



**HEALTH SHARE OF OREGON
BOARD OF DIRECTORS MEETING MINUTES
December 15, 2021**

BOARD MEMBERS PRESENT

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

BOARD MEMBERS ABSENT

Sarah Brewer

STAFF PRESENT

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

GUESTS

Beth Spinning
Robert McConville
Justin Huff
Jon Cascino
Ingrid Brydolf, Legal Counsel

CALL TO ORDER: The Board of Directors meeting was called to order at 3:02 p.m. The meeting was held via a web-based platform where all participants could hear and participate. All participants introduced themselves.

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 discussion of the MAC report, contracts that are presented today to the Board for approval, CORP-09 policy that is also presented to the Board today, and a discussion of the 1115 waiver.



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Finance Committee: Eric Hunter reported on the work of the Committee, including downstream rates that are presented to the Board today for approval.

Cyreena Boston-Ashby left the meeting at 3:20 p.m.

Community Impact Committee: Ramsay Weit reported on the Committee's discussion of Connect Oregon and a critique of the housing pilot.

RSHIF: Ramsay Weit reported on the steering committee's orientation and Mindy Stadlander reported on the Committee's input on evaluation of housing priorities through an equity lens, as well as a discussion of wrap-around services.

Cyreena Boston-Ashby returned to the meeting at 3:26 p.m.

Community Advisory Council: Abigail Lawrence reported on the upcoming CAC January retreat, and the work of the CAC to improve cohesion.

CHAIR REPORT: Marni Kuyl thanked the Board for continuing to diligently participate in the work of Health Share virtually. She acknowledged how taxing virtual work has become.

Lakeesha Dumas joined the meeting at 3:35 p.m.

CEO REPORT: James Schroeder reported on a number of issues, including Board recruitment, and the work of CCO 2.0. James reported on the key 2021 accomplishments of Health Share, including how the collaborative model had created a strategic framework focused on health equity. The work accomplished has aligned with the CHIP and especially supported change regarding the social determinants of health and behavioral health. These include: Connect Oregon, housing pilot, changes to the global budget, increased healthcare access for foster children and traditional healthcare workers. The CCO 2.0 requirements were considerable, and Health Share had performed well.

The Directors also discussed the COVID response that Health Share created and the increased vaccination rates. The analysis of Health Share data and community deployment to at-risk populations fundamentally increased vaccination rates.

The Directors additionally discussed the housing pilot and other key accomplishments.



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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 Jackie Mercer and a second by Cyreena Boston-Ashby, the Board approved the following consent agenda items, with all Directors, other than Lakeesha Dumas, who abstained, voting in favor:

- **Board of Directors Minutes – November 17, 2021**
- **Community Impact Committee Minutes – September 22, 2021**
- **Governance & Operational Excellence Committee Minutes – October 27, 2021**
- **Finance & Audit Committee Minutes – November 4, 2021**
- **CORP-09: Fraud and Abuse Prevention and Detection Policy**
- **IDS/ICN template contract**
- **2022 IDS/ICN rates**
- **County Services template contract**
- **Cover All Kids template contract**

Administrative Services Agreement

Mindy Stadtlander introduced the Administrative Services Agreement with CareOregon to the Board. Eric Hunter declared a conflict of interest as the CEO of CareOregon. The Agreement is being updated. Mindy Stadtlander explained the changes, and the review and the recommendation of the Governance Committee.

ACTION: Following a motion by Christa Shively and a second by Rachel Solotaroff, the Board approved the following resolution with all Directors, other than Eric Hunter, who abstained, voting in favor:

Approval of the Administrative Services Agreement as presented.

SYSTEMS INTEGRATION BENEFIT AGREEMENT

Mindy Stadtlander presented the Systems Integration Benefit Agreement with CareOregon. Eric Hunter declared a conflict of interest due to his status as the CEO of CareOregon. Mindy Stadtlander described the purpose and changes to the contract and discussed the review that had been undertaken by the Governance Committee.



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ACTION: Following a motion by Dorane Brower and a second by Bettyna Rosales, the Board approved the following resolution with all Directors, other than Eric Hunter, who abstained, voting in favor:

Approval of the Systems Integrated Benefit Agreement as presented.

1115 WAIVER

James Schroeder additionally updated the Board on the process and content of the proposed 1115 Waiver for the State of Oregon. The Directors discussed populations covered, enrollment changes, benefits, waiver strategy and funding. Other key issues, including community investment collaboratives, were also discussed.

ADJOURNMENT: There being no further business, Marni Kuyl adjourned the Board of Directors meeting at 4:21 p.m.

DocuSigned by:

Marni Kuyl

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Marni Kuyl, *Chair*

DocuSigned by:

Ingrid Brydolf

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Ingrid Brydolf, *Recorder*