

Palomar Pomerado Health
BOARD OF DIRECTORS
REGULAR BOARD MEETING
Pomerado Hospital, Poway
Monday, January 17, 2005

AGENDA ITEM	DISCUSSION	CONCLUSIONS/ACTION	FOLLOW-UP/RESPONSIBLE PARTY
CLOSED SESSION	5:30 p.m.		
ADJOURNMENT TO OPEN SESSION	6:30 p.m.	No reportable action.	
CALL TO ORDER	6:30 pm Quorum comprised Directors Bassett, Greer, Kleiter, Krider, Rivera and Scofield. Regrets received from Director Larson.		
OPENING CEREMONY	The Pledge of Allegiance was recited in unison, followed by an inspirational reading by Chaplain Walden (<i>attached</i>).		
MINUTE OF SILENCE	Chairman Rivera acknowledged Chaplain's recitation in memory of the Reverend Martin Luther King, Jr., and requested one minute of silence in memory of the recent Tsunami wave and the enormous loss of life and devastation in that part of the world.		
MISSION AND VISION STATEMENTS	<p>The PPH mission and vision statements were read by Director Scofield, as follows:</p> <p><i>The mission of Palomar Pomerado Health is to heal, comfort and promote health in the communities we serve.</i></p> <p><i>The vision of PPH 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.</i></p>		
NOTICE OF MEETING	Notice of Meeting was mailed consistent with legal requirements		
PUBLIC COMMENTS	None		

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APPROVAL OF MINUTES			
<ul style="list-style-type: none"> • December 13, 2004 Annual Meeting 	<p>Director Greer requested that the minutes of the December 13, 2004 Annual Meeting be amended to note that due to her potential conflict of interest, she "declined" from voting on items during the meeting, rather than she "abstained", this being based upon her legal counsel's advice, notice of which she would read out toward the end of this meeting under Board Members Comments.</p>	<p>MOTION: by Krider, 2nd by Scofield and carried that the minutes of the December 13, 2004 Annual Meeting be approved as submitted, with the provision as stated by Director Greer that such minutes be amended to note that she "declined" from voting on items during the meeting, rather than "abstained". All in favor.</p>	
CONSENT ITEMS		<p>MOTION: by Scofield, 2nd by Kleiter and carried to approve the Consent Items as submitted. Director Greer declined.</p>	
PRESENTATION	None		
REPORTS			
Medical Staff			
Palomar Medical Center			
<ul style="list-style-type: none"> ▪ Credentialing 	<p>James S. Otoshi, MD., Chief of PMC Medical Staff, presented PMC's requests for approval of Credentialing Recommendations. However, before doing so he noted that on page 12 of the packet submitted from PMC Medical Staff Office, the name Jennifer G. Burrows should indicate R.N. after the name, and not M.D. With this clarification, approval was requested.</p>	<p>MOTION: by Bassett, 2nd by Scofield and carried to approve the PMC Medical Staff Executive Committee credentialing recommendations for the PMC Medical Staff, as presented with one amendment as submitted. None opposed.</p> <p>Director Greer declined. Director Rivera abstained to avoid potential conflict of interest.</p>	
Escondido Surgery Center			
<ul style="list-style-type: none"> ▪ Credentialing 	<p>L. Richard Greenstein, MD., Medical Director of the Escondido Surgery Center, presented requests for approval of Credentialing Recommendations.</p>	<p>MOTION: by Scofield, 2nd by Bassett, and carried to approve the PMC Medical Staff Executive Committee credentialing recommendations for the Escondido Surgery Center, as presented. None opposed.</p>	

