



Board of Directors Meeting Minutes – Monday, March 13, 2023

Agenda Item

- *Discussion*

Conclusion / Action /Follow Up

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 Wednesday, March 10, 2023, which is consistent with legal requirements.

CALL TO ORDER

The meeting, which was held at Palomar Medical Center Escondido, 1st Floor Conference Room at 2185 Citracado Parkway, Escondido, CA. 92029, and called to order at 6:43 p.m. by Board Chairwoman Linda Greer.

1. ESTABLISHMENT OF QUORUM

Quorum comprised of Directors Barry, Clark, Corrales, Edwards-Tate, Griffith, Greer, Pacheco
Absences: None

2. OPENING CEREMONY – Pledge of Allegiance to the Flag

The Pledge of Allegiance to the Flag was recited in unison.

MISSION AND VISION STATEMENTS

The Palomar Health mission and vision statements are as follows:

- *The mission of Palomar Health is to heal, comfort and promote health in the communities we serve*
- *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*

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3. PUBLIC COMMENTS

- Ross Pike – Candidate, LAFCO
- Carla Tapia – CNA/CHEU Representative
- Stacy Charles – Nurse, Palomar Health
- Heather Sharp – Nurse, Palomar Health
- Debra Roman – Nurse, Palomar Health

4. PRESENTATIONS

a. Patient Experience Moment

- Palomar Health Vice President, Quality and Patient Safety, Tricia Kassab and Jordan Cohen, M.D., introduced former patient Nili Zahedi, who spoke about her experience as a patient at Palomar Medical Center, Escondido.

b. Employee Recognition

- Chair Linda Greer, Director Michael Pacheco and Mike Mills, Vice President of Construction and Facilities presented the Facilities Team with certificates of recognition. Attending recipients; Marcos Fierro, Christian Pizano, Henry Favel, Mario Munoz, Pete Macias, Rafael Pizano, Timothy McConville and Victor Macias.

c. Physician Update Presentation

- Ryan Olsen, Chief Operations Officer, introduced Brian Meyerhoff, M.D., who shared a general physician update with the Board.

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5. APPROVAL OF MINUTES

- a. Special Closed Session Board of Directors Meeting – Monday, February 13, 2023
- b. Board of Directors Meeting - Monday, February 13, 2023

MOTION: By Director Griffith, 2nd by Director Clark and carried to approve the Monday, February 13, 2023 Board of Directors Meeting minutes, agenda items 5 a-b, 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
Chairwoman Greer announced that seven board members were in favor. None opposed. No abstentions. No absences. Motion approved.

- No discussion

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

- a. Palomar Medical Center Escondido Medical Staff Credentialing and Reappointments
- b. Palomar Medical Center Poway Medical Staff Credentialing and Reappointments
- c. 2023 Palomar Health Employee Code of Conduct

MOTION: By Director Corrales, 2nd by Director Barry and carried to approve Consent Agenda items A - C 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
Chairwoman Greer announced that seven board members were in favor. None opposed. No abstention. No absences. Motion approved.

- Sam Filiciotto, MD, noted a typo on page 26 of the posting packet for agenda item 6b; effective date for Fatemeh Esfanhani should read April 1, 2023 to June 1, 2023.

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7. REPORTS

a. Medical Staffs

I. Palomar Medical Center Escondido

Palomar Medical Center Escondido Chief of Staff Dr. Kanchan Koirala provided a verbal report to the Board.

II. Palomar Medical Center Poway

Palomar Medical Center Poway Chief of Staff Dr. Sam Filiciotto provided a verbal report to the Board.

b. Administrative

I. President and CEO

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

- Recognized for the fourth year by U.S. News and World Report as one of the world's best hospitals
- Modern Healthcare ranked Palomar Health is number one in the top small health system category
- Addressed the consolidation of Obstetrics, and referred to articles from Beckers Hospital Review (*Attached*)

II. Chair of the Board

Palomar Health Chair of the Board Linda Greer provided the following report:

- Reminder to complete Form 700
- Ad hoc committee regarding Diverse Care

8. APPROVAL OF BYLAWS, CHARTERS, RESOLUTIONS

Agenda Item

<ul style="list-style-type: none"> • Discussion 	Conclusion / Action /Follow Up
<ul style="list-style-type: none"> a. Board Human Resources Committee Charter Update b. Board Audit and Compliance Committee Charter c. Board Quality Review Committee Charter d. Resolution No. 03.13.23(01)-04 of the Board of Directors of Palomar Health Authorizing Palomar Health's CEO or Her Designee to Negotiate and Execute an Agreement for Radiologist Services 	<p>a. MOTION: By Director Corrales, 2nd by Director Griffith and carried to approve and adopt Board Human Resources Committee Charter update as presented.</p> <p>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 Chairwoman Greer announced that seven board members were in favor. None opposed. No abstentions. No absences. Motion approved.</p> <p>b. MOTION: By Director Edwards-Tate, 2nd by Director Griffith and carried to approve and adopt Board Audit and Compliance Committee Charter as presented.</p> <p>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 Chairwoman Greer announced that seven board members were in favor. None opposed. No abstentions. No absences. Motion approved.</p> <p>c. MOTION: By Director Barry, 2nd by Director Corrales and carried to approve and adopt Board Quality Review Committee Charter as presented.</p> <p>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 – no Chairwoman Greer announced that five board members were in favor. One opposed. One abstentions. No absences. Motion approved.</p>

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<ul style="list-style-type: none"> <i>Discussion</i> 	<p><i>Conclusion / Action /Follow Up</i></p>
	<p>d. MOTION: By Director Pacheco, 2nd by Director Barry and carried to approve and adopt Resolution No. 03.13.23(01)-04 of the Board of Directors of Palomar Health Authorizing Palomar Health’s CEO or Her Designee to Negotiate and Execute an Agreement for Radiologist Services as presented.</p> <p>Roll call voting was utilized. Director Corrales – aye Director Griffith – aye Director Greer – abstain Director Barry – aye Director Clark – abstain Director Pacheco – aye Director Edwards-Tate – no Vice-Chair Griffith announced that four board members were in favor. One opposed. Two abstentions. No absences. Motion approved.</p>
<p>a. Director John Clark asked what changes were made to the Board Human Resources Committee Charter. Kevin DeBruin, Chief Legal Officer, noted the Board Liaison. b. Director Jeff Griffith reminded the Board Members the charters are a carve out from the By-Laws, the charters allow flexibility for membership title updates. c. Director Laurie Edwards-Tate believes representation from medical staff should have key roles on the Board Quality Review Committee. Director John Clark feels the Board should support physician involvement at any level. Chair Linda Greer invited the Directors to attend a Board Quality Review Committee meeting. d. Chair Linda Greer recused herself for agenda item 8d, and asked Vice Chair Jeff Griffith to continue. Director Laurie Edwards-Tate expressed her opposition to the resolution. Vice Chair Jeff Griffith is in favor of entrusting the financial health of the district to the current CEO.</p>	
<p>9. COMMITTEE REPORTS <i>(information only unless otherwise noted)</i></p>	
<p>a. Audit and Compliance Committee</p>	
<ul style="list-style-type: none"> Committee Chairwoman Linda Greer noted that the committee meeting summary was included in the board meeting packet 	
<p>b. Community Relations Committee</p>	
<ul style="list-style-type: none"> Committee Chair Terry Corrales noted that the committee meeting summary was included in the board meeting packet 	
<p>c. Finance Committee</p>	
<ul style="list-style-type: none"> Committee Chair Laura Barry reported that the committee was dark in February. 	
<p>d. Governance Committee</p>	

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- Committee Chair Jeff Griffith noted that the committee meeting summary was included in the board meeting packet.

e. Human Resources Committee

- Committee Chair Terry Corrales noted that the committee meeting summary was included in the board meeting packet.

f. Quality Review Committee

- Committee Chairwoman Linda Greer noted that the committee meeting summary was included in the board meeting packet.

g. Strategic & Facilities Planning Committee

- Committee Chair Michael Pacheco reported that the committee was dark in February.

FINAL ADJOURNMENT

- There being no further business, Chairwoman Linda Greer adjourned the meeting at 7:56 p.m.

Signatures:

Board Secretary



Terry Corrales, R.N.

Board Assistant



Carla Albright

10 hospitals closing departments or ending services

Several healthcare organizations have recently closed medical departments or ended services at facilities to shore up finances, focus on more in-demand services or address staffing shortages.

Here are 10 closures or services ending, announced, advanced or finalized that Becker's has reported on since Feb. 2.

1. Cleveland-based University Hospitals is [ending](#) labor and delivery services at UH Lake West in Willoughby, Ohio, effective April 15. Services will be consolidated at TriPoint in Concord Township, which is about 15 miles away.
2. Jefferson, Mo.-based Capital Region Medical Center will [close](#) two clinics in Holts Summit and St. Elizabeth, Mo., effective April 15.
3. Trinity Health Muskegon (Mich.) [plans](#) to temporarily close a 30-bed surgical floor due to staffing shortages.
4. St. Mark's Medical Center in La Grange, Texas, is [cutting](#) nearly half its staff and various services as it looks to survive amid significant financial challenges. Service cuts include inpatient and surgical services, post-acute skilled rehab care, its orthopedic clinic, speech therapy and ambulatory care.
5. OhioHealth's Shelby Hospital will [no longer](#) provide maternity services from 11:59 p.m on Feb. 28. Maternity services are provided 13 miles away at OhioHealth Mansfield Hospital.
6. Arcata, Calif.-based Mad River Community Hospital is [cutting](#) 27 jobs as it suspends its home health services program. The program will be suspended upon the completion of services to the hospital's existing patients, which is expected to be in April.
7. Oroville (Calif.) Hospital is [closing](#) Golden Valley Home Health, the hospital's home health business.
8. Children's Hospital of the King's Daughters in Norfolk, Va., abruptly [closed](#) the retail pharmacy it leased to Hague Pharmacy Feb. 8 because its lease expired. The hospital's in-house pharmacy is still open.
9. Ascension Providence Hospital-Southfield (Mich.) is [ending](#) midwifery services at the end of February.
10. Rumford (Maine) Hospital is [closing](#) its maternity program March 31 after 97 years in service.

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<https://www.beckershospitalreview.com/finance/10-hospitals-closing-departments-or-ending-services.html>

23 hospitals, health systems cutting jobs

A number of hospitals and health systems are trimming their workforces or jobs due to financial and operational challenges.

Below are workforce reduction efforts or job eliminations that were announced within the past five months and/or take effect later this year.

Editor's Note: This webpage was updated March 8 and will continue to be updated.

1. Valley Health, a six-hospital health system based in Winchester, Va., [eliminated](#) 31 administrative positions. The job cuts are part of the consolidation of the organization's leadership team and administrative roles.
2. Marshfield (Wis.) Clinic Health System will [lay off](#) 346 employees, representing less than 3 percent of its employee base.
3. St. Mark's Medical Center in La Grange, Texas, is [cutting nearly 50 percent of its staff](#) and various services amid financial challenges.
4. Roseville, Calif.-based Adventist Health plans to go from seven networks of care to five systemwide to reduce costs and strengthen operations. The reorganization will [result in job cuts](#), including reducing administration by more than \$100 million.
5. Arcata, Calif.-based Mad River Community Hospital is [cutting 27 jobs](#) as it [suspends](#) home health services.
6. Hutchinson (Kan.) Regional Medical Center [laid off 85 employees](#), a move tied to challenges in today's healthcare environment.
7. Oklahoma City-based OU Health is [eliminated about 100 positions](#) as part of an organizational redesign to complete the integration from its 2021 merger.
8. Memorial Sloan Kettering Cancer Center announced it would [lay off](#) to reduce costs amid widespread hospital financial challenges. The layoffs are spread across 14 sites in New York City, and equate to about 1.8 percent of Memorial Sloan's 22,500 workforce.
9. St. Louis-based Ascension [completed layoffs](#) in Texas, the health system confirmed in January. A statement shared with Becker's says the layoffs primarily affected nonclinical support roles. The health system declined to specify to *Becker's* the number of employees or positions affected.
10. Lebanon, N.H.-based Dartmouth Health is [freezing hiring and reviewing all vacant jobs](#) at its flagship hospital and clinics in an effort to close a \$120 million budget gap.
11. Chillicothe, Ohio-based Adena Health System announced it would [eliminate 69 positions](#) — 1.6 percent of its workforce — and send 340 revenue cycle department employees to Ensemble Health Partners' payroll in a move aimed to help the health system's financial stability.
12. Ascension St. Vincent's Riverside in Jacksonville, Fla., will end maternity care at the hospital, [affecting 68 jobs](#), according to a Workforce Adjustment and Retraining Notification filed with the state Jan. 17. The move will affect 62 registered nurses as well as six other positions.

13. Visalia, Calif.-based Kaweah Health aims to [eliminate 94 positions](#) through early January as part of a new strategy to reduce labor costs. The job cuts come in addition to previously announced workforce reductions; the health system already eliminated 90 unfilled positions and lowered its workforce by 106 employees.
14. Oklahoma City-based Integris Health is [eliminating 200 jobs](#) to curb expenses. The eliminations include 140 caregiver roles and 60 vacant jobs.
15. Toledo, Ohio-based ProMedica plans to [lay off 262 employees](#), a move tied to its exit from a skilled-nursing facility joint venture late last year. The layoffs will take effect between March 10 and April 1.
16. Employees at Las Vegas-based Desert Springs Hospital Medical Center were [notified of layoffs](#) coming to the facility, which will transition to a freestanding emergency department. There are 970 employees affected. Desert Springs is part of the Valley Health System, a system owned and operated by King of Prussia, Pa.-based Universal Health Services.
17. Philadelphia-based Jefferson Health plans to go from five divisions to three in an effort to flatten management and become more efficient. The reorganization will result in an [unspecified number of job cuts](#), primarily among executives.
18. Pikeville (Ky.) Medical Center will [lay off 112 employees](#) by year's end as it outsources its environmental services department. The 112 layoffs are effective Jan. 1, 2023, with the affected employees' last day of work expected to be Dec. 31.
19. Southern Illinois Healthcare, a four-hospital system based in Carbondale, announced it would [eliminate or restructure 76 jobs](#) in management and leadership. The 76 positions fall under senior leadership, management and corporate services. Included in that figure are 33 vacant positions, which will not be filled. No positions in patient care are affected.
20. Citing a need to further reduce overhead expenses and support additional investments in patient care and wages, Traverse City, Mich.-based Munson Health is [eliminating](#) 31 positions and leaving another 20 jobs unfilled. All affected positions are in corporate services or management. The layoffs represent less than 1 percent of the health system's workforce of nearly 8,000.
21. West Reading, Pa.-based Tower Health on Nov. 16 [laid off 52 corporate employees](#) as the health system shrinks from six hospitals to four. The layoffs, which are expected to save \$15 million a year, account for 13 percent of Tower Health's corporate management staff.
22. Sioux Falls, S.D.-based Sanford Health [announced](#) layoffs affecting an undisclosed number of staff in October, a decision its CEO said was made "to streamline leadership structure and simplify operations" in certain areas. The layoffs primarily affect nonclinical areas.
23. St. Vincent Charity Medical Center in Cleveland [closed](#) its inpatient and emergency room care Nov. 11, four days before originally planned — and [laid off](#) 978 workers in doing so. After the transition, the Sisters of Charity Health System will offer outpatient behavioral health, urgent care and primary care.

Molly Gamble contributed to this list.

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