

Palomar Pomerado Health
BOARD OF DIRECTORS
REGULAR BOARD MEETING
Pomerado Hospital, Meeting Room E, Poway
Monday, March 14, 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	6:35 pm Quorum comprised Directors Bassett, Greer, Kleiter, Krider, Larson, Rivera and Scofield.		
OPENING CEREMONY	The Pledge of Allegiance was recited in unison, followed by an inspirational reading (<i>attached</i>) by Chaplain Walden.	Chaplain Walden was thanked for his heartfelt recitation.	
MISSION AND VISION STATEMENTS	The PPH mission and vision statements were read by Director Greer, as follows: <i>The mission of Palomar Pomerado Health is to heal, comfort and promote health in the communities we serve.</i> <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>		
NOTICE OF MEETING	Notice of Meeting was mailed consistent with legal requirements		
PUBLIC COMMENTS	None		
APPROVAL OF MINUTES • February 7, 2005	Director Bassett noted that the minutes should reflect she abstained from voting for both the PMC, and the Pomerado Medical Staffs Credentialing at the February 7, 2005 meeting, due to potential conflict of interest.	MOTION: by Scofield, 2 nd by Krider and carried to approve the minutes of the February 7, 2005 Regular Board Meeting as submitted, with the amendment that Director Bassett abstained from voting for both the PMC, and the Pomerado Medical Staffs Credentialing, due to potential conflict of interest.	

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CONSENT ITEMS including Review of PPH Policies per Special Governance Committee 2-27-05		All in favor. None opposed. MOTION: by Scofield, 2 nd by Kleiter and carried to approve the Consent Items as submitted. All in favor. None opposed. Director Greer declined.	
PRESENTATION			
<ul style="list-style-type: none"> ▪ Health Care Advisory Councils (HCACs) Update – Pomerado Tri-Regional Healthcare Advisory Council 	Janet Bath, Outreach Consultant, introduced Jay Goldby, Chairman of the Pomerado Tri-Regional Healthcare Advisory Council. Mr. Goldby recognized the three Vice Chairs, Judy Bauer, Jane Radatz and Andy Patapow who were present. Benefits of PPH HCACs, including Senior Isolation, Youth Issues, Clinic Services and Goals to achieve Positive Outcomes were presented, together with a tool to track progress. <i>(Report attached).</i>	Chairman Rivera sincerely thanked Jay Goldby noting that we are fortunate to have a person of his caliber working with PPH. Mr. Covert concurred and also thanked Mr. Goldby.	
<ul style="list-style-type: none"> ▪ 2nd Qtr, FY 05 (Oct – Dec) Compliance Update 	Jim Neal, Corporate Integrity, provided the 2 nd Qtr, FY 05 (Oct – Dec) Compliance Update, noting that he is visiting physicians' offices to provide HIPAA and Stark II, Phase II training. The Audit and Compliance Departments are working well together and Mr. Neal meets with each new Director, and returns to others who have been with PPH, to update all on corporate integrity issues. There are currently no legal compliance issues pending; no compliance investigation ongoing; and no focused reviews ongoing at this time. <i>(Report attached).</i>	Mr. Neal was thanked for his informative and detailed report.	
REPORTS			
Medical Staff			
Palomar Medical Center			
<ul style="list-style-type: none"> ▪ Credentialing 	James S. Otoshi, MD., Chief of PMC Medical Staff, presented PMC's requests for approval of Credentialing Recommendations.	MOTION: by Scofield, 2 nd by Krider and carried to approve the PMC Medical Staff Executive Committee credentialing recommendations for the PMC Medical Staff, as presented. None opposed.	