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		Director Greer declined. Director Rivera abstained to avoid potential conflict of interest.	
Pomerado Hospital			
<ul style="list-style-type: none"> ▪ Credentialing 	Paul E. Tornambe, MD., Chief of Pomerado Medical Staff, presented Pomerado Hospital's requests for approval of Credentialing Recommendations.	<p>MOTION: by Scofield, 2nd by Krider and carried to approve the Pomerado Hospital Medical Staff Executive Committee credentialing recommendations for the Pomerado Medical Staff, as presented. None opposed.</p> <p>Director Greer declined. Director Rivera abstained to avoid potential conflict of interest.</p>	
Administrative			
Chairperson - Palomar Pomerado Health Foundation	G. Douglas Moir, M.D./ Absent with regrets.	No report presented.	
Chairman of the Board - Palomar Pomerado Health	Marcelo R. Rivera, M.D., Chairman		
<ul style="list-style-type: none"> • Appointment of Treasurer 		<p>MOTION: by Bassett, 2nd by Krider and carried that Director T. E. Kleiter be appointed as Treasurer of the Board of Directors.</p> <p>The Board warmly congratulated Director Kleiter on his appointment.</p>	
<ul style="list-style-type: none"> • Resolution No. 01.17.05(01)-01 Amending Established Date of Regular Board Meeting for Calendar Year 2005 	Chairman Rivera requested that consideration be given by the Board to amending the date of the August 8, 2005 Regular Board Meeting to August 15, 2005 via the submitted Resolution. Time and location to remain the same.	<p>MOTION: by Kleiter, 2nd by Bassett and carried Resolution No. 01.17.05(01)-01 Amending the Established Date of Regular Board Meeting for Calendar Year 2005 be approved as submitted. All in favor. None opposed.</p>	
<ul style="list-style-type: none"> • Annual Board Retreat (Premier) Jan 24-26 	Chairman Rivera reported that some board members would be attending this retreat, including Director Kleiter, Michael Covert, medical staff and himself.		

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<ul style="list-style-type: none"> • Appreciation 	<p>Chairman Rivera relayed his appreciation to the Board for the confidence placed in him as their Board Chairman. He noted that he works closely with board members and that quality is a major priority, in addition to maintaining fiscal solvency with the challenge of the Facility Master Plan combined with the 70% positive vote given to us by the community. Our goal is to incorporate the remaining 30% so that we may have 100% community support in turning dreams into reality.</p>		
<ul style="list-style-type: none"> • “Champion Team Meeting” – Jan 12 	<p>Chairman Rivera noted that a Champion Team Meeting took place January 12 providing an interpretation of our plans by the architects and administration.</p>		
<ul style="list-style-type: none"> • Educational Meeting – Dr. David Nash - Jan 22 	<p>Chairman Rivera informed that on Saturday, January 22 Dr. David Nash would be conducting an educational presentation at the Radisson, Rancho Bernardo on the topic of Quality and the PPH Way, encouraging growth and development.</p>		
<p>President and CEO</p>	<p>Michael Covert, FACHE</p>		
<ul style="list-style-type: none"> • Assistant to CEO 	<p>Michael Covert stated that applications had been reviewed for the position of Assistant to the CEO vacated by Ms Gelsy Shiell. He had pleasure in announcing that Ms Nancy Wood had assumed this position. Mr. Covert thanked Ms Janie Frincke and Ms Carrie Frederick for their support in this regard, noting that Ms Wood had previously supported Ms Lori Wells, formerly of PMC Administration. Ms Wood had been with PPH for 28 ½ years and had worked within the hospital administration.</p>		
<ul style="list-style-type: none"> • Joint Conference/Medical Staff Committee 	<p>Mr. Covert noted that a bylaws amendment for the Joint Conference/Med Staff Committee had been presented to the PMC Medical Staff. It was also being presented to Pomerado Medical Staff Committee for relevant Bylaws approval. It was anticipated that Dr. Otoshi would likely chair the initial meeting of such a committee.</p>		

