

Board of Directors Meeting Minutes – Monday, September 9, 2024

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, September 6, 2024, 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 Jeff Griffith.

1. ESTABLISHMENT OF QUORUM

Quorum comprised of Directors Barry, Clark, Corrales, Edwards-Tate, Greer, Griffith, Pacheco

Absences: None

2. OPENING CEREMONY – Pledge of Allegiance to the Flag

The Pledge of Allegiance to the Flag was recited in unison.

Agenda Item

- *Discussion*

Conclusion / Action /Follow Up

MISSION AND VISION STATEMENTS

The Palomar Health mission and vision statements are as follows:

- *The mission of Palomar Health is to heal, comfort and promote health in the communities we serve*
- *The vision of Palomar Health is to be the health system of choice for patients, physicians and employees, recognized nationally for the highest quality of clinical care and access to comprehensive services*

3. PUBLIC COMMENTS

- Marcelle Voorhies Rossman
- Dr. Joe Muga

4. PRESENTATIONS

- a. Patient Experience Video

- Omar Khawaja, M.D., Chief Medical Officer, introduced the grateful patient video.

Board of Directors Meeting Minutes – Monday, September 9, 2024

Agenda Item

- *Discussion*

Conclusion / Action /Follow Up

5. APPROVAL OF MINUTES

- a. Board of Directors Meeting - Monday, August 12, 2024

MOTION: By Director Edwards-Tate, 2nd by Director Barry and carried to approve the Monday, August 12, 2024, Board of Directors Meeting minutes with revisions.

Roll call voting was utilized.

Director Barry – aye Director Greer – aye

Director Clark – aye Director Griffith – aye

Director Corrales – aye Director Pacheco – aye

Director Edwards-Tate – aye

Chair Griffith announced that seven board members were in favor. None opposed. One abstention. None absent.

Motion approved.

- Director Michael Pacheco noted two corrections, page 8 and 11 of the information packet. Revisions will be made.

Board of Directors Meeting Minutes – Monday, September 9, 2024

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. Annual Adoption of Statement of Investment

MOTION: By Director Barry, 2nd by Director Pacheco and carried to approve Consent Agenda items a through c as presented.

Roll call voting was utilized.

Director Barry – aye Director Greer – aye

Director Clark – aye Director Griffith – aye

Director Corrales – aye Director Pacheco – aye

Director Edwards-Tate – aye

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

Motion approved.

- Director John Clark sought clarification on when to inquire about an agenda item. It was determined agenda item 8b was appropriate by Kevin DeBruin, Chief Legal Officer.

7. REPORTS

a. Medical Staffs

I. Palomar Medical Center Escondido

Palomar Medical Center Escondido Chief of Staff, Dr. Kanchan Koirala, provided a verbal report to the Board of Directors.

II. Palomar Medical Center Poway

Palomar Medical Center Poway Chief of Staff, Dr. Sam Filiciotto, provided a verbal report to the Board of Directors.

b. Administrative

I. President and CEO

Board of Directors Meeting Minutes – Monday, September 9, 2024

Agenda Item

- *Discussion*

Conclusion / Action /Follow Up

Palomar Health President & CEO Diane Hansen provided a verbal report to the Board of Directors.

II. Chair of the Board

Palomar Health Chair of the Board Jeff Griffith provided a verbal report to the Board of Directors.

8. APPROVAL OF BYLAWS, CHARTERS, RESOLUTIONS and OTHER ACTIONS

- a. Policy: Oath of Office (21798)

MOTION: By Director Pacheco, 2nd by Director Corrales and carried to approve Oath of Office (21798) as presented.

Roll call voting was utilized.
Director Barry – aye Director Greer – aye
Director Clark – aye Director Griffith – aye
Director Corrales – aye Director Pacheco – aye
Director Edwards-Tate – abstain
Chair Griffith announced that six board members were in favor. None opposed. One abstention. None absent.
Motion approved.

- No discussion

Board of Directors Meeting Minutes – Monday, September 9, 2024

Agenda Item

- Discussion*

Conclusion / Action /Follow Up

b. Policy: Board Agenda Creation (21809)

MOTION: By Director Barry, 2nd by Director Corrales and carried to approve Board Agenda Creation (21809) as presented.

Roll call voting was utilized.

Director Barry – aye Director Greer – aye
Director Clark – no Director Griffith – aye
Director Corrales – aye Director Pacheco – aye
Director Edwards-Tate – abstain

Chair Griffith announced that Five board members were in favor. One opposed. One abstention. None absent.

Motion approved.

MOTION: By Director Pacheco, 2nd by Director Edwards-Tate and carried to return Board Agenda Creation (21809) policy be revisited by the Board Governance Committee.

Roll call voting was utilized.

Director Barry – aye Director Greer – aye
Director Clark – aye Director Griffith – aye
Director Corrales – aye Director Pacheco – aye
Director Edwards-Tate – aye

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

Motion approved.

- Director John Clark sought clarification of the section III,2. Board discussion ensued.
- Policy as approved stands, second motion requesting Board Governance Committee revisit the policy based on discussion.

Board of Directors Meeting Minutes – Monday, September 9, 2024

Agenda Item

• *Discussion*

Conclusion / Action /Follow Up

c. Policy: Annual Statement of Investment (27092)

MOTION: By Director Barry, 2nd by Director Pacheco and carried to approve Annual Statement of Investment (27092) as presented.

Roll call voting was utilized.

Director Barry – aye Director Greer – aye

Director Clark – aye Director Griffith – aye

Director Corrales – aye Director Pacheco – aye

Director Edwards-Tate – abstain

Chair Griffith announced that six board members were in favor. None opposed. One abstention. None absent.

Motion approved.

• No discussion

9. COMMITTEE REPORTS (*information only unless otherwise noted*)

a. Audit and Compliance Committee

• Committee Chair Michael Pacheco reported the committee summary is included in the board-meeting packet.

b. Governance Committee

• Committee Director Laura Barry reported the committee summary is included in the board-meeting packet.

FINAL ADJOURNMENT

• There being no further business, Chair Jeff Griffith adjourned the meeting at 7:34 p.m.

Board of Directors Meeting Minutes – Monday, September 9, 2024

Agenda Item

- *Discussion*

Conclusion / Action / Follow Up

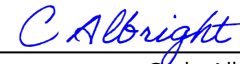
Board Secretary



Terry Corrales, R.N.

Signatures:

Board Assistant



Carla Albright