



**Board of Directors**  
**May 6, 2020**  
**2:00PM-4:00PM**  
**GoToMeeting Video/Conf. Call**

**Minutes**

Board Members			Willamette Health Council Staff		
Sarah Brewer, Treasurer	Legacy Health	P	Andrea Dabler	Willamette Health Council	P
Noelle Carroll	Polk County Health Services	P	<b>PacificSource Staff</b>		
Peter Davidson	PacificSource	P	Lindsey Hopper	PacificSource	P
Josh Graves	Catholic Community Services	P	Alison Little	PacificSource	P
Jackie Haddon	Valley Mental Health	P	Elaine Lozier	PacificSource	P
Dr. Mark Helm, Chair	Childhood Health Associates of Salem	P	Dr. Bhavesh Rajani	PacificSource	P
Dr. Leslee Huggins	SmileKeepers / Gentle Dental	P	Josie Silverman-Méndez	PacificSource	P
Paul Logan	Northwest Human Services	P	Jeanette Simms	PacificSource	P
Commissioner Craig Pope	Polk County	P	<b>Guests</b>		
Eric Richards	Salem-Keizer School District	P	Michael Gay	Salem Health	P
Beth Spinning, Vice-Chair	Kaiser Permanente	P	Tina Foss	Yakima Valley Farm Workers Clinic	P
Dr. Nap Steele	WFMC Health	P	Janice Hazel	WFMC Health	P
Commissioner Colm Willis	Marion County	P	Victor Reppeto	Public Citizen	P
			Dustin Zimmerman	Oregon Health Authority	P

P – present; PH – phone; E – excused; A - absent

Agenda Item	Discussion	Action / Follow-up
Welcome/ Introductions	Dr. Helm, Board Chair, called the meeting to order at 2:01 PM and invited everyone online to introduce themselves. This was not an in-person meeting.	
Public Comment	Dr. Helm allowed for public comment; there was none.	
Approval of April 1, 2020 minutes	Draft minutes from the April 1, 2020 board meeting were distributed in advance. Ms. Dabler noted corrections made to the final minutes.  <b>MOTION:</b> <i>Dr. Huggins made a motion to approve the minutes from the April 1, 2020 meeting with corrections as noted; Mr. Graves seconded the motion. The motion passed unanimously.</i>	
PacificSource CCO Transition Updates	Ms. Silverman-Méndez presented a review of the requirements for Social Determinants of Health/Equity (SDOH/E) and funding opportunities through the Community Benefit Initiative (CBI). This funding will require input from the Community Advisory Committee (CAC) and the Willamette Health Council (WHC) Board. There will be a short time-line for developing a process	Ms. Hopper provided some context on how other Health Councils are allocating the CBI funding. Examples of projects in other areas

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	<p>for distributing the funds.</p> <ul style="list-style-type: none"> <li>A portion of Quality Improvement Metrics (QIM) funds will be directed to partners in the community working to address SDOH/E disparities. In 2021, a portion of Coordinated Care Organization’s (CCO’s) shared savings will be directed toward addressing health disparities and SDOH/E.</li> <li>The CBI funds are intended to address community level needs - these funds are not tied to the benefit of individual covered members, but aimed at improving overall population health. These initiatives must align with the priorities of the Community Health Improvement Plan (CHIP).</li> <li>\$565,000 has been budgeted for CBI initiatives in 2020. These funds cannot be rolled into the following year. Ideally, the CAC should provide direction to the Board for a decision at the July board meeting.</li> </ul> <p>Ms. Hopper provided an update on COVID- state of emergency funding changes. PSCS is working with Oregon Health Authority (OHA) on fee-for-service vs capitation to develop a process for providing stabilizing payments.</p> <ul style="list-style-type: none"> <li>These stabilizing payments are in recognition that fee-for-service volumes and payments in the past two months were significantly decreased due to the state of emergency. The payments for April and May (combined) are expected to be sent to contracted providers soon after the meeting.</li> <li>PacificSource provided funding directly to nonprofits directly and/or Salem Health Foundation.</li> </ul> <p>Dr. Rajani shared information on the Prometheus Project in which PSCS will be engaged.</p> <ul style="list-style-type: none"> <li>This is a tool to identify potentially avoidable costs associated with episodes of care.</li> <li>The three conditions that PSCS will apply this tool are: asthma, diabetes, and substance use disorder.</li> <li>The initial year will focus on measurement more than on intervention and is expected to engage the Clinical Advisory Panel (CAP) in the future.</li> </ul>	<p>include: investments “food as medicine,” physical activity, transportation, community public health capacity, etc.</p> <p>Ms. Hopper will provide additional details as needed.</p> <p>Dr. Helm and Dr. Rajani will have a follow-up meeting on the Prometheus project.</p>
<p>Shared Learning</p> <ul style="list-style-type: none"> <li>CCO Data Dashboard</li> </ul>	<p>Ms. Simms, Director of Analytics, presented an overview of the CCO Dashboard.</p> <ul style="list-style-type: none"> <li>The dashboard presents demographics information on enrollees. In future the dashboard should include</li> </ul>	<p>Board members questioned the potential for inclusion of mental health disability</p>

