

| CONTRIBUTE COMMETTE MEETING MANAGES There does A will a comme                           |   |   |             |
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| GOVERNANCE COMMITTEE MEETING MINUTES - Thursday, April 6, 2023                          |   |   |             |
|   |   |   |             |
| AGENDA İTEM   | CONCLUSION/ACTION                         | FOLLOW UP/RESPONSIBLE                   | FINAL?      |
|   |   | PARTY                                   |             |
| Discussion  |   |   |             |
| 2.000001011   |   |   |             |
| NOTICE OF MEETING   |   |   |             |
|   |   |   |             |
| Notice of the upcoming meeting posted Friday, March 31, 2023. Notice of Meeting was pos | ted at the Palamar Health Administrative  | Office: also posted with agenda nos     | leat on the |
| Palomar Health website on Friday, March 31, 2023.                                       | ned at the Falorial Fleath Administrative | e Office, also posted with agenda pac   | ket on the  |
|   |   |   |             |
| CALL TO ORDER   |   |   |             |
|   |   |   |             |
| The meeting, which was held in the Linda Greer Board Room at 2125 Citracado Parkway,    | Suite 300, Escondido, CA, 92029, and vi   | rtually, was called to order at 12:00 n | m by        |
| Committee Chair Jeff Griffith   | , ,                                       | , , , , , , , , , , , , , , , , , , ,   | y           |
|   |   |   |             |
| ESTABLISHMENT OF QUORUM   |   | <del></del>                             |             |
|   |   |   |             |
| Quorum comprised of: Chair Jeff Griffith, Director Laura Barry and Director Terry Corra | ales                                      |   |             |
| Excused Absences: None  |   |   |             |
|   |   |   |             |
| PUBLIC COMMENTS   |   | <del></del>                             |             |
|   |   |   |             |
| There were no public comments.  |   |   |             |
|   |   |   |             |
|   |   |   |             |
| FOLLOW UP ITEMS   |   |   |             |
|   |   |   |             |
| There were no follow up items.  |   |   |             |
|   |   |   |             |
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| *ACTION ITEMS   |   |   |             |
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Board Governance Committee Minutes 4.6.2023

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|---|---|---|---|-----------|
|   | 1. Minutes: Board Governance Committee Meeting, Thursday, February 2, 2023  | MOTION by Director Corrales, 2nd by             |   |           |
|   | 9   | Director Barry to approve the February          |   |           |
|   |   |   |   |           |
|   |   | 2, 2023, meeting minutes as written.            |   |           |
|   |   | Roll call voting utilized.                      |   |           |
|   |   | Director Barry - Aye                            |   |           |
|   |   | Director Corrales – Aye                         |   |           |
|   |   | Director Corrales - Aye                         |   |           |
|   |   | Director Griffith - Aye                         |   |           |
|   |   |   |   |           |
| i |   | All in favor. None opposed.                     | ļ                                       |           |
| ı |   | All III lavor. Notic opposed.                   |   |           |
| ı |   |   |   |           |
| ŀ |   | <u></u>   |   |           |
| ı | DISCUSSION:   |   |   |           |
| ı | No discussion   |   |   |           |
| ı |   |   |   |           |
| ļ |   |   |   |           |
| ı | 2. Minutes: Board Governance Committee Meeting, Thursday, February 23, 2023   | MOTION by Director Barry, 2 <sup>nd</sup> by    |   |           |
| ı | , that a state of the state of | Director Correles to conveys the                |   |           |
| ı |   | Director Corrales to approve the                |   |           |
| ı |   | February 23, 2023, meeting minutes              |   |           |
| ı |   | as written.                                     |   |           |
| ı |   | Roll call voting utilized.                      |   |           |
| ı |   |   |   |           |
| ı |   | Director Barry - Aye                            |   |           |
| ļ |   | Director Corrales – Aye                         |   |           |
| ł |   | Director Griffith - Aye                         |   |           |
| ı |   |   |   |           |
| ı |   | All in forms Alaman and                         |   |           |
| ı |   | All in favor. None opposed.                     |   |           |
| l |   |   |   |           |
|   | DISCUSSION:   |   |   |           |
| ı |   |   |   |           |
| ł | No discussion   |   |   |           |
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| ŀ |   |   |   |           |
| ĺ | Policy Development: Board Member Facility Visitation  | MOTION by Director Corrales, 2 <sup>nd</sup> by | Move policy to Board of Directors       | Υ         |
| l |   | Director Barry to approve to the Board          | for consideration                       |           |
| l |   | Member Facility Visitation Policy with          |   |           |
| l |   |   | i l                                     |           |
| l |   | additional language of public versus            |   |           |
| l |   | non-public.                                     |   |           |
| l |   | Roll call voting utilized.                      |   |           |
| l |   | Director Barry - Aye                            |   |           |
| l |   |   |   |           |
| ı |   | Director Corrales - Aye                         |   |           |
| ١ |   | Director Griffith - Aye                         |   |           |
| ı |   |   |   |           |
| 1 |   | All in favor Mono caseed                        |   |           |
| ŀ | DISCUSSION.   | All in favor. None opposed.                     |   |           |
|   | DISCUSSION:   |   |   |           |
|   | Committee members held a discussion regarding the Board Member Facility Visit   | itation policy with attending Administrative F  | Executives Diane Hanson Procident       | and       |
| 1 | CEO, Mel Russell, Chief Nursing Executive, Kevin DeBruin, Chief Legal Officer a   | and outside counsel. Subjects included the      | ath of advance metitions in this i      | anu       |
| 1 | vendors vertice of requests quidelines of visits to the little and that   | and outside counsel. Subjects included len      | gui or advance notification, third part | У         |
| ١ | vendors, vetting of requests, guidelines of visits, limiting patient care areas, and  | satety/privacy of patients and staff. Jessica   | a Brown, Holland and Knight, noted th   | he policy |
| l | is drafted to account for individual board member responsibility and accountabilit  | ly for requested visits. Kevin DeBruin, Chief   | Legal Officer, noted the policy is dra  | ifted to  |
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allow administration officials to deny requests based on the area elected officials have requested to visit.

