



PALOMAR UCSD HEALTH AUTHORITY BOARD OF DIRECTORS MEETING

<i>Board of Directors Meeting Minutes – Monday, June 29, 2026</i>	
<i>Agenda Item</i>	
• <i>Discussion</i>	<i>Conclusion/Action/Follow Up</i>
Notice of Meeting	
Notice of Meeting was physically posted at the Palomar Health Administrative Office at 2125 Citracado Parkway, Suite 300, Escondido, CA 92029 and UC San Diego Health – La Jolla Emergency Department, 9432 Medical Center Drive, La Jolla, CA 92037 as well as on the Palomar Health website on Friday, June 26, 2026 and Amended on Friday, June 26, 2026, which is consistent with legal requirements.	
Call to Order	
The meeting, which was held at the Palomar Health Medical Center Escondido, 1 st Floor Conference Room, 2185 Citracado Parkway, Escondido, CA 92029, and virtually was called to order at 3:00 p.m. by Board Chair Gourdie.	
I. Establishment of Quorum	
Quorum was established via roll call comprising of Directors Baggett; Carethers; Gourdie; Whitham; Zettel	
Absences: Director Daskalakis	
II. Public Comments	
A. No public comments	

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III. Approval of Minutes	
A. Board of Director Meeting Minutes – May 18, 2026	MOTION: By Director Carethers, 2nd by Director Zettel to approve the May 18, 2026 Board of Directors meeting minutes as written. Voice voting was utilized: Director Baggett - aye Director Carethers, MD - aye Director Daskalakis, MD - absent Director Gourdie - aye Director Whitham - aye Director Zettel - aye Nicholas Norvell announced that five (5) board members were in favor and physically present with none (0) opposed. No (0) abstention(s). One (1) absent. Motion approved unanimously.
No Discussion	
IV. Reports – Informational Only	
A. Chief Executive Officer – Diane Hansen	
Verbal report was provided	
B. Chief Executive Officer, UC San Diego Health – Patty Maysent	
Verbal report was provided	

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V. Approval of Bylaws, Charters, Resolutions and Other Actions	
A. Approval: 2026-2027 Fiscal Year Budget	MOTION: By Director Baggett, 2nd by Director Whitham to approve the 2026-2027 Fiscal Year Budget as presented. Voice voting was utilized: Director Baggett - aye Director Carethers, MD - aye Director Daskalakis, MD - absent Director Gourdie - aye Director Whitham - aye Director Zettel - aye Nicholas Norvell announced that five (5) board members were in favor and physically present with none (0) opposed. None (0) opposed. No (0) abstention(s). One (1) absent. Motion approved unanimously.
Andrew Tokar presented the FY 2026-2027 Budget	

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• Discussion	Conclusion/Action/Follow Up
B. Resolution: Approving and Authorizing the Execution of Certain Agreements and Related Actions in Furtherance of Closing and the Operational Date of the Authority, including the following: i. Initial Contribution Agreement ii. Use Agreement iii. Tax Revenue Contribution Agreement iv. UCSD Health Contribution Agreement v. Tenancy-in-Common Agreement vi. Employee Leasing Agreement vii. Retained Asset Contribution Agreement viii. Post-Operational Option Agreement ix. JPA Option Agreement x. Amended and Restated Forbearance Agreement xi. Replacement Deeds of Trust xii. Powers of Attorney related to revenue bonds and certificates of participation xiii. Amended and Restated Closing Agreement xiv. Acceptance and Recordation of Real Property Interests	MOTION: By Director Carethers, 2nd by Director Whitham and carried to approve Resolution No. 06.29.26(01)-16 of the Board of Directors of Palomar UCSD Health Authority Approving and Authorizing the Execution of Certain Agreements and Related Actions in Furtherance of Closing and the Operational Date of the Authority with the correction of one typo from UCSD Constitution to California Constitution. Voice voting was utilized: Director Baggett - aye Director Carethers, MD - aye Director Daskalakis, MD - absent Director Gourdie - aye Director Whitham - aye Director Zettel - aye Nicholas Norvell announced that five (5) board members were in favor and physically present with none (0) opposed. None (0) opposed. No (0) abstention(s). One (1) absent. Motion approved unanimously.
• Kevin DeBruin did an overview of the resolution and mentioned one typo.	

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Final Adjournment	
There being no further business, Director Gourdie adjourned the meeting at 3:25 p.m.	

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Signatures:	Board Chair	 Pauline Gourdie
	Board Assistant	 Janet Kren