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	<p>metrics and other claims-based data.</p> <ul style="list-style-type: none"> <li>• The second component of the dashboard permits comparison of the Marion and Polk county enrollees to other areas within the state.</li> <li>• Marion and Polk county have a higher percentage of children covered by the CCO than in other areas of the state. Children 0-18 are just above 50% of the covered members in Marion and Polk.</li> </ul>	<p>information, and gender by age grouping. Multiple specific conditions omitted from the report relating to conditions in childhood and mental health issues require follow-up.</p>
Community Advisory Council (CAC) Update	<p>Ms. Silverman-Méndez and Ms. Spinning reported that the first CAC meeting is scheduled for May 19th. There is a need to solicit 2 members from the CAC to join the WHC Board.</p>	<p>Ms. Spinning and Dr. Helm will work on recruiting CAC members to join the Board.</p>
Willamette Health Council Board Seats	<p>Mr. Richards, announced his retirement from his position with the Salem-Keizer School District. June 3<sup>rd</sup> will be his last WHC board meeting.</p> <ul style="list-style-type: none"> <li>• Mr. Richards recommended Dave Fender to replace his seat to represent the school district.</li> <li>• Ms. Foss with Yakima Valley Farm Workers (YVFW) Clinic expressed interest in joining the board in the open “PCP” designated seat.</li> <li>• Mr. Graves said represents Catholic Community Services in a seat designated for a “community organization,” but could represent behavioral health if needed to free up a board seat.</li> </ul>	<p>Board applications will be sent to Mr. Fender and Ms. Foss.</p>
Finance Committee Update	<p>Ms. Brewer presented updates on the financial overview from February. Mr. Davidson commented that March was not a “normal” month due to COVID-19.</p> <ul style="list-style-type: none"> <li>• Community Impact Funds are currently set at nearly 30% of the total WHC operating budget (about \$500K). These funds from January - May, 2020, are recommended to be used for any projects meeting the criteria for the community impact grants.</li> <li>• The Finance Committee made recommendations for the early distribution of the Q2 2020 QIM withhold funds. These funds will be distributed across 5 provider types: primary care providers, mental health providers, dental providers, hospitals and specialists/SUD providers.</li> <li>• Distributions within the provider types will be based on either the number of enrollees per provider, number of hospital days or on the basis of claims value.</li> <li>• The cut-off value for the payments was recommended to be \$1,000.</li> <li>• Ms. Brewer discussed that this distribution of QI money is based only on the issues our health system is currently facing. This is not a recommendation for distributions going forward beyond the current period.</li> </ul>	<p>Ms. Brewer will work with the Executive Team on a process for executing the checks and will draft a letter from the Willamette Health to accompany the checks.</p>

