

BOARD OF DIRECTORS
Meeting Minutes
January 22, 2026

Recordings of this meeting can be found linked [here](#) and [here](#). These meeting minutes show the time of specific agenda items. Fast forward the recording to the item of interest to hear detailed discussion.

The Board of Directors of Grossmont Healthcare District held a regular meeting on Thursday, January 22, 2026, at 9:00 a.m., via teleconference and in person. Members of the public were able to participate by telephone, Zoom, or in-person at the Grossmont Healthcare District Conference Center, located at 9001 Wakarusa Street, La Mesa, California 91942. For the purpose of these minutes, the listed items are reflected in the order set forth on the posted Agenda. In some cases, discussion of items may have taken place out of sequence during the meeting. Any mis-labeled items on the agenda have been corrected in these minutes.

Directors Present: Randy Lenac, Board President
 Maggie Watkins, Board Vice President
 Nadia Farjood, Board Secretary (via Zoom)
 Virginia Hall, RN, Board Treasurer
 Robert “Bob” Ayres, Board Member (via Zoom)

Staff Present: James Sly, Chief Executive Officer
 Tom Scaglione, Chief Administrative Officer
 Amy Abrams, Chief Community Health Officer
 Matthew Slentz, Esq., Legal Counsel

Guests Present: Barry Jantz (via Zoom)
 Paul Downey, East County Transitional Living Center (via Zoom)

A. Call to Order

The meeting was called to order at 9:06 a.m. by President Lenac.

B. Pledge of Allegiance (00:01:36)

President Lenac led the pledge of allegiance.

President Lenac congratulated Director Farjood on the birth of her daughter, Zara. The Board celebrated the birth with well-wishes, balloons and by wearing festive glasses.

C. Approval of Agenda **(00:03:38)**

ACTION: Moved by Director Farjood, and seconded by Director Hall, to approve the agenda. Motion carried unanimously.

D. Public Comment **(00:04:23)**

President Lenac explained the process for giving public comment. There was no public comment.

E. Consent Action Items **(00:05:26)**

President Lenac

1. Meeting Minutes of November 18, 2025
2. Meeting Minutes of December 2, 2025
3. Meeting Minutes of January 6, 2026

ACTION: Moved by Director Hall, and seconded by Director Watkins, to approve the Meeting Minutes of November 18, 2025, December 2, 2025, and January 6, 2026. Motion carried unanimously.

F. Reports/Presentations/Discussion/Possible Action Items

1. Reports **(00:07:29)**

a) CEO Report – James Sly

- i. Presentation: Intergovernmental Transfer Informational Briefing (James Sly, Chief Executive Officer)

CEO James Sly presented an overview of the Intergovernmental Transfer Program (IGT) to the Board. IGT is a financing mechanism that allows public entities to contribute funds, which the state then uses to draw down federal matching funds to support Medicaid programs.

President Lenac reviewed the Grossmont Healthcare District's history with the Intergovernmental Transfer Program (IGT), noting an increase from \$1 million to \$8 million in February 2025. Director Watkins asked about the significant increase in 2025, and Director Ayres explained that the

recommendation to contribute \$8 million was made as a one-time opportunity to help offset the hospital's growing Medi-Cal losses. Director Farjood added that the hospital had requested \$4 million, not \$8 million, and that the higher amount was ultimately a decision of the Board.

CEO Sly stated that the Board will be asked at the February 3, 2026 Board meeting to confirm the District's Intergovernmental Transfer Program (IGT) commitment to Sharp Grossmont Hospital. Sharp will provide a presentation at the January 23, 2026 Finance Committee meeting, during which it has identified an \$8 million request. The Finance Committee will then make a recommendation regarding the amount the District can support, which will be forwarded to the Board for approval.

