

**BOARD OF DIRECTORS
Meeting Minutes
February 4, 2025**

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 4, 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: Christian Wallis, Chief Executive Officer
 Tom Scaglione, Chief Administrative Officer
 Amy Abrams, Chief Community Health Officer (via Zoom)
 Jeffrey Scott, General Counsel
 Jason Broad, Sharp Grossmont Hospital
 Adam Bauer, Fieldmann Rolapp & Associates (via Zoom)
 Jason Chung, Fieldman Rolapp & Associates (via Zoom)

A. Call to Order

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

B. Pledge of Allegiance

The pledge of allegiance was led by Jason Broad (Sharp Grossmont Hospital).

C. Approval of Agenda *(00:8:40)*

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

D. Public Comment *(00:9:07)*

CEO Wallis read two emails provided to the District for public comment. Suzanne Till and Mani Ardalan Farhadi raised their concerns regarding the Board's decision to maintain the Board meeting time at 9 AM, despite their acknowledgment that all members are available in the evening. Their comments highlighted significant backing for shifting the Board meetings to 6 PM. This change would particularly benefit the newly elected Director, Nadia Farjood, who is a working mother and may find it challenging to participate fully with the current morning schedule. The adjustment to a later meeting time would not only support her involvement, but also enhance representation and engagement with the community.

E. Consent Action Items

There were none.

F. Reports/Presentations/Discussion/Possible Action Items

1. Reports

CEO Wallis shared that the Sharp Grossmont Hospital Family Medicine Residency Program was recently awarded a \$2M Song-Brown Grant.

- a) Presentation: Sharp Grossmont Hospital – Quarterly Hospital Report (Scott Evans, PharmD, MHA, Senior Vice President and Market Chief Executive Officer, Sharp HealthCare Regional Hospitals) *(20 minutes with 10 minutes Q&A)*
(00:14:29)

Jason Broad, Vice President of Performance, presented the Board with Sharp Grossmont Hospital's Quarterly Report. The presentation included information on:

- Holiday events held with the Sharp Grossmont Hospital team
- "Pickle for Your Lung" Pickleball Tournament Partnership with American Lung Association
- Hospital's third recertification as an Advanced Comprehensive Stroke Center
- Hospital's first Spine Surgery Certification
- Sharp HealthCare's recently formed San Diego Football Club

- Sharp's January 23, 2025 Neuroscience Physician Speaker event
 - o The Neuroscience Center will provide cutting-edge life-saving specialty care for San Diego County
- Hospital's collaboration with San Diego Regional Taskforce on Homelessness and the "We All Count" event held on January 30, 2025
- Hospital's "Discharge With Dignity" clothing drive held February 1, 2025
- Surging patient volumes relative to the highly contagious flu
 - o Mr. Broad feels educating the community about the appropriate level of care is a key component
- Hospital Performance Review
 - o The work within the seven pillars was discussed and their rate of success for the past quarter. Out of 12 items, 7 (in hospital mortality, hospital acquired infections, cost per unit of service, employee injury, physician satisfaction, employee retention, and net revenue achievement) were listed as "favorable outcomes - equivalent to a 3 or 4 in Sharp Report Card standards." Three (patient satisfaction, employee engagement, and 7-day readmission rate) were listed as "near average/median expected outcome - equivalent to a 1 or 2 in Sharp Report Card standards." One (EBITDA from Ops Margin) was listed as "unfavorable outcome to target - equivalent to 0 in Sharp Report Card standards."

Mr. Broad answered all questions the Board had.

- b) Presentation: 2025 Potential Refunding of Prop G Bonds (Adam Bauer, Fieldman Rolapp & Associates) *(20 minutes with 10 minutes Q&A) (01:05:20)*

Jason Chung, Vice President of Fieldman Rolapp & Associates, presented the Board with an overview of the 2025 potential refunding of Prop G Bonds. The presentation discussed:

- Municipal Market Update
- Historical Assess Valuation
- 2006 Measure G Facilities Bond
- Summary of Outstanding GO Debt
- Prop G Project Savings
- Historical Savings Projections

- Potential Next Steps with Timeline

For a July 15, 2025 call date, the total projected present value savings would be \$8,118,815, with an annual savings of \$735,051. The Board will consider a resolution to approve the refinancing during the March 4, 2025 Board meeting.

Mr. Chung answered all questions the Board had.

2. Policies & Procedures Committee – Director Ayres (1/28/25) **(01:21:27)**

The Committee met on January 28, 2025. Attendees and discussion are listed in the Committee minutes (which are linked from the Board agenda to the District website.)

a) Policy and Bylaw Additions and Revisions Discussion

President Ayres stated that the below agenda items are for informational purposes only, with no action to be taken. The Policies and Procedures Committee continues to evaluate each proposed policy change and will bring forth any recommendations in a future Board meeting. Director Farjood requested to comment on the meeting minutes. President Ayres stated that there would be no comments allowed, which was upheld by General Counsel.

