PALOMAR HEALTH
Reimagining Healthcare

Board of Directors Meeting Minutes – Monday, December 8, 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, December 5, 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 Board Chair Jeffery Griffith.	
1. Establishment of Quorum	
Quorum was established via roll call comprising 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 Edwards-Tate.	
3. Public Comments	
Public Comments from John Stead-Mendez were heard	

Board of Directors Meeting Minutes – Monday, December 8, 2025	
Agenda Item	
• ***Discussion***	***Conclusion/Action/Follow Up***
4. Approval of Minutes	
a. Regular Session Board of Directors Meeting - Monday, November 10, 2025 b. Special Closed Session Board of Directors Meeting – Thursday, November 6, 2025 c. Special Session Board of Directors Meeting – Thursday, November 6, 2025 d. Special Closed Session Board of Directors Meeting – Monday, November 10, 2025 e. Special Session Board of Directors Meeting – Tuesday, November 18, 2025	**MOTION:** By Director Pacheco, 2nd by Director Corrales and carried to approve all presented minutes that included the November 10, 2025 Regular Session Board of Directors Meeting, November 6, 2025 Special Closed Session Board of Directors Meeting, November 6, 2025 Special Session Board of Directors Meeting, November 10, 2025 Special Closed Session Board of Directors Meeting, and the November 18, 2025 Special Session Board of Directors Meeting. 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 Board Chair Griffith announced that six board members were in favor. None opposed. One abstention(s). None absent. Motion approved.

<table>
<tr><td colspan="2">Board of Directors Meeting Minutes – Monday, December 8, 2025</td></tr>
<tr><td colspan="2">Agenda Item</td></tr>
<tr><td>• Discussion</td><td>Conclusion/Action/Follow Up</td></tr>
<tr><td colspan="2">5. Approval of Agenda to accept the Consent Items as Listed</td></tr>
<tr><td>a. Palomar Medical Center Escondido Medical Staff Credentialing and Reappointments

b. Palomar Medical Center Poway Medical Staff Credentialing and Reappointments

c. Palomar Medical Center Escondido Department of Pediatrics Rules and Regulations

d. Palomar Medical Center Escondido Resident Rotations in Emergency Department Annual Report 2024-2025

e. Policy and Procedure Approval (August 2025-November 2025)</td><td>MOTION: By Director Pacheco, 2nd by Director Corrales and carried to approve Consent Agenda items that included the Palomar Medical Center Escondido Medical Staff Credentialing and Reappointments, Palomar Medical center Poway Medical Staff Credentialing and Reappointments, Palomar Medical Center Escondido Department of Pediatrics Rules and Regulations, Palomar Medical Center Escondido Resident Rotations in Emergency Department Annual Report 2024-2025, and Policy and Procedure Approval (August 2025-November 2025) 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

Board Chair Griffith announced that seven board members were in favor. None opposed. No abstention(s). One absent.

Motion approved.</td></tr>
</table>

Board of Directors Meeting Minutes – Monday, December 8, 2025	
Agenda Item	
• *Discussion*	*Conclusion/Action/Follow Up*
6. Reports – Informational Only	
a. Medical Staffs	
1) Palomar Medical Center of Escondido	
• Palomar Medical Center Escondido Chief of Staff, Kanchan Koirala, MD, provided a verbal report to the Board of Directors	
2) Palomar Medical Center of Poway	
• Palomar Medical Center Poway Chief of Staff, Mark Goldsworthy, MD, provided a verbal report to the Board of Directors	
b. Administrative	
1) President and CEO	
• Palomar Health President & CEO, Diane Hansen provided a verbal report to the Board of Directors	
2) Chair of the Board	
• Palomar Health Chair of the Board Jeff Griffith provided a verbal report to the Board of Directors	

<table>
<tr><td colspan="2">Board of Directors Meeting Minutes – Monday, December 8, 2025</td></tr>
<tr><td colspan="2">Agenda Item</td></tr>
<tr><td>• Discussion</td><td>Conclusion/Action/Follow Up</td></tr>
<tr><td colspan="2">7. ELECTION OF OFFICERS</td></tr>
<tr><td>Board Chair</td><td>MOTION: By Director Griffith, 2nd by Director Greer to nominate Director Pacheco for the position of Board Chair for Calendar Year 2026. Director Pacheco accepted the nomination.

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

Parliamentarian David Holtzman announced by a 6-0 vote with one abstention(s) in favor of Director Pacheco. Director Michael Pacheco is nominated and elected as Board Chair for 2026.

MOTION: By Director Edwards-Tate, 2nd by Jahaaski to nominate Director Griffith for the position of Board Chair for Calendar Year 2026. Director Griffith declined the nomination. Nomination failed.</td></tr>
</table>

Board of Directors Meeting Minutes – Monday, December 8, 2025	
Agenda Item	
• *Discussion*	*Conclusion/Action/Follow Up*
Board Vice Chair	**MOTION:** By Director Greer, 2nd by Director Pacheco to nominate Director Griffith for the position of Board Vice Chair for Calendar Year 2026. Director Griffith accepted the nomination. Roll call voting was utilized. Director Clark – abstain Director Corrales – aye Director Edwards-Tate – abstain Director Greer – aye Director Griffith – aye Director Jahaaski – aye Director Pacheco – aye Parliamentarian David Holtzman announced by a 5-0 vote with two abstention(s) in favor of Director Griffith. Director Jeffrey Griffith is nominated and elected as Board Vice Chair for 2026. **MOTION:** By Director Clark with no 2nd to nominate Director Edwards-Tate for the position of Board Vice Chair for Calendar Year 2026. Motion withdrawn.

<table>
<tr><td colspan="2">Board of Directors Meeting Minutes – Monday, December 8, 2025</td></tr>
<tr><td colspan="2">Agenda Item</td></tr>
<tr><td>• Discussion</td><td>Conclusion/Action/Follow Up</td></tr>
<tr><td>Board Treasurer</td><td>MOTION: By Director Pacheco, 2nd by Director Corrales to nominate Director Greer for the position of Board Treasurer for Calendar Year 2026. Director Greer accepted the nomination.

MOTION: By Director Edwards-Tate, 2nd by Director Clark to nominate Director Jahaaski for the position of Board Treasurer for Calendar Year 2026. Director Jahaaski accepted the nomination.

Board Members were asked to vote for Board Treasurer for Calendar Year 2026 by a vote of Director Greer or Director Jahaaski.

Roll call voting was utilized.
Director Clark – Jahaaski
Director Corrales – Greer
Director Edwards-Tate – Jahaaski
Director Greer – Greer
Director Griffith – Greer
Director Jahaaski – Jahaaski
Director Pacheco – Greer

Parliamentarian David Holtzman announced by a 4-3 vote in favor of Director Greer. Director Linda Greer is nominated and elected as Board Treasurer for 2026.</td></tr>
</table>

Agenda Item

• ***Discussion***	***Conclusion/Action/Follow Up***
Board Secretary	**MOTION:** By Director Greer, 2nd by Griffith to nominate Director Corrales for the position of Board Secretary for Calendar Year 2026. Director Corrales accepted the nomination. **MOTION:** By Director Edwards-Tate, 2nd by Director Clark to nominate Director Jahaaski for the position of Board Secretary for Calendar Year 2026. Director Jahaaski accepted the nomination. Board Members were asked to vote for Board Secretary for Calendar Year 2026 by a vote of Corrales or Jahaaski. Roll call voting was utilized. Director Clark – Jahaaski Director Corrales – Corrales Director Edwards-Tate – Jahaaski Director Greer – Corrales Director Griffith – Corrales Director Jahaaski – Jahaaski Director Pacheco – Corrales Parliamentarian David Holtzman announced by a 4-3 vote in favor of Director Corrales. Director Terry Corrales is nominated and elected as Board Secretary for 2026.

- Kevin DeBruin closed the election of officers and yielded the floor to Board Chair Jeffrey Griffith.

Board of Directors Meeting Minutes – Monday, December 8, 2025	
Agenda Item	
• ***Discussion***	***Conclusion/Action/Follow Up***
8. Approval of Bylaws, Charters, Resolutions and Other Actions	
a. Affirmation of the Board of Directors Code of Conduct	**ANNUAL ACKNOWLEDGEMENT:** By Board Members of his or her understanding of the requirements of and compliance with the Palomar Health Board of Directors Code of Conduct at an open session of a duly called regular Board meeting.
a. Resolution No. 12.08.25(04)-25 of the Board of Directors of Palomar Health Establishing Regular Board Meetings for Calendar Year 2026	**MOTION:** By Director Corrales, 2nd by Director Edwards-Tate and carried to approve Resolution No. 12.08.25(04)-25 of the Board of Directors of Palomar Health Establishing Regular Board of Directors Meetings for Calendar Year 2026 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 of Directors Meeting Minutes – Monday, December 8, 2025	
Agenda Item	
• *Discussion*	*Conclusion/Action/Follow Up*
9. Board Committees – Informational Only	
• Director Griffith announced that none of the Board Committees have met since the last Regular Session of the Board of Directors in November	
a. Audit & Compliance Committee – Michael Pacheco, Committee Chair	
b. Community Relations Committee – Terry Corrales, Committee Chair	
c. Finance Committee – Linda Greer, Committee Chair	
d. Governance Committee – Jeff Griffith, Committee Chair	
e. Human Resources Committee – Terry Corrales, Committee Chair	
f. Quality Review Committee – Linda Greer, Committee Chair	
g. Strategic & Facilities Planning – Michael Pacheco, Committee Chair	
Final Adjournment	
• There being no further business, Chair Jeffrey Griffith adjourned the meeting at 7:03 p.m.	

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