

BOARD GOVERNANCE COMMITTEE

Meeting Agenda

Monday, February 23, 2026

2:00 p.m.

Please See Page 2 For Meeting Location Options

		Time	Target
<i>The Board may take action on any of the items listed below, including items specifically labeled "Informational Only"</i>			
10:30			
I.	Establishment of Quorum	1	1:01
II.	Public Comments¹	30	1:31
III.	Action Item(s) (ADD A)	59	2:30
	A. <i>Approval: Governance Committee Meeting Minutes, Monday, May 5, 2025 (Pp 5-7)</i>		
	B. <i>Policy Development Discussion: Palomar UCSD Health Authority Board of Directors Appointee Policy</i>		
	C. <i>Policy Development Discussion: Teleconferencing Disruptions Policy</i>		
	D. <i>Policy Review and Approval: 70012 Board Dispute Resolution Policy</i>		
	E. <i>Policy Review and Approval: 62012 Public Comment Form</i>		
	F. <i>Policy Review and Approval: 21790 Public Comments and Attendance at Public Board Meetings</i>		
	G. <i>Policy Review and Approval: 21783 Political Activities on Palomar Health Property</i>		
	H. <i>Discussion: 2026 Board Governance Committee Meeting Schedule (Pp 8)</i>		
	I. <i>Discussion: Retirement of Policies</i>		
IV.	Standing Item(s) (ADD B)		
	A. <i>Legislative Update: Informational Only (Pp 9-17)</i>	10	2:40
	B. <i>Lucidoc Board Policy Listing – Informational Only (Pp 18)</i>	5	2:45
Final Adjournment			2:45

Board Governance Committee Members

Voting Members	Non-Voting Members
Jeff Griffith, EMT-P, Chair	Diane Hansen, President & CEO
Terry Corrales, RN	Kevin DeBruin, Chief Legal Officer
Michael Pacheco	Mel Russell, Chief Nurse Executive/Chief Operating Officer
Alternate Voting Member	Andrew Tokar, Chief Financial Officer
Abbi Jahaaski, MSN, BSN, RN – 1 st Board Alternate	Omar Khawaja, MD, Chief Medical Officer
	Bret Ginther, MD, Chief Information Officer
	Julie Pursell, Chief Human Resources Officer
	Committee Assistant
	Janet Kren, Committee Assistant

Note: If you need special assistance to participate in the meeting, please call 760.740.6375, 72 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 Governance Committee Meeting Location Options

Linda Greer Conference Room

2125 Citracado Parkway, Suite 300, Escondido, CA 92029

- Elected Members of the Palomar Health Board of Directors will attend at this location, unless otherwise noticed below
- Other 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: 213 978 854 022 93

Passcode: gd2dH78F

or

Dial in using your phone at 929.352.2216; Access Code: 440 218 717#¹

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

DocID: 21790
Revision: 9
Status: Official

Source:
Administrative
Board of Directors

Applies to Facilities:
All Palomar Health Facilities

Applies to Departments:
Board of Directors

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.

(REFERENCED BY [Public Comment Form](#))

Paper copies of this document may not be current and should not be relied on for official purposes. The current version is in Lucidoc at

Board Governance Committee Meeting

Meeting will begin at 2:00 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.

<i>Board Governance Committee Minutes – Monday, May 5, 2025</i>		
<i>Agenda Item</i>	<i>Conclusion/Action</i>	<i>Final?</i>
<i>Discussion</i>		
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 Thursday, May 1, 2025, which is consistent with legal requirements.		
CALL TO ORDER		
The meeting, which was held in the Palomar Health Administrative Office at 2125 Citracado Parkway, Suite 300, Escondido, CA 92029, and virtually, was called to order at 12:07 p.m. by Chair Jeff Griffith.		
I. ESTABLISHMENT OF QUORUM		
<ul style="list-style-type: none"> • Quorum comprised of: Directors Jeff Griffith, Abbi Jahaaski, and Michael Pacheco • Excused Absences: Terry Corrales 		
II. PUBLIC COMMENTS		
<ul style="list-style-type: none"> • No public comments 		