Director Hall asked whether the grant policy establishes a minimum contribution of \$1 million for IGT. Director Farjood clarified that there is no requirement to provide any specific amount to IGT, but pointed to the following policy language:

"The allocation from the Grossmont Hospital Foundation from the Board's \$5 million budgeted allocation for grants shall not exceed \$1 million. If a federal or state IGT or similar government-sponsored program is in place through which District funds would benefit Sharp Grossmont Hospital's matching funds, the Board may, at its discretion, opt to participate in such a program in lieu of awarding grants to the Grossmont Hospital Foundation."

Legal Counsel Slentz clarified that the classification and governance of IGT funds are part of a federally authorized program established through Senate Bills and governed by the Welfare and Institutions Code, rather than grants or donations. Director Farjood noted that although IGT has traditionally been handled by the Grants Committee, it should be administered differently going forward.

The Board discussed strategic considerations for future IGT contributions, including potential impacts on District reserves, and the District's credit rating.

Director Farjood asked about Sharp's market share in East County, noting that an \$8 million IGT contribution would represent approximately 70% of annual taxpayer revenue and constitute a disproportionate allocation to a single entity. CEO Sly stated that he will raise this question with Sharp representatives during their presentation to the Finance Committee and report back to the Board.

Director Farjood also asked about the possibility of using IGT funds to support graduate medical education costs, as permitted under newly enacted legislation (SB 246). Legal Counsel Slentz will follow up on SB 246, including details regarding its rollout and implementation.

The Board discussed the state rebates, which return a percentage of the District's IGT contribution, estimated between 12% and 25%, back to the District. CAO Tom Scaglione stated that he will contact the Department of Health Care Services (DHCS) to confirm the status and amount of the rebate associated with IGT payments and will report back to the Board.

2. Healthcare Workforce Development Committee – Director Lenac **(00:51:23)**

President Lenac noted that Barry Jantz authored the District's original grants policy approximately 20 years ago and has been asked to develop a healthcare workforce development grants policy to align with the District's healthcare workforce initiative. The Committee recommended approval of a consulting services agreement with WorkforceConnect, under which Mr. Jantz would serve as a subcontractor. The agreement is contingent upon obtaining a determination from CalPERS permitting Mr. Jantz to provide services to the District again.

The first draft of the policy is expected within 14 days, with the goal of completing the work by the second Board meeting in February, enabling the approval of deferred workforce grants by March.

- a) Recommendation: Consideration to Approve the Healthcare Workforce Development Consulting Services Agreement with WorkforceConnect (\$6,750)
 - i. The Healthcare Workforce Development Committee recommends approval of the Healthcare Workforce Development Consulting Services Agreement with WorkforceConnect for \$6,750

ACTION: Moved by Director Lenac, and seconded by Director Hall, to approve the Healthcare Development Consulting Services Agreement with WorkforceConnect for \$6,750. Motion carried unanimously.

3. Policies & Procedures Committee – Director Lenac **(00:59:36)**

President Lenac explained the need to eliminate the policy requiring all Board members to serve on four committees, noting that it is impractical to implement given the current number of committees.

- a) Recommendation: Consideration to Approve BOD-11 (Meeting Compensation Guidelines) Suggested Revisions

- i. The Policies & Procedures Committee recommends the adoption of the revised BOD-11 Meeting Compensation Guidelines, removing minimum threshold for committee assignments.

ACTION: Moved by Director Farjood, and seconded by Director Watkins, to adopt the revised BOD-11 Meeting Compensation Guidelines, removing minimum threshold for committee assignments. Motion carried unanimously.

4. Community Grants & Sponsorships Committee – Director Farjood **(01:00:54)**

Director Farjood stated that two grant recipients, East County Transitional Living Center and San Diego Seniors Community Foundation, have requested advance grant funding. Both organizations asked to have their grants front-loaded so they can begin their projects while remaining in compliance with GHD guidelines.

