

BOARD AUDIT & COMPLIANCE COMMITTEE

MEETING AGENDA

Tuesday, August 19, 2025

1:00 p.m.

PLEASE SEE PAGE 2 FOR MEETING LOCATION OPTIONS

	<i>The Board may take action on any of the items listed below, including items specifically labeled "Informational Only"</i>	Time	Target
Call To Order			
I.	Establishment of Quorum	1	1:00
II.	Public Comments¹	30	1:30
III.	Action Item(s) (ADD A)		
	a. Audit & Compliance Committee Minutes, May 20, 2025 (Pp 6-9)	5	1:35
	b. Audit & Compliance Committee Minutes, July 22, 2025 (Pp 10-11)	5	1:40
	c. Second Quarter Hotline Report 2025 – Informational Only	5	1:45
	d. Government Updates – Informational Only	5	1:50
IV.	Adjourn to Closed Session	1	1:51
	a. Pursuant to California Government Code § 54956.6 — CONFERENCE WITH LEGAL COUNSEL– ANTICIPATED LITIGATION — Significant exposure to litigation pursuant to paragraph (2) or (3) of subdivision (d) of Section 54956.9: One (1) potential case	20	2:11
V.	Re-Adjourn to Open Session	1	2:12
VI.	Action Resulting from Closed Session	1	2:13
Final Adjournment			

Board Audit & Compliance Committee Members

Voting Members	Non-Voting Members
Michael Pacheco, Chair	Diane Hansen, President & CEO
Laurie Edwards-Tate, MS, Director	Kevin DeBruin, Esq., Chief Legal Officer
Linda Greer, RN, Director	Helen Waishkey, Corporate Compliance Officer
Alternate Voting Members	Baroon Rai, M.D., Physician Representative
Abbi Jahaaski, MSN, BSN, RN, – 1 st Board Alternate	

Note: If you need special assistance to participate in the meeting,
please call 760.740.6375, 48 hours prior to the meeting so that we may provide reasonable accommodations.

¹ 3 minutes allowed per speaker. For further details, see Request for Public Comment Process and Policy on page 3 of the agenda.

Board Audit & Compliance Committee Meeting Location Options

Linda Greer Board Room

2125 Citracado Parkway, Suite 300, Escondido, CA 92029

- Elected Board Members of the Palomar Health Board of Directors will attend at this location, unless otherwise noticed below
- Non-Board member attendees, and members of the public may also attend at this location

<https://www.microsoft.com/en-us/microsoft-teams/join-a-meeting?rtc=1>

Meeting ID: 254 509 499 575 3

Pass Code: 5gd2uZ2z

or

Dial in using your phone at 929.352.2216; Access Code: 159 967 923#¹

- Non-Board member attendees, and members of the public may also attend the meeting virtually utilizing the above link

- 4747 Viewridge Avenue, San Diego, CA. 92123

- An elected member of the Board of Directors will be attending the meeting virtually from these locations

¹ New to Microsoft Teams? Get the app now and be ready when your first meeting starts: [Download Teams](#)

Policy : Public Comments and Attendance at Public Board Meetings

I. PURPOSE:

A. It is the intention of the Palomar Health Board of Directors to hear public comment about any topic that is under its jurisdiction. This policy is intended to provide guidelines in the interest of conducting orderly, open public meetings while ensuring that the public is afforded ample opportunity to attend and to address the board at any meetings of the whole board or board committees.

II. DEFINITIONS:

A. None defined.

III. TEXT / STANDARDS OF PRACTICE:

- A. There will be one time period allotted for public comment at the start of the public meeting. Should the chair determine that further public comment is required during a public meeting, the chair can call for such additional public comment immediately prior to the adjournment of the public meeting. Members of the public who wish to address the Board are asked to complete a [Request for Public Comment form](#) and submit to the Board Assistant prior to or during the meeting. The information requested shall be limited to name, address, phone number and subject, however, the requesting public member shall submit the requested information voluntarily. It will not be a condition of speaking.
- B. Should Board action be requested, it is encouraged that the public requestor include the request on the *Request for Public Comment* as well. Any member of the public who is speaking is encouraged to submit written copies of the presentation.
- C. The subject matter of any speaker must be germane to Palomar Health's jurisdiction.
- D. Based solely on the number of speaking requests, the Board will set the time allowed for each speaker prior to the public sections of the meeting, but usually will not exceed 3 minutes per speaker, with a cumulative total of thirty minutes.
- E. Questions or comments will be entertained during the "Public Comments" section on the agenda. All public comments will be limited to the designated times, including at all board meetings, committee meetings and board workshops.
- F. All voting and non-voting members of a Board committee will be seated at the table. Name placards will be created as placeholders for those seats for Board members, committee members, staff, and scribes. Any other attendees, staff or public, are welcome to sit at seats that do not have name placards, as well as on any other chairs in the room. For Palomar Health Board meetings, members of the public will sit in a seating area designated for the public.
- G. In the event of a disturbance that is sufficient to impede the proceedings, all persons may be excluded with the exception of newspaper personnel who were not involved in the disturbance in question.
- H. The public shall be afforded those rights listed below (Government Code Section 54953 and 54954).
 - 1. To receive appropriate notice of meetings;
 - 2. To attend with no pre-conditions to attendance;
 - 3. To testify within reasonable limits prior to ordering consideration of the subject in question;
 - 4. To know the result of any ballots cast;
 - 5. To broadcast or record proceedings (conditional on lack of disruption to meeting);
 - 6. To review recordings of meetings within thirty days of recording; minutes to be Board approved before release,
 - 7. To publicly criticize Palomar Health or the Board; and
 - 8. To review without delay agendas of all public meetings and any other writings distributed at the meeting.
- I. This policy will be reviewed and updated as required or at least every three years.

