE: Monday, June 6, 2022

FROM: Hugh King, Chief Financial Officer

Background: At each regularly scheduled meeting of the Board of Directors of Health Development, the staff members provide the most recent financial report. Aimee Ebner will review the April 2022 and YTD FY2022 Financial Reports (*Addendum E*).

Budget Impact: None.

STAFF RECOMMENDATION:

Motion:

Individual Action:

Information: X

Required Time:

Resolution No. 06.06.22(03)-3
Bank of America Deposit Account & Treasury Management Services
Banking Resolution & Certificate of Incumbency

TO: Palomar Health Development Board

MEETING DATE: Monday, June 6, 2022

FROM: Hubert U. King, Chief Financial Officer

Background: Palomar Health Development, Inc., maintains banking accounts with Bank of America. Adoption of the attached Bank of America Deposit Account & Treasury Management Services Banking Resolution & Certificate of Incumbency (No. 06.06.22(03)-3) is required in order to provide the Bank with specimen signatures of the current corporate officers and other authorized signatories. This superseding Resolution has been updated based on the following actions:

- Changes to the organizational structure of Palomar Health

Budget Impact: N/A

STAFF RECOMMENDATION: Staff recommends that the Board adopt Resolution No. 06.06.22(03)-3 Bank of America Deposit Account & Treasury Management Services Banking Resolution & Certificate of Incumbency.

Motion:

Individual Action: X

Information:

Required Time:

Note: Please enable Macros

CLIENT INFORMATION

Please select one of the following options:

- New Resolution/Incumbency
- Update Incumbency (*Used to Add or Delete individual authorized signers*)
- Supersede Resolution/Incumbency (*Replaces any and all prior banking resolutions*)

ORGANIZATION LEGAL NAME (Must match legal name indicated in company formation documents)

PALOMAR HEALTH DEVELOPMENT INC

- **This Banking Resolution and Certificate of Incumbency will apply to all accounts the Organization maintains with us.**
- **The Organization adopts the following Banking Resolution and Certificate of Incumbency (with specimen signatures)***

The undersigned certifies that:

1) Any individual (each an "Authorized Signer") with any of the following Titles

Title: N/A

Title:

Title:

Add Row

is authorized, acting alone, including by electronic signature, electronic record or other electronic form, (a) to establish accounts from time to time for the Organization at Bank of America, N.A. (the "Bank"), as well as to operate and close such accounts, (b) to enter into any and all agreements and transactions contemplated by the provision of treasury management services by the Bank, including but not limited to Electronic Funds Transfer Services, and (c) designate persons to operate each such accounts including closing the account, and to designate persons to act in the name and on behalf of the Organization/Client with respect to the establishment and operation of treasury management services.

2) the person whose signature, name, and title appear in the "AGREEMENT, TAX INFORMATION CERTIFICATION and AUTHORIZATION" section of the Deposit Account Documentation Signature Card or Amendment to Signature Card ("Signature Card") and those persons listed below on the Incumbency Certificate, are Authorized Signers who are authorized, including by electronic signature, electronic record or other electronic form, to establish accounts and to designate persons to operate each such account and to execute contracts and agreements (including treasury management service agreements, including but not limited to Electronic Funds Transfer Agreements) with the Bank and that the signatures of such Authorized Signers are genuine.

3) the persons who signed in the Designated Account Signers section of the Signature Card or Amendment to Signature Card are authorized to operate any accounts opened with the deposit account documentation unless otherwise noted on the Signature Card, and that the signatures of such Designated Account Signers are genuine.

4) the foregoing is a complete, true and correct copy of the banking resolutions adopted by the Board of Directors, the Members or the General Partners, Commission, Council or Governing Board as applicable, of the Organization, government entity or authority and that the resolutions are still in full force and effect and have not been amended or revoked and do not exceed the objects or powers of the Organization, government entity, authority or the powers of its management or Governing Board, Commission or Council. **For government entities, agencies or authorities, each of the individuals noted below are an officer, employee, or agent of the Organization who has plenary authority over funds (an "official custodian") for which the official custodian is appointed or elected to serve. The authority of the official custodian(s) listed below derives from an official source, such as an ordinance or statute.**

Incumbency Certificate:

| Add/Delete | Name | Title | Signature |
|---------------|-----------------------|--|-----------|
| Add | HUBERT U. "HUGH" KING | CHIEF FINANCIAL OFFICER | |
| Add | AMANDA B. PAPE | VICE PRESIDENT OF FINANCE - PALOMAR HEALTH | |
| Delete | MICHAEL J. BOGERT | CHIEF FINANCIAL OFFICER | |
| Delete | JAMES L. SMITH | VICE PRESIDENT OF FINANCE - PALOMAR HEALTH | |

* If you choose to provide your own Banking Resolution and Certificate of Incumbency (with specimen signatures), it must be attached to the signature card.

This Banking Resolution and Certificate of Incumbency must be signed as follows:

- **Corporations:** Secretary or assistant secretary of the company **must** sign.
- **Any Partnership type:** One of the general partners must sign. If the general partner is an organization, show the name of the general partner and include capacity of signer.
- **Limited Liability Company:**

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| | | | |
|---|--|---------------------|--|
| <ul style="list-style-type: none"> ▪ Member Managed LLC: One of the members or an officer of the company must sign. If the member or manager is an organization, show the name of the member or manager and include capacity of signer. ▪ Manager Managed LLC: The manager or managers or an officer authorized of the company must sign. If the member or manager is an organization, show the name of the member or manager and include capacity of signer. | | | |
| <ul style="list-style-type: none"> • Other unincorporated organizations: An officer of the organization who is authorized by the by-laws or operating agreement of the company must sign. • Government entities, authorities or agencies: An authorized signer of the government entity/authority who is authorized by the statutes must sign. | | | |
| In Witness Whereof, I have hereunto set my hand as (title) of the Organization listed above | | | |
| Title: | | CORPORATE SECRETARY | |
| Type or Print Name of Certifying Individual | | | |
| TANYA L. HOWELL | | | |
| Name of Company who is General Partner or Member, leave blank if not applicable. (Type or print Name of company including the legal name of any member, managing member, manager, or general partner who is signing and who is not an individual) | | | |
| Signature: | | Date: | |

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**Resolution No. 06.06.22(04)-4
Setting the Date and Time for the Remaining Regular Meeting
for Calendar Year 2022**

TO: Palomar Health Development Board

MEETING DATE: Monday, June 6, 2022

FROM: Tanya Howell, Corporate Secretary

Background: The Bylaws of Palomar Health Development, Inc. {*ARTICLE IV, Section 4.03(a), amended January 7, 2015*} require that the Board pass a Resolution stating the date, time and location of the Board’s second regular meeting for the calendar year.

As this is the Annual Meeting of the Board, Resolution No. 06.06.22(04)-4—which will be edited to include the date, time and place of the Board’s remaining regular meeting for the calendar year—has been drafted and is attached for the Board’s review. The month of December has been chosen in order to allow time for completion of the Annual Audited Financials and review thereof by the Audit Committee of the Board.

The Board is requested to choose between the two following dates, with a start time of 12:00 noon. Until further guidance regarding the ability to again meet in person is received from the appropriate authorities, it is recommended that the meeting be posted as “To Be Determined (TBD)”, with either a virtual or an in-person location to be set at a later date.

| DATE | PURPOSE OF MEETING | LOCATION |
|-----------------------------|--|----------|
| Monday December 12, 2022 | Second Regular Meeting Calendar Year 2022 | TBD |
| OR | | |
| Monday December 19, 2022 | Second Regular Meeting Calendar Year 2022 | TBD |

Budget Impact: N/A

STAFF RECOMMENDATION: Staff recommends that the Board set the date and time for the Board’s second regular meeting for Calendar Year 2022, with a location of “To Be Determined”, and that the Board adopt Resolution No. 06.06.22(04)-4 after it has been amended to reflect the date and time chosen.

Motion:

Individual Action: X

Information:

**RESOLUTION OF THE BOARD OF DIRECTORS OF
PALOMAR HEALTH DEVELOPMENT, INC.
SETTING THE DATE AND TIME FOR THE
REMAINING BOARD MEETING FOR CALENDAR YEAR 2022**

WHEREAS, Palomar Health Development, Inc. [Health Development] is required, pursuant to Section 54954 of the California Government Code and Section 4.03(b) of the Health Development Bylaws, to pass a resolution adopting the time, place and location of the regular board meetings.

NOW, THEREFORE, IT IS HEREBY RESOLVED by the Board of Directors of Health Development that the following are the date and time for the remaining regular meeting for Calendar Year 2022 (January – December), and;

NOW, THEREFORE, IT IS HEREBY FURTHER RESOLVED by the Board of Directors of Health Development that the location for the meeting shall be listed as “To Be Determined” and will be posted following receipt of further guidance from the appropriate authorities regarding the ability to again hold meetings in person:

CALENDAR YEAR 2022 BOARD MEETING SCHEDULE

| <u>DATE</u> | <u>PURPOSE OF MEETING</u> | <u>LOCATION</u> |
|--|---|-------------------------|
| Monday December 12, 2022 OR Monday December 19, 2022 12:00 noon | Regular Meeting Fiscal Year 2022 | To Be Determined |

PASSED AND ADOPTED at the meeting of the Board of Directors of Health Development, held on June 6, 2022, by the following vote:

AYES:

NOES:

ABSENT:

ABSTAINING:

DATED: June 6, 2022

APPROVED:

ATTESTED:

Terry Corrales, RN, Chairperson
Board of Directors
Palomar Health Development, Inc.

_____, Secretary
Board of Directors
Palomar Health Development, Inc.

Palomar Health Development, Inc.
Administrative Oversight for Health Development

TO: Palomar Health Development Board

MEETING DATE: Monday, June 6, 2022

FROM: Hubert U. King, Chief Financial Officer

Background: At the regularly scheduled meeting of the Health Development Board in October 2011, the Board approved the creation of a Financial and Accounting Services Agreement between Palomar Health Development (PHD) and Palomar Health (PH) for reimbursement of the time spent by the PH Finance Department to provide administrative oversight both for the grants being managed through PHD and the studies being conducted through the Research Institute (RI).

The agreement has been amended by the Board from time to time, most notably by:

- The addition of an automatic renewal clause to the agreement's term; and,
- The removal of reimbursement for Research Institute studies as those are no longer being conducted.

The agreement is administratively reviewed on an annual basis to ensure that compensation is being paid at an appropriate level and that any recommended changes to compensation have been presented to the Board for approval prior to implementation. Following this year's review, it was noted that the reimbursement to PH for services provided on behalf of PHD had not been changed since calendar year 2020. Therefore, an increase in compensation in the amount of \$500 per month is being recommended, bringing the total compensation to \$3,500 per month, effective July 1, 2022.

The attached amendment to the agreement has been drafted to reflect this requested increase in compensation.

Budget Impact: N/A

STAFF RECOMMENDATION: Staff recommends an increase in the compensation by \$500 per month, bringing the total compensation to \$3,500 per month in reimbursement to Palomar Health, effective July 1, 2022.

Motion: X

Individual Action:

Information:

Required Time:

**CONTRACT AMENDMENT #6 BETWEEN
PALOMAR HEALTH DEVELOPMENT, INC.
AND
PALOMAR HEALTH**

1.) This Amendment #5 (“Amendment”) is made by and between **PALOMAR HEALTH DEVELOPMENT, INC. (“PHD”)**, a California nonprofit corporation, and **PALOMAR HEALTH (“Contractor”)**, a local healthcare district organized under Division 23 of the California Health and Safety Code.

2.) In consideration of the mutual promises of the Parties, the receipt and sufficiency of which are hereby acknowledged, the Financial & Accounting Services Agreement between the Parties (“Agreement”), effective July 1, 2011, as amended July 1, 2012, July 1, 2013, July 1, 2018, and July 1, 2020, is further amended as follows:

- a.) Effective July 1, 2022, compensation to Contractor shall be increased in the amount of \$500 per month, for a total monthly compensation of \$3,500 per month for services to PHD.

All other terms of the Agreement remain in full force and effect. In the event of a conflict, the provisions, terms and conditions of this Amendment shall prevail.

The Parties have executed the Amendment as of the date set forth below.

PALOMAR HEALTH DEVELOPMENT, INC.

PALOMAR HEALTH

By: _____

By: _____

Print: Hubert U. King

Print: Diane L. Hansen

Title: Chief Financial Officer

Title: President & CEO

Date: _____

Date: _____

EXHIBIT 1

1. Contractor shall provide the following consultant services:

Contractor will provide financial and accounting services to PHD. These services shall include the following:

- Maintain all PHD financial records
 - Prepare monthly financial statements
 - Reconcile and maintain PHD banking records
 - Represent PHD at Board Meetings
 - Prepare Annual Budget and submit budget for Palomar Health Board approval
 - Work with grant recipients to provide oversight and compliance with grant requirements
 - Prepare all work papers for 990 tax returns
 - Coordinate and assist grant agencies and PHD independent auditors with audits
 - Produce 1099s
- a. Contractor shall provide services in compliance with all applicable laws, regulations, and standards of care, as well as all PHD policies, procedures, rules and regulations.

ADDENDUM A

Meeting Minutes

| ATTENDANCE ROSTER | | |
|---|--------------|------------|
| MEMBERS | MEETING DATE | |
| | 2/5/2021 | 12/13/2021 |
| Terry Corrales, RN, Chairperson | V | V |
| Jeff Griffith, EMT-P | V | E |
| Linda Greer, RN | | V |
| Diane L. Hansen | V | V |
| Michael J. Bogert | V | V |
| Staff Attendee | | |
| Tanya Howell Board Assistant/Corporate Secretary | V | V |
| Former Members | | |
| John Clark | E | |
| Guest Presenters¹ | | |

V = Virtual P = Present E = Excused

¹ See text of minutes for names of invited guests/presenters

BOARD OF DIRECTORS – MEETING MINUTES – MONDAY, DECEMBER 13, 2021

(I.A) AGENDA ITEM

| DISCUSSION | CONCLUSIONS/ACTIONS | FOLLOW-UP/ RESP PARTY |
|-------------------|----------------------------|----------------------------------|
|-------------------|----------------------------|----------------------------------|

I. CALL TO ORDER

- Chairperson Terry Corrales called the meeting to order at 3:08 p.m.
- Quorum comprised of Directors Bogert, Corrales, Greer and Hansen
- **Notice of Meeting and Full Agenda Packet** were posted at Palomar Health’s (PH) Administrative Offices and on the Palomar Health Development, Inc. (PHD) home page on the PH website on Tuesday, December 7, 2021, which is consistent with legal requirements. Notice of that posting was also made that date via email to the PHD Board and staff members.

II. PUBLIC COMMENTS

- There were no public comments

III. INFORMATION ITEMS

A. First 5 Fiscal Review of First 5 First Steps Program

- First 5 conducted an audit of our First Steps Program
 - o The letter states that they had no findings, which is good news

B. First 5 Fiscal Review of First 5 Healthy Development Services Program

- Very similar to the previous review, First 5 audited the Healthy Development Services (HDS) Program another program funded by First 5
 - o Following their audit, there were also no discrepancies found

IV. OLD BUSINESS

- None

VII. NEW BUSINESS (*Out of order due to guest speaker*)

A. Independent Audit of the Annual Financial Report of Palomar Health Development, Inc., for Fiscal Year End 2021

- i. **Resolution No. 12.13.21(01)-6 – Authorizing Acceptance of the Independent Audit of the Annual Financial Statements of Palomar Health Development, Inc., for Fiscal Year End 2021 as the Annual Report**

MOTION: By Director Greer, seconded by Director Bogert to approve Resolution No. 12.13.21(01)-6 – Authorizing Acceptance of the Independent Audit of the Annual Financial Statements of Palomar Health Development, Inc., for Fiscal Year End 2021 as the Annual Report.

Carried by the following vote, taken by roll call: Director Bogert – aye; Director Hansen – aye; Director Greer – aye; Chairperson Corrales – aye; Absent: Director Griffith

BOARD OF DIRECTORS – MEETING MINUTES – MONDAY, DECEMBER 13, 2021

(I.A) AGENDA ITEM

| • DISCUSSION | CONCLUSIONS/ACTIONS | FOLLOW-UP/ RESP PARTY |
|--------------|---------------------|--------------------------|
|--------------|---------------------|--------------------------|

- Secretary Tanya Howell reported that Andy Maffia, Partner with Aldrich CPAs + Advisors, had made a full presentation to the PHD Board’s Audit Committee earlier in the month; however, he had a conflict this evening and wasn’t sure when he would be able to dial in, if at all
 - She recommended that this matter be tabled until the other agenda topics had been addressed, and Chairperson Corrales agreed
- Following discussion/action on the remaining items on the agenda, Chairperson Corrales returned to this topic
 - Mrs. Howell noted that Mr. Maffia had not yet joined the meeting, but she believed that Jim Smith, VP of Finance for PH, could make a brief presentation and answer any questions the Committee might have
- Mr. Smith stated that there were two documents being presented, both of which had been prepared by Aldrich CPAs, which is the public accounting firm chosen by the PHD Board to audit the financial statements as of June 30, 2021, and the year then ended
 - The first document was a report to the Board, not the actual financial statements but support documentation, and this information had been presented to the Audit Committee recently
 - The document details the work that had been performed, which was identical to what they’d performed in the past
 - They rendered an unmodified opinion, meaning that it was a clean opinion about which they had no reservations or modifications to the financial statements as presented
 - They also did not identify any conditions or material weaknesses in the internal accounting controls that led to the preparation of the financial statements, and they had received the full cooperation of management and staff throughout the audit process, all of which was very good news
 - The second document was a formal letter to the Board explaining that the auditors did not find any deficiencies
 - That letter will be completed with dates after the Board approves and accepts the audit
 - At that time, Aldrich will also send to Management what is known as a client management letter, which will be signed by the Management of the organization, providing assurances there wasn’t anything material held back from the auditors
 - 1) Once the auditors have that document in hand, they will finalize and issue the final financial statements
 - The auditors did request that one adjustment be made, but it was in the sum of \$1,100 and was considered immaterial
 - Director Greer added that she had been in attendance at the Audit Committee meeting and had listened to the full report by the auditor
- Mr. Smith then presented a draft of the independent auditor’s report and the actual financial statements, noting that the report was standard boilerplate wording describing the steps that they took to do the audit report in general, as well as what both Management’s and the auditor’s responsibilities were with regard to the audit
 - As in past years, Management had also provided the auditors with comparative financial statements, with account balance, revenues and expenses for the current and the previous fiscal years
 - This report will also be dated and signed after it has been accepted by the Board

(I.A) AGENDA ITEM

| • DISCUSSION | CONCLUSIONS/ACTIONS | FOLLOW-UP/ RESP PARTY |
|---------------------|----------------------------|----------------------------------|
|---------------------|----------------------------|----------------------------------|

- Mr. Smith then provided an overview of the financial statements
 - As of June 30, 2021, PHD had Total Assets of about \$2.5M, most of which (\$1.8M) was in cash, with the majority of the remainder (\$650K) in grant funds that are receivable and due to PHD
 - When reviewing Liabilities, Mr. Smith noted that Mrs. Ebner had briefly described the Line of Credit (LoC) earlier, and there was about \$1.8M owing to Palomar Health, of funds that had been advanced to PHD, a decrease of almost \$400K from the previous year-end of June 30, 2020
 - Net Assets—which in the past couple of years had been losses—were now in the black due to PHD’s ability to pay down that LoC
- The Income statement, shown here as the “Statement of Activities”, was likened to a moving picture that showed what had happened over the course of the year
 - Revenue earned from grants was about \$3.5M, with expenditures on those grants at about \$3.2M, leaving a surplus of grant funds of \$258K that do not have donors restrictions on them
 - Those that do have donor restrictions are a smaller dollar amount, but they also had a positive change in net assets of about \$250K
 - Added together those created an improvement in net assets of about \$516K between years
- The Statement of Functional Expenses provided a breakdown of the expenses for PHD by type of expense
 - Program Services were the actual services provided by the various programs
 - General and Administrative would be overhead related to those programs, and those dollars are much smaller than the actual expenses for carrying out the activities of the various programs
- The Statement of Cash Flows was the third financial statement required to be presented but it actually just showed the change in the cash balances from the prior year
- The audited financial statements will always have various footnotes that provide a bit more explanation to the financial statements as presented, and the footnotes provided here were very straightforward
- Mr. Smith also noted that in addition to auditing the financial statements, as all of not-for-profit entities must do, PHD would be required to file a Form 990 with the IRS
 - The document is not a tax return, but rather an informational return that reflects a lot more detail than the financial statements
 - Aldrich will complete and file the Form 990 on behalf of PHD, with that document being due by May 15, 2023
 - Mr. Smith felt certain after discussions with the Aldrich tax staff that the filing would be accomplished well in advance of that date
- In response to a question by Director Greer, Mrs. Howell responded that the motion should be for approval by the PHD Board, as that body had never reported directly to the PH Board

BOARD OF DIRECTORS – MEETING MINUTES – MONDAY, DECEMBER 13, 2021

(I.A) AGENDA ITEM

| • DISCUSSION | CONCLUSIONS/ACTIONS | FOLLOW-UP/ RESP PARTY |
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V. MINUTES

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| <p>A. Annual Organizational Meeting, Friday, February 5, 2021</p> | <p>MOTION: By Director Greer, seconded by Director Hansen and carried to approve the minutes of the Annual Organizational Meeting of Friday, February 5, 2021</p> <p>Carried by the following vote, taken by roll call: Director Bogert – aye; Director Hansen – aye; Director Greer – aye; Chairperson Corrales – aye; Absent: Director Griffith</p> | |
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- No discussion