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		Directors Larson and Rivera abstained to avoid potential conflict of interest. Director Greer declined.	
Escondido Surgery Center			
<ul style="list-style-type: none"> ▪ Credentialing 	Marvin W. Levenson, MD., on behalf of L. Richard Greenstein, MD., Medical Director of the Escondido Surgery Center, presented requests for approval of Credentialing Recommendations.	<p>MOTION: by Bassett, 2nd by Kleiter and carried to approve the PMC Medical Staff Executive Committee credentialing recommendations for the Escondido Surgery Center, as presented. None opposed.</p> <p>Directors Larson and Rivera abstained to avoid potential conflict of interest. Director Greer declined.</p>	
<ul style="list-style-type: none"> ▪ Revisions to Escondido Surgery Center Medical Staff Bylaws Rules & Regulations 	Marvin W. Levenson, MD., on behalf of L. Richard Greenstein, MD., Medical Director of the Escondido Surgery Center, presented request for approval to Revisions to Escondido Surgery Center Medical Staff Bylaws Rules & Regulations. Dr. Levenson noted that review of the Escondido Surgery Center Bylaws had not been undertaken since 1998 and were due for revision.	<p>MOTION: by Kleiter, 2nd by Krider and carried to approve Revisions to Escondido Surgery Center Medical Staff Bylaws Rules & Regulations as presented. None opposed.</p> <p>Directors Larson and Rivera abstained to avoid potential conflict of interest. Director Greer declined.</p>	
Pomerado Hospital			
<ul style="list-style-type: none"> ▪ Credentialing 	Benjamin Kanter, MD., on behalf of 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 Kleiter and carried to approve the Pomerado Hospital Medical Staff Executive Committee credentialing recommendations for the Pomerado Medical Staff, as presented. None opposed.</p> <p>Directors Bassett, Larson and Rivera abstained to avoid potential conflict of interest. Director Greer declined.</p>	
<ul style="list-style-type: none"> ▪ Revisions to Pomerado 	Benjamin Kanter, MD., on behalf of Paul E.	MOTION: by Kleiter, 2 nd by Krider	

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Hospital Medical Staff Bylaws	Tornambe, MD., Chief of Pomerado Medical Staff, presented request for approval of Revisions to Pomerado Hospital Medical Staff Bylaws.	and carried to approve the Revisions to Pomerado Hospital Medical Staff Bylaws, as presented. None opposed. All in favor. No abstentions. Director Greer declined.	
Administrative			
Chairperson - Palomar Pomerado Health Foundation	G. Douglas Moir, MD, Chairman		
	Dr. Moir, on behalf of the Foundation, presented a verbal report to the Board, relaying that the Foundation is actively pursuing planned giving opportunities. In addition, a Foundation Board Retreat was held Saturday, March 12, attended by Mr. Covert and PPH Directors Krider and Scofield. Many of the issues that arose in 1980 still remain unresolved and it is intended to close these as soon as possible.	Dr. Moir was thanked for his report.	
Chairman of the Board - Palomar Pomerado Health	Marcelo R. Rivera, MD, Chairman		
<ul style="list-style-type: none"> • CHA Legislative Day March 2, 2005 • PPH Foundation • ACHD 	<p>Chairman Rivera referred to CHA Legislative Day on March 2 in Sacramento which both Director Bassett and he attended. Patient Nurse Ratios, Funding for Medicare and Medicaid, and Seismic Retrofits were discussed. Chairman Rivera was asked to report on PPH's Proposition BB which had been on the November, 2004 ballot, noting that passion proved to be the reason for successful passage of BB.</p> <p>Chairman Rivera also appreciated Dr. Moir together with the leadership of the Foundation and the Executive Committee on the resolution of ongoing issues.</p> <p>Chairman Rivera apologized as he had intended to also recognize Director Kleiter who represents PPH on the ACHD Board of</p>		