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	<p><b>MOTION:</b> Ms. Haddon made a motion to accept the Finance Committee’s recommendations as presented; Dr. Helm seconded the motion. The motion passed unanimously.</p>	
<p>Community Impact Committee</p> <ul style="list-style-type: none"> <li>COVID-19 funding framework recommendation</li> </ul>	<p>Dr. Helm and Ms. Silverman-Méndez reviewed the creation of the Community Impact Committee (CIC) and the framework for applications for funding support.</p> <ul style="list-style-type: none"> <li>The decision criteria including the equity lens to be applied to requests were discussed. Total funding for the CIC COVID-19 response at this time is \$200,000.</li> <li>Two pathways for getting COVID-19 emergency funds out to the community were identified. <ul style="list-style-type: none"> <li>➤ One is via grants, the other via safety net donations. Grants will be by application and safety net is to be determined.</li> </ul> </li> <li>The CIC requested authorization to open the application process and to have authority from the board to award grants not to exceed the budgeted amount.</li> <li>\$200K was allocated for COVID-19 emergency funds. Half to go out via grants and half to go via safety net donations. Remaining funds would roll into future CIC grants.</li> </ul> <p><b>MOTION 1:</b> Ms. Haddon made a motion to provide up to 50% of the funds available for “emergency” grants for organizations meeting the criteria, with any unused emergency funding becoming available for ongoing grant support. Ms. Brewer added an amendment to cap the “emergency” grants to not exceed \$15,000 per organization. Ms. Haddon accepted the amendment and restated the motion with the amendment. Ms. Brewer seconded the motion. The motion passed unanimously.</p> <p><b>MOTION 2:</b> Dr. Helm made a motion that on-going community support program grants of greater than \$7,500 per month need Board review and approval. Ms. Haddon seconded. The motion passed unanimously.</p> <p><b>MOTION 3:</b> Dr. Helm made a motion that the Community Impact Committee will receive and review the applications for grants, make recommendations on funding and submit recommendations for emergency grants to the board for a vote by email on an ongoing basis. Dr. Huggins seconded the motion. The motion passed unanimously.</p>	<p>Information on the process and applications will be posted on the WHC website. A press release to inform the community was planned. The CIC will solicit applications for grants, review them and raise them to the board on an on-going basis.</p>
<p>Executive Session</p> <ul style="list-style-type: none"> <li>Executive Director Selection Committee Recommendation</li> </ul>	<p>Dr. Helm called for a recess of the Board of Directors meeting and immediately convened an Executive Session at 3:35 PM. Dr. Helm confirmed board members and necessary staff remained on the line. A roll call confirmed a quorum was present.</p> <ul style="list-style-type: none"> <li>Ms. Spinning reviewed the Executive Director recruitment and selection process. There was robust</li> </ul>	

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	<p>interest in the position with many well-qualified applicants.</p> <ul style="list-style-type: none"> <li>• The full board had an opportunity to meet the top two candidates during each of their video interviews/presentations.</li> <li>• The selection committee presented their recommendation for the top candidate.</li> <li>• Procedural rules requiring a two-thirds majority vote on personnel actions was reviewed. The process for making an offer, negotiating pay, benefits, and start dates was also discussed</li> <li>• A roll call vote was taken of the board for the recommendation. Greater than two-thirds of the Board supported extending an offer to the recommended candidate.</li> <li>• A motion was made to authorize the ED selection committee to make the offer. This motion passed with more than two-thirds board support.</li> </ul>	
<p>Reconvene Board of Directors Meeting</p> <ul style="list-style-type: none"> <li>• WHC Executive Director vote</li> </ul>	<p>Dr. Helm reconvened the Board of Directors meeting at 3:55 PM.</p> <p><b>MOTION:</b> <i>Dr. Helm made a motion summarizing the recommendation made during executive session. Ms. Spinning seconded the motion. The motion passed unanimously.</i></p>	<p>The Selection Committee was authorized to make an offer to the preferred candidate for the Executive Director position.</p>
<p>Adjourn meeting</p>	<p>Dr. Helm adjourned the meeting at 4:01 PM.</p>	

*Draft minutes were prepared by Dr. Helm and Andrea Dabler and approved by the Willamette Health Council Board of Directors on June 3, 2020.*