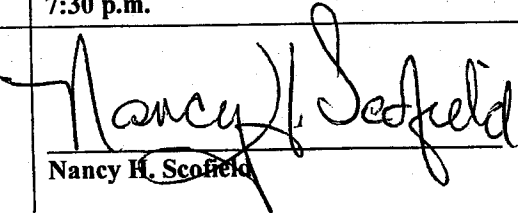
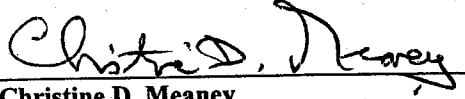
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<ul style="list-style-type: none"> Administrative Update CHRO 	<p>The CEO relayed that the individual who had been interviewed as a finalist candidate for the position of Chief Human Resources Officer had declined our offer, recognizing that higher costs of living are significant in this area, therefore the search would continue. Meanwhile, Brenda Turner and Marshall Murrow were asked to kindly continue in their supportive HR roles.</p>		
<ul style="list-style-type: none"> Chief Quality & Clinical Officer 	<p>It was noted that a letter was being distributed to the Medical Staff that week, including Chiefs of Staff, Chief of Staff elect and Past Chiefs and to Quality Committee to serve as a review group in the selection process of Dr. Tesoro's replacement for Chief Quality & Clinical Officer. In-house applicants would be considered initially, following which we would look at outside candidates.</p>		
<ul style="list-style-type: none"> Legislative Day 	<p>Mr. Covert reminded that CHA Legislative Day would be Wednesday, March 2, 2005 and that Gustavo Friederichsen would be following up with a reminder of this event. Board Members had already been notified.</p>		
<ul style="list-style-type: none"> CSUSM 	<p>Michael Covert relayed that Karen Hanes, President of Cal State University San Marcos would like to hold a meeting regarding future nurse training. He would ask Director Bassett to meet with Ms Hanes and, if necessary, meet as a group to move forward with the goal of the initial class taking place in Fall, 2006.</p>		
<ul style="list-style-type: none"> Rancho Penasquitos 	<p>The CEO referred to the Strategic Planning Committee regarding land sites in Rancho Penasquitos and that visits were being made to various sites following which information will be brought back to the Board with recommendations relative to the purchase of land. PPH is however sensitive to the issues in Ramona, and is working with the community there in conjunction with the Ramona Advisory Council.</p>		

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<ul style="list-style-type: none"> 2nd Annual Leadership Recognition Gala – Feb 11 	<p>Mr. Covert referred to this event being held at the California Center for the Arts on the revised date of Friday, February 11, 2005. It would be a special evening honoring PPH leadership including medical staffs, auxiliaries, etc.</p>		
<ul style="list-style-type: none"> Board Educational Programs 	<p>Following the Annual Board Self-Evaluation meeting, it was felt that national speakers in healthcare, particularly in areas of interest board members may have, could be scheduled throughout the year and that Mr. Covert would provide a draft schedule for the Board to be shared with the upcoming Governance Committee. Several Board responses had been received on possible monthly timeframes, but consensus would be sought.</p>		
<ul style="list-style-type: none"> Bi-Monthly Reports from Executive Staff - Jim Flinn 	<p>Jim Flinn, COO of Pomerado Hospital, provided a verbal report to the Board on service-oriented winners in the North and South zones. Most improved scores in patient loyalty was awarded to MedSurg/Telemetry Dept. Pomerado E.R. Dept scored in the 99th percentile nationally, who in turn selected Patient Response Employees as their support. As a result we are empowering employees</p> <p>It was reported that a new Physicians' Lounge was open on the 2nd Floor, in addition to a new Consultation Room.</p> <p>Increased parking to MDs was also available with 24/7 access.</p> <p>Regarding the upcoming JCAHO survey, Mary Oelman recently addressed a committee of almost fifty attendees to help break down any barriers.</p> <p>Mr. Flinn was thanked for his report.</p>		
<ul style="list-style-type: none"> - Gerald Bracht 	<p>Gerald Bracht, COO of Palomar Medical Center, provided a verbal report to the Board, noting that patient scores were also going up. Awards were given in the North Zone in the Med/Surg area with Rehab Dept recognition,</p>		

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	<p>and with the Dept realizing greatest improvement in their scores being Radiology Dept., who in turn recognized the Transportation Department for patients. OB deliveries at PMC were at a record level of 404 during December.</p> <p>Also, a significant increase was noted in donations of blood.</p> <p>In addition, the Pharmacy expansion project had been completed and is now operating in an enlarged space. Expansion of the Instrument Room in the Operating Room was due to begin which would create an enlarged space for instrument processing in the OR in view of the increased number of surgeries there.</p> <p>Mr. Bracht's report was appreciated.</p>		

