

BOARD OF DIRECTORS
Meeting Minutes
March 20, 2025

The recording of this meeting can be found linked [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, March 20, 2025, 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: Robert “Bob” Ayres, Board President
 Randy Lenac, Board Vice President
 Virginia Hall, RN, Board Secretary
 Gloria A. Chadwick, RN, Board Treasurer
 Nadia Farjood, Board Member

Staff Present: Aaron Byzak, Interim Chief Executive Officer
 Tom Scaglione, Chief Administrative Officer
 Amy Abrams, Chief Community Health Officer
 Holland Kessinger, Head Librarian
 Jeffrey Scott, General Counsel

Guests: Scott Evans, Sharp HealthCare Regional Hospitals
 Joanne Gibbelisco
 Carol Kim
 AJ Estrada
 Idara Goonsad (via Zoom)
 Dianne Jacob (via written comment)
 Kurdin Bazaz (via Zoom)
 Brenda Miller (via Zoom)
 Gail Friedt (via written comment)

A. Call to Order

The meeting was called to order at 9:00 a.m. by Board President Robert “Bob” Ayres.

B. Pledge of Allegiance

Scott Evans from Sharp HealthCare Regional Hospitals led the pledge.

C. Approval of Agenda *(00:02:35)*

With the removal of agenda item I(1), motion was made by Director Hall, seconded by Director Lenac, and unanimously carried (5-0), to approve the agenda. After discussion, it is the intent to include this agenda item on a subsequent Board agenda as an open session (rather than closed).

Director Farjood inquired as to why Board meeting times was not listed on the agenda, pursuant to her prior request, which Director Ayres agreed to. In response, Director Ayres stated he believed his original intent was to have this agenda item go back to the Policies & Procedures Committee to take it under consideration.

D. Public Comment *(00:09:39)*

Joanne Gibbelisco asked the Board why they felt it was necessary to appoint an interim CEO instead of waiting for the end of the contract when there would only be one salary to pay.

Carol Kim urged the Board not to adopt the new policy regarding committee meeting hours (of 9:00 a.m. to 3:00 p.m.) to allow for working people to attend and participate in the meetings because healthcare is a very important part of their families lives.

AJ Estrada stated that as a public agency, the Board has an obligation and responsibility to meet outside of regular business hours so working people can participate in the process and see the work the Board is doing.

Kurdin Bazaz’s written (virtual) public comment was read by Interim CEO Byzak regarding evening meetings being very common for boards, allowing for greater public access.

E. Consent Action Items *(00:18:49)*

1. Regular Meeting Minutes of February 20, 2025
2. Regular Meeting Minutes of March 4, 2025
3. Special Meeting Minutes of March 10, 2025

With the below changes made, motion was made by Director Hall, seconded by Director Chadwick, and unanimously carried (5-0), to approve the meeting minutes of February 20, 2025, March 4, 2025, and March 10, 2025.

Changes:

February 20, 2025 Minutes

Relative to the statement “Motion was made by Director Hall to approve the agenda with the removal of agenda item F(4)(b).”

- Remove the sentence: “Due to continued discussion and the absence of a second, this motion did not proceed.”
- Add sentence: “Director Farjood agreed with removing Agenda Item F(4)(b), but continued on to add additional change requests.”

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Relative to the Consent Action Items motion, Director Chadwick made the second, not Farjood.

Page 4 of 5: Change “crises” to “crisis.”

Change the time the meeting adjourned to 12:20pm.

4. Consideration to Authorize Interim Chief Executive Officer and General Counsel to Execute Compensation Agreements with the City of San Diego
5. Consideration to Approve Johnson Controls Fire and Life Safety Support Five Year Contract (\$26,259.17)

Motion was made by Director Lenac, seconded by Director Chadwick, and unanimously carried (5-0), to approve the authorizing of the City of San Diego Compensation Agreements and the Johnson Controls Fire and Safety Support Five Year Contract.