VI. PRESENTATIONS

| | | |
|--|--------------------------------|---|
| <p>A. Update on Grants & Contract Inventory</p> | <p><i>Information only</i></p> | <ul style="list-style-type: none"> • Mr. Smith is going to discuss the possible use of Bioterrorism funds with Ms. Wiese and will report back to the Board on the results of that discussion |
|--|--------------------------------|---|

- Utilizing the presentation included as Addendum C, Aimee Ebner, Financial Services Manager, presented the update
- CURRENT GRANTS (PAGE 58)
 - o The Healthy Development Services and First Steps Programs are both funded by the First 5 Commission
 - HDS provides speech and occupational therapy to children 0-5
 - 1) The award amount of \$1.6M includes a rollover of \$87K from FY21
 - 2) Invoices in the amount of \$472K have been submitted through October
 - 3) Those invoices included \$53K in overhead, and there is a total overhead budget of \$181,761 for FY22
 - First Steps provides home visiting services for children ages 0-3
 - 1) The award amount of \$903K includes a rollover of \$81k from FY21
 - 2) Invoices in the amount of \$290K have been submitted through October
 - 3) Those invoices included \$33K in overhead, and there is a total overhead budget of \$99K for FY22
 - The rollovers for both grants were due to having had lower salary expenses due to COVID-19 restrictions in FY21
 - o CalWORKS & Cal-Learn both provide similar services as those provided under the First Steps Program; however, there are different populations of families who are eligible for these programs

(I.A) AGENDA ITEM

| • DISCUSSION | CONCLUSIONS/ACTIONS | FOLLOW-UP/ RESP PARTY |
|--------------|---------------------|--------------------------|
|--------------|---------------------|--------------------------|

- CalWORKS was awarded \$513K
 - 1) Invoices in the amount of \$126K had been submitted through October
 - 2) Those invoices included overhead of \$16K, and there is a total overhead budget of \$56K for FY22
- Cal-Learn was awarded \$136K
 - Invoices in the amount of \$48K had been submitted through October
 - Those invoices included \$6K in overhead, and there is a total overhead budget of \$16K for FY22
- o Green Oaks Ranch is an intake center for abused and neglected children
 - The award amount is \$157K per CY
 - Invoices in the amount of \$58K had been submitted through October
 - Michelle Shores, Director of Forensic Health Services, confirmed that this program is currently in the renewal process, and when the CY2022 contract is received, it will be in the same dollar amount for that CY
- o The Victim Services Fund – funded by the SD County Sheriff’s Department – was previously called Emergency Medical Services and was funded by the SD County Health & Human Services Agency
 - The new funding of \$2.3M runs through December 2023, with a reimbursement rate of \$1000/initial exam (with a maximum of 443 exams), and \$500/per follow-up exam (with a maximum of 114 exams)
- o In-N-Out Burger Child Abuse Prevention Project
 - This is a multi-year award, with original funding of \$66K, to which an additional \$7K was added this year
 - 1) That check was received in November
 - 2) Ms. Shores stated that the funds will go toward the continuation of programming for the expansion of child advocacy services, including following through with families in the child advocacy center, as well as looking at the possibility of holding children longer term for services and adjunct art and music therapies
- NEW GRANTS (PAGE 61)
 - o CalOES XC Victim Services will be used to expand victim services and specialty trauma therapy services
 - The grant was in the amount of \$153K, and there is \$133K in funding remaining through the end of the year
 - Ms. Shores confirmed that this grant was also in the process of renewal for the upcoming CY, and the lack of spend-down was due to some delays by the County’s purchasing team with the application approval process
 - 1) There will be a Victim Services Navigator who will assess anyone who needs additional funding through the County and will be able to help service providers

BOARD OF DIRECTORS – MEETING MINUTES – MONDAY, DECEMBER 13, 2021

(I.A) AGENDA ITEM

| • DISCUSSION | CONCLUSIONS/ACTIONS | FOLLOW-UP/ RESP PARTY |
|---|---------------------|--------------------------|
| <ul style="list-style-type: none"> – The program will add additional specialty therapy for children for CFTSI, and Palomar Health and the Chadwick Center are the only two locations in the County that offers those services • EXPIRED GRANTS (PAGE 62) <ul style="list-style-type: none"> o Bioterrorism/Emergency Preparedness <ul style="list-style-type: none"> – There is still \$103K on the books for this program, which is being spent down toward the Everbridge emergency contact system <ul style="list-style-type: none"> 1) Those funds can also be utilized should there be any other needs through the emergency preparedness department o Marjorie Mosher Schmidt Foundation <ul style="list-style-type: none"> – There is still \$829 on the books for this program, and those funds will likely be used for some of Ms. Shores’ programs o Director Greer asked if the funds from the Bioterrorism grant could be used toward security (e.g., to help discover people who might bring items that they shouldn’t into the hospital, such as knives) <ul style="list-style-type: none"> – Ms. Ebner stated that the purpose of the grant was bioterrorism, and the funds were managed by Lisha Wiese; however, if there are other needs in the organization for which the money could be used, that question would need to be made of Ms. Wiese, as the funds haven’t ever been used for security | | |

VII. NEW BUSINESS (Continued)

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| <p>B. Amendment 10 to the Medical Director Services Agreement with Byron Chow, MD, for the First 5 First Steps Program – 7.1.2021</p> | <p>MOTION: By Director Greer, seconded by Director Bogert and carried to approve both Amendment 10 to the Medical Director Services Agreement with Byron Chow, MD, for the First 5 First Steps Program – 7.1.2021; and Amendment 7 to the Medical Director Services Agreement with Byron Chow, MD, for the First 5 Healthy Development Services Program – 7.1.2021</p> | |
| <p>C. Amendment 7 to the Medical Director Services Agreement with Byron Chow, MD, for the First 5 Healthy Development Services Program – 7.1.2021</p> | <p>Carried by the following vote, taken by roll call: Director Bogert – aye; Director Hansen – aye; Director Greer – aye; Chairperson Corrales – aye; Absent: Director Griffith</p> | |

- Noting that Shirin Strauss and Cindy Linder, the program directors for the First 5 Programs were not in attendance, Mrs. Howell spoke on their behalf regarding the above two agreements
- These are standard agreements, renewed annually, under which Dr. Byron Chow provides oversight for chart reviews for both programs
 - o Dr. Chow doesn’t see the patients, he just reviews the charts after the fact; and he has performed these reviews for both programs for several years

(I.A) AGENDA ITEM

| • DISCUSSION | CONCLUSIONS/ACTIONS | FOLLOW-UP/ RESP PARTY |
|--------------|---------------------|--------------------------|
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– Ms. Ebner commented that he’d been under contract to perform these reviews for at least 10 years

- Chairperson Corrales asked if it would be appropriate to vote on both agreements at the same time, and Mrs. Howell stated that was a completely acceptable option, as long as the names of both agreements were included in the motion being made

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|---|---|--|
| <p>D. Ratification of the FY2022 Operating Budget for Palomar Health Development</p> | <p>MOTION: By Director Bogert, seconded by Director Greer and carried to ratify the FY2022 Operating Budget for Palomar Health Development</p> <p>Carried by the following vote, taken by roll call: Director Bogert – aye; Director Hansen – aye; Director Greer – aye; Chairperson Corrales – aye; Absent: Director Griffith</p> | |
|---|---|--|

- Ms. Ebner stated that the budget for FY2022 contained the following elements
 - o Revenue of \$346K – the bulk of which (\$345K) is the anticipated indirect revenues from the grant programs, which is 15% of salaries and benefits from the First 5 programs
 - o Expenses of \$60K
 - o Net Income of \$285K
 - o Imputed Interest expense of \$70K
 - o Net Income of \$215K
- In response to an inquiry from Chairperson Corrales, Ms. Ebner provided more detail on the expenses
 - o \$18K in accounting fees
 - o \$36K for consulting fees
 - o \$3K/month for the management services agreement to cover the PH Finance team’s time spent working on PHD finances
 - o There is still a small \$400/year expense for catering, held over in case in-person meetings resume
 - o \$4,600 for repair and maintenance for accounting software
 - o \$20 for online 1099 submission
 - o \$1,400 for insurance
 - o \$150 for the annual renewal fee of the RF1

BOARD OF DIRECTORS – MEETING MINUTES – MONDAY, DECEMBER 13, 2021

(I.A) AGENDA ITEM

| • DISCUSSION | CONCLUSIONS/ACTIONS | FOLLOW-UP/ RESP PARTY |
|--|---|--------------------------|
| <p>E. Fiscal Year-End June 30, 2021; and October 2021 & YTD FY2022 Financial Report</p> | <p>MOTION: By Director Greer, seconded by Director Bogert and carried to approve the Fiscal Year-End June 30, 2021; and October 2021 & YTD FY2022 Financial Report as presented.</p> <p>Carried by the following vote, taken by roll call: Director Bogert – aye; Director Hansen – aye; Director Greer – aye; Chairperson Corrales – aye; Absent: Director Griffith</p> | |

- Utilizing the presentation included as Addendum D, Ms. Ebner presented the financial report through October 2021
- BALANCE SHEET AT FYE JUNE 30, 2021 (SLIDE 64)
 - o Assets
 - Most of the cash – \$1.75M – is in PHD
 - There is still \$32.4K left over in the Research Institute
 - Total Assets of \$1.78M
 - o Liabilities
 - The bulk of liabilities is the note payable to PH in the amount of \$1.8M
- INCOME STATEMENT AT FYE JUNE 30, 2021 (PAGE 65)
 - o YTD vs. Budget – Revenue & Support
 - Revenue was unfavorable by \$19K
 - 1) Indirect revenue was impacted by a reduction in force (RIF) due to COVID-19
 - The Line of Credit (LoC) was renewed in FY2021 and that was booked as contribution revenue of \$338K
 - 1) That amount will be amortized as imputed interest over the next 5 years
 - Revenue – Other was unfavorable by \$3.6K
 - 1) Lower than anticipated money market dividends, which had been budgeted based on FY2020
 - o YTD vs. Budget – Expense
 - Accounting Fees were favorable by \$16K
 - 1) In the past, accounting fees were accrued for based on advice by a former accounting firm; however, during the audit, the current accountants advised that they should not be accrued for going forward
 - Interest was favorable to budget by \$6K
 - 1) Again due to the LoC renewal in mid-year, with a new interest schedule put into place that skewed the originally budgeted amount

(I.A) AGENDA ITEM

| • DISCUSSION | CONCLUSIONS/ACTIONS | FOLLOW-UP/ RESP PARTY |
|--------------|---------------------|--------------------------|
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- Overall actual expenses were favorable by \$22K due to that net contribution revenue having been booked during the fiscal year
- FINANCIAL TREND FY2017-FY2021 (SLIDE 66)
 - o Blue represents PHD revenues and expenses
 - o Orange represents the Research Institute, for which there hasn't been activity since FY2019
 - o The purple line indicates net profits
- INDIRECT REVENUE SOURCES FY2017-FY2021 I (SLIDE 67)
 - o From FY2017 through FY2019, the only two sources were the HDS and First Steps Programs
 - o CalWORKS was added in FY2020, and Cal-Learn was added in FY2021
 - o Totals were a little shy of budget because salaries and expenses were lower due to the RIF from COVID-19
- BALANCE SHEET OCTOBER 2021 (SLIDE 68)
 - o Total Assets of just over \$1.8M
 - o Total Liabilities in the same amount
 - Again, the Liability total is primarily due to the note payable
- INCOME STATEMENT OCTOBER 2021 (SLIDE 69)
 - o Revenue & Support
 - Indirect Revenue was unfavorable by \$7.6K
 - 1) Again, primarily due to the RIF
 - Revenue – Other was unfavorable by \$295
 - 1) This was due to the money market fund's underperformance
 - Total Revenue was unfavorable by almost \$8K
 - o Expense
 - Accounting Fees were unfavorable by \$3,500
 - 1) Audit expense was accrued over 6 months, and the budget is spread over 12, so YTD should balance out
 - Supplies Office/Admin were unfavorable by \$266
 - 1) New check stock was purchased and was not in the budget
 - Total Expenses were unfavorable by \$3K
 - o Total budget for the year was \$71,531, so the YTD variance was unfavorable by \$11K

BOARD OF DIRECTORS – MEETING MINUTES – MONDAY, DECEMBER 13, 2021

(I.A) AGENDA ITEM

| • DISCUSSION | CONCLUSIONS/ACTIONS | FOLLOW-UP/ RESP PARTY |
|--------------|---------------------|--------------------------|
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- Mostly due to the lower indirect revenues
- Indirect Revenue Sources October 2021 *(Slide 70)*
 - o The pie chart shows all the percentages of indirect revenue sources, with the bulk from HDS at 49%, then First Steps at 31%, CalWORKS at 15%, and Cal-Learn at 5%
- Director Greer commented that these programs were really important for the people in the District, she was glad that the new programs had been added, and she thanked Ms. Ebner for her management of the grant funds

| | | |
|---|--|--|
| <p>F. Resolution No. 12.13.21(02)-7 – Setting the Date, Time & Location for the Annual Organizational Meeting for Calendar Year 2022</p> | <p>MOTION: By Director Greer, seconded by Director Bogert and carried to approve Resolution No. 12.13.21(02)-7 – Setting the Date, Time & Location for the Annual Organizational Meeting for Calendar Year 2022 – Date & Time: Monday, June 6, 2022, at 11:30 a.m.; Location TBD Carried by the following vote, taken by roll call: Director Bogert – aye; Director Hansen – aye; Director Greer – aye; Chairperson Corrales – aye; Absent: Director Griffith</p> | |
|---|--|--|

- Mrs. Howell stated that the Board is required to set a date, time and location for the annual organizational meeting for the following calendar year, and three dates had been suggested
 - o She further noted that in prior years, the meetings had been scheduled earlier in the year; however, they always wound up being rescheduled; and, dates in June were being suggested since the second meeting each year needed to be in December due to audit scheduling
- The dates and times suggested were Monday, June 6, 2022, at 11:30 a.m.; Tuesday, June 7, 2022, at 1:00 p.m.; or Wednesday, June 15, 2022, at 2:00 p.m., with the location TBD based on social distancing rules then in place
- Chairperson Corrales suggested Monday, June 6, 2022, at 11:30, a.m., Director Greer concurred, and Mrs. Howell stated that she knew that date worked for Directors Bogert & Hansen

VIII. BOARD MEMBER COMMENTS/FUTURE AGENDA ITEMS

- See you in June

BOARD OF DIRECTORS – MEETING MINUTES – MONDAY, DECEMBER 13, 2021

(I.A) AGENDA ITEM

• **DISCUSSION**

CONCLUSIONS/ACTIONS

**FOLLOW-UP/
RESP PARTY**

IX. ADJOURNMENT

MOTION: After thanking everyone and wishing them a wonderful holiday, Chairperson Corrales adjourned the meeting at 4:05 p.m.