Board Audit & Compliance Committee Meeting

Meeting will begin at 1:00 p.m.



Request for Public Comments

If you would like to make a public comment, submit your request by doing the following:

- *In Person: Submit a Public Comment Form, or verbally submit a request, to the Board Clerk*
- *Virtual: Enter your name and "Public Comment" in the chat function*

Those who submit a request will be called on during the Public Comments section and given 3 minutes to speak.

Public Comments Process

Pursuant to the Brown Act, the Board of Directors can only take action on items listed on the posted agenda. To ensure comments from the public can be made, there is a 30 minute public comments period at the beginning of the meeting. Each speaker who has requested to make a comment is granted three (3) minutes to speak. The public comment period is an opportunity to address the Board of Directors on agenda items or items of general interest within the subject matter jurisdiction of Palomar Health.

ADDENDUM A

Board Audit and Compliance Meeting Minutes – Tuesday, May 20, 2025

Agenda Item

Conclusion/Action

Discussion

Notice Of Meeting

Notice of Meeting was posted at the Palomar Health Administrative Office at 2125 Citracado Parkway, Escondido, CA. 92029; also posted with agenda packet on the Palomar Health website on Wednesday, May 14, 2025.

Call To Order

The meeting, which was held in the Linda Greer Board Room at 2125 Citracado Parkway, Suite 300, Escondido, CA. 92029, and virtually, was called to order at 1:03 p.m. by Chair Michael Pacheco

I. Establishment of Quorum

- Quorum comprised of: Chair Michael Pacheco, Director Laurie Edwards-Tate and Director Linda Greer
- Excused Absences: None

II. Public Comments

- No public comments

III. Action Items	
a. Audit & Compliance Committee Minutes, February 18, 2025	<p>MOTION by Director Greer, 2nd by Director Edwards-Tate to approve the Audit & Compliance Committee Minutes from February 18, 2025.</p> <p>Roll call voting was utilized.</p> <p>Director Edwards-Tate - aye Director Greer – aye Director Pacheco - aye</p> <p>All in favor. None opposed. None absent. None abstained. Motion approved.</p>
<p>Discussion:</p> <ul style="list-style-type: none"> • 	
b. Audit & Compliance Committee 2025 Meeting Calendar	<p>MOTION by Director Edwards-Tate, 2nd by Director Greer to approve the Audit & Compliance Committee 2025 Meeting Calendar as presented</p> <p>Roll call voting was utilized.</p> <p>Director Edwards-Tate - aye Director Greer – aye Director Pacheco - aye</p> <p>All in favor. None opposed. None absent. None abstained. Motion approved.</p>
<p>Discussion:</p> <ul style="list-style-type: none"> • 	

c. First Quarter Hotline Report	Informational Only
<p>Discussion:</p> <ul style="list-style-type: none"> Helen Waishkey, Corporate Compliance Officer, shared the First Quarter Hotline Report with the Committee 	
d. Annual Audit RFP	<p>MOTION by Director Greer, 2nd by Director Edwards-Tate to recommend retaining Moss Adams an additional year, through FY 2027. Item will move to Board of Directors for ratification.</p> <p>Roll call voting was utilized.</p> <p>Director Edwards-Tate - aye Director Greer – aye Director Pacheco - aye</p> <p>All in favor. None opposed. None absent. None abstained. Motion approved.</p>
<p>Discussion:</p> <ul style="list-style-type: none"> Andrew Tokar, Chief Financial Officer, shared his recommendations with the Committee 	
IV. Adjourn to Closed Session	

- a. Pursuant to California Government Code § 54956.6 — CONFERENCE WITH LEGAL COUNSEL–ANTICIPATED LITIGATION — Significant exposure to litigation pursuant to paragraph (2) or (3) of subdivision (d) of Section 54956.9: One (1) potential case

V. Re-Adjourn to Open Session

VI. Action Resulting from Closed Session

- No action resulting from closed session

Final Adjournment

Meeting adjourned by Committee Chair Pacheco at 1:37 p.m.

Signatures:

Committee Chair

Michael Pacheco

Committee Assistant

Carla Albright

Board Audit and Compliance Meeting Minutes – Tuesday, July 22, 2025

Agenda Item

Conclusion/Action

Discussion

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, July 16, 2025, which is consistent with legal requirements.

Call To Order

The meeting, which was held in the Linda Greer Board Room at 2125 Citracado Parkway, Suite 300, Escondido, CA. 92029, and virtually, was called to order at 1:01 p.m. by Chair Michael Pacheco

I. Establishment of Quorum

- Quorum comprised of: Chair Michael Pacheco, Director Laurie Edwards-Tate and Director Linda Greer
- Excused Absences: None

Motion by Greer, second by Greer to allow Director Laurie Edwards-Tate to attend virtually based on emergency circumstances. Roll call vote utilized. Greer – aye, Pacheco – aye. Motion approved.

Chair Pacheco noted Director Edwards-Tate was accepted to the meeting virtually. Meeting then proceeded.

II. Public Comments

<ul style="list-style-type: none"> No public comments 	
III. Action Items	
a. Baker Tilly 2025 Annual Audit Planning for Palomar Health	Informational Only
<p>Discussion:</p> <ul style="list-style-type: none"> Aparna Venkateswaran, Jessa May Sidebotham and Irmin Yunus of Baker Tilly provided a presentation of the 2025 Palomar Health Audit Planning to the Committee. 	
Final Adjournment	
Meeting adjourned by Committee Chair Pacheco at 1:25 p.m.	
<p>Signatures:</p> <div> <div>Committee Chair</div> <div> Michael Pacheco </div> </div> <div> <div>Committee Assistant</div> <div> Carla Albright </div> </div>	