



**HEALTH SHARE OF OREGON
BOARD OF DIRECTORS MEETING MINUTES
February 16, 2022**

BOARD MEMBERS PRESENT

Abigail Lawrence
Bettyna Rosales
Bob Stewart
Christa Shively
Cyreena Boston-Ashby
Dorane Brower
Ebony Clarke
Eric Hunter
Jackie Mercer
Jeff Conklin
Joe Hardman
Marni Kuyl
R.J. Gillespie
Rachel Solotaroff
Ramsay Weit
Rod Cook
Sarah Brewer

BOARD MEMBERS ABSENT

Lakeesha Dumas
Camille Applin-Jones

STAFF PRESENT

James Schroeder
Maggie Bennington-Davis
Graham Bouldin
Mindy Stadtlander
Jeremy Koehler
Yoni Kahn-Jochnowitz
Trish Nimelman
Karla Tupper
Melissa Bates

GUESTS

Beth Spinning
Robert McConville
Justin Huff
Jon Cascino
Alexa Galluzzo
Aaron Morgan
Jill Archer
Nina Marshall
Ingrid Brydolf, Legal Counsel, Recorder

CALL TO ORDER: The Board of Directors meeting was called to order at 3:01 p.m. The meeting was held via a web-based platform where all participants could hear and participate. All participants introduced themselves.



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HONORING CEREMONY

Marni Kuyl introduced Aaron Morgan who offered a prayer song to honor Jackie Mercer and Ramsay Weit for their long service on the Health Share Board of Directors. Board members engaged in many tributes and expressions of appreciation to Jackie Mercer and Ramsay Weit for their contributions and service. Both Jackie Mercer and Ramsay Weit spoke of their interests in leading with race and advocating for Health Share members especially in the areas of social determinants of health, including housing.

COMMITTEE, CAC AND RSHIF REPORTS AND DISCUSSION: The Board heard reports from each of the Board Committees, the CAC and RSHIF.

Governance Committee: Jackie Mercer reported on the Committee's work including the recommendation of new Board members, the MAC update regarding climate activities and member assignments, the Board assessment process, and the strategic framework update.

Quality Committee: RJ Gillespie reported on the work of the Committee, including discussions about the quality metrics and the behavior health task force update, both of which will be discussed in today's Board meeting.

Finance Committee: Eric Hunter reported on the recommendation to reappoint Wakeley as the Health Share actuary, quality metrics, SHARE, and community investments.

RSHIF: Abigail Lawrence reported on the housing benefit discussion, the 1115 waiver re housing, and the priority populations for the housing pilot.

Community Advisory Council: Abigail Lawrence reported on the CAC's discussion of upcoming changes to masking mandate, upcoming redeterminations of Medicaid members, CHP/CHNA update, CAC upcoming retreat, the Health Share strategic roadmap, and the update on the 1115 Waiver.

Community Impact Committee: No report.

CHAIR REPORT: Marni Kuyl highlighted Black History Month and the excellent candidates for Board positions who would be presented to the Board for approval at this meeting.



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CEO REPORT: James Schroeder reported on a number of issues, including Health Share’s upcoming strategic framework “refresh,” the hiring of a chief equity, diversity and inclusion officer, redetermination process for Medicaid members, and SHARE update.

CONSENT AGENDA:

Marni Kuyl introduced the consent agenda items and offered the opportunity to remove or correct any item from the consent agenda.

ACTION: Following a motion by RJ Gillespie and a second by Eric Hunter, the Board approved the following consent agenda items, with all Directors voting in favor:

- **Board of Directors Minutes – January 19, 2022**
- **Finance & Audit Committee Minutes – January 10, 2022**
- **Governance and Operational Excellence Committee Minutes – December 7, 2021**
- **Quality and Health Outcomes Committee Minutes – November 3, 2021, January 5, 2022**
- **Community Impact Committee Minutes – December 13, 2021**
- **Wakely Reappointment as Actuary**
- **Corp 09 Fraud, Waste and Abuse Prevention and Detection Policy**

QUALITY METRICS POLICY (FIN-C-06)

RJ Gillespie, chair of the Quality and Health Outcomes Committee, explained proposed changes to the current Quality Metrics Policy which are recommended by the Committee. He additionally explained ongoing discussion relating to COVID-19 vaccine metrics. The directors discussed the changes and ongoing discussions relating to the Committee’s recommendation.

Cyreena Boston-Ashby left the meeting at 4:00 p.m.

ACTION: Following a motion by Sarah Brewer and a second by Rachel Solotaroff, the Board approved the Quality Metrics Policy (FIN-C-06) as amended, with all Directors voting in favor.



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BEHAVIORAL HEALTH UPDATE

Jill Archer and Nina Marshall presented an update on the ongoing work to bolster and secure the behavioral health network serving Health Share members. They discussed access, increased funding for providers, payment rates, and areas of ongoing challenge.

Cyreena Boston-Ashby returned to the meeting and Ebony Clark left the meeting at 4:30 p.m.

The directors discussed how to measure improvements and the effects of limited access on care and health. They discussed next steps and the ability to align financial and care incentives to improve access, stability, and care.

At 4:50 p.m., the Board moved into executive session and guests were excused.

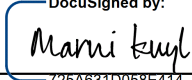
At 5:00 p.m., the Board resumed the meeting with action on the following motions:

ACTION: Following a motion by Ramsay Weit and a second by Rod Cook, the Board approved the appointment of Katrina Holland to the Board of Directors for a three-year term, with all Directors voting in favor.

ACTION: Following a motion by Christa Shively and a second by Bob Stewart, the Board approved the appointment of Keith Dempsey to the Board of Directors for a three-year term, with all Directors voting in favor.

ACTION: Following a motion by Jackie Mercer and a second by Abigail Lawrence, the Board approved the appointment of Marci Muschamp to the Board of Directors for a three-year term, with all Directors voting in favor.

ADJOURNMENT: There being no further business, Marni Kuyl adjourned the Board of Directors meeting at 5:03 p.m.

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Marni Kuyl, *Chair*

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Ingrid Brydolf, *Recorder*