

| | |
|--|---------------------------------------|
| <i>Board of Directors Meeting Minutes – Monday, June 10, 2024</i> | |
| <i>Agenda Item</i> | |
| <ul style="list-style-type: none"> <i>Discussion</i> | <i>Conclusion / Action /Follow Up</i> |
| 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 Friday, June 7, 2024, which is consistent with legal requirements.</p> | |
| CALL TO ORDER | |
| <p>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 6:30 p.m. by Board Chair Jeff Griffith.</p> | |
| 1. ESTABLISHMENT OF QUORUM | |
| <p>Quorum comprised of Directors Barry, Clark, Corrales, Edwards-Tate, Greer, Griffith, Pacheco Absences: None</p> | |
| 2. OPENING CEREMONY – Pledge of Allegiance to the Flag | |
| <p>The Pledge of Allegiance to the Flag was recited in unison.</p> | |

Agenda Item

- *Discussion*

Conclusion / Action / Follow Up

3. PUBLIC COMMENTS

- Marcelle Voorhies Rossman
- Dr. Joe Muga
- Christina Bauer

4. PRESENTATIONS

a. Physician Highlight – Dr. Justin Bergh, DO

- Chief Medical Officer, Omar Khawaja, MD, notified the Board of Directors this agenda item had been deferred to a later date.

b. AHA NOVA Award Presentation

- Sheila Brown, Executive, Strategic Priorities, introduced the Forensic Health and Trauma Recovery Center Services Team who were awarded the 2024 AHA Dick Davidson NOVA Award. One of five programs recognized nationally.

5. APPROVAL OF MINUTES

- a. Board of Directors Meeting - Monday, May 13, 2024
- b. Special Closed Session Board of Directors Meeting - Monday, May 13, 2024
- c. Special Session Board of Directors Meeting – Friday, May 31, 2024

MOTION: By Director Barry, 2nd by Director Edwards-Tate and carried to approve the Monday, May 13, 2024, Board of Directors Meeting minutes, as presented.

Roll call voting was utilized.

Director Barry – aye Director Greer – aye
Director Clark – aye Director Griffith – aye
Director Corrales – aye Director Pacheco – aye
Director Edwards-Tate – aye

Chair Griffith announced that seven board members were in favor. None opposed. No abstention. None absent.

Motion approved.

MOTION: By Director Pacheco, 2nd by Director Corrales and carried to approve the Monday, May 13, 2024, Special Closed Session Board of Directors Meeting minutes, as presented.

Roll call voting was utilized.

Director Barry – aye Director Greer – aye
Director Clark – aye Director Griffith – aye
Director Corrales – aye Director Pacheco – aye
Director Edwards-Tate – aye

Chair Griffith announced that seven board members were in favor. None opposed. No abstention. None absent.

Motion approved.

MOTION: By Director Corrales, 2nd by Director Barry and carried to approve the Friday, May 31, 2024, Special Session Board of Directors Meeting minutes, as presented.

Roll call voting was utilized.

Director Barry – aye Director Greer – aye
Director Clark – aye Director Griffith – aye
Director Corrales – aye Director Pacheco – aye
Director Edwards-Tate – aye

Chair Griffith announced that seven board members were in favor. None opposed. No abstention. None absent.

Motion approved.

Board of Directors Meeting Minutes – Monday, June 10, 2024

Agenda Item

• *Discussion*

Conclusion / Action / Follow Up

- 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 Corrales and carried to approve Consent Agenda items a through b as presented.

Roll call voting was utilized.

Director Barry – aye Director Greer – aye
Director Clark – aye Director Griffith – aye
Director Corrales – aye Director Pacheco – aye
Director Edwards-Tate – aye

Chair Griffith announced that seven board members were in favor. None opposed. No abstention. None absent.

Motion approved.

- No discussion

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.

Board of Directors Meeting Minutes – Monday, June 10, 2024

Agenda Item

• *Discussion*

Conclusion / Action / Follow Up

II. Chair of the Board

i. Edwards-Tate vs. Palomar Health: United States District Court Denies Motion for Injunction and Dismisses First Amendment Lawsuit

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

John Kern, Holland and Knight, LLC, shared the outcome of the first amendment lawsuit. Laurie Edwards-Tate read a statement.

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

a. Gifts and Donations 21776

MOTION: By Director Barry, 2nd by Director Corrales and carried to approve Gifts and Donations Policy 21776 as presented.

Roll call voting was utilized.

