



BOARD OF DIRECTORS MEETING MINUTES

March 20, 2024 (3:00 PM – 5:00 PM)

Regular Meeting

2121 SW Broadway, Portland, OR 97201

BOARD MEMBERS PRESENT

Andy Mendenhall
Bettyna Rosales
Bob Stewart
Candice Jimenez
Eric Hunter
Holden Leung
Jeff Conklin
Keith Dempsey
Kyle King
Merrin Permut
Mjere Simantel
Monta Knudson
Rachael Banks
RJ Gillespiex
Rod Cook
Katrina Holland

BOARD MEMBERS ABSENT

Christa Shively
Joe Hardman
Camille Appin-Jones

STAFF PRESENT

Mindy Stadlander
Maggie Bennington-Davis
Phyusin Myint
Beth Spinning
Jill Archer
Mark Lewis
Karla Tupper
Anthony Montoya

GUESTS

Adam Romney (DWT, Recorder)
Justin Huff (Legacy)
Robert McConville (CareOregon)
Jon Cascino (Providence)
Nora Leibowitz (CareOregon)
Twila Cain-Pierce

CALL TO ORDER: The Board of Directors meeting was called to order at 3:04 PM by the Chair, RJ Gillespie. The meeting was held in-person and via Teams as a hybrid meeting where all participants could hear and participate.

COMMITTEE REPORTS: The Board heard reports from each of the Board Committees.

Governance & Operational Excellence Committee:

Bob Stewart reported that the Committee met on February 28th and discussed several substantive topics including HRSN amendments, network adequacy discussion, health equity, self-evaluation tool for board members, amendment to board bylaws. The Committee also discussed contract approvals that are in the Board packet for today's meeting.



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Quality Health & Outcomes Committee: Candice Jimenez reported that the Committee met on March 6th. The Committee discussed an update from the behavioral health MAC, a behavioral health ecosystem analysis, behavioral health dashboards, the care coordination advisory group, grievances and appeals report, and healthcare disparity report. Dr. Livingston presented an SBAR regarding information on social needs screening and referrals, and the QMAC discussed how to solve data sharing issues.

Community Impact Committee: Bettyna Rosales reported that the Committee met on February 28th. The Committee welcomed new members to the Committee. The Committee approved new CI MAC co-chairs. Community capacity building funds presentation was made to the Committee, which included implementation of HRSNs. Housing pilot presentation was made to the Committee, including focus on top three needs of eligible members.

Finance & Audit Committee: Eric Hunter reported that the Committee met on March 19th. The Committee discussed the finance report, the annual appointment of actuaries, consistencies on reporting of BHP and other services, MLR for January with high spend related to NEMT, and financial policy workgroup update on HRSN and share.

Community Advisory Council: Candice Jimenez reported that the Council met on March 13th. The Council welcomed new CAC members at a group dinner. The Council heard an OHA update on community capacity building funding opportunities and HRSN benefits, health equity updates, community engagement work, behavioral health ecosystem, and share updates include share work for 2024.

Board Chair Report: RJ Gillespie discussed an overview of today's Board meeting agenda such as the proposed bylaws revisions and behavioral health strategies and clinical transformation. RJ also commented on pediatric and adolescent behavioral health work strategies in his physician practice and its intersection with Health Share's efforts.

CEO Report: Mindy Stadlander reported on the HRSN benefits that went live in March and acknowledged the amount of work performed by Health Share team and all partner organizations. Mindy also discussed the health and housing report recently released and the response plan that could be prepared. Lastly, Mindy discussed the effects of the Change Healthcare ransomware attack and its effects on Health Share and its providers and members.



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CONSENT AGENDA: RJ Gillespie introduced the consent agenda items and offered the opportunity to remove or correct any item from the consent agenda.

ACTION: Following a motion by Bob Stewart and a second by Andy Mendenhall, the Board approved the following consent agenda items, with all Directors voting in favor:

- Board of Directors Meeting Minutes February 21, 2024
- Quality Health & Outcomes Committee Minutes February 7, 2024
- QUAL 04 Member Grievance Policy
- QUAL 05 ABD's, Appeals, Contested Case Hearings Policy
- Finance & Audit Committee Minutes February 20, 2024
- 2024 Change in Actuary Appointment for Tyson Reed of Wakely
- Governance & Operational Excellence Committee Minutes January 25, 2024

CONTRACT APPROVALS

The Board discussed the following contracts, each as made available to the Board in the individual contract packet:

- Central City Concern – SHARE RCP Agreement

ACTION: Bob Stewart moved to approve the above contract, and Eric Hunter seconded the motion. The Board unanimously approved the above contract, except for Andrew Mendenhall, who abstained.

- ICN / IDS Medicaid / Non-Medicaid HRSN Contract Amendment

ACTION: Andy Mendenhall moved to approve the above contract, and Mjere Simantel seconded the motion. The Board unanimously approved the above contract, except for Eric Hunter, Twila King Pearce, Jeff Conklin, and Kyle King, who abstained.

UPDATING HEALTH SHARE'S BYLAWS

Bob Stewart discussed background of the process for discussing proposed changes to Bylaws to promote and strengthen commitment of member organizations to the Health Share collaborative. Jeff Conklin and Andrew Mendenhall commented on the thoughtful approach to the proposed Bylaws revision.



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ACTION: Jeff Conklin moved to approve the proposed changes to the Bylaws as presented to the Board in the Board packet. Rachel Banks seconded the motion. The Board unanimously approved the motion.

2022 EXTERNAL QUALITY REVIEW RESULTS

Beth Spinning presented to the Board regarding a CCO Compliance program update which included the following topics:

- Health Share’s compliance functions at Health Share and with its delegates.
- The functions of the Health Services Advisory Group (HSAG) and Compliance Monitoring Review (CMR).
- HSAG group audited Health Share in 2023 and audited for member-focused, provider-focused and operations standards. HSAG audited at both the Health Share and delegate levels.
- The gaps identified in the 2023 HSAG audit. Beth discussed gaps in care coordination, coverage and authorization, grievances and appeals, and member information and rights.
- Health Share preparations for the next HSAG audit in September 2024.
- Program integrity and enterprise risk management functions, including compliance complaints and fraud, waste and abuse.
- Next steps to address deficiencies identified in the HSAG audit.

HEALTH SHARE OPTIMIZATION WORKGROUP UPDATE

Mindy Stadtlander presented to the Board regarding Health Share’s optimization workgroups, which included the following topics:

- Background discussion and context regarding major structural changes implemented in 2019 in preparation for CCO 2.0, and areas of opportunity for improvement in 2022.
- The “guiding principles” and “group agreements” related to the optimization work.
- Timeline for optimization group’s interviews, information gathering, focus on top issues, and development and implementation of solutions.
- One top issue involves behavioral health model changes to integrate, restructure, identify opportunities and clarify payment policies.
- Another top issue involves risk models and changing the financial model.
- The third top issue is network management and Health Share’s primary care provider network policy.

BEHAVIORAL HEALTH LEGISLATIVE AND SYSTEM CAPACITY UPDATES

Anthony Montoya, Beth Spinning, Jill Archer, Mjere Simantel and Andy Mendenhall presented and guided discussion on the following points:



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- Background information on the care continuum for behavioral health and substance use disorders.
- Progress made in the behavioral health and substance use space in building capacity and access across the continuum.
- The status of financial investments made in 2022.
- Jill Archer presented on the SHIFT program.
- Mjere Simantel presented on the Center for Triage and Treatment at Washington County.
- Andy Mendenhall presented regarding the recuperative care program at Central City Concern.
- Anthony Montoya presented regarding Measure 110 reforms and legislative changes.

ADJOURNMENT: There being no further business, RJ Gillespie adjourned the Board of Directors meeting at 4:56p.m.

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RJ Gillespie, *Chair*

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Adam Romney, *Recorder*

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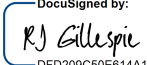
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Editor Delivery Events	Status	Timestamp
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Intermediary Delivery Events	Status	Timestamp
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Envelope Summary Events	Status	Timestamps
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