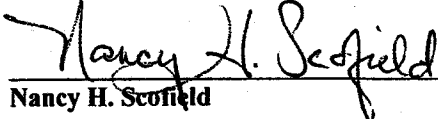
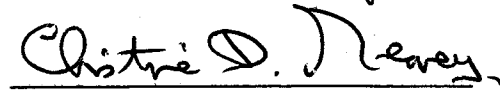
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	Directors, thanking him for his attendance at the March 7 & 8 ACHD Legislative Days.		
President and CEO	Michael H. Covert, CEO		
<ul style="list-style-type: none"> • 1st Qtr Leadership in Action Award 	Michael Covert congratulated Kate Stacy, IMC, upon her receiving the 1 st Qtr Leadership in Action Award, and read from the congratulatory letter.		
<ul style="list-style-type: none"> • JCAHO 	<p>Mr. Covert recognized Mary Oelman regarding preparation for the JCAHO survey which began March 8 at Pomerado, so that we could meet all of the JCAHO standards. The surveyors were impressed with the close involvement by Medical Staff and Leadership at Pomerado. Pomerado Hospital was accredited. There were twelve JCAHO surveyors at PMC with the first day (March 14) having passed with no major issues. Chairman Rivera and Director Krider attended the JCAHO CEO conference at Pomerado, and all Board Members were invited to attend at PMC this Friday, noting we are accredited as a system.</p> <p>Director Krider relayed that five comments were made by the JCAHO survey team, noting there are 800 issues upon which to comment, hence he felt this was an excellent result.</p>	Kudos and thanks to Mary Oelman and her team who did an outstanding job in preparation for, and JCACHO accreditation of, Pomerado Hospital.	
<ul style="list-style-type: none"> • Women's Conference 	Gustavo Friederichsen and Janet Gennoe had been involved in organizing this conference at the Center for the Arts on April 9. 500 people are expected to attend.	Congratulations to all concerned.	
<ul style="list-style-type: none"> • Joint Conference Committee 	Michael Covert reported that an inaugural meeting of the Joint Conference Committee will be held March 16.		
<ul style="list-style-type: none"> • Palomar Pomerado North County Health Development, Inc Inaugural Board Meeting 	The inaugural meeting of this newly formed Board was scheduled for March 22, 2005 and is an outcome of the grants organization established in December through which all PPH grants will be directed.		
<ul style="list-style-type: none"> • Chief Quality Review Officer 	Recruitment had been underway with an offer in process for this position.		
<ul style="list-style-type: none"> • Chief Human Resources 	This position was under recruitment.		

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Officer			
<ul style="list-style-type: none"> • Former Maranatha Chapel, Rancho Penasquitos 	Mr. Covert relayed that there is no action at this time as we are still in discussions with the church.		
INFORMATION ITEMS	<i>Discussion by exception only</i>		
<ul style="list-style-type: none"> ▪ Human Resources 			
<ul style="list-style-type: none"> ▪ Community Relations 			
<ul style="list-style-type: none"> ▪ Strategic Planning 			
<ul style="list-style-type: none"> ▪ Finance 			
COMMITTEE REPORTS			
(Special) Governance	Linda C. Greer, RN, Chairperson		
	<p>Director Greer, referring to the Special Governance Committee Meeting held February 17, noted that a complete review of PPH Policies had commenced together with input from other Committees and Staff, culminating with review by Governance Committee and ultimate approval by the Board on an ongoing basis. Board Policies continue to be reviewed and once Board approval is obtained, such Policies will be entered into the Lucidoc software program.</p> <p>Jim Neal had offered to set up a short training time on the Lucidoc system for Board Members. Director Greer wished to thank Jim Neal, Diana Horne and Christine Meaney for the timely efforts made in revising and producing the Policies for inclusion in the Governance Committee packets for review, approval and onward transmission to the Board.</p> <p>Chairman Rivera noted that this was a very important committee. Director Greer said she felt privileged to be Chairperson of the Governance Committee.</p>	Director Scofield added kudos to all concerned in this effort.	
Finance	T. E. Kleiter, Chairman		
<ul style="list-style-type: none"> • Approval: CSUSM Nursing Program – Palomar Pomerado 	Director Kleiter explained that PPH had been in discussions with various academic institutions, including CSUSM and Palomar	MOTION: by Kleiter, 2 nd by Bassett and carried to approve the requested \$2.5 million to establish a health	

