

<b>Board Audit and Compliance Meeting Minutes – Tuesday, October 17, 2023</b>			
<b>AGENDA ITEM</b>	<b>CONCLUSION/ACTION</b>	<b>FOLLOW UP/RESPONSIBLE PARTY</b>	<b>FINAL?</b>
<b>DISCUSSION</b>			
<b>NOTICE OF MEETING</b>			
Notice of Meeting was posted at the Palomar Health Administrative Office at 2125 Citracado Parkway, Escondido, CA. 92029; also posted with agenda packet on the Palomar Health website on Wednesday, October 11, 2023.			
<b>CALL TO ORDER</b>			
The meeting, which was held in the Linda Greer Board Room at 2125 Citracado Parkway, Suite 300, Escondido, CA. 92029, and virtually, was called to order at 4:02 p.m. by Chair Michael Pacheco			
<b>I. ESTABLISHMENT OF QUORUM</b>			
<ul style="list-style-type: none"> <li>• Quorum comprised of: Chair Michael Pacheco, Director Laurie Edwards-Tate, and Director Linda Greer</li> <li>• Excused Absences:</li> </ul>			
<b>II. PUBLIC COMMENTS</b>			
<ul style="list-style-type: none"> <li>• After the establishment of quorum, Lachlan Macleay, MD, announced he has accepted a new position out of state and proposed an alternate physician representative as his replacement. Chair Michael Pacheco acknowledged Dr. Macleay's recommendation and thanked him for his service on the committee.</li> </ul>			
<b>III. Adjourn to Closed Session</b>			
<i>Pursuant to California Government Code § 54956.6 — CONFERENCE WITH LEGAL COUNSEL—ANTICIPATED LITIGATION — Significant exposure to litigation pursuant to paragraph (2) or (3) of subdivision (d) of Section 54956.9: One (1) potential case</i>			
<b>IV. Re-Adjourn to Open Session</b>			

<b>V. Action Resulting from Closed Session</b>			
<ul style="list-style-type: none"> <li>No action resulting from closed session</li> </ul>			
<b>VI. ACTION ITEMS</b>			
1. Minutes: Board Audit and Compliance Meeting, Tuesday, August 15, 2023	<p><b>MOTION</b> by Director Greer, 2<sup>nd</sup> by Director Edwards-Tate to approve the August 15, 2023, meeting minutes as written. Roll call voting was utilized.</p> <p>Director Edwards-Tate - aye Director Greer – aye Director Pacheco - aye</p> <p>All in favor. None opposed. Motion approved.</p>		
<p><b>DISCUSSION:</b></p> <ul style="list-style-type: none"> <li>No discussion</li> </ul>			
2. Review/Adopt: Meeting Schedule for 2024	<p><b>MOTION</b> by Director Greer, 2<sup>nd</sup> by Director Edwards-Tate to adopt a Quarterly Meeting Schedule for 2024. Roll call voting was utilized.</p> <p>Director Edwards-Tate - nay Director Greer – aye Director Pacheco - aye</p> <p>Two in favor. One opposed. Motion approved.</p> <p><b>MOTION</b> by Director Edwards-Tate, to adopt a Bi-Monthly Meeting Schedule for 2024. Motion was not seconded.</p> <p>Motion failed.</p>		
<p><b>DISCUSSION:</b></p> <ul style="list-style-type: none"> <li>Chair Michael Pacheco asked what months the committee would meet in 2024. Helen Waiskey, Corporate Compliance Officer, suggested February, May, August and November for the 2024 meeting schedule</li> <li>Director Laurie Edwards-Tate is in favor of keeping the schedule as is</li> <li>Chair Michael Pacheco noted special meetings can be called if needed</li> <li>Diane Hansen, CEO, noted an internal work plan for this committee is closely followed by the Compliance Officer</li> </ul>			

**VI. Committee Member Agenda Suggestions**

- None

**FINAL ADJOURNMENT**

Meeting adjourned by Chair Pacheco at 4:37 p.m.

**SIGNATURES:**

**COMMITTEE CHAIR**



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Michael Pacheco

**COMMITTEE SECRETARY**



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Carla Albright