6. Consideration to Adopt Public Salary Schedule Revised for 2024/2025 COLA

Discussion ensued regarding the Public Salary Schedule that is revised for 2024/2025 cost-of-living adjustment (COLA). Director Farjood is concerned regarding capping staff’s COLA to 3.5%. It was suggested to pull the relative committee meeting minutes to find the background and email them to Director Farjood. Director Farjood requested the appropriate committee review the current COLA policy at an upcoming meeting.

Motion was made by Director Lenac, seconded by Director Ayres, and unanimously carried (5-0), to adopt the Public Salary Schedule Revised for 2024/2025 COLA.

F. Reports/Presentations/Discussion/Possible Action Items

1. Reports

a) CEO Report (Aaron Byzak, Interim Chief Executive Officer) *(00:29:52)*

Interim CEO Byzak informed the Board of the progress he has made relative to meeting with staff and being brought up to speed on the internal operations of the District. He is also meeting daily with the key stakeholders of a variety of local health and wellness initiatives in the external environment to continue engagement for pressing matters with limited interruption.

Interim CEO Byzak announced the Mobile Outreach Library ribbon-cutting ceremony will be held on April 7, 2025, at 9:00 a.m.

2. Finance Committee – Director Lenac (2/11/25) (3/11/25) *(00:31:25)*

The Committee met on February 11, 2025, and March 11, 2025. Attendees and discussion are listed in the Committee minutes (which are linked from the Board agenda to the District website.)

a) Presentation: Sharp Grossmont Hospital FY25/26 Intergovernmental Transfer Request (\$8,000,000) (Scott Evans, Senior Vice President and Market Chief Executive Officer for Sharp HealthCare Regional Hospitals)

Scott Evans, Senior Vice President and Market Chief Executive Officer of Sharp HealthCare Regional Hospitals, presented the Board with their FY25/26 Intergovernmental Transfer (IGT) request for \$8M (with \$8M program match). The presentation included a reflection, recent Sharp community events and accomplishments, detailed information regarding Medi-Cal patients, the potential IGT benefits, and the reasons behind their request amount. These funds would be allocated to serve as “reimbursement” for past Medi-Cal services. Director Farjood expressed her concern regarding the requested amount (\$8M) and how it would serve local constituents, since the funds serve as reimbursement. Further detailed discussion regarding the reasoning behind Sharp’s ask, as well as the fiduciary duty obligations of District Board members, who serve on the Grossmont Hospital Corporation Board, potentially being a conflict of interest.

- i. Recommendation: Consideration to Approve Sharp Grossmont Hospital FY25/26 Intergovernmental Transfer (\$8,000,000)

- (a) Resolution No. 05-25 of the Board of Directors Authorizing the Interim Chief Executive Officer to File a Claim for Supplemental Medi-Cal Reimbursements for the Benefit of Sharp Grossmont Hospital

Dianne Jacob's written public comment was read by Interim CEO Aaron Byzak regarding her support of the Sharp Grossmont Hospital's Intergovernmental Transfer request of \$8 million to Grossmont Healthcare District.

Idara Goonsad inquired about the possible conflict of interest regarding our Board members serving on the Hospital Board that was answered, but without context. Counsel Scott stated he was asked if this was a legal conflict of interest and it is not.

Kurdir Bazaz asked the Board if they intended to assess any implications on other organizations that also rely on the District's funding especially in the area of preventative care. She also asked the Board to allow for a more inclusive conversation versus trying to quickly shut things down and move along.

Brenda Miller commented on the need to spend more money for seniors with chronic conditions.

Motion was made by Director Lenac, seconded by Director Ayres, and carried (4-1) to approve Resolution No. 05-25 of the Board of Directors Authorizing the Interim Chief Executive Officer to File a Claim for Supplemental Medi-Cal Reimbursements for the Benefit of Sharp Grossmont Hospital. Director Farjood was the nay vote.

