



<i>Board of Directors Meeting Minutes – Monday, October 10, 2022</i>	
<i>Agenda Item</i>	
<ul style="list-style-type: none"> <i>Discussion</i> 	<i>Conclusion / Action /Follow Up</i>
NOTICE OF MEETING	
Notice of Meeting was posted at the Palomar Health Administrative Office; also posted with full agenda packet to the Palomar Health website on Thursday, October 6, 2022, which is consistent with legal requirements.	
I. CALL TO ORDER	
Pursuant to Palomar Health Board Resolution No. 01.10.22(03)-03, the meeting was held virtually, and called to order at 6:30 p.m. by Board Chair Linda Greer.	
II. ESTABLISHMENT OF QUORUM	
Quorum comprised of Directors Barry, Clark, Corrales, Edwards-Tate, Greer, Griffith, Pacheco	
III. OPENING CEREMONY – Pledge of Allegiance to the Flag	
The Pledge of Allegiance to the Flag was recited in unison.	
MISSION AND VISION STATEMENTS	
<i>The Palomar Health mission and vision statements are as follows:</i>	
<ul style="list-style-type: none"> <i>The mission of Palomar Health is to heal, comfort and promote health in the communities we serve.</i> <i>The vision of Palomar Health is to be the health system of choice for patients, physicians and employees, recognized nationally for the highest quality of clinical care and access to comprehensive services.</i> 	
IV. PUBLIC COMMENTS	

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There were no public comments.

V. PRESENTATIONS

A. Patient Experience Moment

- Chief Operations Officer Stephanie Baker introduced PH Director of Rehabilitation Services Tyler Powell and PMC Poway Outpatient Rehabilitation Services Supervisor Catherine Sandoval, who provided a brief overview of the program, noting that there are two locations; one on the PMC Poway campus and the other in San Marcos. Ms. Sandoval had the pleasure of working with patient Elizabeth “Betty” Wheeler when she had both her knees replaced by PH orthopedic surgeon Dr. James Bried earlier this year. She noted that Ms. Wheeler is a great example of how the organization continuum of care works with patients to achieve their best outcomes.
- Ms. Wheeler shared that she cannot say enough good things about her rehab experience; everyone was amazing, supportive, professional and very welcoming. She has continued with her therapy and feels she can be as independent as she was prior to her surgeries.
- Chair Greer thanked Ms. Wheeler for sharing her story, noting that she is glad to hear that Ms. Wheeler is up and moving again. Director Corrales agreed, adding that she is glad the residents of north county have such great services available close to home now.

B. Physician Updates

- Chief Medical Officer Dr. Omar Khawaja introduced two pharmacists who are new to Palomar Health; Jason Nagle, whose focus is on safety, and Angela Luong, whose focus is oncology.
- Mr. Nagle shared that he moved here from the east coast and that his wife was born at the Palomar Health Downtown Campus. He is impressed with the engagement he sees at every level, and the large number of participants involved in medication safety and the Patient Safety committee. Areas he has identified as opportunities for improvement are the medication intake coordinators who ensure that patients are sharing their medication lists, and the potential to leverage technology to ensure all areas have all of the medication they need for safe medication administration.
- Ms. Luong noted that her specialty is oncology therapeutics and regimens. Has extensive work history in the research pharmacy, and at the new Cedars-Sinai infusion center. She appreciates that everyone here is motivated to provide the best care for cancer patients, and are all working together to build the best infusion center. She is proud to be working with everyone in this regard.
- Dr. Khawaja added that Palomar has just received the state license for the new infusion center; expectation is that the center will be up and running very soon.
- Chair Greer welcomed them both to the PH family, noting that it is outstanding that we will be able to bring this new program to our patients.