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<p>Health Institute of Nursing and Education</p>	<p>College, to increase academic preparation of nursing and other health professionals. As a result the Finance Committee recommended approval of the requested \$2.5 million to establish a health education and resource lab center at the San Marcos Ambulatory Care Center building to be known as the Palomar Pomerado Health Institute of Nursing and Education.</p> <p>Director Bassett commented that it was about two years ago when the ad hoc Committee for Nursing Future was formed which had culminated in such a nursing program, and in conjunction with the passage of Prop BB, would like to see overwhelming support by the Board for this motion.</p>	<p>education and resource lab center at the San Marcos Ambulatory Care Center building.</p> <p>All in favor. None opposed. Director Greer declined.</p>	
	<p>Following appreciation by Chairman Rivera, and noting that we are one of the few entities in the State undertaking this kind of partnering and recruiting within the educational system, he wished to commend this Board for their foresight.</p>		
	<p>Mr. Covert then introduced Mr. Mike Shanahan, Director, Facilities Planning & Development, who presented to the Board via overheads an architectural report by Anshen + Allen on the Palomar Pomerado Health Institute of Nursing & Education which is now becoming reality. <i>(Report attached)</i>.</p> <p>In follow-up, Chairman Rivera sincerely thanked Matt McLaughlin and his deceased wife, Jean, for their generosity and foresight in having donated \$250,000 for nursing scholarships.</p>		

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<ul style="list-style-type: none"> Resolution No. 03.14.05 (01)-04 Authorizing Execution of a Development Agreement for Development of an Outpatient Services Pavilion 	<p>Bob Hemker described discussions with Pacific Medical Buildings (PMB) noting the bullet points in the Board Packet submission relative to the Plan of Action presented to the Finance Committee, and by which PPH intended to achieve such objectives concerning a proposal to construct a Medical Office Building (MOB) on the Pomerado Hospital Campus. A resolution was attached for the Board's consideration and approval.</p> <p>Director Larson referred to naming/re-naming issues and that PPH should retain such rights. Bob Hemker responded that this would be memorialized in the ground lease.</p>	<p>MOTION: by Kleiter, 2nd by Scofield and carried, for the approval of Resolution No. 03.14.05 (01)-04 Authorizing Execution of a Development Agreement for Development of an Outpatient Services Pavilion.</p> <p>All in favor. Directors Larson and Rivera abstained due to potential conflict of interest. Director Greer declined.</p>	
<ul style="list-style-type: none"> Resolution No. 03.14.05 (02)-05 Authorizing Exercise of an Option to Purchase 6.6 Gross Acres of Land, by and between PPH and JRM-ERTC I, L.P. 	<p>Director Kleiter presented the Finance Committee's recommendation to proceed with Management's recommendation that PPH permit the Option payment to become non-refundable on February 23, 2005, and further recommends that the Board adopt Resolution 03.14.5 (02)-05 delegating to management the ability to exercise the Option under the Option Agreement and to consummate the acquisition of the Property pursuant to the provisions of the Option Agreement.</p>	<p>MOTION: by Kleiter, 2nd by Scofield and carried to proceed with Management's recommendation that PPH permit the Option payment to become non-refundable on February 23, 2005, and adopt Resolution 03.14.5 (02)-05 delegating to management the ability to exercise the Option under the Option Agreement and to consummate the acquisition of the Property pursuant to the provisions of the Option Agreement.</p> <p>All in favor. None opposed. Director Greer declined.</p>	
<p>BOARD MEMBER COMMENTS/AGENDA ITEMS FOR NEXT MONTH</p>			
	<p>Director Kleiter relayed his attendance at the March 7 and 8 ACHD Legislative Days in Sacramento noting legislation being put forward to allow district hospitals to apply for Federal HUD loans. He provided background to this, noting that a law dated back to 1904 regarding the Escondido Water District and the issue of public agencies' mortgaging their</p>		

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	<p>properties. As a result, there is minimum availability of HUD loans on the West Coast, but 90% on the East Coast. This new legislation would allow California to apply for HUD loans.</p> <p>He also met personally with Christine Kehoe, Denise Ducheny and other legislators regarding seismic issues, medical revisions, etc.</p>		
	<p>Director Bassett stated that she had attended the CHA Health Policy Legislative Day March 2 in Sacramento with a different group, including Chairman Rivera, and Andy Hoang from Marketing. Two Bills were discussed – AB 702 – Nursing Education; and AB 232 – Community Colleges Registered Nursing Programs.</p> <p>Director Greer referred to the acute shortage of nurses and is excited about the Nursing Program approved earlier this evening.</p> <p>Director Scofield was thrilled with such a program, emphasizing the need to reach out to the schools as soon as possible, and at all levels.</p>		
	<p>Director Larson wondered if, in order to add emphasis, a letter of support or resolution showing our support might be drafted, and/or a hotmail circulated to our nursing staff to “rally the troops” and get the word out to the community to support our legislators for such Bills, particularly regarding AB 702.</p> <p>It was suggested that Michael Covert and Gustavo Frederichsen draft such PPH support.</p>		
	<p>Director Bassett referred to the fact we have no way to hire “Medics” into the health system, particularly those returning from Iraq. She felt there should be some way in which we can utilize such people on their return from duty as they are Corpsmen and used to triaging in emergencies.</p> <p>Chairman Rivera thanked Director Bassett for her input. He also acknowledged that he is</p>		

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	going to Washington, DC in May and he will continue to promote "The PPH Model" regarding our partnership with CSUSM School of Nursing.		
	Chairman Rivera referred to the collegiality in his meetings amongst physicians, and that nursing students on the medical floors notice and appreciate the positive interactions between physicians, nurses and staff.		
ADJOURNMENT	8:00 p.m.		
SIGNATURES <ul style="list-style-type: none"> <li data-bbox="296 537 533 565">▪ Board Secretary <li data-bbox="296 662 533 690">▪ Board Assistant 	<p data-bbox="667 516 1136 634">  <hr/> Nancy H. Scofield </p> <p data-bbox="667 634 1163 753">  <hr/> Christine D. Meaney </p>		

PASTORAL CARE-CHAPLAINCY



Palomar Pomerado Health

Board of Directors

March 14, 2005

Recitation – Chaplain David M. Walden

Mr. Chairman .. respected Board , Mr Covert, Palomar Pomerado's Gifted Medical Leaders .. Staff and Community .. Thank you for your contribution to our Health District .. our Families and our Communities

I Bring A Word Of Kindness:

Winston Churchill once said, " The price of greatness is responsibility". And that is true yesterday, today and forever. A great hero of history was remembered not because of his power or his wealth or his position .. But by his acts of kindness ... it is not called the Golden Rule by mistake .. Kindness is the Golden Rule .. it is timeless .. Do unto others as you would have them do unto to you .. it is a teaching of old .. from the wise ... for it is written ... "He who walks with the wise grows wise..." Proverbs 13:20

Matthew Prior, who lived between 1664 and 1721, gave good advice for all of us in every age when he wrote, "Be to her virtues very kind, be to her faults a little blind."And the Duchess in Alice in Wonderland made this comment about showing kindness so one can move ahead .. she said .. "If everybody minded their own business ... the world would go round a good deal faster than it does."

Most of us want to change the world for the better, but the job seems to big. So what if we decided to do at least one thing to improve just one person's life? A simple smile .. a gentle touch an encouraging word .. going the extra for the benefit of others is seeing others more important than yourself ... is this the price of greatness Mr Churchill referred too?

Do a deed of simple kindness ...

Though its end you may not see

**Chaplain David "Chappy" Walden It may reach, like widening ripples,
Down a long eternity." Norris**