III. ACTION ITEMS			
a. <i>Approval:</i> Board Governance Committee Meeting Minutes, Monday, March 3, 2025		<p>MOTION by Director Pacheco, 2nd by Director Jahaaski to approve the Monday, March 3, 2025, Board Governance Committee meeting minutes as written.</p> <p>Roll call voting utilized.</p> <p>Director Jahaaski - aye Director Griffith – aye Director Pacheco – aye</p> <p>Three in favor. None opposed. None absent. None abstain Motion approved</p>	
<p>Discussion:</p> <ul style="list-style-type: none"> • 			
b. <i>Policy Review:</i> Board of Directors Code of Conduct (68552)		<p>MOTION by Director Pacheco, 2nd by Director Jahaaski to approve reviewed policy and move to Board of Directors for full ratification.</p> <p>Roll call voting utilized.</p> <p>Director Jahaaski - aye Director Griffith – aye Director Pacheco – aye</p> <p>Three in favor. None opposed. None absent. None abstain Motion approved</p>	
<p>Discussion:</p> <ul style="list-style-type: none"> • After a robust discussion regarding Board Member Media Relations, the committee unanimously voted to move the policy to the Board of Directors for full ratification. 			
IV. Standing Items			
a. Legislative Update – ACHD Advocate	No action		
b. Lucidoc List of Board Policies	No action		

Discussion:

- Chair Jeff Griffith noted committee structure and consolidation, and committee representation at Board meetings will be added to the agenda for the next Governance Committee meeting.

FINAL ADJOURNMENT

Meeting adjourned by Chair Jeff Griffith at 12:31 p.m.

Signatures:

Committee Chair

Jeff Griffith

Committee Assistant

Janet Kren

PALOMAR HEALTH BOARD GOVERNANCE COMMITTEE

2026 Proposed Committee Meeting Schedule

Frequency: The Palomar Health Board Governance Committee Meetings will be held bi-monthly unless otherwise indicated. The Committee Chair retains the ability to schedule additional meeting as needed.

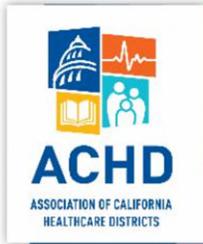
Day and Time: 1st Thursdays of the Month at 12:00pm unless otherwise indicated.

Location: The Linda Greer Conference Room at the Palomar Health Outpatient Center, located at 2125 Citracado Parkway, Suite 300 in Escondido, has been reserved for in-person meetings. A virtual option will be available.

Dates:

Month and Year	Date	Notes
February 2026	*Monday, February 23, 2026 @ 2:00pm	Scheduled Per Board Committee Chair
April 2026	*Wednesday, April 1, 2026	Wednesday instead of Thursday
June 2026	Thursday, June 4, 2026	Regularly Schedule Meeting
August 2026	Thursday, August 6, 2026	Regularly Schedule Meeting
October 2026	Thursday, October 1, 2026	Regularly Schedule Meeting
December 2026	Thursday, December 3, 2026	Regularly Schedule Meeting

*Change in day and/or time from regular cadence.



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UPCOMING WEBINAR:

CURIOUS ABOUT ACHD MEMBER BENEFITS?

Closing the Gap in Healthcare Districts Retirement Plans

WHAT'S NEW IN JANUARY

CEO MESSAGE

Happy New Year! 2026 is officially underway and so is the second year of a two-year legislative cycle that will run through August 31. ACHD's [Sarah Bridge](#) is monitoring bill introductions, as well as any two-year bills from 2025 that still have time to move. **Be sure to check Sarah's update below.** In addition, Governor Newsom introduced his [2026-27 budget](#) (his last) on January 9. The budget, as presented, is cautiously optimistic, with the bulk of the anticipated shortfalls coming in the 2027-28 budget.

