

**POSTED**  
**Friday**  
**October 6, 2023**

## BOARD OF DIRECTORS MEETING AGENDA

**Monday, October 9, 2023**  
**6:30 p.m.**

**PLEASE SEE PAGE 3 FOR MEETING LOCATION**

The Board may take action on any of the items listed below, unless the item is specifically labeled "Informational Only"				Time	Form A Page	Target
<b>CALL TO ORDER</b>						<b>6:30</b>
<b>1.</b>	<b>ESTABLISHMENT OF QUORUM</b>			2	-	6:32
<b>2.</b>	<b>OPENING CEREMONY</b>			3		6:35
	a. Pledge of Allegiance to the Flag					
<b>3.</b>	<b>PUBLIC COMMENTS<sup>1</sup></b>			30	-	7:05
<b>4.</b>	<b>PRESENTATIONS – <i>Informational Only</i></b>					
	a. Patient Experience Moment			5		7:10
	b. Physician Introduction			5		7:15
	c. Emergency Department Presentation and Recognition			10		7:25
	d. Terms of Use for Palomar Health’s Website			10		7:35
<b>5.</b>	<b>APPROVAL OF MINUTES (ADD A)</b>			5		7:40
	a. Board of Directors Meeting – Monday, September 11, 2023 (Pp 7-12)				2	
	b. Board of Directors Special Closed Session Meeting – Monday, September 11, 2023 (Pp 13-14)				3	
<b>6.</b>	<b>APPROVAL OF AGENDA</b> to accept the Consent Items as listed (ADD B)			5		7:45
	a. Palomar Medical Center Escondido Medical Staff Credentialing and Reappointments (Pp 15-18)				4	
	b. Palomar Medical Center Poway Medical Staff Credentialing and Reappointments (Pp 19-49)				5	
	c. Palomar Medical Center Medical Staff (Escondido Campus & Poway Campus) Bylaws (Including Credentials Policy Manual and Medical Staff Rights Manual) Rules and Regulations (Redline Pp 50-145, Clean Pp 146-220)				6	
<b>7.</b>	<b>REPORTS – <i>Informational Only</i></b>					
	<b>a. Medical Staff</b>					
	I. Palomar Medical Center Escondido – <i>Kanchan Koirala, MD</i>			5		7:50
	II. Palomar Medical Center Poway – <i>Sam Filiciotto, MD</i>			5		7:55
	<b>b. Administration</b>					
	I. <u>President and CEO</u> – <i>Diane Hansen</i>			5		8:00
	II. <u>Chair of the Board</u> – <i>Linda Greer, RN</i>			5		8:05
<b>8.</b>	<b>APPROVAL of BYLAWS, CHARTERS, RESOLUTIONS, and OTHER ACTIONS (ADD C)</b>			20		8:30
	<b>Agenda Item</b>	<b>Committee or Dept.</b>	<b>Action</b>			
	a. Resolution No. 10.09.23(01)-16 of the Board of Directors of Palomar Health Proposing and Consenting to Amendment to CEO Employment Agreement (Pp 221-227)	Legal	Review/ Approve			
	b. Vote of No Confidence in a Director; Request for Director to Show Cause (John Clark)	Board	Vote			

	c. Vote of No Confidence in a Director; Request for Director to Show Cause (Laurie Edwards-Tate)	Board	Vote			
<b>9.</b>	<b>COMMITTEE REPORTS – Informational Only (ADD D)</b>			5		8:35
	a. Audit & Compliance Committee – Michael Pacheco, Committee Chair <i>(No meeting in September)</i>					
	b. Community Relations Committee – Terry Corrales, Committee Chair <i>(No meeting in September)</i>					
	c. Finance Committee – Laura Barry, Committee Chair <i>(No meeting in September)</i>					
	d. Governance Committee – Jeff Griffith, Committee Chair <i>(No meeting in September)</i>					
	e. Human Resources Committee – Terry Corrales, Committee Chair <i>(No meeting in September)</i>					
	f. Quality Review Committee – Linda Greer, Committee Chair <i>(Pp 228-230)</i>					
	g. Strategic & Facilities Planning Committee – Michael Pacheco, Committee Chair <i>(Pp 231-250)</i>					
<b>FINAL ADJOURNMENT</b>					-	8:35

NOTE: If you have a disability, please notify us by calling 760.740.6375, 72 hours prior to the event so that we may provide reasonable accommodations

<sup>1</sup> 3 minutes allowed per speaker with a cumulative total of 9 minutes per group.

For further details, see Request for Public Comment Process and Policy available by clicking on or copying the URL below into your browser, or refer to page 4 of agenda.

