

BOARD GOVERNANCE COMMITTEE

MEETING AGENDA

Thursday, February 1, 2024

12:00 p.m.

PLEASE SEE PAGE 2 FOR MEETING LOCATION OPTIONS

<i>The Board may take action on any of the items listed below, including items specifically labeled "Informational Only"</i>		Time	Form A Page	Target
CALL TO ORDER				
I.	Establishment of Quorum	1		12:01
II.	Public Comments¹	30		12:31
III.	Action Item(s)			
	a. <i>Follow Up:</i> Removal of Board of Directors Elected Officers	5		12:36
	b. <i>Follow Up:</i> Disturbances at Public Meetings	5		12:41
	c. <i>Follow Up:</i> EOLA	5		12:46
	d. <i>Approval:</i> Board Governance Committee Meeting, Thursday, January 4, 2024 (ADD A - Pp 3 -7)	5		12:51
	e. <i>Approval:</i> Board Governance Committee Meeting Schedule for Calendar Year 2024 and February 2025	5	2	12:56
	f. <i>Review/Approval:</i> Board Governance Committee Charter (ADD B – Redline Pp 8 –12, Clean Pp 13-15)	5		1:01
	g. <i>Policy Review:</i> Gifts & Donations #21776 (ADD C – Pp 16-18)	5		1:06
	h. <i>Policy Review:</i> Naming Policy #27932 (ADD D – Pp 19-21)	5		1:11
	i. <i>Policy Review:</i> Conflict of Interest #21800 (ADD E – Pp 22-25)	10		1:21
	j. <i>Policy Review:</i> Bylaws of Palomar Health (ADD F – Pp 26-37)	10		1:31
IV.	Standing Item(s)			
	a. Legislative Update: ACHD Advocate - <i>Informational Only</i>	5		1:36
	b. Lucidoc Board Policy Listing – <i>Informational Only</i> (ADD G - Pp 38-39)	5		1:41
V.	Committee Member Agenda Suggestions	2		1:42
FINAL ADJOURNMENT				

Board Governance Committee Members

VOTING MEMBERS	NON-VOTING MEMBERS
Jeff Griffith, EMT-P, Chair	Diane Hansen, President & CEO
Terry Corrales, RN	Kevin DeBruin, Chief Legal Officer
Laura Barry	Ryan Olsen, Chief Operations Officer
ALTERNATE VOTING MEMBERS	Melissa Wallace, Chief Financial Officer
Michael Pacheco – 1 st Board Alternate	Omar Khawaja, Chief Medical Officer
	COMMITTEE ASSISTANT
	Carla Albright, Committee Assistant

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

¹ 3 minutes allowed per speaker. For further details, see Request for Public Comment Process and Policy on page 3 of the agenda.



Board Governance Committee Location Options

Linda Greer Conference Room
2125 Citracado Parkway, Suite 300, Escondido, CA 92029

- Elected Members of the Palomar Health Board of Directors will attend at this location, unless otherwise noticed below
- Other 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: 284 311 272 382

Passcode: 5xqXz7

or

Dial in using your phone at 929.352.2216; Access Code: 335 109 073#¹

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

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

Board Governance Committee Meeting

Meeting will begin at **12:00 p.m.**



Request for Public Comments

If you would like to make a public comment, please submit a request by doing the following:

- **In Person: Submit Public Comment Form, or verbally submit a request, to the Board Assistant**
- **Virtual: Enter your name and “Public Comment” in the chat function once the meeting opens**

Those who submit a request will be called on during the Public Comments section and given 3 minutes to speak.

Public Comments Process

Pursuant to the Brown Act, the Board of Directors can only take action on items listed on the posted agenda. To ensure comments from the public can be made, there is a 30 minute public comments period at the beginning of the meeting. Each speaker who has requested to make a comment is granted three (3) minutes to speak. The public comment period is an opportunity to address the Board of Directors on agenda items or items of general interest within the subject matter jurisdiction of Palomar Health.

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. 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.

(REFERENCED BY [Public Comment Form](#)

Paper copies of this document may not be current and should not be relied on for official purposes. The current version is in Lucidoc at

[https://www.lucidoc.com/cgi/doc-gw.pl?ref=pphealth:21790\\$9](https://www.lucidoc.com/cgi/doc-gw.pl?ref=pphealth:21790$9).