



Board of Directors Meeting Minutes – Monday, May 12, 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 Friday, May 9, 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 6:30 p.m. by Vice Chair Michael Pacheco, as Board Chair Jeff Griffith attended virtually.

1. Establishment of Quorum

Quorum comprised of Directors Clark, Corrales, Edwards-Tate, Greer, Griffith, Jahaaski, Pacheco
Absences:

2. Opening Ceremony

The Pledge of Allegiance was recited in unison led by Director John Clark.

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3. Public Comments

- No public comments

4. Approval of Minutes

- a. Regular Session Board of Directors Meeting - Monday, April 14, 2025

MOTION: By Director Greer, 2nd by Director Jahaaski and carried to approve the Monday, April 14, 2025, Regular 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 – absent

Director Jahaaski – aye

Director Pacheco – aye

Vice Chair Pacheco announced that six board members were in favor. None opposed. No abstention. One absent.

Motion approved.

- No discussion

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b. *Special Closed Session Board of Directors Meeting – Monday, April 14, 2025*

MOTION: By Director Clark, 2nd by Director Pacheco and carried to approve the Monday, April 14, 2025, Special Closed 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 – absent

Director Jahaaski – aye

Director Pacheco – aye

Vice Chair Pacheco announced that six board members were in favor. None opposed. No abstention. One absent.

Motion approved.

- No discussion*

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<i>• Discussion</i>	<i>Conclusion/Action/Follow Up</i>
<i>c. Special Closed Session Board of Directors Meeting – Wednesday, April 23, 2025</i>	MOTION: By Director Greer, 2 nd by Director Clark and carried to approve the Wednesday, April 23, 2025, Special Closed 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 Vice Chair Pacheco announced that seven board members were in favor. None opposed. No abstention. None absent. Motion approved.
<i>• No discussion</i>	
6. Approval of Agenda to accept the Consent Items as listed	

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<ul style="list-style-type: none">a. Palomar Medical Center Escondido Medical Staff Credentialing and Reappointmentsb. Palomar Medical Center Poway Medical Staff Credentialing and Reappointmentsc. YTD FY2025 and March 2025 Financials	<p>MOTION: By Director Edwards-Tate, 2nd by Director Jahaaski and carried to approve Consent Agenda items 6, a through c 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 Vice Chair Pacheco 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	
7. Reports – Informational Only	
a. Medical Staffs	
I. Palomar Medical Center Escondido	
Palomar Medical Center Escondido Chief of Staff, Dr. Kanchan Koirala, provided a verbal report.	
II. Palomar Medical Center Poway	
Palomar Medical Center Poway Chief of Staff, Dr. Mark Goldsworthy, provided a verbal report.	

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b. Administrative		
<i>I. President and CEO</i>		
Palomar Health President & CEO Diane Hansen provided a verbal report.		
<i>II. Vice Chair of the Board</i>		
Palomar Health Vice Chair of the Board Michael Pacheco provided a verbal report.		
8. Approval of Bylaws, Charters, Resolutions and Other Actions		
a. Resolution No. 05.12.25(01)-07 of the Board of Directors of Palomar Health Ratifying the Opening of a Deposit Account in Accordance with the Sharp Forbearance Agreement		<p>MOTION: By Director Greer, 2nd by Director Clark and carried to approve Resolution No. 05.12.25(01)-07 of the Board of Directors of Palomar Health Ratifying the Opening of a Deposit Account in Accordance with the Sharp Forbearance Agreement</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 Vice Chair Pacheco announced that seven board members were in favor. None opposed. No abstention. None absent. Motion approved.</p>

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- *No discussion*

b. *Board of Directors Code of Conduct (68552)*

MOTION: By Director Greer, 2nd by Director Jahaaski and carried to approve Board of Directors Code of Conduct (68552) as presented.

Roll call voting was utilized.

Director Clark – abstain

Director Corrales – aye

Director Edwards-Tate – aye

Director Greer – aye

Director Griffith – aye

Director Jahaaski – aye

Director Pacheco – aye

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

Motion approved.

- *Board discussion ensued*

9. Board Committees – Informational Only

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

- *Director Michael Pacheco provided a verbal update*

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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

- No verbal update was given.

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, Vice Chair Michael Pacheco adjourned the meeting at 6:49 p.m.

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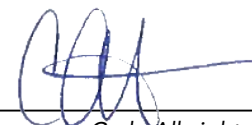
Conclusion/Action/Follow Up

Board Secretary



Terry Corrales, R.N.

Board Clerk



Carla Albright

Signatures: