Posted Monday, July 27, 2026

PALOMAR | UC San Diego Health

PALOMAR UCSD HEALTH AUTHORITY
BOARD OF DIRECTORS SPECIAL SESSION
Meeting Agenda

Wednesday, July 29, 2026
4:00 p.m.

Please see page 2 of agenda for meeting location

	The Board may take action on any of the items listed below, including items specifically labeled "Informational Only"			Time	Target
Call To Order					**4:00**
I.	**Establishment of Quorum**			1	4:01
II.	**Public Comments**[1]			30	4:31
III.	**Adjourn to Closed Session**				
	A. *Pursuant to California Government Code § 54962 and California Health & Safety Code § 32106—REPORT INVOLVING TRADE SECRET—Discussion will concern: proposed new service or program. Estimated date of public disclosure: January 1, 2027*			15	4:46
IV.	**Re-Adjourn to Open Session**			1	4:47
V.	**Action Resulting from Closed Session, if any**			1	4:48
VI.	**Approval of Bylaws, Charters, Resolutions and Other Actions** *(ADD A)*			12	4:59
	Agenda Item	Committee/ Department	Action		
	A. Resolution: Authorizing and Approving Entering into a Quality Incentive Program Agreement with Graybill Medical Group, Inc. *(Pp 5-6)*	Board of Directors	Review/ Approve		
	B. Resolution: Authorizing Application To and Participate In the Behavioral Health Continuum Infrastructure Program *(Pp 7-9)*	Board of Directors	Review/ Approve		
Final Adjournment					**5:00**

NOTE: If you need special assistance to participate in the meeting, please call 760.740.6375 with requests 48 hours prior to the event, so we may provide reasonable accommodations.

[1] *3 minutes allowed per speaker.*

Palomar UCSD Health Authority
Special Session Board of Directors
Meeting Location Options

- **Board Members of the Palomar UCSD Health Authority Board of Directors will attend this meeting virtually from the addresses listed below**

- **Non-Board member attendees, and members of the public may also attend at these locations**

  - 9300 Campus Point Drive, La Jolla, CA 92037
  - 3120 Biomedical Sciences Way, Suite 1318A, La Jolla, CA 92093
  - 200 W Arbor Dr., San Diego, CA 92103
  - 23b Johnson Street, Greenock West, Greenock, PH16 8BB. Scotland , United Kingdom
  - 8080 North Central Expy, Ste 1700, Dallas, TX 75206
  - 17986 Highlands Ranch Terrace, Poway, CA 92064

https://www.microsoft.com/en-us/microsoft-teams/join-a-meeting?rtc=1

Meeting ID: 294 296 606 961 218
Passcode: o8iW96ra
or
Dial in using your phone at 929.352.2216; Access Code: 991 764 027#[1]

- **Non-Board member attendees, and members of the public may also attend the meeting virtually utilizing the above link**

[1] ***New to Microsoft Teams? Get the app now and be ready when your first meeting starts:*** Download Teams

Palomar UCSD Health Authority
Special Session Board of Directors Meeting

Meeting will begin at 4:00 p.m.

Request for Public Comments

If you would like to make a public comment, submit your request by doing the following:

- **Virtual: Enter your name and “Public Comment” in the chat function**

Those who submit a request will be called on during the Public Comments section and given 3 minutes to speak.

Public Comments Process

Pursuant to the Brown Act, the Board of Directors can only take action on items listed on the posted agenda. To ensure comments from the public can be made, there is a 30 minute public comments period at the beginning of the meeting. Each speaker who has requested to make a comment is granted three (3) minutes to speak. The public comment period is an opportunity to address the Board of Directors on agenda items or items of general interest within the subject matter jurisdiction of Palomar UCSD Health Authority.

ADDENDUM A

RESOLUTION NO. 07.29.26(01)-17

RESOLUTION OF THE BOARD OF DIRECTORS OF PALOMAR UCSD HEALTH AUTHORITY AUTHORIZING AND APPROVING ENTERING INTO A QUALITY INCENTIVE PROGRAM AGREEMENT WITH GRAYBILL MEDICAL GROUP, INC.

WHEREAS, on October 31, 2025, pursuant to the Joint Exercise of Powers Act, California Government Code § 6500 *et seq*. (the "**JPA Act**"), Palomar Health, a California local healthcare district and political subdivision of California organized pursuant to Division 23 of the California Health and Safety Code ("**Palomar**"), and The Regents of the University of California, a California constitutional corporation organized and existing under Article IX, Section 9 of the Constitution, on behalf of the University of California, San Diego Health ("**UCSD Health**"), entered into that certain Joint Exercise of Powers Agreement (the "**JPA Agreement**") and created the Palomar UCSD Health Authority, a California joint powers authority established pursuant to the JPA Act (the "**Authority**");

WHEREAS, the objectives of the JPA Agreement include advancing Palomar's public health priorities and UCSD Health's public service and academic mission by: (i) stabilizing the availability of community hospital and other healthcare services to all residents of San Diego County, California and surrounding areas regardless of payor or funding source; (ii) supporting access to specialists, tertiary and quaternary care, and clinical trials; (iii) improving access to healthcare for the vulnerable populations served by Palomar through the strengthening of certain healthcare service lines for the benefit of the residents of San Diego County, California through an integrated health system; and (iv) identifying and adopting evidence-based clinical protocols and best practices and coordinating and advancing patient safety and quality improvement initiatives;

WHEREAS, the Authority is a separate public entity created pursuant to the JPA Act with the power to enter into agreements necessary to carry out its purposes, including agreements to meet the objectives of the JPA Agreement;

WHEREAS, consistent with the objectives of the JPA Agreement, the Board of the Authority (the "**Board**") has determined it is in the best interest of the Authority to maintain and improve the quality of patient care throughout the continuum of care of healthcare services in northern San Diego County and the surrounding area;

WHEREAS, the Board has further determined it is in the best interest of the Authority to enter into a Quality Incentive Program Agreement (the "**QIP Agreement**") with Graybill Medical Group, Inc., to maintain and improve the quality of patient care throughout the continuum of care of healthcare services in northern San Diego County and the surrounding area; and

WHEREAS, pursuant to the Bylaws of the Authority and JPA Agreement, the Board wishes to delegate the responsibility of executing the QIP Agreement to the Chief Executive Officer of the Authority (the "**Chief Executive Officer**").

NOW, THEREFORE, IT IS HEREBY RESOLVED that the QIP Agreement is approved in substantially the form presented to the Board, with such non-material changes as may be approved by the Chief Executive Officer or her designee;

FURTHER RESOLVED, that the Chief Executive Officer or her designee is directed to: (1) obtain such other required third-party approvals necessary prior to executing and delivering the QIP Agreement, including the approval of Alvarez & Marsal; (2) execute and deliver the QIP Agreement; (3) execute any certificates, exhibits, schedules, or ancillary documents required in connection therewith; and (4) make non-material changes consistent with the intent of this Resolution;

FURTHER RESOLVED, that the Chief Executive Officer or her designee is authorized to: (1) take any and all further actions necessary or advisable to consummate the transactions contemplated by the QIP Agreement; and (2) execute and deliver any additional documents, agreements, or instruments necessary to carry out the intent of this Resolution;

FURTHER RESOLVED, that the Board hereby ratifies and confirms all prior actions taken by officers, employees, or agents of the Authority in connection with the negotiation of the QIP Agreement and the transactions contemplated thereby; and

FURTHER RESOLVED, that this Resolution shall take effect immediately upon its adoption.

PASSED AND ADOPTED by the Board of Directors of the Palomar UCSD Health Authority held on July 29, 2026, by the following vote:

AYES:

NAYS:

ABSENT:

ABSTAINING:

DATED: July 29, 2026

APPROVED:	***ATTESTED***:
Pauline Gourdie, Chair Board of Directors Palomar UCSD Health Authority	Margarita Baggett, Vice-Chair Board of Directors Palomar UCSD Health Authority

Bond BHCIP Round 2: Unmet Needs
Form 10: Board Authorizing Resolution Template

RESOLUTION NO. ____

A RESOLUTION OF THE BOARD OF DIRECTORS OF Palomar UCSD Health Authority **[FULL LEGAL NAME OF CORPORATION] AUTHORIZING APPLICATION TO AND PARTICIPATION IN THE BEHAVIORAL HEALTH CONTINUUM INFRASTRUCTURE PROGRAM ("BHCIP")**

WHEREAS:

A. The California Department of Health Care Services, through its contractor Advocates for Human Potential, Inc., ("**Department**") has issued a Request for Applications, dated May 30, 2025 ("**RFA**"), for the Bond BHCIP Round 2 (2025) Unmet Needs Program ("**Program**"). The Department has issued the RFA for Program grant funds pursuant to California Welfare and Institutions Code sections 5965-5967.01 ("**Behavioral Health Infrastructure Bond Act of 2024**").

B. Palomar UCSD Health Authority **[FULL LEGAL NAME OF CORPORATION]**, a California [Name of State] California Joint Exercise of Powers Authority [nonprofit public benefit/for-profit] corporation ("**Applicant**"), desires to apply for Program grant funds and has submitted an application for Program grant funds ("**Application**") to the Department for review and consideration.

C. The Department is authorized to administer BHCIP pursuant to the Behavioral Health Infrastructure Bond Act of 2024. Program funding allocations are subject to the terms and conditions of the RFA, the Application, Program Funding Agreement ("**Program Funding Agreement**"), and all other legal requirements of the Program.

THEREFORE, IT IS RESOLVED THAT:

1. Applicant is hereby authorized and directed to submit an Application to the Department in response to the RFA, and to apply for Program grant funds in a total amount not to exceed **$** __________

2. If the Application is approved, Applicant is hereby authorized and directed to

enter into, execute, and deliver a Program Funding Agreement for the total award amount, and all other documents required or deemed necessary or appropriate to secure the Program grant funds from the Department and to participate in the Program, and all amendments thereto (collectively, the "**Program Documents**").

3. Applicant acknowledges and agrees that it shall be subject to the terms and conditions specified in the Program Funding Agreement. Any and all activities, expenditures, information, and timelines represented in the Application are enforceable through the Program Funding Agreement. Funds are to be used for the allowable expenditures and activities identified in the Program Funding Agreement.

4. **[NAME AUTHORIZED SIGNATORY, TITLE OF AUTHORIZED SIGNATORY]** (the "**Authorized Signatory**"), is authorized to execute the Application and the Program Documents on behalf of Applicant for participation in the Program.

PASSED AND ADOPTED this 29 day of July ______________, 2026, by the following vote of the Corporation's Board of Directors:

AYES: [ ] NAYS: [ ] ABSTAIN: [ ] ABSENT: [ ]

The undersigned, **[NAME, TITLE OF ATTESTOR]** of Applicant, does hereby attest and certify that the foregoing is a true and full copy of a resolution of the Corporation's governing body adopted at a duly convened meeting on the date above-mentioned, and that the resolution has not been altered, amended, or repealed.

SIGNATURE: ________________________ DATE: ______________________

NAME: ______________________________ TITLE: ______________________

[NOTICE AND INSTRUCTIONS APPEAR ON THE FOLLOWING PAGE]