

**Palomar Pomerado Health
BOARD OF DIRECTORS
SPECIAL BOARD MEETING**

Rancho Bernardo Inn, Andalucia I Room, 17550 Bernardo Oaks Drive, Rancho Bernardo
Monday, July 18, 2005 – 6:30 pm

AGENDA ITEM	DISCUSSION	CONCLUSIONS/ACTION	FOLLOW-UP/RESPONSIBLE PARTY
CALL TO ORDER	6:45 p.m. Quorum comprised Directors Bassett, Greer, Kleiter, Krider, Larson, Rivera and Scofield.		
NOTICE OF MEETING	Notice of meeting was posted consistent with legal requirements.		
PUBLIC COMMENTS	None		
6-MONTH BOARD SELF-EVALUATION PEER REVIEW	<p>So as to achieve a mid-year (6-month) review of the Board, Chairman Rivera referred to the recently completed PPH Board Self-Evaluation Peer Review surveys and the tabulated results. He then presented these results via PowerPoint, noting that as a Board, we are doing well.</p> <ul style="list-style-type: none"> • Confidentiality was rated highly amongst Board Members, as were broad, impartial and objective meetings. • Self-education may be an area for a little concern. • Skills to chair a meeting varied, with some instances of possible lack of experience or desire to take control. • All come well-prepared to meetings. • Chairman Rivera stated that he would ensure that Committee Chairs report out to the full Board. Director Kleiter cautioned that the intent was to provide information to the full Board and not repeat everything. • In some instances, more extensive Committee Narratives were needed so that these may provide adequate 		Mr. Covert to follow through with Committee Staff as necessary, to assure

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	<p>information to the Board.</p> <ul style="list-style-type: none"> • Appropriate Use of Board Time, and Participation in PPH Activities was also very good. <p>Summation of Survey Results: In general the scores were similar to those achieved at the December, 2004 Annual Board Self-Evaluation meeting.</p> <p>Chairman Rivera distributed sealed envelopes relating to Board Member's anonymous tabulations for seven Board Members, thanking the Board for their efforts during a very busy period.</p> <p>Dr. Rivera then invited comments either at that time or by e-mail.</p> <p>Director Larson felt that with regard to the many issues of building, site development, land, PPHF, etc., the Board should possibly meet more often for information, particularly regarding being on budget and on time with our various projects, etc.</p> <p>The CEO noted that with regard to both Strategic Planning and Finance Committees, those meetings are always noticed as Special Board Meetings, and other Committees where the Board thinks it is appropriate. Director Kleiter stated that their actions however are Committee actions, and not Board Meetings. Most of the Finance and Strategic Planning Committee meetings are just Committee meetings with four Board Members' votes, but not votes from the full Board.</p> <p>However, Director Kleiter acknowledged Director Larson's comments regarding his suggestion for Board involvement, noting that</p>		<p>adequate and informative Committee/Board Narratives.</p>

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	<p>Finance and Strategic Planning are the two key Committees.</p> <p>Director Larson commented he was not suggesting the revamping of our Committee structure, but it was a matter of discussion between the Board Chair, CEO and relevant Committee Chair to ensure prompt information to the full Board. Chairman Rivera noted that Committee Chairs liaise with the Board Chair. Director Bassett felt that one needs to trust the Committees and if there was a query, to contact the respective Committee Chair to discuss.</p> <p>The Chairman noted that the pivotal person was the CEO and that all Board Committees were to some extent involved in others. He continued that we would endeavor to minimize large meetings and try to improve means of communication. The CEO asked the Board to give thought as to how Board Committees are staffed as it was important to strike a good balance between Board and Staff.</p> <p>Director Scofield felt that items were not timely produced on the agenda – the CEO responded that he understood, noting it was often a fine balance between timing to ensure the latest information was accurately presented.</p> <p>Chairman Rivera in continuing his summation, reiterated that Board Members should contact the relevant Committee Chair if they have queries. Continuation of Self-Education, and understanding the role between Management, Administration and the Board with respect to each other, was also important.</p> <p>Director Kleiter commented that when he represents PPH at CHA, he felt that this Board</p>		

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	<p>and organization has more happening than in any other District and some of their problems do not come anywhere close to those which we face within this District. He emphasized that it was a pleasure to serve with a Board such as PPH, the members of which are all interested in what is occurring and that all Board Members are very actively involved.</p> <p>Mr. Covert stated that relative to the development of the system and the additional staff brought into the organization, everyone worked together as a team and were desirous of pleasing the Board, including the areas of Quality, Governance and Community Relations.</p> <p>Director Larson agreed, noting an atmosphere of great cooperation that Mr. Covert had created. Director Scofield concurred in terms of Board and Staff interest and cooperation under the CEO's leadership being the best she recalled.</p> <p>Chairman Rivera thanked everyone for their input.</p>		
<p>MASTER FACILITIES PLAN</p>	<p>Chairman Rivera then referred to the Master Facilities Plan and the area of communication so that the Board was kept fully informed. The challenge for the CEO was what we wanted our Committees to undertake and the reporting mechanisms, requesting a sense of direction in this regard.</p> <p>Director Kleiter commented that he had previously served on ad hoc committees, reporting to the Board as needed if there were any changes or updates, with negotiations undertaken by sub-committees, noting that this worked well, cautioning that one must always stay within the legal framework.</p>		

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	<p>Chairman Rivera stated that ad hoc Committees often had to be practical and nimble based upon timelines, etc., and that the CEO worked in the appropriate manner in this regard.</p> <p>Director Larson felt there was a richness in the democratic process of our Board meetings and he believed his first opinion was not necessarily his best opinion. There was great value with a decision that ultimately emanated from the full Board. Director Bassett agreed.</p> <p>Chairman Rivera also concurred, stating that if there were issues we come together as a Board to make decisions in terms of any changes. He thanked the Board for their input and support.</p>		
ADJOURNMENT TO CLOSED SESSION	7:50 p.m.		
OPEN SESSION RESUMPTION/FINAL ADJOURNMENT	9:00 p.m.	No reportable action.	
SIGNATURES <ul style="list-style-type: none"> ▪ Board Secretary ▪ Board Assistant 	<hr/> Nancy H. Scofield <hr/> Christine D. Meaney		

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