



Board of Directors Meeting Minutes – Monday, August 14, 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, August 9, 2023, which is consistent with legal requirements.

CALL TO ORDER

The meeting, which was held at Palomar Health Administrative Office, Linda Greer Board Room at 2125 Citracado Parkway, Suite 300, 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:

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 Recognition

- Omar Khawaja, MD, Chief Medical Officer presented Benchmark Hospitalist and Intensivists with a certificate of appreciation. Maritsa Scoulos-Hanson, MD, accepted on behalf of Benchmark Hospitalist and Intensivists.

5. APPROVAL OF MINUTES

a. Board of Directors Meeting - Monday, July 10, 2023

MOTION: By Director Barry, 2nd by Director Edwards-Tate and carried to approve the Monday, July 10, 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 – 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.

- No discussion

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b. Board of Directors Special Closed Session Meeting - Thursday, July 6, 2023

MOTION: By Director Griffith, 2nd by Director Corrales and carried to approve the Thursday, July 6, 2023 Board of Directors Special Closed Session Meeting minutes, 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 – Abstain

Chair Greer announced that five board members were in favor. None opposed. Two abstentions. None absent.

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 Health Center Poway Medical Staff Credentialing and Reappointments
- c. Trauma Surgery Clinical Privileges
- d. Pulmonary Medicine Clinical Privileges
- e. Medical Staff Peer Review
- f. Executed, Budgeted, Routine Physician Agreements
- g. Pre-Audit June 2023 & YTD FY 2023 Financial Statistics

MOTION: By Director Griffith, 2nd by Director Clark and carried to approve Consent Agenda items A through G 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.

- Director John Clark queried when the quarterly financial statements will be presented. Hugh King, Chief Financial Officer, advised that such statements will be presented at the next board meeting.

7. REPORTS

a. Medical Staffs

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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

No report given.

b. Administrative

I. President and CEO

Palomar Health President & CEO Diane Hansen provided a verbal report to the Board of Directors:

- Emergency Department won an ENA Lantern Award

II. Chair of the Board

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

- Self-Evaluation results summary
- New Graduate/New To Specialty Cohort orientation
- Vista Community Clinic Gala will be September 9th
- ACHD Annual Meeting will be September 13th through 15th

8. APPROVAL OF BYLAWS, CHARTERS, RESOLUTIONS

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<ul style="list-style-type: none"> <i>Discussion</i> 	<p><i>Conclusion / Action /Follow Up</i></p>
<p>a. Resolution No. 08.14.23(01)-13 of Palomar Health Concerning the Levy & Collection of Taxes by the Board of Supervisors of the County of San Diego for Fiscal Year 2023-2024 to pay principal & Interest on General Obligation Bonds & Authorizing the Taking of All Actions Necessary in Connection Therewith</p>	<p>MOTION: By Barry, 2nd by Director Corrales and carried to approve and adopt Resolution No. 08.14.23(01)-13 of Palomar Health Concerning the Levy & Collection of Taxes by the Board of Supervisors of the County of San Diego for Fiscal Year 2023-2024 to pay principal & Interest on General Obligation Bonds & Authorizing the Taking of All Actions Necessary in Connection Therewith 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 Chair Greer announced that seven board members were in favor. None opposed. No abstention. None absent. Motion approved.</p>
<ul style="list-style-type: none"> No discussion 	
<p>b. Resolution No. 08.14.23(02)-14 – Resolution of the Board of Directors of Palomar Health Establishing the Appropriations Limit of the District for the Fiscal Year July 1, 2023 – June 30, 2024, Pursuant to Article XIII(B) of the California Constitution</p>	<p>MOTION: By Director Barry, 2nd by Director Griffith and carried to approve and adopt Resolution No. 08.14.23(02)-14 – Resolution of the Board of Directors of Palomar Health Establishing the Appropriations Limit of the District for the Fiscal Year July 1, 2023 – June 30, 2024, Pursuant to Article XIII(B) of the California Constitution 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 Chair Greer announced that seven board members were in favor. None opposed. No abstention. None absent. Motion approved.</p>

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- Director Laurie-Edwards-Tate asked for clarification of the resolution. Hugh King, Chief Financial Officer, gave a brief explanation.

c. Resolution No. 08.14.23(03)-15 of the Board of Directors of Palomar Health Setting Signature Authority Limits for Banking Accounts

MOTION: By Director Barry, 2nd by Director Griffith and carried to approve and adopt Resolution No. 08.14.23(03)-15 of the Board of Directors of Palomar Health Setting Signature Authority Limits for Banking Accounts 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. No opposed. No abstention. None absent.

Motion approved.

- Director John Clark queried the signature authority limit over twenty thousand.t. Hugh King, Chief Legal Officer, noted only the limit is being changed.
- Director Laurie Edwards-Tate asked why there is no maximum limit. David Holtzman, outside legal counsel (Holland and Knight), noted appropriations are limited by board policy, this resolution sets the thresholds of signatures needed for a check to be valid. The resolution does not convey authority to appropriate money on behalf of the district.

9. COMMITTEE REPORTS (information only unless otherwise noted)

a. Audit and Compliance Committee

- Committee Chair Michael Pacheco reported the committee was dark in the month of July.

b. Community Relations Committee

- Committee Chair Terry Corrales reported the committee was dark in the month of July.

c. Finance Committee

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

d. Governance Committee

- Committee Chair Jeff Griffith reported the committee was dark in the month of July.

e. Human Resources Committee

- Committee Chair Terry Corrales reported the committee was dark in the month of July.

f. Quality Review Committee

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

g. Strategic & Facilities Planning Committee

- Committee Chair Michael Pacheco reported the committee was dark in the month of July.

FINAL ADJOURNMENT

- There being no further business, Chairwoman Linda Greer adjourned the meeting at 7:09 p.m.

Signatures:

Board Secretary



Terry Corrales, R.N.

Board Assistant



Carla Albright