

Palomar Pomerado Health
GOVERNANCE COMMITTEE MEETING

PMC /ARC 1
November 18, 2008

AGENDA ITEM/ PRESENTER/ORIGINATING DATE	DISCUSSION	CONCLUSIONS/ACTION	FOLLOW-UP/ RESPONSIBLE PARTY/FINALIZED
CALL TO ORDER	10:00 a.m. Quorum comprised Directors Greer (Chair), Bailey and Kleiter. Also attending: Michael Covert, President and CEO Janine Sarti, General Counsel Guest: None		
NOTICE OF MEETING	Notice of Meeting was mailed consistent with legal requirements		
PUBLIC COMMENTS	None		
APPROVAL OF MINUTES* • October 21, 2008	The minutes of the October 21, 2008 meeting were presented for review and approval.	MOTION: by Bailey; 2 nd by Kleiter to approve the October 21, 2008, minutes as submitted. All in favor. None opposed.	
POLICY AND PROCEDURE REVIEW			
Employment of Relatives – Procedure 652*	Mr. Covert gave a brief background regarding the origins of the employment of relatives procedure. The procedure is being brought up for review and discussion at this time due to requests by Board members. Examples of both past and present instances where employment had not been permitted due to the procedure were given. It was noted that the procedure was not a policy and that there was nothing in either District law or public setting on the matter. Director Kleiter discussed his history with the procedure. Director Kleiter stated that since PPH had become one of the largest employers in North County it seemed too restrictive of a	MOTION: by Kleiter; 2 nd by Bailey to have legal counsel amend the wording of Procedure 652 before sending to HR Committee for review. All in favor. None opposed.	

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	<p>procedure. Director Greer stated that the code of ethics, conflict of interest policy and code of conduct already in place for the Board should be sufficient enough as safeguards.</p> <p>The committee discussed which sections they liked, and which parts they would like to see revised. As presented, Sections A and B were agreed upon. All committee members agreed that not working in the same division (Section C) was also agreeable. It was recommended that Section D be removed completely and that the Board of Directors be removed from Section E.</p> <p>The committee agreed that the procedure and any possible changes to it be discussed with the HR Committee.</p>		
Proposed draft of amended Employment of Relatives Procedure		Information	
DISCUSSION ITEMS			
Board Legal Counsel	Committee members discussed the purpose of the Board attorney as well as when and how it was to be used. Clarification was given that in-house council would make a confidential recommendation if there was an instance requiring the use of the Board attorney. The use of proper channels for discussion of Board issues was stressed.	Information	
Items under review by Board Ad Hoc Committee <ul style="list-style-type: none"> Audit and Compliance Charter Compliance Program – GOV 29 Status of District Structure 	Status of District Structure will be discussed by an Ad Hoc Committee and taken to the full Board in December.	Information	
Items under review by	Gov 3 is a closed item and can be taken off of	Information	

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Compliance <ul style="list-style-type: none"> • Conflict of Interest – GOV 3 • Code of Ethics GOV 14 	the agenda.		
REGULATORY/LEGISLATIVE UPDATE	<p>The upcoming legislative session will be discussing the budget although little is expected to be done. There are potential cuts relative to medi-cal and the taking away of monies from safety net hospitals.</p> <p>The State is a proposing providing 10,000 beds for prisoners. Since the State pays significantly more in salaries, it would have the ability to recruit employees away. Monies have not been provided to support this at this time because of State financial issues.</p>		
Quarterly Update	Director Greer	Information	
Roundtable and Meeting Assessment			
ADJOURNMENT	11:25 a.m.	MOTION: by Director Greer to adjourn the meeting.	
SIGNATURES <ul style="list-style-type: none"> ▪ Committee Chairperson ▪ Secretary to Committee 	<p>_____</p> <p>Linda C. Greer, RN</p> <p>_____</p> <p>Nicole Dennis</p>		