<https://www.palomarhealth.org/board-of-directors/meetings>

[Public Comments and Attendance at Public Board Meetings](#)



# Board of Directors Meeting Location Options

**1<sup>st</sup> Floor Conference Room**  
**Palomar Medical Center Escondido**  
**2185 Citracado Parkway, Escondido, CA 92029**

- Elected Board Members of the Palomar Health Board of Directors will attend at this location, unless otherwise noticed below
- Non-Board member attendees, and members of the public may also attend at this location

<https://www.microsoft.com/en-us/microsoft-teams/join-a-meeting?rtc=1>

**Meeting ID: 292 740 851 974**

or

**Dial in using your phone at 929.352.2216; Access Code: 896 226 868#<sup>1</sup>**

- Non-Board member attendees, and members of the public may also attend the meeting virtually utilizing the above link

**120 Kaiulani Avenue, Honolulu, HI 96815**

- An elected member of the Board of Directors will be attending the meeting virtually from this location

<sup>1</sup> New to Microsoft Teams? Get the app now and be ready when your first meeting starts: [Download Teams](#)

DocID: 21790  
 Revision: 9  
 Status: Official

**Source:**  
 Administrative  
 Board of Directors

**Applies to Facilities:**  
 All Palomar Health Facilities

**Applies to Departments:**  
 Board of Directors

**Policy: Public Comments and Attendance at Public Board Meetings**

**I. PURPOSE:**

A. It is the intention of the Palomar Health Board of Directors to hear public comment about any topic that is under its jurisdiction. This policy is intended to provide guidelines in the interest of conducting orderly, open public meetings while ensuring that the public is afforded ample opportunity to attend and to address the board at any meetings of the whole board or board committees.

**II. DEFINITIONS:**

A. None defined.

**III. TEXT / STANDARDS OF PRACTICE:**

- A. There will be one-time period allotted for public comment at the start of the public meeting. Should the chair determine that further public comment is required during a public meeting, the chair can call for such additional public comment immediately prior to the adjournment of the public meeting. Members of the public who wish to address the Board are asked to complete a [Request for Public Comment form](#) and submit to the Board Assistant prior to or during the meeting. The information requested shall be limited to name, address, phone number and subject, however, the requesting public member shall submit the requested information voluntarily. It will not be a condition of speaking.
- B. Should Board action be requested, it is encouraged that the public requestor include the request on the *Request for Public Comment* as well. Any member of the public who is speaking is encouraged to submit written copies of the presentation.
- C. C. The subject matter of any speaker must be germane to Palomar Health's jurisdiction.
- D. Based solely on the number of speaking requests, the Board will set the time allowed for each speaker prior to the public sections of the meeting, but usually will not exceed 3 minutes per speaker, with a cumulative total of thirty minutes.
- E. Questions or comments will be entertained during the "Public Comments" section on the agenda. All public comments will be limited to the designated times, including at all board meetings, committee meetings and board workshops.
- F. All voting and non-voting members of a Board committee will be seated at the table. Name placards will be created as placeholders for those seats for Board members, committee members, staff, and scribes. Any other attendees, staff or public, are welcome to sit at seats that do not have name placards, as well as on any other chairs in the room. For Palomar Health Board meetings, members of the public will sit in a seating area designated for the public.
- G. In the event of a disturbance that is sufficient to impede the proceedings, all persons may be excluded with the exception of newspaper personnel who were not involved in the disturbance in question.
- H. The public shall be afforded those rights listed below (Government Code Section 54953 and 54954).
  - 1. To receive appropriate notice of meetings;
  - 2. To attend with no pre-conditions to attendance;
  - 3. To testify within reasonable limits prior to ordering consideration of the subject in question;
  - 4. To know the result of any ballots cast;
  - 5. To broadcast or record proceedings (conditional on lack of disruption to meeting);
  - 6. To review recordings of meetings within thirty days of recording; minutes to be Board approved before release,
  - 7. To publicly criticize Palomar Health or the Board; and
  - 8. To review without delay agendas of all public meetings and any other writings distributed at the meeting. I. This policy will be reviewed and updated as required or at least every three years.

**IV. ADDENDUM:**

Original Document Date: 2/94

Reviewed: 8/95; 1/99; 9/05

Revision Number: 1 Dated: 9/20/05

**Source Administrator** Hernandez, Lisa

**Document Owner** DeBruin, Kevin

**Collaborators:** Carla Albright, Deanna Peterson, Deborah Hollick, Douglas Moir, Jami Pearson, Jeffrey Griffith, Julie H Avila, Kelly Wells, Laurie Edwards-Tate, Megan Strole, Nancy Calabria, Nanette Irwin, Richard Engel, Sally Valle, Tanya L Howell, Thomas Kumura

**Reviewers**

**Approvals**

**- Committees:** ( 10/12/2022 ) Policies & Procedures

**- Signers:** Kevin DeBruin

**Original Effective Date** Kevin DeBruin, Chief Legal Officer ( 10/25/2022 09:21AM PST )

**Revised Reviewed** [09/20/2005 Rev. 1], [03/13/2009 Rev. 2], [04/14/2012 Rev. 3], [05/01/2014 Rev. 4], [02/03/2017 Rev. 5], [04/22/2019 Rev. 6],

**Next Review Date** [07/10/2019 Rev. 7], [12/02/2021 Rev. 8], [10/25/2022 Rev. 9]

**Attachments:** 10/24/2025

**(REFERENCED BY** [Public Comment Form](#)

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