SIGNATURES:

PHD Board Chairperson

Terry Corrales, RN

PHD Board Assistant

Tanya Howell

Next Meeting: Monday, June 6, 2022, at 11:30 a.m., with the location TBD

DRAFT

Grant Update

June 6, 2022

Current Grants

| TITLE | GRANTOR | PURPOSE | AWARDED | FY22 FUNDS REMAINING | BEG/END DATE | UPDATES |
|------------------------------------|--------------------|---|---|----------------------|-------------------|---|
| Healthy Development Services (HDS) | First 5 Commission | To serve as lead agency for the North Inland Region to provide integrated care and treatment services that address the health, developmental and behavioral needs of children ages birth through 5 years | \$1,613,769 Renewed Annually *includes rollover of \$87,270 from FY21 | \$409,214 | 07/01/21-06/30/22 | *\$1,204,555 invoiced in FY22 (Jul21-Apr22) *\$135,872 overhead received in FY22 *Overhead budget of \$181,448 for FY22 |
| First 5 First Steps | First 5 Commission | To provide a comprehensive, community-based Targeted at Risk Home Visiting project for the North Inland/North Coastal regions using the Healthy Families America (HFA) and Parents As Teachers (PAT) nationally-recognized evidence-based models. Palomar Health leads this project and provides education, resources and support through direct home visiting services, parenting workshops, and special events for children and families. | \$1,028,928 Renewed Annually *includes rollover of \$81,386 from FY21 | \$238,660 | 07/01/21-06/30/22 | *\$790,268 invoiced in FY22 (Jul21-Apr22) *\$85,537 overhead received in FY22 *Overhead budget is \$109,441 for FY22 |

Current Grants

| TITLE | GRANTOR | PURPOSE | AWARDED | FY22 FUNDS REMAINING | BEG/END DATE | UPDATES |
|---------------------------------|--------------------------|--|---|----------------------|-------------------|---|
| CalWORKs Home Visiting Program | County of San Diego HHSA | To provide direct home visiting services to North Inland/North Coastal families who are enrolled in CalWORKs (the California Work Opportunities and Responsibility to Kids program). | \$410,947 Renewed Annually | \$105,392 | 07/01/21-06/30/22 | *\$305,555 invoiced in FY22 (Jul21-Apr22) *\$37,336 overhead received in FY22 *Overhead budget is \$47,499 for FY22 |
| Cal Learn Home Visiting Program | County of San Diego HHSA | To provide direct home visiting services to North Inland/North Coastal families who are enrolled in Cal Learn (statewide program for pregnant and parenting teens). | \$112,709 Renewed Annually | \$1,854 | 07/01/21-06/30/22 | *\$110,855 invoiced in FY22 (Jul21-Apr22) *\$13,358 overhead received in FY22 *Overhead budget is \$13,360 for FY22 |
| Green Oaks Ranch | New Alternatives, Inc. | Provides an intake center for assessment and placement of abused, neglected, and/or abandoned children taken into immediate protective custody by Law Enforcement Officers and/or Health & Human Services Agency Social Workers. | \$157,000 per calendar year Renewed Annually | \$36,447 | 1/1/22-12/31/22 | *\$120,553 invoiced in FY22 (Jul21-Apr22) *contract is based on calendar year |

Current Grants

| TITLE | GRANTOR | PURPOSE | AWARDED | FY22 FUNDS REMAINING | BEG/END DATE | UPDATES |
|---|--|--|---|----------------------|-------------------|---|
| Victim Services Fund Previously Emergency Medical Services | San Diego County Sheriff's Department (eff. 1/1/2021) Previously County of San Diego, Health and Human Services, Emergency Medical Services (2/1/17-12/31/20) | To provide forensic medical exams on an on-call basis for victims in San Diego County. | \$2,285,000 Through Dec 2023 Multi-Year Award | \$250,000 | 7/1/21 – 6/30/22 | *\$250,000 invoiced in FY22 (Jul21-Apr22) *Reimbursement rate of \$1,000 per initial exam for up to 443 exams. \$500 per follow-up exam for up to 114 exams. |
| In-N-Out Burger Child Abuse Prevention Project | In-N-Out Burger Foundation | To provide funding for SART/Child Abuse Program community education and bilingual interviewing at the center. Funds to be used to provide follow-up with families and children who have been through counseling. | \$66,000 Multi-Year Award \$7K awarded Nov 2021 | \$7,000 | 7/1/21 – 6/30/22 | *\$7K was awarded in Nov 2021 *Additional \$7,878 remains from prior year award *FY23 application is in process |
| CalOES XC Victim Services | County of San Diego, District Attorney's Office | To expand victim services and specialty trauma therapy services. | \$100,000 Apr 2022 – Dec 2022 | \$100,000 | 4/7/22 - 12/31/22 | *Contract renewed April 2022 *\$100,000 awarded from Apr-Dec 2022 *\$98,532 was invoiced under previous contract |

Expired Grants

| TITLE | GRANTOR | PURPOSE | AWARDED | FY22 FUNDS REMAINING | BEG/END DATE | UPDATES |
|--|--|---|--|----------------------|---------------------|---|
| Bioterrorism/ Emergency Preparedness | County of San Diego, Health & Human Agency | To enhance San Diego's Emergency Preparedness by utilizing HPP funding to purchase priority equipment and supplies including evacuation equipment, interoperable communications equipment, and surge capacity for pandemic influenza and fatality management. | \$1,625,483 Multi-Year Award July 2005 – June 2019 | \$0 | 5/25/05- 6/30/19 | *\$72,023 currently remains in fund |
| Marjorie Mosher Schmidt Foundation - Child Abuse Program | Marjorie Mosher Schmidt Foundation | To provide funds for Nurse education as well as forensic imaging equipment. | \$27,000 Multi-Year Award Dec 2009 – Dec 2012 | \$0 | 12/14/09 | *\$829 currently remains in fund *Additional funding is not expected at this time |

**First 5 First Steps (First Steps)
Shirin Strauss, M.A., ICCE, IBCLC**

**Healthy Development Services (HDS)
Cindy Linder, RN, BSN**

Virginia Barragan, FACHE, PT, MOMT, DPT

Sheila Brown, RN, MBA, FACHE

June 6, 2022

Passion. People. Purpose.™

North Region First Steps

Annual Funding
\$1,471,198 (17 FTE)



*All children receive **nurturing care** from their family that leads to a healthy, long, and successful life.*



First 5 San Diego

Tobacco Tax Initiative

CalWORKs/CalLEARN

State of California

155

Families Served (3-Yr Program)

1,861

Home Visits

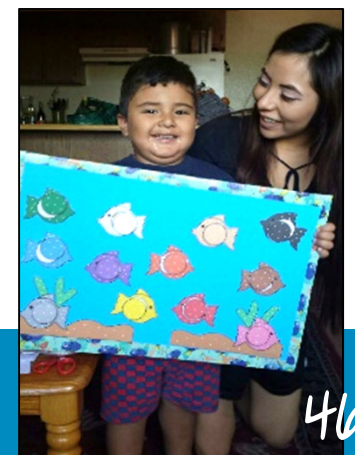
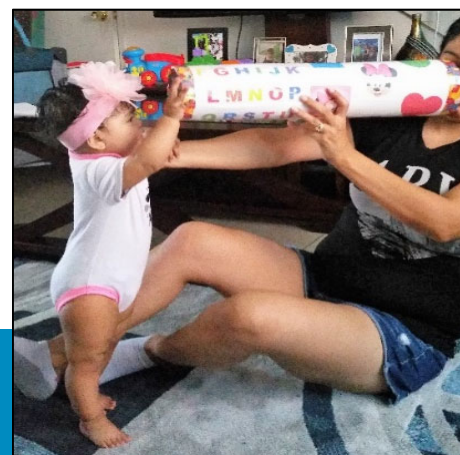
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First Steps Families Would Recommend
First Steps to Family or Friends

What Services Does First Steps Provide?

