



**BOARD OF DIRECTORS MEETING MINUTES**  
**October 19, 2022**

**BOARD MEMBERS PRESENT**

Abigail Lawrence  
Andy Mendenhall  
Christa Shively  
Bettyna Rosales  
Camille Applin-Jones  
Dorane Brower  
Eric Hunter  
Jeff Conklin  
Joe Hardman  
Katrina Holland  
Keith Dempsey  
Marni Kuyl  
Merrin Permut  
RJ Gillespie  
Rod Cook

**BOARD MEMBERS ABSENT**

Bob Stewart  
Cyreena Boston-Ashby  
Ebony Clarke

**STAFF PRESENT**

James Schroeder  
Maggie Bennington-Davis  
Trish Nimelman  
Graham Bouldin  
Mindy Stadlander  
Phyusin Myint  
Alyssa Craigie  
Mariotta Gary-Smith  
Yoni Kahn-Johnowitz  
Karla Tupper  
Melissa Bates

**GUESTS**

Ingrid Brydolf, Legal Counsel  
Wendy Lear  
Robert McConville  
Alexa Galluzzo  
Jon Cascino  
Justin Huff  
Beth Spinning  
GUESTS  
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.



**BOARD OF DIRECTORS MEETING MINUTES**  
**October 19, 2022**

**COMMITTEE, CAC, RSHIF AND CHEW/EQUITY REPORTS**

The Board heard reports from each of the Board Committees, the CAC, and RSHIF, along with an update on the CHEW/Equity.

**Governance Committee:** Dorane Brower reported on the work of the committee including the MAC report, contractual performance (behavioral health and administrative services), MLR tracking and projections, and review of the CAC's board member nomination.

**Quality Committee:** RJ Gillespie reported on the work of the committee including the tracking and discussion of grievances and appeals, behavioral health access, social and emotional health planning, and metric planning for social determinants of health.

**Community Impact Committee:** No update this month.

**Finance Committee:** Eric Hunter reported on the committee's review of financial performance, the Financial Investment Oversight Committee work and the global budget work.

**Community Advisory Council:** Abigail Lawrence reported on the discussions of the CAC relating to CAC recruitment and the financial investment oversight committee.

**RSHIF:** Abigail Lawrence reported that RSHIF continues to consider new members for expansion.

**CHEW work group/Equity:** Mariotta Gary-Smith discussed CAC recruitment and participation in the financial investment oversight committee, the expansion of the CHEW, and the Health Equity Plan Progress Report that was submitted to OHA in June. Phylus Myint also discussed Native American heritage month activities.

**CHAIR REORT:** Marni Kuyl thanked the Health Share staff for supporting the Board and Health Share during James Schroeder's military leave.



## **BOARD OF DIRECTORS MEETING MINUTES**

### **October 19, 2022**

**CEO REPORT:** James Schroeder reported on the housing benefit progress and the upcoming State of Reform conference discussion about the CMS waiver.

**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 Christa Shively 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, September 21, 2022**
- **Finance and Audit Committee Meeting Minutes, September 1, 2022**
- **Quality, Health and Outcomes Committee Minutes, September 7, 2022**
- **Community Impact Committee Minutes, August 24, 2022**
- **Governance and Operational Excellence Committee Minutes, August 24, 2022**
- **Ratification of Executive Committee Action Approving OHA Contract Amendment**

**FINANCIAL INVESTMENT OVERSIGHT COMMITTEE UPDATE**

Mindy Stadtlander provided the Directors with an update on the work of the Financial Investment Oversight Committee. PhyuSin Myint explained how the Committee is using the rapid equity assessment tool in their work. Trish Nimelman discussed feedback from the Oregon Health Authority. Andy Mendenhall, a member of the Committee, commented on the work of the Committee and the investment opportunities.

**GLOBAL BUDGET WORKGROUP UPDATE**

Trish Nimelman discussed the OHA rate-setting process and the internal Health Share process, including differences for 2023, along with the work of the global budget workgroup to develop the global budget for 2023.



**BOARD OF DIRECTORS MEETING MINUTES**  
**October 19, 2022**

**NETWORK CAPACITY AND SUSTAINABILITY**

James Schroeder discussed current network issues throughout Oregon healthcare including access, services, locations, provider shortages and rate pressures. The Directors engaged in a discussion of impacts they observe including: support staff (security, cost of living, housing, wages, recruitment), patient wait times, provider burn-out, backlogs for care delivery, shortage of primary care, retention challenges, cumbersome processes, and the need for system changes. Financial challenges include the unrealistic 3.4% growth target. Patients have increasing complex problems and providers are suffering “moral” injuries. Children, especially, lack a state-wide policy supporting a system of care.

Given the depth and breadth of the problems in Oregon, the Directors expressed interest in engaging in state and national policy advocacy and finding a role for Health Share to make concrete changes.

At 4:45 p.m., the Chair excused all guests and all staff except for Mindy Stadtlander, James Schroeder and legal counsel, Ingrid Brydolf. James Schroeder presented a Board candidate nominated by the CAC to serve on the Board of Directors. The Governance Committee similarly recommends the candidate. Following discussion of the candidate, the Directors acted.

**ACTION: Following a motion by R.J. Gillespie and a second by Joe Hardman, the Board approved the following motion, with all Directors voting in favor:**

**Electing Candice Jimenez for a three-year term on the Board of Directors.**

**ADJOURNMENT:** There being no further business, Marni Kuyl adjourned the Board of Directors meeting at 4:55 p.m.

DocuSigned by:  
  
725A631D058E414...  
Marni Kuyl, *Chair*

DocuSigned by:  
  
A4C049CB7B09475...  
Ingrid Brydolf, *Recorder*