VI. APPROVAL OF MINUTES

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- A. Special Closed Session Board of Directors Meeting - Monday, September 12, 2022
- B. Board of Directors Meeting - Monday, September 12, 2022

A. **MOTION:** By Director Barry, 2nd by Director Corrales and carried to approve agenda item VI.A. September 12, 2022 Special Closed Session Board of Directors Meeting and agenda item VI.B. Monday, September 8, 2022 Board of Directors Meeting minutes as presented. Roll call voting was utilized.
Director Corrales – aye Director Griffith – aye
Director Greer – aye Director Barry – aye
Director Clark – aye Director Pacheco – aye
Director Edwards-Tate – aye
Chair Greer announced that seven board members were in favor. None opposed. No abstention. No absences. Motion approved.

There was no discussion.

VII.* APPROVAL OF AGENDA *to accept the Consent Items as listed*

- A. Pre-Audit June 2022 and YTD FY2022 Financial Report
- B. Palomar Medical Center Escondido Medical Staff Credentialing & Reappointments
- C. Palomar Medical Center Poway Medical Staff Credentialing & Reappointments
- D. 2021-2022 Annual Resident Rotations in the Emergency Department Report
- E. Naval Hospital Balboa Emergency Medicine Resident Roles and Responsibilities
- F. Modification to the Palomar Medical Center Escondido Medical Staff Palomar Medical Center Poway Medical Staff Department of Emergency Medicine Rules and Regulations
- G. Modification to the Palomar Health/Camp Pendleton Family Medicine Resident Rotation in the ED
- H. Day-to-Day Scopes of Service(s)
- I. 2022 Imaging Protocol Matrix Review
- J. Annual Board Approval of Documents Approved by the Policy & Procedure Committee and the Medical Executive Committee 02/01/2022 through 09/01/2022
- K. Capital Budget Amendment
- L. Joint Venture Funding Approval

MOTION: By Director Corrales, 2nd by Director Griffith and carried to approve Consent Agenda Items VII.A. –VII.L. as presented. Roll call voting was utilized.
Director Corrales – aye Director Griffith – aye
Director Greer – aye Director Barry – aye
Director Clark – abstain Director Pacheco – aye
Director Edwards-Tate – abstain
Chair Greer announced that five board members were in favor. None opposed. Two abstentions. No absences. Motion approved.

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There was no discussion.

VIII. REPORTS

A. Medical Staffs

1. Palomar Medical Center Escondido

In the absence of Palomar Medical Center Escondido Chief of Staff Dr. Sabiha Pasha, no report was presented.

2. Palomar Medical Center Poway

In Palomar Medical Center Poway Chief of Staff Dr. Edward Gurrola II absence, Palomar Health orthopedic surgeon Dr. Ariel Palanca provided the following report:

- Still working on the formal policy for pre-op COVID testing for inpatients and outpatients.
- The new necrotizing fasciitis policy is expected to be finalized very soon.
- General surgery ER call at the Poway campus – working to ensure the call is completely covered; is currently fully staffed through the end of the year.
- New interpreter service has been receiving very positive reviews from physicians; it is very quick and includes every language and dialect. Will roll out shortly.
- Working with COO to improve patient satisfaction scores in regard to the physician care component.
 - Director Corrales asked what the process is when there is no on call surgeon to handle a case that would come in through the PMC Poway ER. Dr. Khawaja responded that the patient would be transferred to the Escondido campus.

1. President and CEO

i. Sheila Brown

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Palomar Health President and CEO Diane Hansen provided the following report:

- Ms. Hansen is proud to announce that Palomar Health has won the prestigious Association of California Healthcare Districts (ACHD) 2022 District Hospital of the Year award. Shared her appreciation with the entire team for their work and dedication, which has resulted in such an honor.
- A big thank you to President and CEO Palomar Health Foundation Kristin Gaspar for her work on the October 8th and 9th Health Rocks event at the PMC Escondido campus. It was an amazing event for the community and our employees to come together for fitness, fun, music and great food. Is looking towards next year's event to be even bigger and more spectacular. Feedback thus far has been outstanding, and a great time was had by all. Looking to schedule more of these types of events as they are bringing an incredible energy to the organization as a whole, adding that she is grateful to be able to give back to our employees. Gave special thanks to the mayors of Escondido and San Marcos, the administrative team, board members, Chief Information Officer Anis Trabelsi, the security team, the Facilities team and everyone who participated for their great work at the event. The County Board of Supervisors presented the organization with an official proclamation declaring October 8 and 9 to be known as Palomar Health Rocks Days.
 - Director Greer added her appreciation to the entire Foundation team, board of directors and volunteers, who do an amazing job every day, and especially at this worthwhile event.
- Announced retirement of Chief Operations Officer Sheila Brown after almost 30 years of stellar service to the organization and the patients of the district. An appreciation video for her service was shared with attendees, and a special award was presented by the Board of Directors. Ms. Brown will still be involved with special projects that are near and dear to her heart; we wish her all the best on the next chapter of her life.
 - Ms. Brown shared that it melted her heart to come into a new place like Palomar and from day one feel nothing but love and respect from everyone; she is so grateful for that. In her thirty years with the organization she has been able to meet with many CEO's, administrators and community leaders, and been fortunate to be a part of this wonderful community; a big thank you to everyone for allowing her to serve them.

2. Chair of the Board

i. ACHD Conference Update

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Palomar Health Board Chairwoman Linda Greer provided the following report:

- A reminder to fellow board members that the Special Full Board Audit & Compliance Committee will be held on Tuesday, October 18 to approve the annual external financial audit. Please do your best to attend.
- Thanked those board members who have been doing their due diligence by participating in the myriad healthcare meetings and events held at the local and state level, and especially for Directors Griffith, Corrales, Barry and Pacheco's attendance at the recent ACHD annual conference. They were all proud to be present in person when Palomar received the prestigious honor. This honor could only be realized by the hard work and dedication the PH family gives to the district and to one another.

i. ACHD Conference Update

- Chair Greer noted that, out of the 75 hospital districts in California, only 40 still have operating hospitals. She is thankful that our community continues to show their support of Palomar Health, and give their encouragement to keep our hospitals strong and able to provide our high level of quality of care. Palomar Health has two board members, Directors Griffith and Corrales, who sit on the ACHD board and advocate for the organization and district hospitals as a whole.
- Director Corrales provided a brief history of ACHD, noting that Palomar Health District is the largest in the state. District hospitals provide care for the most needy in our communities; the loss of 35 district hospitals is extremely serious.
- Director Barry was surprised to learn that it is so hard to keep district hospitals going these days, adding that she is so proud of Palomar for their resilience and ability to provide such quality of care to our residents. Noted that there are a number of forces at work to close district hospitals, and that Palomar must be ever watchful in this regard. Is very grateful to the Foundation and the community for their support, which keeps Palomar thriving in these turbulent times. Ms. Barry gleaned much learning and insight from the ACHD conference.
- Director Pacheco voiced his appreciation for the opportunity to attend the conference, noting that he was pleasantly surprised at the quality of presentations and information that was provided. He was profoundly concerned by the demise of the large number of district hospitals within the state and agrees that our district is very fortunate to have two robust hospitals at which our neighbors can access care. He added that we owe it to the people we serve to make sure we are covering their needs; how we message that is very important.
- Chair Greer stated that it was her responsibility as chair to provide at least one education event for board members per year. The ACHD conference more than filled this expectation and provided many tools to bring back to Palomar Health to make it even better. Again thanked those board members who have been supporting the district by attending events such as Health Rocks, the LGBTQ annual gala, CSUSM Annual Report to the Community, etc. These board members give of their time to go out into the community to represent and share the good work the organization is doing. She is very grateful for their advocacy and effort.
- A board ad hoc committee, comprised of Directors Greer, Corrales and Barry, recently met with the Chief Human Resources Officers re: the CEO bonus; will bring the recommendations to the next full board meeting.