- Parent education, mental health support, trauma-informed care, and linkages to resources for families with children from prenatal to age 3
 - Screening and Assessment
 - Home Visiting Services
 - Therapy Sessions
 - Parent and Family Workshops and Special Events
- Our goal is to strengthen parent-child interaction and family relationships, decrease child abuse and neglect, and build family self-sufficiency
- All services are NO COST to families

*All services provided
in-person or virtually,
and in
English or Spanish.*



Community Partnerships

- Where Do First Steps Families Come From?
 - 60% Community Partners
 - 34% 2-1-1/Perinatal Care Network
 - 7% Self Referral
- Who Does First Steps Partner With in the Community?
Referrals TO and Referrals FROM:
 - Community Clinics
 - OB/GYNs and Pediatricians
 - County of San Diego, HHSA
 - Perinatal Care Network/2-1-1
 - Public Health Nursing
 - Office of Homeless Solutions
 - WIC (Women, Infants & Children's Food and Nutrition Program)
 - North County Home Visiting Collaborative (over 50 partnering agencies)
 - Palomar Health First Steps created the Collaborative in 2014 in partnership with SD County Public Health Nursing: North Inland and North Coastal
- New County Partnership
 - North County Family Justice Center *One Safe Place*
 - Opening July 2022, San Marcos
 - First Steps and HDS Providing Services Onsite
 - To Place to Provide Hope, Healing and Support For Victims of Abuse and Their Families

First Steps and HDS

Over 100 Community Agencies and Partners

| | | | |
|------------------------------|---------------------------|--|---------------------------------|
| Primary Care Providers | Community Clinics | Early Care and Child Education Providers | San Diego Regional Center |
| Perinatal Care Network/2-1-1 | Public Health Nursing | First 5 San Diego Initiatives | Libraries and Community Centers |
| Military | Faith-based Organizations | Hospitals | WIC |
| School Districts | DSEP | Child Welfare Services | Mental Health Providers |

American Academy of Pediatrics
DEDICATED TO THE HEALTH OF ALL CHILDREN™
California Chapter 3 - San Diego and Imperial Counties



Healthy Development Services (HDS)



Annual Funding
\$1,526,499 (15.5 FTE)

831

Children Served

6,305

Treatment Sessions

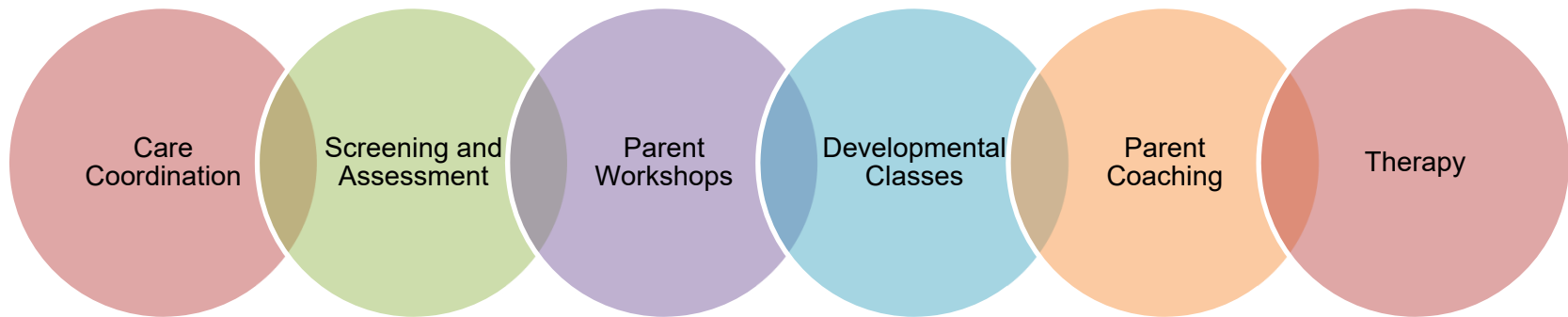
100%

**HDS Families Would Recommend HDS
to Family or Friends**

“ We had a wonderful experience and learned tools that my husband and I would implement at home.

What Services Does HDS Provide?

- A network of services for children from birth to age 5 with mild to moderate developmental and behavioral concerns.

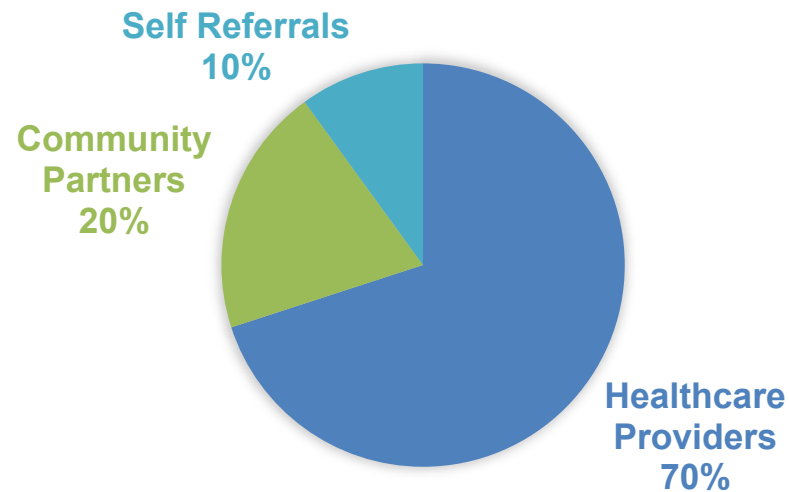


New Hybrid Service Delivery at HDS

- Reflective Decision-Making Model
 - Resource Considerations
 - Family Considerations
 - Treatment Considerations
- 2021 Outcomes demonstrate developmental and behavioral gains regardless of service modality
- FY23 Amendment to HDS services includes the delivery of telehealth

Community Partnerships

- Where do HDS children and families come from?



