



*Board of Directors Meeting Minutes – Monday, June 12, 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, June 7, 2023, which is consistent with legal requirements.

**CALL TO ORDER**

The meeting, which was held at Palomar Medical Center Escondido, 1<sup>st</sup> Floor Conference Room at 2185 Citracado Parkway, Escondido, CA. 92029, and called to order at 6:30 p.m. by Board Chair Linda Greer.

**1. ESTABLISHMENT OF QUORUM**

Quorum comprised of Directors Barry, Clark, Corrales, Edwards-Tate, Greer, Griffith, 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**

- No public comments

**4. PRESENTATIONS**

a. Patient Experience Moment

- A patient experience video was shared with the Board.

b. Physician Introduction

- Dr. Omar Khawaja, Chief Medical Officer, introduced Tony Chen, MD, who shared a general physician update with the Board.

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**5. APPROVAL OF MINUTES**

- a. Special Session Board of Directors Meeting – Monday, May 8, 2023
- b. Board of Directors Meeting - Monday, May 8, 2023

**MOTION:** By Director Barry, 2<sup>nd</sup> by Director Edwards-Tate and carried to approve the Monday, May 8, 2023 Special Session 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 abstentions. None absent. Motion approved.

**MOTION:** By Director Edwards-Tate, 2<sup>nd</sup> by Director Clark and carried to approve the Monday, May 8, 2023 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 abstentions. None absent. Motion approved.

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- 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 Health Center Poway Medical Staff Credentialing and Reappointments
- c. Revised Nurse Practitioner Clinical Privileges – Emergency Medicine
- d. Executed, Budgeted, Routine Physician Agreements

**MOTION:** By Director Barry, 2<sup>nd</sup> by Director Corrales and carried to approve Consent Agenda items A through D as presented.

During discussion:

**AMENDED MOTION:** By Director Edwards-Tate, no 2<sup>nd</sup> received, to remove item D. Executed, Budgeted, Routine Physician Agreements from Consent Agenda. Amended Motion failed.

By the Chair, original Motion reintroduced to the floor. Roll call voting was thereafter utilized on original Motion:

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. None absent. Motion approved.

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- Director Laurie Edwards-Tate moved that item D. Executed, Budgeted, Routine Physician Agreements be removed from the Consent Agenda. This motion did not receive a second, it accordingly failed. Omar Khawaja, MD, Chief Medical Officer addressed Director Edwards-Tate’s substantive question with regard to this issue and matters A. – D. proceeded to a complete roll call vote.

**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

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

- Absent from meeting due to District travel commitments.

II. Chair of the Board

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

- ACHD Annual Meeting in September
- Board assessment
- CEO assessment update

**8. APPROVAL OF BYLAWS, CHARTERS, RESOLUTIONS**

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a. Board Community Relations Committee Charter

**MOTION:** By Director Edwards-Tate, 2<sup>nd</sup> by Director Griffith and carried to approve and adopt the Board Community Relations 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. None absent. Motion approved.

b. Capital & Operating Budgets for Fiscal Year 2024

- I. FY2024 Operating Budget
- II. FY2024 to FY2026 Capital Plan
- III. Composite Charge Master Rate Change
- IV. Five-Year Strategic Financial Plan

**MOTION:** By Director Barry, 2<sup>nd</sup> by Director Corrales and carried to approve and adopt Capital and Operating Budgets for Fiscal Year 2024 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. None absent. Motion approved.

c. Financial Report to Board to Remain Quarterly

**MOTION:** By Director Barry, 2<sup>nd</sup> by Director Corrales and carried to approve and adopt Financial Report to Board to Remain Quarterly as presented.

During discussion:

**AMENDED MOTION:** By Director Clark, 2<sup>nd</sup> by Director Edwards-Tate and carried to approve and adopt Monthly Financial Report to Board.

Roll call voting was utilized.

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

Chair Greer announced that two board members were in favor. Four opposed. One abstention. None absent.  
Amended Motion failed.

By the Chair, original Motion reintroduced to the floor.

Roll call voting was thereafter utilized on original Motion:

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

Chair Greer announced that five board members were in favor. Two opposed. No abstention. None absent.  
Motion approved.

- Director John Clark and Director Laurie Edwards-Tate expressed their support for monthly financial reports to the Board of Directors.
- Director Jeff Griffith expressed his support for quarterly financial reports to the Board of Directors.
- Director Laura Barry noted the State of California requires quarterly reporting of District financial reports and is in favor of quarterly reporting.
- Director Jeff Griffith and Terry Corrales expressed their support and confidence in the Chief Executive Officer and Chief Financial Officer.
- Director Laurie Edwards-Tate suggested a monthly trend report along with quarterly financial reports.
- Director Michael Pacheco expressed his support in administration and quarterly financial reports.

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

a. Audit and Compliance Committee

- Committee Chairwoman Linda Greer reported the committee was dark in May.

b. Community Relations Committee

- Committee Chair Terry Corrales reported the committee was dark in May.

c. Finance Committee

- Committee Chair Laura Barry reported the committee summary was included in the board meeting packet committee.

d. Governance Committee

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

e. Human Resources Committee

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

f. Quality Review Committee

- Committee Chair Linda Greer reported the committee summary was included in the board meeting packet committee.

g. Strategic & Facilities Planning Committee


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

**FINAL ADJOURNMENT**

- There being no further business, Chairwoman Linda Greer adjourned the meeting at 7:43 p.m.

**Signatures:**

**Board Secretary**



Terry Corrales, R.N.



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**Board Assistant**

*C Albright*

Carla Albright