

Board Governance Committee Minutes – Thursday, October 3, 2024

AGENDA ITEM

CONCLUSION/ACTION

FOLLOW UP/RESPONSIBLE PARTY

FINAL?

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 Monday, September 30, 2024, 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 12:01 p.m. by Committee Chair Jeff Griffith.

I. ESTABLISHMENT OF QUORUM

- Quorum comprised of: Directors Barry, Corrales and Griffith
- Excused Absences: None

II. PUBLIC COMMENTS

- None

III. ACTION ITEMS

a. *Approval: Board Governance Committee Meeting Minutes, Wednesday, August 14, 2024*

MOTION by Director Barry, 2nd by Director Corrales to approve the Wednesday, August 14, 2024, Board Governance Committee meeting minutes as written.

Roll call voting utilized.
Director Barry - aye
Director Corrales – aye
Director Griffith - aye

All in favor. None opposed. None absent. None abstain
Motion approved

Discussion:

- No discussion

b. *Policy Review: Board Agenda Creation (63352)*

MOTION by Director Barry, 2nd by Director Corrales to approve proposed changes to Board Agenda Creation policy (63352).

Roll call voting utilized.
Director Barry - aye
Director Corrales – aye
Director Griffith - aye

All in favor. None opposed. None absent. None abstain
Motion approved

Policy moved to Board of Directors for ratification.

Y

Discussion:

- Kevin DeBruin, Chief Legal Officer, proposed inserting a sentence in article 2, section 2 stating “Board members who are not committee members may request to have items placed on the board committee agenda at meetings of the full board either through the Board Chair or Committee Chair”.
- Committee discussion ensued

<p>c. <i>Policy Review: Bylaws of Palomar Health</i></p>	<p>MOTION by Director Barry, 2nd by Director Corrales to table bylaws until all changes are complete.</p> <p>Roll call voting utilized. Director Barry - aye Director Corrales – aye Director Griffith - aye</p> <p>All in favor. None opposed. None absent. None abstain Motion approved</p>		
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Discussion:

- Kevin DeBruin, Chief Legal Officer, noted due to the amount of changes, suggests staff accelerate redline changes, send to Committee via email and reconvene next month for review.
- Committee discussion ensued
- Chair Jeff Griffith asked for an additional Governance Committee meeting be schedule in November.

IV. *STANDING ITEMS(S)*

<p>a. Legislative Update – ACHD Advocate</p>			
<p>b. Lucidoc List of Board Policies</p>			

Discussion:


- Director Terry Corrales shared an update on ACHD advocacy.

FINAL ADJOURNMENT

Meeting adjourned by Committee Chair Jeff Griffith at 12:41 p.m.

Signatures:

Committee Chair



Jeff Griffith

Committee Assistant

C. Albright

Carla Albright