Special Board of Directors Meeting Minutes

Date: September 24, 2026 **Time:** 3:30 PM – 4:00 PM

Board of Directors		
Justin Huff, Chair	Legacy Health	P
Kim Leathley, Vice Chair	Northwest Human Services	P
Josh Graves, Treasurer	Catholic Community Services	P
Dr. Olivia Galvez	WFMC Health	P
Dr. Mark Helm	Small Town Pediatrics	P
Dr. Matt Boles	Salem Health	P
Jessy Powell	CAC Co-Chair	P
Anne Giffin	CAC Co-Chair	P
Linda Mann	Capitol Dental	P
Krista Lovaas	WVP	P
Troy Gregg	Marion County	P
Jermey Gordon	Polk County Health	P
Brian Fellner	PacificSource	P

P – Present; E – Excused; Absence – A

Agenda Item	Summary
Welcome and Roll Call	Justin Huff called the meeting to order at 3:31 PM a quorum was present.
Public Comment	There was no public comment
Conflict of Interest	Justin Huff reviewed the organization's Conflict of Interest Policy and reminded board members of their responsibility to proactively disclose any actual, potential, or perceived conflicts of interest prior to discussion of relevant agenda items. He clarified that members with an actual conflict may remain present for the discussion but must refrain from participating in deliberations or voting. Members with a potential or perceived conflict should likewise disclose the conflict but may participate in discussion and vote. The Board was further advised that abstention is not required for potential or

	perceived conflicts, and members may cast a vote after making the appropriate disclosure. No questions or concerns regarding the policy were raised. Linda Mann declared her conflict of interest, as funding goes towards programs she directs. Brian Fellner, Dr. Matt Boles, Dr, Mark Helm, Dr. Olivia Galvez, Justin Huff, and Kim Leathley stated a perceived conflict.
2025 Quality Pool Funds – Dental Care Organization Distribution	2025 Quality Pool Funds – Dental Care Organization Distribution Justin Huff explained that the Board's prior electronic vote did not result in official Board action, necessitating the convening of a special meeting to ensure the timely distribution of 2025 Quality Pool funds to the provider network. He noted that concerns had been raised during the electronic voting process because the original motion combined two separate decisions into a single vote. To improve clarity and allow Board members to express their position on each matter independently, the Chair presented two separate motions for the Board's consideration and action during the special meeting. Motion #1: Approve distribution of Quality Pool funds to DCOs (Dental Care Organizations) in accordance with the approved Willamette Health Council's 2025 Quality Pool calculator methodology, with no changes to the calculator this year. Josh Graves Seconded the motion. No discussion followed **Motion passed, 11 Aye, 1 Nay, 1 abstain (Linda Mann)** Motion #2: Approve a one-time allocation of $500,000 to partially offset Capitol Dental Care's 2025 assumed shortfall associated with its school-based dental program. Total support will be split 50/50 between PacificSource and Willamette Health Council, with Willamette Health Council's portion funded through the 2024 Quality Pool reserve funds, contingent upon Capitol Dental's agreement to continue operating the school-based dental program in 2027. Josh Graves Seconded the motion. The Board engaged in extensive discussion regarding a proposed one-time allocation of reserved Quality Pool funds to support school-based dental services. Members generally agreed on the importance of maintaining access to dental care for children in schools but expressed differing views on whether the requested funding represented an appropriate use of Health Council reserves. Several Board members, including Dr. Mark Helm, Dr. Olivia Galvez, and Krista Lovaas, voiced concerns about establishing a precedent of using reserved public funds to offset financial shortfalls experienced by individual provider organizations. They emphasized broader sustainability concerns, noting that

2025 Quality Pool Funds – Dental Care Organization Distribution, continued	many healthcare providers face similar reimbursement and funding challenges and questioning whether contract or payment issues between healthcare entities should be addressed through Health Council reserve funds. Additional discussion highlighted the significant community benefit provided by school-based dental programs and the risk that services could be reduced or discontinued without supplemental support. Supporters of the proposal, including Kimberly Leathley, Justin Huff, and Jeremy Gordon, emphasized that the request represented a partial, one-time solution designed to preserve services while longer-term funding mechanisms are explored. Members acknowledged the tension between responding to an immediate community need and preserving limited reserve funds for future priorities. Several board members recommended developing a more formal process for evaluating future funding requests, including additional financial review and clearer criteria, given anticipated resource constraints and growing provider needs. The discussion concluded with recognition that the issue presents broader policy and sustainability implications for the healthcare system and the Health Council's future role in addressing funding gaps. **Motion passed 7 Aye, 4 Nay, 2 Abstain (Linda Mann, Brian Fellner)**
	Justin Huff adjourned the meeting at 4:02 PM

Minutes were prepared by Olivia Houck/ Approved October 14, 2026