Director Farjood requested to amend the motion due to support the IGT request at \$6M (rather than \$8M), due to fiscal responsibility reasons. With the absent of a second, this amended motion failed.

(There was a ten-minute recess.) (01:38:05)

Director Farjood believed there may be a potential or perceived conflict of interest [relative to agenda item E(4)] and out of abundance of caution asked for her vote to be disqualified.

3. Community Grants & Sponsorships Committee – Director Chadwick (3/5/25)
(01:39:30)

Director Chadwick gave a brief summary of the March 5, 2025 Committee meeting. Attendees and discussion are listed in the Committee minutes (which are linked from the Board agenda to the District website.)

a) FY24-25 Monthly Grants & Sponsorships Tracking Report

The current grants and sponsorships tracking report shows there is \$57,871.16 in funds remaining, with \$2,500 in Sharp Grossmont Hospital support.

b) Grants and Sponsorships Rubric Scoring System Update (For Information Only)

Director Chadwick asked the Board when they would like to add the rubric scoring system as an agenda item or if they wanted a special meeting to discuss it first. Director Lenac responded that he would like to schedule a workshop so the Board can better understand the mechanics of the scoring system. Director Farjood requested that this agenda item be placed on the upcoming Board agenda as an action item. It was decided that the Board needs to fully understand how the scoring system works before placing it on the agenda for action and so a workshop will be scheduled. Director Chadwick also commented that the Board will need to decide if scoring is done by the staff and/or Board and to what degree.

c) Consideration of Grant Requests

Recommended for funding:

- i. License to Freedom: Mental Health for Refugees in El Cajon - \$50,000
(FY23-24 \$25,000) Committee Recommendation: \$19,290.33
- ii. Survivors of Torture, International: Health Education And Literacy (HEAL) Program for East County Newcomers - \$75,000 *(FY23-24 \$25,000)*
Committee Recommendation: \$19,290.33
- iii. San Diego Blood Bank: SDBB Bloodmobile - \$50,000 *(FY23-24 \$30,000)*
Committee Recommendation: \$19,290.33

Motion was made by Director Farjood, seconded by Director Chadwick, and unanimously carried (5-0), to approve the following:

License to Freedom: Mental Health for Refugees in El Cajon for \$19,290.33

Survivors of Torture, International: Health Education And Literacy (HEAL) Program for East County Newcomers for \$19,290.33

San Diego Blood Bank: SDBB Bloodmobile for \$19,290.33

Not recommended for funding:

- iv. East County Transitional Living Center: Call Center - \$25,000
(FY21-22 \$35,000)
- v. FundaMental Health: Bolstering Mental Health Assistance in East County - \$25,000 *(No prior funding)*
- vi. Resounding Joy Inc: Sounds of Legacy-Grossmont Healthcare District - \$25,000 *(No prior funding)*
- vii. Home of Guiding Hands: Continued Nursing Support - \$140,000
(FY23-24 \$69,000) (Would require a 4/5 Board vote)
- viii. Jacobs & Cushman San Diego Food Bank: East County Student Hunger Relief - \$20,000 *(FY23-24 \$18,000) (Would require a 4/5 Board vote)*
- ix. East County Media: East County Wildfire and Emergency Alerts Plus Emergency Resources Update - \$7,950 *(FY23-24 \$7,500) (Would require a 4/5 Board vote)*
- x. Neighborhood Healthcare: Neighborhood Lakeside Health Center Expansion - \$450,000 *(FY19-20 \$25,000) (Would require a 4/5 Board vote)*
- xi. Oncology And Kids, Inc.: Resident Oncology Camp - \$24,000
(FY22-23 \$20,000) (Would require a 4/5 Board vote)
- xii. San Diego Freedom Ranch, Inc.: Transportation and Community Support - \$78,293 *(FY23-24 \$152,296)*
- xiii. Alzheimer's Disease and Related Disorders Association, Inc.: Alzheimer's Association Care and Support Programs - \$25,000 *(FY22-23 \$25,000)*
- xiv. Meals-on-Wheels Greater San Diego, Inc.: New Kitchen & Senior Innovation Hub and Expansion of Free Meals - \$250,000 *(FY23-24 \$30,000) (Would require a 4/5 Board vote)*
- xv. American Lung Association: Support for Communities At-Risk of and Impacted by Lung Disease and Lung Cancer - \$40,000 *(FY23-24 \$20,000) (Would require a 4/5 Board vote)*