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<ul style="list-style-type: none"> - Sheila Brown 	<p>Ms Brown reported that PPH had been selected to participate in the Continuity of Care Collaboration with Lumetra, the federally funded, non-profit health information organization charged by CMS with improving the quality of care received by California's 4.1 million Medicare beneficiaries. The team will be attending the Lumetra Conference in Pasadena January 27.</p> <p>Patient Loyalty Scores – Wound Care Center 99th percentile – World Class; Home Care 85th percentile – Best Practice; Rehab Services – 96th percentile World Class. Employee Engagement Scores.</p> <p>There being no questions, Ms Brown was thanked for her report.</p>		
<ul style="list-style-type: none"> - Lorie Shoemaker 	<p>Michael Covert suggested that Lorie Shoemaker also be included in providing future verbal reports on relevant issues every other month.</p>		<p>Ms Shoemaker to also provide future verbal reports every other month.</p>
<ul style="list-style-type: none"> November Employee Engagement Scores 	<p>Mr. Covert stated that our November scores were very impressive, increasing from 3.7 to 3.92 moving from the 50th to 65th percentile in 6 months' time. Our efforts and hard work were paying off.</p>		
<ul style="list-style-type: none"> Independent Citizens' Oversight Committee – Next Steps 	<p>Mr. Bob Hemker, CFO, reported that as a result of the December acceptance of the official General Election results of November, 2004, this triggered the Independent Citizens' Oversight Committee.</p> <p>The Bond Financing Team and Finance Committee had met regarding the formation process for the Citizens' Oversight Committee. We legally have 90 days to form the Committee and to this end the Policies/Procedures and application process is anticipated to be brought for approval to the February Board meeting. Five of the seats would be open seats. It was envisaged that the committee would be identified and seated by June 30 and in place by July 1, 2005.</p>		

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	Attorney Paul DeMuro noted that the Independent Citizens' Oversight Committee was included in Proposition BB which indicated PPH's willingness to go the extra mile.		
INFORMATION ITEMS			
▪ Human Resources			
▪ Community Relations			
COMMITTEE REPORTS	<i>Finance Committee action items(if any) reported under Consent Items.</i>		
• ad hoc CEO Compensation/Contract Committee	Chairman Rivera stated that there was nothing to report with the matter continuing until it can be reported out.		
BOARD MEMBER COMMENTS/AGENDA ITEMS FOR NEXT MONTH Chairman Rivera Director Scofield Director Greer	Chairman Rivera wondered whether we may need to reconvene the ad hoc Nursing Committee. He inquired about distribution of invitations for the 2 nd Annual Leadership Gala so that we can try to have good turnout. Reminder was made of the Foundation's Reception on Thursday, January 20. Director Scofield highlighted the Womens' Conference scheduled for Saturday, April 9, 2005 with guest speaker, Naomi Judd, as she is looking forward to the best ever attendance. Director Greer read out a legally prepared statement by her attorney regarding her potential conflict of interest concerning the Escondido Surgery Center, disclosing Dr. Greer's interest in a 0.7949% of Escondido Ambulatory Surgical Center and 0.8232% of the 343 East Second Avenue Investors Ltd., which equates to 47.70% or less than half a share which he has owned for many years. As a result, Ms Greer decided not to vote on issues at the past meeting due to concerns over this interest and that there may be occasions in the future where issues concerning the Escondido Ambulatory Surgical Center may come before the Board and at those times, on those matters,		

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	Ms Greer will probably decline to vote at this time. She requested that authority be given to apply for an Attorney General's opinion that Dr. Greer's interest in the Surgery Center is "remote" under the statute.	Chairman Rivera stated that an Attorney General's opinion is being recommended. Attorney Paul DeMuro indicated that Mr. Covert as CEO would direct the matter in an administrative capacity as it was not a specific agenda item.	CEO
ADJOURNMENT	7:30 p.m.		
SIGNATURES	<ul style="list-style-type: none"> <li data-bbox="262 560 504 592">▪ Board Secretary  Nancy H. Scofield		
	<ul style="list-style-type: none"> <li data-bbox="262 722 504 755">▪ Board Assistant  Christine D. Meaney		