- Who does HDS refer to in the Community?
 - California Early Start
 - Primary Care Physicians
 - Mental Health Providers
 - School Districts
 - Early Learning Centers

Contact Information



- **Shirin Strauss, M.A., ICCE, IBCLC**
Program Director North Region First Steps
Phone: 760-739-3990
Email: shirin.strauss@palomarhealth.org
- **Cindy Linder, RN, BSN**
Regional Coordinator HDS North Inland
Phone: 760-807-0113
Email: cynthia.linder@palomarhealth.org

ADDENDUM D
WILL BE DISTRIBUTED
UNDER SEPARATE COVER

Financial Performance

Fiscal Year 2022 – April 2022

June 6, 2022

Combined Balance Sheet For the Period Ending April 30, 2022

| | Palomar Health Development, Inc. | Research Institute | Total |
|---|-------------------------------------|--------------------|---------------------|
| Assets | | | |
| Cash | | | |
| Cash in Bank - Operating | 1,595,004 | 32,384 | 1,627,388 |
| Cash in Bank-Money Market | 238,433 | 0 | 238,433 |
| Total Cash | 1,833,437 | 32,384 | 1,865,821 |
| Receivables | | | |
| Interfund Receivable | 59,005 | 0 | 59,005 |
| Total Receivables | 59,005 | 0 | 59,005 |
| Prepaid Services | | | |
| Prepaid Service Contracts | 3,889 | 0 | 3,889 |
| Total Prepaid Services | 3,889 | 0 | 3,889 |
| Software License | 12,230 | 2,779 | 15,008 |
| Accumulated Amortization | (12,230) | (2,779) | (15,008) |
| Total Assets | \$ 1,896,331 | \$ 32,384 | \$ 1,928,715 |
| Liabilities & Fund Balance | | | |
| Payables | | | |
| Accounts Payable - Customer | 0 | 20,000 | 20,000 |
| Total Payables | 0 | 20,000 | 20,000 |
| Note Payable - PPH | | | |
| Note Payable - PPH | 1,040,783 | 885,116 | 1,925,899 |
| Note Payable - Current Portion | 120,000 | 0 | 120,000 |
| Note Payable - Debt Discount | (249,490) | 0 | (249,490) |
| Total Note Payable - PPH | 911,292 | 885,116 | 1,796,409 |
| Fund Balance | 821,663 | (872,732) | (51,069) |
| Excess Revenue over Expenditures | 163,375 | 0 | 163,375 |
| Total Liabilities & Fund Balance | \$ 1,896,331 | \$ 32,384 | \$ 1,928,715 |

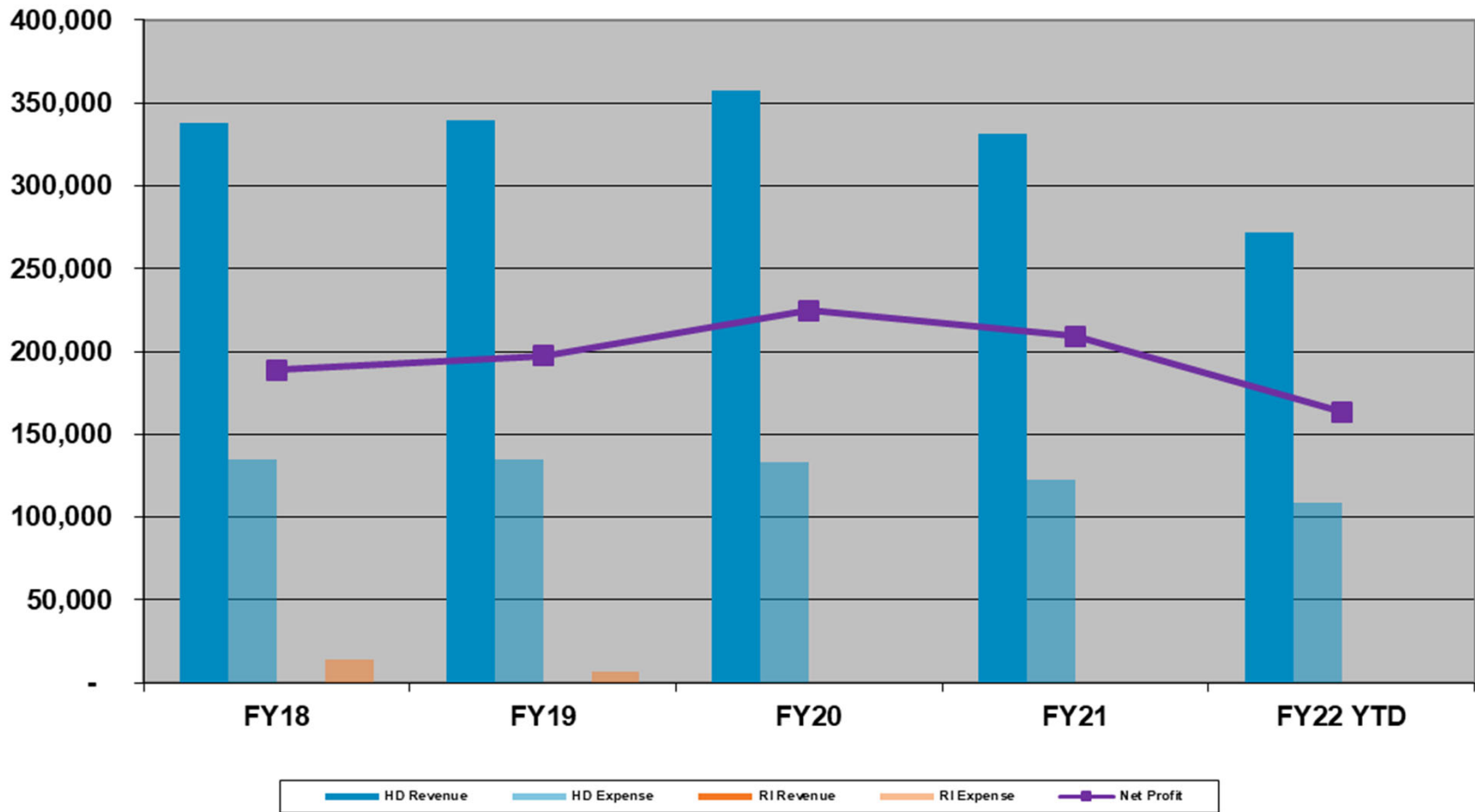
Income Statement For the Period Ending April 30, 2022

| | <u>YTD Actual</u> | <u>YTD Budget</u> | <u>YTD Budget Variance</u> |
|-----------------------------|-------------------|-------------------|----------------------------|
| Revenue and Support | | | |
| Revenue - Grants/Contracts | 272,106 | 287,500 | (15,394) |
| Revenue - Other | 124 | 833 | (709) |
| Total Revenue | \$ 272,230 | \$ 288,333 | \$ (16,103) |
| Expense | | | |
| Accounting Fees | 16,000 | 15,000 | (1,000) |
| Consulting Fees | 30,000 | 30,000 | 0 |
| Supplies Hospitality | 0 | 333 | 333 |
| Supplies Office/Admin | 266 | 0 | (266) |
| Repair & Maintenance | 3,700 | 3,833 | 134 |
| Purchased Services Other | 0 | 17 | 17 |
| Interest | 58,689 | 58,689 | 0 |
| Insurance | 0 | 1,170 | 1,170 |
| License Fees | 200 | 125 | (75) |
| Total Expenses | \$ 108,855 | \$ 109,168 | \$ 313 |
| Change in Net Assets | \$ 163,375 | \$ 179,166 | \$ (15,790) |

* No activity for Research Institute during period ending April 30, 2022

Financial Trend

FY 2018- FY 2022 YTD



FY22 Indirect Revenue Sources – April 2022 YTD

