

Board of Directors Meeting Minutes – Monday, January 8, 2024

Agenda Item

- *Discussion*

Conclusion / Action /Follow Up

NOTICE OF MEETING

Notice of Meeting was posted at the Palomar Health Administrative Office at 2125 Citracado Parkway, Suite 300, Escondido, CA 92029, as well as on the Palomar Health website, on Friday, January 5, 2024, which is consistent with legal requirements.

CALL TO ORDER

The meeting, which was held at the Palomar Medical Center Escondido, First Floor Conference Room at 2185 Citracado Parkway, Escondido, CA. 92029, and called to order at 6:38 p.m. by Board Chair Jeff Griffith.

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

- Richard Engel, M.D.
- Ali Fadhil, M.D.
- Eva Fadul, M.D.
- Hardeep Phull, M.D.

4. PRESENTATIONS

a. Security Department

- Anis Trabelsi, Chief Information Officer, shared a presentation with the Board.

5. APPROVAL OF MINUTES

a. Board of Directors Meeting - Monday, December 11, 2023

MOTION: By Director Pacheco, 2nd by Director Clark and carried to approve the Monday, December 11, 2023 Board of Directors Meeting minutes, as presented.

Roll call voting was utilized.
Director Edwards-Tate – aye
Director Greer – aye
Director Corrales – aye
Director Barry – aye
Director Pacheco – aye
Director Clark – aye
Director Griffith - aye
Chair Griffith announced that seven board members were in favor. None opposed. No abstention. None absent.
Motion approved.

- No discussion

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b. Board of Directors Special Session Meeting - Monday, December 11, 2023

MOTION: By Director Clark, 2nd by Director Barry and carried to approve the Monday, December 11, 2023 Board of Directors Meeting minutes, as presented.

Roll call voting was utilized.
Director Edwards-Tate – aye
Director Greer – aye
Director Corrales – aye
Director Barry – aye
Director Pacheco – aye
Director Clark – aye
Director Griffith - aye
Chair Griffith announced that seven board members were in favor. None opposed. No abstention. 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 Medical Center Poway Medical Staff Credentialing and Reappointments

MOTION: By Director Barry, 2nd by Director Clark and carried to approve Consent Agenda items a through b as presented.

Roll call voting was utilized.
Director Edwards-Tate – aye
Director Greer – aye
Director Corrales – aye
Director Barry – aye
Director Pacheco – aye
Director Clark – aye
Director Griffith - aye
Chair Griffith announced that seven board members were in favor. None opposed. No abstention. None absent.
Motion approved.

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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

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

II. Chair of the Board

Palomar Health Chair of the Board Jeff Griffith provided a verbal report to the Board of Directors.

9. APPROVAL OF BYLAWS, CHARTERS, RESOLUTIONS and OTHER ACTIONS

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| <ul style="list-style-type: none"> Discussion | Conclusion / Action /Follow Up |
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| <ul style="list-style-type: none"> a. Resolution No. 01.08.24(01)-01 of the Board of Directors of Palomar Health Designating Subordinate Officers of the District b. Resolution No. 01.08.24(02)-02 of the Board of Directors of Palomar Health: Deposit Account & Treasury Management Services Banking Resolution & Certificate of Incumbency c. Resolution No. 01.08.24(03)-03 of the Board of Directors of Palomar Health Authorizing the Investment of Monies in the Local Agency Investment Fund d. Resolution No. 01.08.24(04)-04 of the Board of Directors of Palomar Health Morgan Stanley Authorized Persons and Enabling Resolutions for Municipalities and Certain Other Unincorporated Entities for DVP Accounts | <p>MOTION: By Director Clark, 2nd by Director Barry and carried to approve agenda items 9 a-d as presented.</p> <p>Roll call voting was utilized. Director Edwards-Tate – abstain Director Greer – aye Director Corrales – aye Director Barry – aye Director Pacheco – aye Director Clark – aye Director Griffith - aye Chair Griffith announced that six board members were in favor. None opposed. One abstention. None absent. Motion approved.</p> |
| <ul style="list-style-type: none"> No discussion | |
| <p>10. COMMITTEE REPORTS <i>(information only unless otherwise noted)</i></p> | |
| <p>a. Audit and Compliance Committee</p> | |
| <ul style="list-style-type: none"> Committee Chair Michael Pacheco reported the committee was dark in the month of December. | |
| <p>b. Community Relations Committee</p> | |
| <ul style="list-style-type: none"> Committee Chair Terry Corrales reported the committee was dark in the month of December. | |
| <p>c. Finance Committee</p> | |
| <ul style="list-style-type: none"> Committee Chair Laura Barry reported the committee was dark in the month of December. | |
| <p>d. Governance Committee</p> | |
| <ul style="list-style-type: none"> Committee Chair Jeff Griffith reported the committee was dark in the month of December. | |
| <p>e. Human Resources Committee</p> | |
| <ul style="list-style-type: none"> Committee Chair Terry Corrales reported the committee was dark in the month of December. | |

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f. Quality Review Committee

- Committee Chair Linda Greer reported the committee was dark in the month of December.

g. Strategic & Facilities Planning Committee

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

FINAL ADJOURNMENT

- There being no further business, Chair Jeff Griffith adjourned the meeting at 7:29 p.m.


Signatures:

Board Secretary



Terry Corrales, R.N.

Board Assistant



Carla Albright