

Governing Body Meeting

June 17, 2016: 9 to 11 am

North Sound BHO



North Sound

Accountable Community of Health

DRAFT Minutes

Present	Staff	Apologies
Joe Valentine	Dean Wight	Jason Smith
Gary Goldbaum, MD	Lee Che Leong	John Stephens
Federico Cruz-Uribe	Tiffany Edlin	Cheryl Sanders
Chris Phillips		Bob Burden
Stephen Gockley, JD	Guests	Jennifer Johnson
Robin Fenn	Laurel Lee, Molina	Connie Davis, MD
David Kincheloe, PhD	Loralie Gray, EW ESD 109	Regina Delahunt
Tim Key	John Miller	
Glenn Puckett (to 10:30)	Ashley Ryals, SeaMar	
Linda McCarthy		
Dan Murphy		
Barbara LaBrash		

1. Welcome and Drawing Lots for Terms

- Drew terms as per bylaws for all Governing Body members that have returned a signed member agreement.
- Bob Burden and Jennifer Johnson did not have an out of office reply on their email accounts and did not return a board agreement by the deadline. This lack of a response is considered a resignation from the Governing Body.
- Staff will circulate the list of member terms

2. Minutes and Updates

- **Motion:** to approve minutes. Seconded. All in favor. **Approved.**
- Lee Che Leong reviewed the bi-weekly update attachment.
- Of note: State released value based road map yesterday; all encouraged to read it.
- The ACH Leadership quarterly convening will be held on June 29-July1. Glenn Puckett, Lee Che Leong, and Tiffany Edlin will all be in attendance. Linda M. also interested and will get back to staff regarding her schedule.
- Research and data analysis for 2 projects exceeds our current capacity; CCHE available to provide technical assistance to 1 early win per ACH; meeting on LARC.
- An analytic work group with members outside of the Governing Body was discussed as a potential option for future work such as to help data sharing between MCOs, hospitals and primary care.

3. HCA Waiver Work Group Update

- Update from participants in HCA Waiver Workgroup:
 - HCA leaning toward single entity to manage finances; insist that ACHs be involved in selection
 - Cost will come out of the HCA admin rather than ACH admin budgets

4. Budgeting and Staffing

- The North Sound ACH budget was discussed and the positive and negatives of hiring an Executive Director
- Currently the Chair is stepping in where and Executive Director would otherwise be
- By prioritizing an Executive Director hire, funds will fall short in the 3rd year.
- The proposed budget allows for a \$110,000 salary + benefits for the Executive Director
- If the North Sound ACH continues to operate at its current level and hires an Executive Director at the proposed rate, \$76,636 will need to be raised in the third year in order to not fall short.
- The group discussed the need of having an Executive Director who can strategically partner with the state; the salary range may need to be increased
- Details of the MOU will need to be amended in order to incorporate Executive Director accountability language in reference to working with the backbone and the North Sound ACH Governing Body.

Administrative Support for the North Sound ACH is provided by:

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- The next task would be drafting a job description—could look to North Central, SW and Olympic for examples
 - The group discussed the importance of being in a position to move quickly if the 1115 waiver is approved
 - **Motion:** to approve and empower the Steering Committee to hire an Executive Director with an increased salary rate than the one presented today made by Linda. Seconded. All in favor. **Approved.**
 - David Kincheloe, Kim Williams, Joe Valentine, Dan Murphy, Glenn Puckett, and Linda McCarthy all volunteered to be on ad hoc search committee. Tiffany will doodle for a phone meeting.
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5. Governance Evolution, version IV

- Lee Che Leong presented 2 governance structure proposals and the group discussed at great length
- As guided by feedback from last Governing body meeting, these models are based on HMA guidance, previous conversations over the last 5 months and aims to increase accountability to the counties.
- Hospitals, Health Systems and Health Plans are not to constitute a majority of seats
- Each county would put together a list of 7-8 nominees through a public forum. The nominating committee would be charged with proposing a slate from these lists so each county would have 3 seats.

Themes, feedback, reminders and requests from this discussion:

- Option B would be a larger body but sectors would caucus around a single vote.
 - There was hesitation around both proposed structures
 - Representation needs to be as broad as possible
 - Quorum and continuity are essential, so a larger body is not advised
 - Need another iteration that complements our current structure
 - Board needs to be flexible and able to make rapid decisions in the future if the Waiver is approved.
 - Having the right people at the table, not just warm bodies, will be crucial
 - The proposed models could leave consumers down to 1, when in the past strengthening and increasing that sector was a priority
 - Concern about the time it will take to caucus voiced; some believe that if processes were in place, caucusing shouldn't take any additional time.
 - Request for a crosswalk of our current organizational flow to see how close we are to the presented goals
 - Working off the status quo was suggested
 - County level involvement to bring people to the table is a good idea, but should be vetted
 - The Board is financially responsible. With both options allow a small minority of votes, 6 and 4 respectively, to potentially make a decision
 - Succession planning another consideration
 - A vote on a future structure will be decided at the July Governing Body meeting
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6. Incorporation update

- Paperwork is ready to be filed. Will use the list of Governing Body members according to today's term drawing
 - Paperwork will be submitted next week
 - Attorney looked at document to ensure we were meeting the 501c3 guidelines. The attorney will submit documentation to expedite the process
 - Should have incorporation status by next month with an employer number
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7. Early Win Update

- Both projects were selected in December as "early win" projects
 - Progress to date of both projects at the next meeting
 - **Motion:** to approve and submit both draft templates to HCA with TBA confirmed. Seconded by Gary. All in favor. **Approved** without opposition or abstention.
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8. Next Steps

- Upcoming meetings:
 - July 21 meeting with Tribes: please RSVP to Tiffany
 - July 22 meeting to decide on structure and include presentation by AIM
 - August 26 meeting also on calendar
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9. Adjourn 11:00am