



## **BOARD OF DIRECTORS MEETING MINUTES**

**May 21, 2025 (3:00 – 5:00 PM)**

**Regular Meeting**

**2121 SW Broadway, Portland, OR 97201**

### **BOARD MEMBERS PRESENT**

RJ Gillespie, Board Chair  
Rachael Banks, Secretary  
Jennifer Burrows  
Jeff Conklin  
Katrina Holland  
Eric Hunter  
Candice Jimenez  
Monta Knudson  
Holden Leong  
Andrew Mendenhall  
Merrin Permut  
Scott Schwab  
Mjere Simantel  
Jennifer Stacy

### **BOARD MEMBERS ABSENT**

Hilary Flaming  
Kyle King  
Bettyna Rosales

### **STAFF PRESENT**

Mindy Stadtlander  
Phyusin Myint  
Maggie Bennington-Davis  
Mark Lewis  
Karla Tupper  
Beth Spinning

### **GUESTS**

Jonathan Cascino (Providence)  
Philip Mason-Joyner (Clackamas County)  
Adam Romney (Davis Wright Tremaine, Recorder)  
Chris Park (Kaiser Permanente)  
Carly Hood-Ronick (CareOregon)  
Megan Mcaninch Jones (Providence)  
Alexa Galluzzo (PacificSource)

**CALL TO ORDER:** The Board of Directors meeting was called to order at 3:05 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.

**HONORING CERMONY:** The Native American Rehabilitation Association of the Northwest lead an honoring ceremony for outgoing Board member, Christa Shively.

**COMMITTEE REPORTS:** The Board deferred Committee reports until the June Board meeting.

**CHAIR REPORT:** RJ Gillespie shared his reflections on the Board retreat. RJ heard the Board Members express their shared commitments to serving vulnerable individuals, focusing on strategy, looking to Health Share staff for greater operational duties, and furthering the collaborative values of Health Share. RJ encouraged Board Members to lean into difficult conversations and to remember a shared commitment to Health Share's values.

**CEO REPORT:** Mindy Stadtlander first reported good news regarding Health Share’s performance on incentive metrics thus far in 2025. Some highlights include increases in well child visit rates and preventive dental visits. Mindy then provided an update regarding the federal budget bill and potential implications regarding Medicaid. Mindy discussed proposed reductions in FFP dollars to states that provide services to undocumented persons, Medicaid work requirements, Medicaid co-payment proposals, and potential cuts to basic health program funding if enhanced tax subsidies are rescinded. Lastly, Mindy recognized the sunseting of the Change of Control Work Group that was formed to review the impacts of the OHSU/Legacy transaction on Health Share.

**CONSENT AGENDA:**

RJ Gillespie presented, and the Board voted on the following consent agenda items.

**ACTION:** Following a motion by Jennifer Stacy and a second by Mjere Simantel, the Board approved the following consent agenda items, with all Directors voting in favor. Scott Schwab abstained.

- Board of Directors Meeting Minutes, April 16, 2025
- Community Impact Committee Minutes, March 26, 2025
- Governance & OpEx Committee Minutes, April 9, 2025
- Finance Committee Minutes, April 15, 2025
- 211 Coordination Center- SHARE funding recommendation

**ACTION:** Following a motion by Eric Hunter and a second by Merrin Permut, the Board approved the following contract, with all Directors voting in favor. Scott Schwab and Jeff Conklin abstained.

- “Strategic Investment Services Agreement” between Health Share and OHSU, July 1, 2025

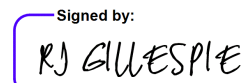
Rachel Banks joined the meeting at 3:45 PM.

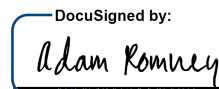
Katrina Holland joined the meeting at 3:50 PM.

**BOARD RETREAT DEBRIEF AND NEXT STEPS:** Mindy Stadtlander summarized key takeaways from the presentation from the Governor’s Office of Health Policy. The Board commented on and added to the summary. Mindy Stadtlander then summarized key takeaways from Board discussions regarding advancing health equity and justice, managing through uncertainty and a challenging healthcare environment, reorienting the Health Share Board to emphasize strategic direction, processes for CCO contract development and approval, governance, and Health Share’s compliance program and its oversight and monitoring activities.

**EXECUTIVE SESSION:** At 4:00 PM, the Board entered executive session to discuss and vote on the election of a new Board member and consider confidential matters related to a contractual relationship. During the executive session, the Board elected Blain West to serve as a Director of Health Share, effective immediately. The Board returned to open session at 5:00 PM.

**ADJOURNMENT:** There being no further business, RJ Gillespie adjourned the Board of Directors meeting at 5:05 PM.

Signed by:  
  
RJ Gillespie, *Chair*

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Adam Romney, *Recorder*