| Chair Jeff Griffith agrees the drafted policy is solid and wants to move it to the condition of the con | he Board of Directors. Kevin D     | eBruin, Chief Legal Officer, suggest   | ted clarifying non-public             |
|---|------------------------------------|--|---------------------------------------|
| and public areas of the hospital or facility to the policy. Director Laura Barry  | y is in favor of adding an additio | onal sentence to emphasize patient     | privacy.                              |
| Jessica Brown, Holland and Knight, clarified the additional language with the   | e committee; delineate nonpub      | lic areas of access versus public are  | eas of access to the facility.        |
| INFORMATIONAL ITEMS   |                                    |  |                                       |
|   |                                    |  |                                       |
| V. Standing Items:  |                                    |  |                                       |
|   |                                    |  |                                       |
| 1) Legislative Update   | Deferred                           |  |                                       |
|   |                                    |  |                                       |
| 2) Lucidos Listas Deced Delicio   |                                    | <u> </u>                               |                                       |
| Lucidoc List of Board Policies  | None                               |  |                                       |
|   |                                    |  |                                       |
| Discussion:   |                                    |  |                                       |
| Director Terry Corrales inquired about any new bills, and are we looking for a few analysis of the second sec | another legislative source? Ke     | vin DeBruin, Chief Legal Officer, no   | ted he is currently looking           |
| for another source. Diane Hansen, President and CEO, will also check her s  | sources to find another legislati  | ive source.                            | · · · · · · · · · · · · · · · · · · · |
| <ul> <li>Diane Hansen, President and CEO, will be traveling to Sacramento to testify</li> </ul>   | v at the State Senate regarding    | SB-525, \$25,00 an hour minimum v      | vage. It will be an                   |
| opportunity for our organization, to represent other state hospitals in the state   | te of California, and speak out o  | on our behalf                          |                                       |
| <ul> <li>Chair Jeff Griffith requested the Tri-City labor and delivery closure article be</li> </ul>  | shared with the Board of Direc     | tors.                                  |                                       |
| Director Laura Barry asked if all the committee charters have been approved.  | d through the Board of Director    | a a a ha a a a a a a a a a a a a a a a |                                       |
| Director Laura Barry asked if all the committee charters have been approved DeBruin, Chief Legal Officer, noted the charters have been approved by the  | hoard and are in Lucidoc for s     | s, as they are not reflected on the Li | ucidoc list provided. Kevin           |
| VI. Committee Member Agenda Suggestions   | Dodie, and are in Edelage for a    | ipprovai.                              |                                       |
|   |                                    |  |                                       |
| No further discussion   |                                    |  |                                       |
|   |                                    |  |                                       |
|   |                                    |  |                                       |
| FINAL ADJOURNMENT   |                                    |  |                                       |
|   |                                    |  |                                       |
| Meeting adjourned by Chair Jeff Griffith at 12:41 p.m.  |                                    |  |                                       |
|   |                                    |  |                                       |
| SIGNATURES:   |                                    | - 1/1/1/                               |                                       |
|   |                                    | hullides                               |                                       |
| COMMITTEE CHAIR   | Jeff G                             | riffith, EMT-P                         |                                       |
|   |                                    |  |                                       |
|   |                                    |  |                                       |
|   |                                    |  |                                       |
| COMMITTEE SECRETARY   | Sarl                               | ਬੇ Albright                            |                                       |
|   |                                    |  |                                       |
|   |                                    |  |                                       |