



Board of Directors Meeting Minutes – Monday, February 10, 2025

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 Thursday, February 6, 2025, 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 6:31 p.m. by Board Chair Jeff Griffith.

1. Establishment of Quorum

Quorum comprised of Directors Clark, Corrales, Edwards-Tate, Greer, Griffith, Jahaaski, Pacheco
Absences: None

2. Opening Ceremony

The Pledge of Allegiance was recited in unison led by Director Laurie Edwards-Tate.

<i>Board of Directors Meeting Minutes – Monday, February 10, 2025</i>	
<i>Agenda Item</i>	
<ul style="list-style-type: none"> <i>Discussion</i> 	<i>Conclusion/Action/Follow Up</i>
3. Public Comments	
<ul style="list-style-type: none"> None 	
4. Presentations – Informational Only	
<ul style="list-style-type: none"> Trauma Survivors Series episode one was shared with the Board of Directors. 	
5. Approval of Minutes	
a. Special Closed Session Board of Directors Meeting - Tuesday, January 7, 2025	<p>MOTION: By Director Edwards-Tate, 2nd by Director Corrales and carried to approve the Tuesday, January 7, 2025, Special Closed Session Board of Directors Meeting minutes as written.</p> <p>Roll call voting was utilized. Director Clark – aye Director Corrales – aye Director Edwards-Tate – aye Director Greer – aye Director Griffith – aye Director Jahaaski – aye Director Pacheco – aye Chair Griffith announced that seven board members were in favor. None opposed. No abstention. None absent. Motion approved.</p>

Board of Directors Meeting Minutes – Monday, February 10, 2025

Agenda Item

<ul style="list-style-type: none"><i>Discussion</i>	<i>Conclusion/Action/Follow Up</i>
b. Regular Session Board of Directors Meeting - Monday, January 13, 2025	<p>MOTION: By Director Edwards-Tate, 2nd by Director Clark and carried to approve the Monday, January 13, 2025, Regular Session Board of Directors Meeting minutes as written.</p> <p>Roll call voting was utilized. Director Clark – aye Director Corrales – aye Director Edwards-Tate – aye Director Greer – aye Director Griffith – aye Director Jahaaski – aye Director Pacheco – aye Chair Griffith announced that seven board members were in favor. None opposed. No abstention. None absent. Motion approved.</p>
c. Special Session Board of Directors Meeting - Friday, January 17, 2025	<p>MOTION: By Director Corrales, 2nd by Director Pacheco and carried to approve the Friday, January 17, 2025, Special Session Board of Directors Meeting minutes as written.</p> <p>Roll call voting was utilized. Director Clark – aye Director Corrales – aye Director Edwards-Tate – aye Director Greer – aye Director Griffith – aye Director Jahaaski – aye Director Pacheco – aye Chair Griffith announced that seven board members were in favor. None opposed. No abstention. None absent. Motion approved.</p>

Board of Directors Meeting Minutes – Monday, February 10, 2025

Agenda Item

- Discussion

Conclusion/Action/Follow Up

d. Special Session Board of Directors Meeting - Monday, January 27, 2025

MOTION: By Director Pacheco, 2nd by Director Corrales and carried to approve the Monday, January 27, 2025, Special Session Board of Directors Meeting minutes as written.

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

-

<i>Board of Directors Meeting Minutes – Monday, February 10, 2025</i>		
<i>Agenda Item</i>		
<ul style="list-style-type: none"> <i>Discussion</i> 		<i>Conclusion/Action/Follow Up</i>
6. Approval of Agenda to accept the Consent Items as listed		
<ul style="list-style-type: none"> a. Palomar Medical Center Escondido Medical Staff Credentialing and Reappointments b. Palomar Medical Center Poway Medical Staff Credentialing and Reappointments c. Obstetrics and Gynecology Clinical Privileges d. Palomar Medical Center Escondido/Poway Department of Anesthesia Rules and Regulations e. Policy and Procedure Approval (July 2024 – December 2024) 		<p>MOTION: By Director Corrales, 2nd by Director Greer and carried to approve Consent Agenda items a through e as presented.</p> <p>Roll call voting was utilized. Director Clark – aye Director Corrales – aye Director Edwards-Tate – aye Director Greer – aye Director Griffith – aye Director Jahaaski – aye Director Pacheco – 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"> Director John Clark asked for clarification of consent item 6e. Omar Khawaja, MD, Chief Medical Officer, offered an explanation. 		
7. Reports – Informational Only		
a. Medical Staffs		
<i>I. Palomar Medical Center Escondido</i>		
Palomar Medical Center Escondido Chief of Staff, Dr. Kanchan Koirala, provided a verbal report.		
<i>II. Palomar Medical Center Poway</i>		
Palomar Medical Center Poway Chief of Staff, Dr. Mark Goldsworthy, provided a verbal report.		