- xvi. Therapy Center, Inc. dba Challenge Center: Improving Services and QOL for Seniors through Expansion and Collaboration - \$162,850 (FY23-24 \$25,000) (Would require a 4/5 Board vote)
- xvii. Crisis House: Cuyamaca Student Safe Parking Program - \$35,000 (FY23-24 \$8,000) (Would require a 4/5 Board vote)

d) Sponsorship Requests

Not recommended for funding:

- i. Legal Aid Society of San Diego: Masquerade Gala - \$10,000 (No prior funding)

e) Consideration of Applications for Post-Secondary Scholarships

The following list of applicants are for approval only and in no particular order; winners will be recognized during a subsequent Board meeting.

There were roughly 60 applicants this year for the post-secondary grant applications. Winners were selected primarily by the quality of their essays, their GPAs, and an adversity that an individual might have faced. There was a brief discussion on using some kind of rubric or evaluation tool to evaluate the candidates for next fiscal year. The scholarship award ceremony will be held May 22, 2025, at 7:30 a.m. at the District.

Motion was made by Director Chadwick, seconded by Director Farjood, and unanimously carried (5-0), to approve the below selected winners for the Advanced Practice Clinician, Behavioral Health, Richard J. Bea Nursing, Health Tech Careers, and Certified/Clinical Nurse post-secondary scholarship applications at the amounts listed below.

- i. **Advanced Practice Clinician Scholarship (Five Awards at \$15,000 each)**
 - (a) **Ieshia Brown (Azusa Pacific University)**
 - (b) **Paulina Castleberry (University of Southern California)**
 - (c) **Bryan Harter (California State University San Marcos)**
 - (d) **Merna Nissan (Point Loma Nazarene University)**
 - (e) **Elizabeth Terrazas (Azusa Pacific University)**
- ii. **Behavioral Health Scholarship (Five Awards at \$15,000 each)**
 - (a) **Qamar Almwali (San Diego State University)**

- (b) **Kikelomo Aluko (National University)**
- (c) **John Edwards (San Diego State University)**
- (d) **Priya Reddy (National University)**
- (e) **Andrew White (University of Nevada, Las Vegas)**
- iii. **Richard J. Bea Nursing Scholarship (First Place Award at \$7,500 and Second Place Award at \$5,000)**
 - (a) **Sarah Ali – First Place (Grossmont Community College)**
 - (b) **Chloe Hill – Second Place (Grossmont Community College)**
- iv. **Health Tech Careers Scholarship (Five First Place Awards at \$5,000 each and Five Second Place Awards at \$3,000 each)**
 - (a) **Shan Bamarni – First Place (University of California San Diego – Extended Studies; Clinical Laboratory Science)**
 - (b) **Shiwan Bamarni – First Place (University of California San Diego – Extended Studies; Clinical Laboratory Science)**
 - (c) **Allison Kaiahua – First Place (Grossmont Community College; Cardiovascular Technology)**
 - (d) **Karla Mena Perez – First Place (Grossmont Union High School District - Adult Education – Health Occupations Center; Licensed Vocational Nursing)**
 - (e) **Genesis Shepherd – First Place (Grossmont Union High School District – Adult Education – Health Occupations Center; Licensed Vocational Nursing)**
 - (f) **Travis Alexander – Second Place (Grossmont Community College; Cardiovascular Technology)**
 - (g) **Jacob Castanho – Second Place (Grossmont Community College; Cardiovascular Technology)**
 - (h) **Salwa Issac – Second Place (Grossmont Community College; Cardiovascular Technology)**
 - (i) **Kayleen Lowry – Second Place (Grossmont Community College; Cardiovascular Technology)**

(j) **Melissa Upchurch – Second Place (Grossmont Community College; Cardiovascular Technology)**

v. **Certified/Clinical Nurse Scholarship (Two Awards at \$10,000 each)**

(a) **Gisele Gomes (University of San Diego)**

(b) **Abby Vandergriff (University of Cincinnati)**

4. Policies & Procedures Committee – Director Ayres (3/12/25) *(02:06:26)*

The Committee met on March 12, 2025. These meeting minutes will be linked on a subsequent Board agenda.

a) Bylaws and Policy Manual Changes

i. Bylaws

(a) Recommendation: Consideration to Adopt Revised Bylaws

ii. Policy Manual

(a) Recommendation: Consideration to Adopt Revised “Responsibilities & Duties of Committees” Policy (BOD-02) to Update Committee Meeting Business Hours

(b) Recommendation: Consideration of to Adopt Revised “Ticket Distribution Policy” (BOD-18) to Include Additional Organizations for Attendance at Events

Counsel Scott will circulate condensed information regarding the current version of Robert’s Rules of Order (12th Edition).

Gail Friedt’s written public comment was read by Interim CEO Byzak regarding making meeting times more accessible by allowing committees to meeting in the evening.

Director Farjood commented regarding BOD-02 relative to the hours committee meetings are conducted and rejects the proposal to restrict the meeting times on weekdays from 9:00 a.m. to 3:00 p.m. She stated there is no precedent for this policy change and believes it is in retaliation of her prior request to conduct committee and Board meetings at a more accessible time for working constituents.

Director Farjood is proposing that the Government, Legal and Legislative Relations and the Joint Strategic Planning and Risk Management Committees be merged since they both address legal matters and are both intertwined.

Director Ayres specified the Committee recommended changes to the Bylaws and Policy No. BOD-02. Motion was made by Director Ayres, seconded by Director Chadwick, and carried (4-1), to adopt the revised Bylaws and Policy No. BOD-02, as specified, and as redlined track changes suggest. Director Farjood was the nay vote.

Director Ayres specified the Committee recommended changes to Policy No. BOD-18. Motion was made by Director Ayres, seconded by Director Chadwick, and unanimously carried (5-0), to adopt the revised Policy BOD-18, as specified, and as redlined track changes suggest.

5. Community Health Committee – Director Hall (3/5/25; Monthly Report) *(02:28:49)*

Director Hall stated that the Committee met on March 5, 2025. Director Hall requested that the March 5, 2025, Committee meeting minutes be revised, as follows:

Agenda item 2b: end of first paragraph should read: “Director Hall voiced concerns about the community health programs only benefiting immediate area residents; as well as not all programs were being utilized to the fullest capacity, along with increasing staff work levels; and the need to consider being fiscally responsible to save for potential upcoming capital projects that benefit the entire GHD.”

These revisions have been made, and the attendees and discussion are listed in the Committee minutes (which are linked from the Board agenda to the District website).

a) Presentation and Recommendation: Programs & Events Direct Cost Report (Amy Abrams, Chief Community Health Officer)

CCHO Abrams presented the Committee recommended Programs & Events Direct Cost Report. This report outlined the community health program, event, and outreach direct costs. Approximately \$73k of the current Community Health: Support budget are direct costs and approximately \$38k of the current Community Health: Library budget are direct costs. Board discussion regarding the process in which recurring (and future) Library programs and program direct costs are approved and evaluated.

Motion made by Director Hall, seconded by Director Chadwick, and carried (3-1-1), to limit the number of District Community Health programs to 12 (listed within the Direct Cost Report on page 3) and that any additional

programs be substituted in with a current program. This motion is for the current fiscal year approved budget (FY24-25) only. The 12 programs do not include the \$6k for Community Health Grants. Director Farjood was the nay vote, and Director Lenac abstained (due to the belief that this should be handled in the committee.)

Motion made by Director Farjood to approve the Programs & Events Direct Cost Report and to not limit the number of recurring programs (due to the District's financial capacity). With the absence of a second, this motion failed.

6. Joint Strategic Plan/Risk Management Committee – Director Farjood (2/24/25)
(02:57:58)

Director Farjood stated that the Committee met on February 24, 2025 and gave a brief summary. Attendees and discussion are listed in the Committee minutes (which are linked from the Board agenda to the District website.)

a) 2022-2025 Strategic Plan Quarterly Update (Amy Abrams, Chief Community Health Officer)

CCHO Abrams presented a detailed overview of the 2022-2025 strategic plan goals and tactics which promote community awareness and community residents to resources that promote and health and wellness for all. Some of the projects the District is planning is an East County Health community health event on April 29 and the launch Mobile Outreach Library on April 7.

b) New Strategic Plan Update

Interim CEO Byzak stated that options are being explored, and information is being gathered for developing the new strategic plan, whether that be a facilitated or non-facilitated approach. There will be a recommendation in the near future.

c) Family Medicine Residency Financial Commitment Update

Director Lenac provided clarification relative to the level of District participation which was originally \$1 million per year for ten years. However, after speaking with the Hospital's Chief Medical officer, Dr. Gregory Apel, the District's participation amount will be \$500,000 with a cap of \$1 million annually based on what is given by the Song Brown grant.

The following items include written documentation. Committee reports may stand as written, unless a verbal report is requested by the Board.

7. Facilities Committee – Director Hall (2/12/25) (3/12/25)
8. Public Relations & Outreach Committee – Director Chadwick (2/12/25)

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.
2. Board and CEO Comments

Director Hall shared that Maggie Watson, a Sharp Grossmont Hospital Board Member, is being recognized by the East County Chamber of Commerce’s Government Affairs Committee as Women of the Year.

Director Hall also shared information regarding SB 632 (regarding stricter reporting guidelines/workers’ compensation for hospital employees) and suggested it be discussed at the Government, Legal & Legislative Committee

Director Ayres discussed the upcoming Sharp Grossmont Hospital Neuroscience Grand Opening and Open House, on calendar for March 27 and March 29.

Director Ayres stated he and Vice President, Director Lenac, will be appointing an Executive Search ad hoc committee to complete the search for the District’s new permanent Chief Executive Officer. They will get back with findings and status shortly.

Director Farjood wished everyone a Happy Nowruz (Persian New Year).

Director Farjood discussed her prior March 10, 2025 special Board meeting motion regarding waiving the privilege over the March 4, 2025 closed session meeting. Citing Government Code 54963, she stated the Board can waive the privilege so the public can learn why the CEO’s contract was not renewed. She also cited Government Code 54954.5 (e) pertaining to improper notification of the CEO’s performance evaluation versus the CEO’s dismissal. Counsel Scott disagreed with these interpretations.

H. Information Items

1. Monthly Grant & Sponsorship Report for February 2025
2. Monthly Investment Transaction Report for February 2025
3. Monthly Financial Report for February 2025
4. 2025 Committee Assignments

I. Closed Session

1. Convene to Closed Session: Public Employee Appointment: Chief Executive Officer Pursuant to Government Code Section 54957(b)(1)

(This agenda item was removed.)

J. Report After Closed Session

K. Next Regularly Scheduled Meetings:

1. Tuesday, April 1, 2025, 9:00 a.m.
2. Thursday, April 17, 2025, 9:00 a.m.

L. Adjournment

M. There being no further business on **motion duly made, seconded, and unanimously carried, the Board adjourned at 12:30 p.m.**

Respectfully submitted,

Robert “Bob” Ayres, President, Board of Directors

ATTEST:

Virginia Hall, RN, Secretary, Board of Directors