IX. *APPROVAL OF BYLAWS, CHARTERS, RESOLUTIONS

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- A. Board Strategic and Facilities Planning Committee Charter
- B. Resolution No. 10.10.22(01)-03 of the Board of Directors of Palomar Health Authorizing the Application and Accepting of Funds Made Available Through the Governor's Office of Emergency Services

A. **MOTION:** By Director Griffith, 2nd by Director Barry and carried to approve the Board Strategic and Facilities Planning Committee Charter as presented. Roll call voting was utilized.
Director Corrales – aye Director Griffith – aye
Director Greer – aye Director Barry – aye
Director Clark – aye Director Pacheco – aye
Director Edwards-Tate – aye
Chair Greer announced that seven board members were in favor. None opposed. No abstention. No absences. Motion approved.

B. **MOTION:** By Director Corrales, 2nd by Director Barry and carried to approve Resolution No. 10.10.22(01)-03 of the Board of Directors of Palomar Health Authorizing the Application and Accepting of Funds Made Available Through the Governor's Office of Emergency Services as presented. Roll call voting was utilized.
Director Corrales – aye Director Griffith – aye
Director Greer – aye Director Barry – aye
Director Clark – aye Director Pacheco – aye
Director Edwards-Tate – aye
Chair Greer announced that seven board members were in favor. None opposed. No abstentions. No absences. Motion approved.

- A. Committee Chair Pacheco reviewed the redline edits to the charter with the board.
- B. Chief Legal Officer Kevin DeBruin read Resolution No. 10.10.22(01)-03 of the Board of Directors of Palomar Health Authorizing the Application and Accepting of Funds Made Available Through the Governor's Office of Emergency Services aloud to the board members.
 - Director Clark asked for the dollar amount of the grant, for which Mr. DeBruin responded that he believes the amount is \$1.8 million, which will be awarded in one tranche.

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C. Conflict of Interest Code: Lucidoc Policy #21800

C. **MOTION:** By Director Griffith, 2nd by Director Barry and carried to approve the Conflict of Interest Code: Lucidoc Policy #21800 as presented. Roll call voting was utilized.
Director Corrales – aye Director Griffith – aye
Director Greer – aye Director Barry – aye
Director Clark – abstain Director Pacheco – aye
Director Edwards-Tate – aye
Chair Greer announced that six board members were in favor. None opposed. One abstention. No absences. Motion approved.

- Mr. DeBruin explained that, due to the October 17, 2022 county deadline for submission of the annually updated Conflict of Interest Code, the code is being brought directly to the full board since the Board Governance Committee would not be meeting until after the submission deadline

X. COMMITTEE REPORTS *(information only unless otherwise noted)*

A. Audit and Compliance Committee

- Committee Chair Greer reported that the committee was dark in September.
- Requested that all board members do their best to attend the October 18, 2022 Special Full Board Audit & Compliance Committee Meeting as the annual external financial audit results will be brought for review and approval at that time. It is every board members' responsibility in their role as part of the governing body of the organization that they attend these meetings, which are an integral part of organizational function.

B. Community Relations Committee

- Committee Chair Corrales reported that the committee was dark in September.

C. Finance Committee

- Committee Chair Barry shared highlights from the meeting summary, which was included in the agenda packet.
 - Director Clark asked why the August financials were not being presented at tonight's meeting and if they are done, to which Director Barry responded that the whole focus of the Finance team was on completing the audit and the year end financials. Chief Financial Officer Hugh King added that the basic financials have been completed, however because the auditors are requested to do certain interim procedures related to the bonds issue, we have to go back again and apply the lease entries related to Government Accounting Standards Board (GASB) 87. We just finished those for the year that just ended, so the auditors ask that we restate those financials, which we will do, for all month's going forward.

D. Governance Committee

- Committee Chair Griffith reported that the committee was dark in September.

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E. Human Resources Committee

- Committee Chair Corrales reported that the committee was dark in September.

F. Quality Review Committee



- Committee Chair shared highlights from the meeting summary, which was included in the agenda packet.

G. Strategic & Facilities Planning Committee

- Committee Chair Pacheco shared highlights from the meeting summary, which was included in the agenda packet.

XI. FINAL ADJOURNMENT

- There being no further business, Chair Greer adjourned the meeting at 7:40 p.m.

Signatures:	Board Secretary	 Terry Corrales, R.N.
	Board Assistant	 Debbie Hollick