

**BOARD OF DIRECTORS**  
**Meeting Minutes**  
**February 3, 2026**

*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 Tuesday, February 3, 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  
                                 Virginia Hall, RN, Board Treasurer  
                                 Robert “Bob” Ayres, Board Member

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

Guests Present:        Scott Evans, Sharp Grossmont Hospital  
                                 Andrew Toth, Sharp Grossmont Hospital  
                                 Dan McNamara, Sharp Grossmont Hospital  
                                 Minola Clark Manson

**A. Call to Order**

The meeting was called to order at 9:00 a.m. by President Lenac.

B. Pledge of Allegiance **(00:00:23)**

Harman Sarky led the pledge of allegiance.

C. Approval of Agenda **(00:00:47)**

**Motion was made by Director Watkins, seconded by Director Hall, and unanimously carried (5-0), to approve the agenda.**

D. Public Comment **(00:01:20)**

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

E. Consent Action Items **(00:02:31)**

There were none.

F. Convene to Closed Session **(00:02:35)**

1. Conference with Legal Counsel; Anticipated Litigation (Gov. Code 54956.9(d)(2))

- a) A point has been reached where, in the opinion of the Board on the advice of its legal counsel, based on the below-described existing facts and circumstances, there is a significant exposure to litigation against the District.

Facts and circumstances that might result in litigation but which the District believes are not yet known to potential plaintiffs. (Gov. Code 54956.9(e)(1))

G. Reconvene to Open Session/Report After Closed Session

Counsel Giragosian stated that no reportable action was taken.

H. Reports/Presentations/Discussion/Possible Action Items

1. Presentations

- a) Presentation: Grossmont Union High School District - Health Pathways Promotional Video (For Information Only) **(00:29:10)**

A promotional video highlighting the Grossmont Health Pathways Program was presented to the Board and attending guests. The District has supported this Program since its inception. President Lenac thanked Sharp Grossmont Hospital for their partnership with the HESI Program.

- b) Presentation and Recommendation: Sharp Grossmont Hospital – Intergovernmental Transfer Request for FY26-27 and Upper Limit Request for FY27-28 (Scott Evans, EVP of Hospital Operations and Chief Strategy Officer) *(20 minutes with 10 minutes Q&A) (00:35:50)*

Mr. Evans, Executive Vice President of Hospital Operations and Chief Strategy Officer for Sharp HealthCare, presented the Board with Sharp Grossmont Hospital’s Intergovernmental Transfer (IGT) request for Fiscal Years 2026–2027 and the Upper Payment Limit request for Fiscal Years 2027–2028, in the amount of \$8 million. The presentation included a ten-year retrospective, highlights of the Hospital’s role in the news and community, an overview of potential IGT benefits, how the program serves the community, and a summary of the IGT program followed by Board discussion.

Mr. Evans addressed the instability of government funding related to underpayer programs, noting that the HQAF (California Hospital Quality Assurance Fee) program was rejected by the federal government. He explained that the federal government is pursuing greater uniformity in how states distribute these funds, and that California currently lacks such consistency. Mr. Evans encouraged the Board, as advocates for the hospital, to engage in the political process to help address this issue and mitigate the funding gap.

CEO Sly read the letter received from Renae Arabo.

I. Reports from Standing Committees, Ad Hoc Committees

1. Joint Strategic Plan/Risk Management Committee – President Lenac **(01:23:53)**

a) Recommendation: Consideration of Committee Policy Updates

- i. The Joint Strategic Plan/Risk Management Committee recommends that the Board approve Committee Policy Updates

President Lenac outlined the process for implementing the strategic plan, which will be addressed incrementally with one item presented each month. The first item will focus on committee policy updates, with the primary intent of reducing administrative burden on staff. It was further suggested that the Government, Legal & Legislative Committee be consolidated with the Public Relations & Outreach Committee.

Minola Clark Manson gave public input and shared her concerns regarding the policy updates.

Director Farjood expressed the view that the policy updates should have been reviewed by the Policies & Procedures Committee. She stated her

support for consolidating the two committees and recommended that the consolidated committee be titled “Public & Government Relations” and meet quarterly or as needed. She also agreed with the removal of the Board meeting breakfast. Director Farjood indicated that she found the remaining items problematic and explained the reasons for her concerns.

Counsel Giragosian explained that public virtual or telephonic attendance is not required; however, virtual, or telephonic participation must be made available for Directors. He further noted that Senate Bill 707, which mandates virtual attendance, does not apply to the District.

Director Watkins expressed her concerns on the recommended committee policy updates, which includes a perception issue from the discontinuation of virtual and telephonic participation, and other concerns. She believes in the consolidation of the committees and the elimination of Board meeting breakfast.

Director Ayres stated his view, which includes keeping virtual meetings.

Once the committee policy updates are approved, they would be incorporated into the policy manual.

**Motion was made by Director Hall, seconded by Director Watkins, to approve the following Committee Policy Updates:**

- **Consolidate the Government, Legal & Legislative Relations and the Public Relations & Outreach Committees, with Director Hall serving as Chair.**
- **Eliminate breakfast at Board meetings.**

**Director Farjood asked for a modification to the proposed motion to Consolidate the Government, Legal & Legislative Relations and the Public Relations & Outreach Committees, with Director Hall serving as Chair, to be renamed the “Government & Public Relations Committee,” and to meet quarterly or as needed. President Lenac stated that this information should be decided within the committee. Director Farjood withdrew her proposed amended motion.**

**The motion passed unanimously.**

**Motion was made by Director Farjood, seconded by Director Ayres, to remove the following Committee Policy Updates:**

- **Discontinue virtual and telephonic participation, with provision for telephonic participation when appropriate**
- **Limit grantee presentations to those requested by the Board or a committee**
- **Designate the CEO as the staff representative at all committee meetings, unless other staff is specified by the Chair**
- **Transition from narrative minutes to action minutes**

**Votes: YES – Farjood, Ayers; NO – Watkins, Lenac, Hall**

**The motion failed on a 3–2 vote due to insufficient votes for approval.**

**Motion was made by Director Lenac, seconded by Director Hall, to approve the following Committee Policy Updates:**

- **Limit grantee presentations to those requested by the Board or a committee**
- **Designate the CEO as the staff representative at all committee meetings, unless other staff is specified by the Chair**
- **Transition from narrative minutes to actions minutes**

**Counsel Giragosian proposed amending the policy updates to:**

- **Grantee shall not be required to present to the Board or committee unless requested.**
- **CEO shall be the staff representative at all committee meetings unless other staff is specified by the committee members and CEO.**
- **In recognition of the fact that all meetings will be recorded telephonically, that the staff start employing action minutes instead of narrative minutes.**

**Director Lenac made an amended motion, Director Hall seconded, to approve the following Committee Policy update. The motion passed unanimously.**

- **Start employing action minutes instead of narrative minutes**

J. Board and CEO Comments **(02:58:04)**

Director Hall stated the East County Chamber of Commerce is recognizing the Grossmont Healthcare District at a dinner on February 28<sup>th</sup> from 5-8 p.m.

K. Next Regularly Scheduled Meetings

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

L. Adjournment

There being no further business on **motion duly made, seconded, and unanimously carried, the Board adjourned at 11:59 a.m.**

Respectfully submitted,

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Randolph S. Lenac, President, Board of Directors

ATTEST:

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Nadia Farjood, Secretary, Board of Directors