<i>Board of Directors Meeting Minutes – Monday, February 10, 2025</i>	
<i>Agenda Item</i>	
<ul style="list-style-type: none"> <i>Discussion</i> 	<i>Conclusion/Action/Follow Up</i>
b. Administrative	
<i>I. President and CEO</i>	
Palomar Health President & CEO Diane Hansen was not in attendance, Omar Khawaja, MD, Chief Medical Officer, provided a verbal report in her stead.	
<i>II. Chair of the Board</i>	
<p>Palomar Health Chair of the Board Jeff Griffith provided a verbal report.</p> <p>Board committee assignment changes were announced; Governance: Director Michael Pacheco, voting member, Director Abbi Jahaaski, 1st Alternate; Quality Review: Director Abbi Jahaaski, voting member; Human Resources: Director Abbi Jahaaski, voting member; Strategic and Facilities: Director Linda Greer, voting member; Health Development Board: Director Abbi Jahaaski.</p> <p>Chair Griffith requested an ad hoc committee be formed regarding CEO Compensation. Chair Griffith assigned himself, Director Michael Pacheco and Director Terry Corrales.</p>	
8. Approval of Bylaws, Charters, Resolutions and Other Actions	
<p>a. Resolution No. 02.10.25(01)-02 of the Board of Directors of Palomar Health Re-Verification of a Level II Trauma Center</p>	<p>MOTION: By Director Pacheco, 2nd by Director Jahaaski and carried to approve Resolution No. 02.10.25(01)-02 of the Board of Directors of Palomar Health Re-Verification of a Level II Trauma Center</p> <p>Roll call voting was utilized.</p> <p>Director Clark – aye</p> <p>Director Corrales – aye</p> <p>Director Edwards-Tate – aye</p> <p>Director Greer – aye</p> <p>Director Griffith – aye</p> <p>Director Jahaaski – aye</p> <p>Director Pacheco – aye</p> <p>Chair Griffith announced that seven board members were in favor. None opposed. No abstention. None absent.</p> <p>Motion approved.</p>

Board of Directors Meeting Minutes – Monday, February 10, 2025

Agenda Item

- *Discussion*

Conclusion/Action/Follow Up

-

b. Resolution No. 02.10.25(02)-03 of the Board of Directors of Palomar Health Sanctioning the Pledge of Assets in a Deposit Account, Pursuant to a Security Agreement with Bank of America, N.A.

MOTION: By Director Clark, 2nd by Director Corrales and carried to approve Resolution No. 02.10.25(02)-03 of the Board of Directors of Palomar Health Sanctioning the Pledge of Assets in a Deposit Account, Pursuant to a Security Agreement with Bank of America, N.A.

Roll call voting was utilized.

Director Clark – aye

Director Corrales – aye

Director Edwards-Tate – abstain

Director Greer – aye

Director Griffith – aye

Director Jahaaski – aye

Director Pacheco – aye

Chair Griffith announced that six board members were in favor. None opposed. One abstention. None absent.

Motion approved.

- Board discussion ensued.

Board of Directors Meeting Minutes – Monday, February 10, 2025

Agenda Item

- Discussion

Conclusion/Action/Follow Up

9. Board Committees – Informational Only

a. Audit & Compliance Committee – Michael Pacheco, Committee Chair

- Director Michael Pacheco provided a verbal update

b. Community Relations Committee – Terry Corrales, Committee Chair

- Director Terry Corrales provided a verbal update

c. Finance Committee – Linda Greer, Committee Chair

- Director Linda Greer provided a verbal update

d. Governance Committee – Jeff Griffith, Committee Chair

- Chair Jeff Griffith provided a verbal update

e. Human Resources Committee – Terry Corrales, Committee Chair

- Director Terry Corrales provided a verbal update

f. Quality Review Committee – Linda Greer, Committee Chair

- Director Linda Greer provided a verbal update

g. Strategic & Facilities Planning – Michael Pacheco, Committee Chair

- Director Michael Pacheco provided a verbal update

Final Adjournment

- There being no further business, Chair Jeff Griffith adjourned the meeting at 7:25 p.m.

Board of Directors Meeting Minutes – Monday, February 10, 2025

Agenda Item

- Discussion

Conclusion/Action/Follow Up

Board Secretary



Terry Corrales, R.N.

Board Clerk



Carla Albright

Signatures: