

SPECIAL SESSION BOARD OF DIRECTORS MINUTES – WEDNESDAY, FEBRUARY 21, 2024	
AGENDA ITEM	CONCLUSION / ACTION
<ul style="list-style-type: none"> DISCUSSION 	
NOTICE OF MEETING	
<p>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 Tuesday, February 21, 2024, which is consistent with legal requirements.</p>	
I. CALL TO ORDER	
<p>The meeting, which was held in the Palomar Medical Center Escondido, First Floor Conference Room, 2185 Citracado Parkway, Escondido, CA. 92029, and virtually, was called to order at 12:00 p.m. by Board Chair Jeff Griffith.</p>	
II. ESTABLISHMENT OF QUORUM	
<p>Quorum comprised of Directors Barry, Clark, Corrales, Edwards-Tate, Griffith, Pacheco Absences: Greer</p>	
III. PUBLIC COMMENTS	
<p>There were no public comments.</p>	

IV. PRESENTATIONS

a. Review and Consideration of Management Services Agreement with Mesa Rock Healthcare Management

MOTION by Director Clark, 2nd by Director Edwards-Tate to obtain an outside second opinion to advise the board on the management services agreement.

Roll call voting was utilized.

Director Barry – no Director Greer – absent
Director Clark – aye Director Griffith – no
Director Corrales – no Director Pacheco – no
Director Edwards-Tate – aye

Chair Griffith announced that two board members were in favor. Four opposed. No abstention. One absent.

Motion failed.

- David Holtzman, Outside Counsel, Holland and Knight, presented the Management Services Agreement with the Board. Board discussion ensued.
- After the motion, board members commented in support of, or against the motion on the floor.
- Chair Jeff Griffith yielded the floor to Will Kushner, outside counsel, Premier Counsel.

V. FINAL ADJOURNMENT

There being no further business, Chair Griffith adjourned the meeting at 1:58 p.m.

SIGNATURES:

BOARD SECRETARY



Terry Corrales, R.N.

BOARD ASSISTANT

Carla Albright
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