Paul Downing of East County Transitional Living Center thanked the Board for considering the advance of their funding, noting that it will enable the organization to move forward confidently and exceed expectations.

a) Consideration of Adjustments to Payment Schedule

- i. East County Transitional Living Center

ACTION: Moved by Director Farjood, and seconded by Director Watkins, to pay out half the grant amount of \$100,000 by February 1, 2026, \$50,000 by June 2, 2026, and \$50,000 by September 2, 2026. Motion carried unanimously.

- ii. San Diego Seniors Community Foundation

ACTION: Moved by Director Farjood, and seconded by Director Watkins, to pay out half the grant amount of \$125,000 now and the second half of the grant on July 1, 2026. Motion carried unanimously.

Director Farjood will direct staff to conduct a mid-year check-in with the two pre-funded grantees before issuing any additional payments. She will also add the development of policy and guidelines for exceptions to the standard quarterly grant disbursement schedule, including criteria for front-loading or advancing funds, to a future Community Grants Committee agenda.

G. Board Member Comments/Reports

- 1. Monthly Stipend Report for Meetings Attended – This report includes meetings from the prior month. Board Members are invited to provide brief reports on any

community meetings, conferences, and/or trainings attended for which a stipend was paid, or for any other meetings of significance.

Director Lenac emphasized that Board members are responsible for their stipends. The Board discussed compensation options, including averaging stipendable events throughout the year. Director Farjood proposed considering a salary in place of the per-meeting stipend. Legal Counsel Slentz noted that current stipends are statutorily required and stated he will investigate whether an alternative model, such as a salary, is permissible and report back on his findings.

2. Board and CEO Comments **(01:15:59)**

Director Hall attended the East County Chamber Government Affairs meeting, learned that the El Cajon Crisis Center is scheduled to open in March, and would like additional information from the County. She also attended a presentation by the East County Transitional Living Center and suggested they make a brief presentation at a future Board meeting.

Director Watkins and Director Farjood expressed support for requesting that large grant recipients provide updates to the Board for accountability and agreed to add this item to the Community Grants agenda for further action.

Director Farjood suggested contacting Rose Turner at Sharp to obtain an update on the Rural Health Discharge Program and requested clarification on whether the program is a strategic initiative rather than grant-funded. CEO Sly clarified that the program is separate from grant-funded agencies and stated that a future Board presentation by Sharp will be scheduled.

a) Dissolution of Hospital Lease Ad Hoc Committee

Director Lenac explained the Hospital Lease Ad Hoc Committee was created by former Board President Chadwick, and has since been dissolved.

CEO Sly provided an update on the LAFCO election. The Board moved to support Mark Roback, Kimberly Thorne, and James Gordon. Kimberly Thorne and James Gordon were successfully elected to serve on LAFCO.

CEO Sly attended his first Grossmont Hospital Corporation board meeting, highlighting the strong partnership between Sharp and the District.

H. Closed Session **(01:25:55)**

1. Conference with Labor Negotiator (Gov. Code 54957.6)

Name of District Negotiator: James Sly, CEO

Unrepresented Employee: Aleks Giragosian, General Counsel

I. Report After Closed Session **(01:46:18)**

1. Consideration of Legal Services Agreement Amendments

Matthew Slentz, Legal Counsel, stated the first amended agreement was approved.

ACTION: Moved by Director Watkins, and seconded by Director Hall, to approve the Legal Services Agreement Amendments. Motion carried unanimously.

J. Information Items

1. Monthly Grant & Sponsorship Report for November and December 2025
2. Monthly Investment Transaction Report for November and December 2025
3. Monthly Community Health Report for December 2025
4. 2026 Committee Assignments

K. Next Regularly Scheduled Meetings:

1. Tuesday, February 3, 2026, 9:00 a.m.
2. Thursday, February 19, 2026, 9:00 a.m.

L. Adjournment

There being no further business on **motion duly made, seconded, and unanimously carried, the Board adjourned at 10:46 a.m.**

Respectfully submitted,

Randolph S. Lenac, President, Board of Directors

ATTEST:

Nadia Farjood, Secretary, Board of Directors