- i. Consolidation of Standing Committees (Revisions to Bylaws and Policies)
- ii. Request to Add New Workforce Development Committee
- iii. Term Limits for Board Members (New Policy)
- iv. Director Request to Hold Only One Board Meeting Monthly

3. Board and CEO Comments **(03:09:10)**

Director Farjood made comments relative to agenda item F(2) and in particular, the Policies & Procedures Committee meeting minutes from January 28, 2025. Her comments consisted of the following:

- D(1)(i) – Delegation of Authority: Would like to know the reasoning behind the dollar amount reductions.
- D(1)(ii) – Consolidation of Standing Committees: Would like to know the reasoning behind why the consolidation was deemed not appropriate. Director Farjood is requesting staff’s input relative to how many hours are spent for meeting preparation. She reiterated her opinion that the volume and excessiveness of these meetings is not supported or necessary by the work the District handles. She feels the Government, Legal & Legislative

Relations and Public Relations & Outreach Committees are unnecessary and suggested that these agenda items, as well as presentations, be instead directed to the full Board, in order to promote efficient use of time.

- D(1)(iii) – Request to Add New Workforce Development Committee: Director Farjood reiterated her opinion that making a tenth standing committee (or ad hoc committee) would exacerbate the volume and excessiveness of unnecessary meetings. She suggested that the workforce development workstream be directly reported to the Board or added to the Community Health Committee.
- D(1)(iv) – Term Limits for Board Members: Director Farjood shared her opinion that conducting term limits are healthy to have and she is encouraged that the Policies & Procedures Committee is considering its implementation. However, she would like a memorandum to be drafted explaining what the legal basis is for having said policy, as she believes a policy alone would not have any legal force or effect and would likely need public vote.
- D(1)(v) – Cellphone Usage During Board Meetings: Director Farjood stated she has not seen any precedent for a no cellphone usage policy and believes there are first amendment issues with restricting cellphone access at the dais. She stated that she uses her cellphone to conduct research during Board meetings and for family emergencies. She does not support implementing such a policy and believes it would not be enforceable.
- D(1)(vi) – Committee Meeting Business Hours: Director Farjood expressed her strong opposition to the proposed policy, perceiving it as a retaliatory move in response to her suggestion to shift Board meeting times to 6 PM. She characterized the policy as punitive, discriminatory, and detrimental to public access, particularly for working individuals who may find it challenging to attend meetings at earlier times. She expressed her disheartenment over the situation and urged the Committee to reconsider and refrain from recommending it to the full Board, emphasizing the importance of inclusivity and accessibility for the community.
- D(1)(viii) – Director Request to Hold Only One Board Meeting Monthly: Director Farjood believes that despite the Committee’s opinion, conducting one monthly Board meeting rather than two would adequately cover District business, as it has worked for our “sister” healthcare districts. She reiterated her request to conduct Board meetings at 6 PM, rather than 9 AM in order to allow for greater public access. Alternatively, reaching a compromise and conducting one of the two Board meetings at 6 PM, rather

than 9 AM. Director Farjood requests that President Ayres place this item on the next Board meeting agenda.

President Ayres discussed the special computing seminar he recently attended and the “Apple Vision Pro” goggles. He will talk with Sharp about scheduling a demonstration meeting for all of the Board members so they can learn more about this advanced technology. He believes that this cutting-edge technology will lead to better and more efficient healthcare.

Director Chadwick emphasized the distinction between “dependent” and “independent” special districts, highlighting that the District’s status as an independent entity allows for greater autonomy in setting its own rules and policies. During her remarks, she reflected on the sequence of events since her initial interactions with Director Farjood and her campaign. Director Chadwick specifically underscored the importance of transparency in the District's operations, noting the set schedule for Board meetings and the procedures that ensure business is conducted openly.

Director Chadwick expressed her disappointment regarding Director Farjood's support petition, signed by 200 individuals, suggesting the District held nine secret committee meetings which are, in fact, held on Zoom. Director Chadwick defended the District's commitment to transparency, asserting that claims of secret meetings are unfounded and could undermine public trust.

Additionally, Director Chadwick brought to light the implications of recent public records requests concerning Board member emails. Director Chadwick detailed the time and resources expended by District staff to fulfill these requests, as well as the costs incurred by taxpayers, due to the billable hours charged by District Counsel, for their review.

Lastly, Director Chadwick questioned the legitimacy of a stipend received by Director Farjood for attending a recent meeting that she believes did not qualify.

G. Next Regularly Scheduled Meeting(s):

1. Thursday, February 20, 2025, 9:00 a.m.
2. Tuesday, March 4, 2025, 9:00 a.m.

H. Adjournment

There being no further business on **motion duly made, seconded, and unanimously carried, the Board adjourned at 10:45 a.m.**

Respectfully submitted,

Robert "Bob" Ayres, President, Board of Directors

ATTEST:

Virginia Hall, RN, Secretary, Board of Directors