The Governor's budget focuses on sustaining recent gains rather than funding large new programs. For healthcare, the Governor's budget maintains some prior cuts to Medi-Cal (like freezing enrollment for undocumented adults) and eliminates dental coverage for some. Keep in mind, this is the Administration's initial budget, and it is likely to shift

significantly by the time the May Revision is released. [Sarah Bridge](#) breaks down the key points in her message below. [Click here to view ACHD's press release regarding the Governor's budget.](#)

As ACHD strives to increase our capacity to provide stellar advocacy representation for all healthcare districts, we are excited to announce that we have engaged **California Strategies and Advocacy** to provide additional advocacy support to the Association on key issues. Former Assemblymember Jim Wood officially joined our advocacy team as a contract lobbyist on January 1. Notably, Dr. Wood served as the chair of Health Committee in the Assembly, working intimately on key issues facing healthcare districts. Having represented healthcare districts in his Assembly district, Dr. Wood understands the challenges of healthcare districts broadly, and rural communities, in particular.

In other news, please [save the date](#) for **ACHD's 74th Annual Meeting**. This year's event will take place **October 7-9**, [at the Monterey Marriott](#). We will be launching the planning process sooner this year, so be on the lookout for details about registration and the agenda.

ACHD hopes your 2026 is off to a fabulous start! Please do not hesitate to [reach out to us](#) if we can be helpful and supportive in any way.

With gratitude,

Cathy Martin
Chief Executive Officer



LEGISLATIVE UPDATE

The legislature has returned to Sacramento for the final year of the 2024-2026 legislative session. The first two weeks have been off to an interesting start, with the Governor presenting the 2026 State of the State and the Director of the Department of Finance presenting the Administration's initial 2026-27 January Budget.



This session has also kicked off with changes to legislative leadership. As all are aware, on November 17, **Senator Monique Limon** was sworn in as the new **Senate Pro Tempore**. This came with changes to committee chairs and composition. Notably, **Senator Akilah Weber Pierson** has been named chair of **Senate Health Committee**. The full list of changes can be viewed, [here](#). Additionally, the Senate has stood up a new committee: Senate Privacy Committee, mirroring the Assembly.

There are a couple of key deadlines to be aware of in the near-term. February 20 marks the last day to introduce bills. As a reminder, many bills from last year's session remain in play as two-year bills, subject to other constitutional or rule-based deadlines. The legislature will meet on bills and in budget subcommittees until March 20, when they break for spring recess. The complete legislative calendar can be found, [here](#).

2026-2027 California Budget

This year, Governor Newsom opted to deliver the State of the State on January 8, with Director of the Department of Finance, Joe Stepinshaw, presenting the 2026-27 January State Budget, on Friday, January 9. Key materials and links to view both presentations are available below.

The total 2026-27 balanced budget is \$348.9 billion, with \$248.3 billion in General Fund (GF). The budget as presented shows a modest shortfall of \$2.9 billion in 2026-27, with projected “out-year” deficits of approximately \$22 billion in 2027-28. The Governor and Director Stepenshaw have characterized the budget as a “workload budget” with no significant new initiatives. One important note is the Legislative Analysts Office (LAO) released their budget report which highlights a much more significant deficit of \$18 billion. The LAO notes a multiyear budget deficit problem and raises concerns that the Governor’s initial budget proposal includes no solutions to address this ongoing deficit.

California’s 2026-27 Governor’s Budget, as presented, holds overall health and human services spending roughly flat in real terms while using one-time and special funds (notably Medi-Cal provider taxes and Proposition 1 behavioral health revenues) to manage a multi-year General Fund deficit, protecting core Medi-Cal and safety-net programs but relying on delaying, resizing, or shifting health-related commitments rather than launching major new health initiatives. Total Health and Human Services spending is about 343.6 billion dollars in 2026-27, including 94.4 billion dollars from the General Fund, reflecting continued caseload and cost growth even as revenues soften, and Medi-Cal remains the largest driver with projected 2026-27 spending of about 222.4 billion dollars total funds, 48.8 billion dollars General Fund, up roughly 2.4 billion dollars General Fund from revised 2025-26 levels because of federal changes and underlying cost growth. **The budget does not propose broad new Medi-Cal expansions or benefit restorations and instead focuses on sustaining existing eligibility and benefits, including adjustments to anticipated coverage losses stemming from federal legislation such as H.R. 1**, while continuing CalAIM as a core delivery-system strategy with whole-person care, enhanced care management, and community supports built into the baseline rather than expanded dramatically.

Much more significant work and details will unfold in the coming months. ACHD will be monitoring the budget discussions closely and are hopeful that the May Revise, presented by May 14, will carry more cognizable solutions to these pressing budget concerns.

Helpful Links & Resources:

- [Department of Finance: Governor’s Budget Summary](#)

- [LAO Analysis](#)
- [State of the State Address](#)
- [California Budget Presentation](#)

Rural Health Transformation Fund Update:

While many may be surprised, California did [receive \\$233,639,308 through CMS's Rural Health Transformation Fund \(RHTP\)](#). This number exceeds what California anticipated to draw down by nearly \$30 million. We expect more announcements on the fund to come in the next several weeks. Below are the relevant links and details currently available. Please note that the fund is not provider specific, but rather about supporting rural health broadly.

- [CMS Award Press Release](#)
- [CA Application Details](#)
- [HCAI Website on RHTP](#)
- [Subscribe to HCAI RHTP Email Updates, here.](#)



Don't miss our Bronze Sponsor, [Multnomah Group's upcoming webinar](#)

Closing the Gap in Healthcare District Retirement Plans. Join Erik Daley, CFA, as he shares practical strategies to improve transparency, strengthen governance, and reduce costs in public retirement plans.

For more on how to get registered, [click here](#).



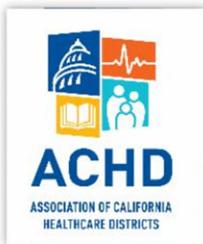
ACHD
ASSOCIATION OF CALIFORNIA
HEALTHCARE DISTRICTS

JANUARY 21, 2026
10:00AM - 11:00AM

ACHD | 1127 11th Street Suite 905 | SACRAMENTO, CA 95814 US

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WHAT'S NEW IN FEBRUARY

CEO MESSAGE

In February each year, the pace in Sacramento accelerates, but during the second year of the legislative session, it always moves a bit faster. This year, however, the number of bills being introduced is coming in at a slower pace. Only 213 bills have been introduced as of last week. The bill introduction deadline of February 20 is rapidly approaching, making the next two weeks pivotal as legislators finalize proposals that will shape California's healthcare landscape.

ACHD's advocacy team is closely tracking emerging legislation that could impact healthcare districts. As always, see [Sarah Bridge's](#) message below for the most recent updates.

Legislative committee hearings will begin ramping up later this month, and ACHD will update members on priority bills and ways districts can effectively engage to amplify their voices on issues of importance.

Looking Ahead: ACHD Board Retreat — February 26–27, 2026

We are just weeks away from ACHD's annual Board Retreat, hosted this year in Sacramento. This gathering is more than a meeting—it's a moment for reflection, renewal, and strategy setting for the year ahead.

Over two days, the Board will chart ACHD's 2026 priorities with a focus on strengthening district leadership, expanding alignment across California's healthcare system, and deepening our advocacy impact. Together, we'll explore

how healthcare districts can remain anchors of access and innovation in their communities, especially as state and federal reforms continue to reshape care delivery.

Every challenge presents an opportunity to lead. The spirit that defines California's healthcare districts—local control, community trust, and patient-first commitment—will guide our conversations and decisions.

With gratitude,

Cathy Martin
Chief Executive Officer



LEGISLATIVE UPDATE

Bill introductions are off to a slow start with relatively few bills (only 213 as of 2/2/26) introduced, leaving thousands more anticipated for introduction by the February 20, 2026, bill introduction deadline. ACHD continues to work diligently on two-year bills that remain eligible to move and are analyzing the budget and bill proposals as they are introduced.



Legislation:

AB 1113 (Gonzalez): Would have created the 90% mission care spend requirement for Federally Qualified Health Centers (FQHC), did **fail to meet its two-year deadline** and is dead for the year. ACHD was neutral on the measure based on amendments to remove public and tribal clinics. However, the bill marks a much larger policy discussion. While we do anticipate the legislature revisits this conversation, for now this is done.

SB 947 (McNerney): For those who remember, SB 7 (McNerney, 2025) was vetoed by the Governor. SB 7 would have subject nearly every system to a pre- and post-use notice to employees and established new requirements on employers related to these notifications with regard to AI and automated decision making. SB 947 is a reintroduction of SB 7 with some modifications. ACHD is currently evaluating the bill.

Other Legislative Updates:

California Assembly Speaker Robert Rivas has selected 14 Assemblymembers for the first cohort of a new **“Outcomes Review” Oversight Project**, designed to evaluate whether recently enacted laws are delivering real results for Californians.

Each participating Assemblymember will focus on one or more laws in key policy areas—such as housing, health, climate, and public safety—and will publicly review what is working, what is not, and what legislative fixes may be needed. Hearings and community meetings tied to these reviews will be scheduled during the 2026 legislative session, creating new opportunities for residents, stakeholders, and local partners to weigh in on how state policy is playing out on the ground. The full press release is available, [here](#).

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LUCIDOC BOARD POLICY LISTING

Review Date: February 23, 2026

ID	Title	Type	Source	Owner	Next Review Date	Status
27932	Naming Policy	Policy	BOD	DeBruin, Kevin	In Progress	Official
59212	Bylaws of Palomar Health	Bylaws	BOD	DeBruin, Kevin	In Progress	Official
51952	CEO Evaluation and Compensation*	Policy	BOD	DeBruin, Kevin	2/27/2025	Official
21809	Annual Budget Approval	Policy	BOD	Tokar, Andrew	8/17/2025	Official
44692	Physician Owned Medical Device (POD) Company Arrangements	Policy	BOD	DeBruin, Kevin	8/17/2025	Official
70012	Board Dispute Resolution Policy	Policy	BOD	DeBruin, Kevin	10/24/2025	Official
21783	Political Activities on Palomar Health Property	Policy	BOD	DeBruin, Kevin	10/24/2025	Official
62012	Public Comment Form	Form	BOD	DeBruin, Kevin	10/24/2025	Official
21790	Public Comments and Attendance at Public Board Meetings	Policy	BOD	DeBruin, Kevin	10/24/2025	Official
21794	Revision of Policies	Policy	BOD	DeBruin, Kevin	10/24/2025	Official
58873	Extraordinary Event Management	Policy	BOD	DeBruin, Kevin	11/13/2025	Official
71572	Charter of the Human Resources Committee of the Palomar Health Board of Directors	Bylaws	BOD	DeBruin, Kevin	5/1/2026	Official
58912	Outsourced Labor Policy	Procedure	BOD	Hansen, Diane	5/1/2026	Official
21780	Succession Policy	Policy	BOD	DeBruin, Kevin	5/1/2026	Official
27092	Annual Adoption of Statement of Investment	Policy	BOD	DeBruin, Kevin	9/11/2026	Official
72752	Charter of the Community Relations Committee	Bylaws	BOD	DeBruin, Kevin	9/27/2026	Official
21800	Conflict of Interest Code	Policy	BOD	DeBruin, Kevin	11/13/2026	Official
63352	Board Committee Agenda Creation	Policy	BOD	DeBruin, Kevin	2/14/2027	Official
72513	Charter of the Quality Review Committee	Bylaws	BOD	DeBruin, Kevin	4/10/2027	Official
71613	Charter of the Strategic and Facilities Planning Committee of the Palomar Health Board of Directors	Bylaws	BOD	DeBruin, Kevin	4/10/2027	Official
58892	Debt Policy	Policy	BOD	Tokar, Andrew	8/7/2027	Official
21776	Gifts and Donations	Policy	BOD	DeBruin, Kevin	11/13/2027	Official
21798	Oath of Office	Policy	BOD	DeBruin, Kevin	11/13/2027	Official
21825	Provider Recruitment	Policy	BOD	DeBruin, Kevin	11/13/2027	Official
11058	Nursing and Patient Care	Policy	BOD	DeBruin, Kevin	4/8/2028	Official
71612	Charter of the Finance Committee of the Palomar Health Board of Directors	Bylaws	BOD	DeBruin, Kevin	4/29/2028	Official
68552	Board of Directors Code of Conduct	Policy	BOD	DeBruin, Kevin	6/15/2028	Official
72512	Charter of the Audit and Compliance Committee	Bylaws	BOD	DeBruin, Kevin	9/10/2028	Official
71332	Charter of the Governance Committee of the Palomar Health Board of Directors	Bylaws	BOD	DeBruin, Kevin	9/10/2028	Official

*Ad Hoc Committee