Director Barry – aye Director Greer – aye

Director Clark – aye Director Griffith – aye

Director Corrales – aye Director Pacheco – aye

Director Edwards-Tate – aye

Chair Griffith announced that seven board members were in favor. None opposed. No abstention. None absent.

Motion approved.

- No discussion.

Board of Directors Meeting Minutes – Monday, June 10, 2024

Agenda Item

| <i>• Discussion</i> | <i>Conclusion / Action / Follow Up</i> |
|--|--|
| b. Physician Recruitment 21825 | <p>MOTION: By Director Edwards-Tate, 2nd by Director Corrales and carried to approve Physician Recruitment Policy 21825 as presented.</p> <p>Roll call voting was utilized. Director Barry – aye Director Greer – aye Director Clark – aye Director Griffith – aye Director Corrales – aye Director Pacheco – aye Director Edwards-Tate – aye Chair Griffith 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. | |
| c. Extraordinary Event Management 58873 | <p>MOTION: By Director Barry, 2nd by Director Corrales and carried to approve Extraordinary Event Management Policy 58873 as presented.</p> <p>Roll call voting was utilized. Director Barry – aye Director Greer – aye Director Clark – aye Director Griffith – aye Director Corrales – aye Director Pacheco – aye Director Edwards-Tate – aye Chair Griffith announced that seven board members were in favor. None opposed. No abstention. None absent. Motion approved.</p> |
| <ul style="list-style-type: none">Board member questions were satisfied by Administration. | |

Board of Directors Meeting Minutes – Monday, June 10, 2024

Agenda Item

| <ul style="list-style-type: none"> <i>Discussion</i> | <p><i>Conclusion / Action / Follow Up</i></p> |
|--|--|
| <p>d. Resolution No. 06.10.24(01)-14 of the Board of Directors of Palomar Health Re-Verification of a Level II Trauma Center</p> | <p>MOTION: By Director Greer, 2nd by Director Corrales and carried to approve Resolution No. 06.10.24(01)-14 of the Board of Directors of Palomar Health Re-Verification of a Level II Trauma Center.</p> <p>Roll call voting was utilized. Director Barry – aye Director Greer – aye Director Clark – aye Director Griffith – aye Director Corrales – aye Director Pacheco – aye Director Edwards-Tate – aye Chair Griffith 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>e. Loan to Palomar Health Medical Group</p> | <p>MOTION: By Director Pacheco, 2nd by Director Barry and carried to approve Resolution No. 06.10.24(02)-15 of the Board of Directors of Palomar Health Authorizing and Approving Loan to ARCH Health Partners, Inc. dba Palomar Health Medical Group.</p> <p>Roll call voting was utilized. Director Barry – aye Director Greer – recused Director Clark – aye Director Griffith – aye Director Corrales – aye Director Pacheco – aye Director Edwards-Tate – abstain Chair Griffith announced that five board members were in favor. None opposed. One abstention. One recused. None absent. Motion approved.</p> |
| <ul style="list-style-type: none"> No discussion. | |

Board of Directors Meeting Minutes – Monday, June 10, 2024

Agenda Item

• *Discussion*

Conclusion / Action / Follow Up

9. COMMITTEE REPORTS *(information only unless otherwise noted)*

a. Audit and Compliance Committee

- Committee Chair Michael Pacheco gave a report to the Board, committee summary is included in the information packet.

b. Community Relations Committee

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

c. Finance Committee

- Committee Chair Laura Barry noted the May meeting report was included at the May 13, 2024 Board of Directors meeting.

d. Governance Committee

- Committee Chair Jeff Griffith gave a report to the Board, committee summary is included in the information packet.

e. Human Resources Committee

- Committee Chair Terry Corrales reported the committee was dark in the month of May. Human Resources will be giving sharing a presentation at an upcoming Board of Directors meeting.

f. Quality Review Committee

- Committee Chair Linda Greer gave a report to the Board, committee summary is included in the information packet.

g. Strategic & Facilities Planning Committee

- Committee Chair Michael Pacheco gave a report to the Board, committee summary is included in the information packet.

FINAL ADJOURNMENT

- There being no further business, Chair Jeff Griffith adjourned the meeting at 7:49 p.m.

Board of Directors Meeting Minutes – Monday, June 10, 2024

Agenda Item

- Discussion*

Conclusion / Action / Follow Up

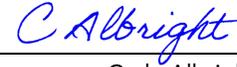
Signatures:

Board Secretary



Terry Corrales, R.N.

Board Assistant



Carla Albright