



BOARD OF DIRECTORS MEETING MINUTES
April 17, 2024 (3:00 PM – 5:00 PM)
Regular Meeting
2121 SW Broadway, Portland, OR 97201

BOARD MEMBERS PRESENT

Andy Mendenhall
Bettyna Rosales
Bob Stewart
Camille Applin-Jones
Candice Jimenez
Eric Hunter
Holden Leung
Merrin Permut
Mjere Simantel
Rachael Banks
RJ Gillespie
Rod Cook
Christa Shively
Joe Hardman
Katrina Holland
Jeff Conklin

BOARD MEMBERS ABSENT

Keith Dempsey
Monta Knudson
Kyle King

STAFF PRESENT

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

GUESTS

Adam Romney (DWT, Recorder)
Robert McConville
Jon Cascino
Dave Neiman (Wakely Consulting)
Twila Cain-Pierce
Jonathan Weedman
Nora Leibowitz
Jill Archer
Alexa Galluzzo
Justin Huff

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 March 27th and discussed several substantive topics including an OpEx MAC report out by Jon Cascino, a contract review and of the “Every Step Clinics” agreement by Jacob Parks, a discussion regarding Board of Directors self-evaluation by Mindy Stadlander and Bob Stewart, and discussion regarding requirements for filing background affidavits from Adam Romney and Mindy Stadlander.



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Quality Health & Outcomes Committee: Candice Jimenez reported that the Committee met on April 3rd. The Committee first heard a QMAC and BH MAC report out by the respective leads from each advisory committee. The committee then discussed the need for social needs screening data collected by health plans and community-based organizations, quality funds distribution issues for 2023 and 2024, an overview of metric performance in 2023 and an improvement plan for future years, a review of 2023 grievance and appeals, and feedback on and timing of meetings.

Community Impact Committee: The Committee did not meet in March or April prior to this Board Meeting.

Finance & Audit Committee: Eric Hunter reported that the Committee met on April 16th. The Committee discussed legislative appropriations for behavioral health, heard a behavioral health forecast from Jill Archer, and received a financial report and MLR presentation from Mark Lewis.

Board Chair Report: RJ Gillespie provided his chair report and discussed proposed bylaws revisions and behavioral health strategies.

CEO Report: Mindy Stadlander provided the CEO report and discussed HRSN benefits, basic health plan onboarding, and new Health Share staff.

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 (March 20, 2024)
- Finance & Audit committee Minutes (March 19, 2024)
- Governance & OpEx Minutes (February 28, 2024)

CONTRACT APPROVALS

The Board discussed the following contract, which was made available to the Board in the individual contract packet:



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- The “Every Step Clinic Plan Partner Reimbursement Agreement” by and between Health Share of Oregon and CareOregon, Inc.

ACTION: Bob Stewart moved to approve the above contract, and Mjere Simantel seconded the motion. The Board unanimously approved the above contract, with Eric Hunter abstaining.

2023 YEAR END FINANCIAL REPORT AND 2024 STRATEGY

Mark Lewis and Dave Neiman presented background information on the Health Share global budget and financial operations management cycle. Mark and Dave discussed the Exhibit L Final Data Point for 2023 which sets based for 2025 capitation and rate development. Mark and Dave then presented MLR year-end projections for 2023, and 2023 share estimates. Mark and Dave presented the budget timeframes for fiscal year 2025, the timing for adoption of the 2025 budget, and factors that will affect 2025 budgeting.


PREP FOR OHA DIRECTOR VISIT

Mindy Stadtlander led a Board discussion regarding the upcoming visit from new OHA director, Dr. Sejal Hathi.

MULNOMAH COUNTY HOUSING RESPONSE PLAN

Ryan Deibert, Interim Director, Homelessness Response System, and Dan Field, Director, Joint Office of Homeless Services, presented to the Board regarding the case for a comprehensive approach to addressing housing and homelessness, and the top line objectives of their efforts. Ryan and Dan then presented the program goals including: Systems development; Shelter expansion; Increasing access to appropriate levels of behavioral health; Preventing homelessness; Strategic investment; Increasing the production of affordable housing; Improving data and analytics; and Establishing a new governance structure that aligns strategies.

ADJOURNMENT: There being no further business, RJ Gillespie adjourned the Board of Directors meeting at 5:06p.m.

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RJ Gillespie, Chair

DocuSigned by:

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Adam Romney, Recorder

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Signer Events

Adam Romney
AdamRomney@dwt.com
Adam Romney
Security Level: Email, Account Authentication (None)

Signature

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Adam Romney
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Signed: 6/27/2024 | 10:51 AM

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RJ Gillespie MD
rgillespie@childrens-clinic.com
Security Level: Email, Account Authentication (None)

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In Person Signer Events	Signature	Timestamp
Editor Delivery Events	Status	Timestamp
Agent Delivery Events	Status	Timestamp
Intermediary Delivery Events	Status	Timestamp
Certified Delivery Events	Status	Timestamp
Carbon Copy Events	Status	Timestamp
Witness Events	Signature	Timestamp
Notary Events	Signature	Timestamp
Envelope Summary Events	Status	Timestamps
Envelope Sent	Hashed/Encrypted	6/27/2024 10:08 AM

Envelope Summary Events	Status	Timestamps
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Envelope Updated	Security Checked	6/27/2024 11:02 AM
Envelope Updated	Security Checked	6/27/2024 11:07 AM
Certified Delivered	Security Checked	6/27/2024 11:08 AM
Signing Complete	Security Checked	6/27/2024 11:08 AM
Completed	Security Checked	6/27/2024 11:08 AM

Payment Events	Status	Timestamps
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