



**Board of Directors Meeting Minutes – Monday, June 9, 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 Wednesday, June 4, 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 6:35 p.m. by Chair Jeff Griffith.

**1. Establishment of Quorum**

Quorum comprised of Directors Clark, Corrales, Edwards-Tate, Greer, Griffith, Jahaaski\*, Pacheco

Absences:

\*6:40pm - Director Jahaaski joined the meeting. See motion after agenda item 4.

**2. Opening Ceremony**

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

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**3. Public Comments**

- None

**4. Presentations – Informational Only**

- Patient Experience Video was shared with the Board of Directors.

*Motion by Edwards-Tate, second by Corrales to allow Director Abbi Jahaaski to attend virtually based on emergency circumstances. Roll call vote utilized. Corrales – aye, Greer – aye, Pacheco – aye, Edwards-Tate – aye, Clark – aye, Griffith – aye. Motion approved.*

*Chair Griffith noted Director Jahaaski was accepted to the meeting virtually. Meeting then proceeded.*

**5. Approval of Minutes**

- a. Regular Session Board of Directors Meeting - Monday, May 12, 2025

**MOTION:** *By Director Edwards-Tate, 2<sup>nd</sup> by Director Corrales and carried to approve the Monday, May 12, 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 – 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.*

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- Vice Chair Michael Pacheco sought clarification of the voting status recorded in the May 12, 2025, minutes. Chief Legal Officer, Kevin DeBruin, and Parliamentarian, David Holtzman, both agreed the voting status in question was recorded correctly.*

*b. Special Closed Session Board of Directors Meeting – Monday, May 12, 2025*

**MOTION:** *By Director Pacheco, 2<sup>nd</sup> by Director Edwards-Tate and carried to approve the Monday, May 12, 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*

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

*Motion approved.*

- No discussion*

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- c. *Special Closed Session Board of Directors Meeting – Thursday, May 8, 2025*

**MOTION:** *By Director Pacheco, 2<sup>nd</sup> by Director Clark and carried to approve the Thursday, May 8, 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*

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

*Motion approved.*

- *No discussion*

**6. Approval of Agenda** *to accept the Consent Items as listed*

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- a. Palomar Medical Center Escondido Medical Staff Credentialing and Reappointments*
- b. Palomar Medical Center Poway Medical Staff Credentialing and Reappointments*
- c. YTD FY2025 and April 2025 Financials*

**MOTION:** *By Director Clark, 2<sup>nd</sup> by Director Greer and carried to approve Consent Agenda items 6, a through c as presented.*

*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.*

- Board discussion ensued.*

**7. Reports – Informational Only**

**a. Medical Staffs**

*I. Palomar Medical Center Escondido*

*Palomar Medical Center Escondido Chief of Staff, Dr. Kanchan Koirala, was in attendance, no report was given.*

*II. Palomar Medical Center Poway*

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*Palomar Medical Center Poway Chief of Staff, Dr. Mark Goldsworthy, was in attendance, no report was given.*

***b. Administrative***

*I. President and CEO*

*Palomar Health President & CEO, Diane Hansen, attended virtually, no report was given*

*II. Chair of the Board*

*Palomar Health Chair of the Board, Jeff Griffith, provided a verbal report.*

***8. Approval of Bylaws, Charters, Resolutions and Other Actions***

- a. *Recommendation of Qualified Audit Firm to Conduct Annual Audit for FY2026*

***MOTION:*** *By Director Edwards-Tate, 2<sup>nd</sup> by Director Clark and carried to approve the Recommendation of Qualified Audit Firm to Conduct Annual Audit for FY2026*

*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.*

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- Vice Chair Michael Pacheco and Chief Financial Officer, Andrew Tokar, summarized the recommendation from the Board Audit and Compliance Committee.

**9. Board Committees – Informational Only**

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

- Director Michael Pacheco reported no other information regarding the committee.

*b. Community Relations Committee – Terry Corrales, Committee Chair*

- Director Terry Corrales reported the committee did not meet.

*c. Finance Committee – Linda Greer, Committee Chair*

- Director Linda Greer provided a verbal update.

*d. Governance Committee – Jeff Griffith, Committee Chair*

- Chair Jeff Griffith reported the committee did not meet.

*e. Human Resources Committee – Terry Corrales, Committee Chair*

- Director Terry Corrales reported the committee did not meet.

*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 reported the committee did not meet.

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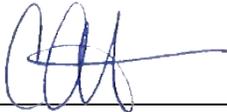
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*Final Adjournment*

- *There being no further business, Chair Jeff Griffith adjourned the meeting at 7:03 p.m.*

<b>Signatures:</b>	<b>Board Secretary</b>	 _____ Terry Corrales, R.N.
	<b>Board Clerk</b>	 _____ Carla Albright