



Board of Directors Meeting Minutes – Monday, April 10, 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 Friday, April 7, 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 6:30 p.m. by Board Vice-Chair Jeff Griffith.

1. ESTABLISHMENT OF QUORUM

Quorum comprised of Directors Barry, Clark, Corrales, Edwards-Tate, Griffith, Pacheco
Absences: Greer

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*

Board of Directors Meeting Minutes – Monday, April 10, 2023

Agenda Item

- *Discussion*

Conclusion / Action /Follow Up

3. PUBLIC COMMENTS

- No public comments

4. PRESENTATIONS

a. Volunteer Program Presentation

- Margaret Mertens, Director of Volunteer Development and Spiritual Care, shared a presentation highlighting the volunteer, spiritual care and gift shop programs that support Palomar Health.

b. Employee Recognition

- Vice-Chair Jeff Griffith and Director Michael Pacheco presented Margaret Mertens with a certificate of appreciation. Volunteer members of Palomar PAWS, Cathy Schulte (Vinca), Stephen Kahn (Zues) and Director Michael Pacheco (Jessie) were also presented certificates of appreciation for their commitment to the program.

5. APPROVAL OF MINUTES

Board of Directors Meeting Minutes – Monday, April 10, 2023

Agenda Item

• Discussion	Conclusion / Action /Follow Up
<p>a. Special Session Board of Directors Meeting – Monday, March 13, 2023 b. Board of Directors Meeting - Monday, March 13, 2023</p>	<p>MOTION: By Director Edwards-Tate, 2nd by Director Corrales and carried to approve the Monday, March 13, 2023 Special Session Board of Directors Meeting minutes as presented.</p> <p>Roll call voting was utilized. Director Corrales – aye Director Griffith – aye Director Greer – absent Director Barry – aye Director Clark – aye Director Pacheco – aye Director Edwards-Tate – aye Vice-Chair Griffith announced that six board members were in favor. None opposed. No abstentions. One absence. Motion approved.</p> <p>MOTION: By Director Barry, 2nd by Director Pacheco and carried to approve the Monday, March 13, 2023 Board of Directors Meeting minutes, as presented.</p> <p>Roll call voting was utilized. Director Corrales – aye Director Griffith – aye Director Greer – absent Director Barry – aye Director Clark – aye Director Pacheco – aye Director Edwards-Tate – aye Vice-Chair Griffith announced that six board members were in favor. None opposed. No abstentions. One absence. Motion approved.</p>
<p>• No discussion</p>	

Agenda Item

• Discussion	Conclusion / Action /Follow Up
---------------------	---------------------------------------

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

<ul style="list-style-type: none"> a. Palomar Medical Center Escondido Medical Staff Credentialing and Reappointments b. Palomar Health Center Poway Medical Staff Credentialing and Reappointments 	<p>MOTION: By Director Barry, 2nd by Director Clark and carried to approve Consent Agenda item A as presented.</p> <p>Roll call voting was utilized. Director Corrales – aye Director Griffith – aye Director Greer – absent Director Barry – aye Director Clark – aye Director Pacheco – aye Director Edwards-Tate – aye Vice-Chair Griffith announced that six board members were in favor. None opposed. No abstention. One absence. Motion approved.</p> <p>MOTION: By Director Clark, 2nd by Director Edwards-Tate and carried to approve Consent Agenda items B as presented.</p> <p>Roll call voting was utilized. Director Corrales – aye Director Griffith – aye Director Greer – absent Director Barry – aye Director Clark – aye Director Pacheco – aye Director Edwards-Tate – aye Vice-Chair Griffith announced that six board members were in favor. None opposed. No abstention. One absence. Motion approved.</p>
<ul style="list-style-type: none"> • No discussion 	

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 of Directors.
II. Palomar Medical Center Poway

Board of Directors Meeting Minutes – Monday, April 10, 2023

Agenda Item

• **Discussion**

Conclusion / Action /Follow Up

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

b. Administrative

I. President and CEO

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

- Recognized the organization for the for the successful Joint Commission Surveys
- Shared a patient experience letter

II. Vice-Chair of the Board

Palomar Health Vice-Chair of the Board Jeff Griffith provided the following report:

- Leadership Conference, April 23rd – April 26th
- Complimented Palomar Health Administration for the positive feedback and results of the recent surveys
- Honored former Board Member Ted Kleiter

8. APPROVAL OF BYLAWS, CHARTERS, RESOLUTIONS

- a. Resolution No. 04.10.23(01)-05 Ordinance of the Board of Directors of Palomar Health Providing for a Five Percent Increase in Board Member Compensation for Attendance at Board Meetings

MOTION: By Director Corrales, 2nd by Director Edwards-Tate and carried to approve and adopt Resolution No. 04.10.23(01)-05 Ordinance of the Board of Directors of Palomar Health Providing for a Five Percent Increase in Board Member Compensation for Attendance at Board Meetings as presented.

Roll call voting was utilized.

Director Corrales – aye Director Griffith – aye
Director Greer – absent Director Barry – aye
Director Clark – aye Director Pacheco – aye
Director Edwards-Tate – abstain

Vice-Chair Griffith announced that five board members were in favor. None opposed. One abstention. One absence. Motion approved.

Board of Directors Meeting Minutes – Monday, April 10, 2023

Agenda Item

• Discussion

Conclusion / Action /Follow Up

- Director John Clark inquired why the resolution is only for one year. Chief Legal Officer, Kevin DeBruin, noted the statute provides the guidelines.
- Director Laurie Edwards-Tate prefers to donate the compensation to programs within the organization.
- Vice-Chair Jeff Griffith called for a vote.

9. COMMITTEE REPORTS (information only unless otherwise noted)

a. Audit and Compliance Committee

- Through the Chair, committee members present reported it was dark in March

b. Community Relations Committee

- Committee Chair Terry Corrales reported the committee was dark in March

c. Finance Committee

- Committee Chair Laura Barry reported the committee was dark in March

d. Governance Committee

- Committee Chair Jeff Griffith reported the committee was dark in March.

e. Human Resources Committee

- Committee Chair Terry Corrales reported the committee was dark in March

f. Quality Review Committee

- Committee member Laura Barry noted the committee meeting summary was included in the board meeting packet

g. Strategic & Facilities Planning Committee

- Committee Chair Michael Pacheco noted the committee-meeting summary was included in the board meeting packet.

FINAL ADJOURNMENT

- There being no further business, Vice-Chair Griffith adjourned the meeting at 7:42 p.m.

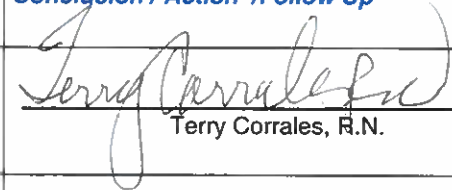
Board of Directors Meeting Minutes – Monday, April 10, 2023

Agenda Item

- **Discussion**

Conclusion / Action / Follow Up

Board Secretary


Terry Corrales, R.N.

Board Assistant


Carla Albright

Signatures: