PALOMAR HEALTH
Reimagining Healthcare

Board of Directors Meeting Minutes – Monday, November 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 Friday, November 7, 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 6:32 p.m. by Vice Chair Michael Pacheco.	
1. Establishment of Quorum	
Quorum was established via roll call comprising of Directors Clark; Corrales; Edwards-Tate; Greer; Jahaaski; Pacheco Absences: Director Griffith	
2. Opening Ceremony	
The Pledge of Allegiance was recited in unison led by Director John Clark.	

Agenda Item	
• *Discussion*	*Conclusion/Action/Follow Up*
3. Public Comments	
• No public comments	
4. Presentations – Informational Only	
• Video presentation was shown.	
5. Approval of Minutes	
a. Regular Session Board of Directors Meeting - Monday, October 13, 2025 b. Special Closed Session Board of Directors Meeting – Tuesday, October 7, 2025 c. Special Closed Session Board of Directors Meeting – Monday, October 13, 2025 d. Special Session Board of Directors Meeting – Tuesday, October 14, 2025 e. Special Closed Session Board of Directors Meeting – Tuesday, October 21, 2025 f. Special Session Board of Directors Meeting – Tuesday, October 21, 2025	**MOTION:** By Director Corrales, 2nd by Director Edwards-Tate and carried to approve all presented minutes that included the October 13, 2025 Regular Session Board of Directors Meeting, October 7, 2025 Special Closed Session Board of Directors Meeting, October 13, 2025 Special Closed Session Board of Directors Meeting, October 14, 2025 Special Session Board of Directors Meeting, October 21, 2025 Special Closed Session Board of Directors Meeting, and October 21, 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 – 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.

Agenda Item

• *Discussion*	*Conclusion/Action/Follow Up*
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 c. Internal Medicine Privilege Checklist d. Family Medical Privilege Checklist e. Certified Nurse Practitioner – Palomar Medical Center Escondido f. YTD FY2025 and September Financials	**YTD FY2025 AND SEPTEMBER FINANCIALS WAS PULLED FROM THE AGENDA FOR FURTHER DISCUSSION.** **MOTION:** By Director Corrales, 2nd by Director Greer and carried to approve Consent Agenda items Palomar Medical Center Escondido Medical Staff Credentialing and Reappointments, Palomar Medical Center Poway Medical Staff Credentialing and Reappointments, Internal Medicine Privilege Checklist, Family Medical Privilege Checklist, and Certified Nurse Practitioner-Palomar Medical Center Escondido as presented. 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.

Agenda Item

• *Discussion*	*Conclusion/Action/Follow Up*
• YTD FY2025 and September Financials	**MOTION:** By Director Greer, 2nd by Director Corrales and carried to approve Consent Agenda items of the YTD FY 2025 and September 2025 Financials presented. 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.

- Director John Clark requested agenda item 6, f, be pulled from the consent agenda.
- Andrew Tokar, Chief Financial Officer, fielded questions from Director John Clark.

7. Reports – Informational Only

a. Medical Staff

I. Palomar Medical Center Escondido

Palomar Medical Center Escondido Chief of Staff, Kanchan Koirala, MD, provided a verbal report.

II. Palomar Medical Center Poway

Palomar Medical Center Poway Chief of Staff, Mark Goldsworthy, MD, provided a verbal report.

b. Administrative

Agenda Item

• ***Discussion***	***Conclusion/Action/Follow Up***
I. President and CEO	
Palomar Health President & CEO Diane Hansen provided a verbal report.	
II. Chair of the Board	
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. 11.10.25(01)-21 of the Board of Directors of Palomar Health to Authorize the Execution and Delivery of an Amended and Restated Promissory Note, the First Amendment to Loan and Security Agreement, and Certain Actions in Connection therewith, nondesignated Public Hospital Bridge and Loan Program II	**MOTION:** By Director Jahaaski, 2nd by Director Greer and carried for Resolution No. 11.10.25(01)-21 of the Board of Directors of Palomar Health to Authorize the Execution and Delivery of an Amended and Restated Promissory Note, the First Amendment to Loan and Security Agreement, and Certain Actions in Connection therewith, nondesignated Public Hospital Bridge and Loan Program II. 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

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• *Discussion*	*Conclusion/Action/Follow Up*
• Board discussion ensued.	
9. Board Committees – Informational Only	
a. Audit & Compliance Committee – Michael Pacheco, Committee Chair	
• Vice Chair Michael Pacheco noted the committee did not meet.	
b. Community Relations Committee – Terry Corrales, Committee Chair	
• Director Terry Corrales noted 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	
• Vice Chair Michael Pacheco noted the committee did not meet.	
e. Human Resources Committee – Terry Corrales, Committee Chair	
• Director Terry Corrales noted 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 noted the committee did not meet.	

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• ***Discussion***	***Conclusion/Action/Follow Up***
Final Adjournment	
• There being no further business, Vice Chair Michael Pacheco adjourned the meeting at 7:01 p.m.	

Signatures:	**Board Secretary**	Terry Corrales, R.N.
	Board Clerk	Janet Kren