

# Governing Body Meeting

December 9, 2016: 1 to 4pm

North Sound BHO



**North Sound**  
Accountable Community of Health

## DRAFT Minutes

### Members

- Brian Burch
- Federico Cruz-Uribe, MD, *by phone*
- Kevin Collins
- Connie Davis, *by phone*
- Regina Delahunt
- Robin Fenn
- Scott Forslund, *by phone*
- Linda Gipson, PhD
- Stephen Gockley, JD
- Gary Goldbaum, MD, Vice Chair
- Erin Hafer, CHPW *by phone*
- Jennifer Johnson
- Tim Key
- David Kincheloe, PhD
- Barbara LaBrash, *by phone*
- Linda McCarthy

- Dan Murphy, Treasurer *by phone*
- Chris Phillips, Secretary
- Glenn Puckett
- Cheryl Sanders
- Marilyn Scott
- Jason Smith
- John Stephens, *by phone*
- Joe Valentine, Chair
- Kim Williams
- Greg Winter

### Staff

- Liz Baxter
- Lee Che Leong
- Tiffany Edlin

### Guests

- Elisa Delgado
- Kayla Down, *by phone*
- Allan Fisher, *by phone*
- Cammy Hart-Anderson
- Murray Laidley
- Laurel Lee, *by phone*
- Chase Napier, HCA, *by phone*
- Caitlin Safford, Amerigroup *by phone*

### 1. Welcome and Meeting Agenda

- A big welcome to Liz Baxter, our new Executive Director

**Motion:** to approve October Governing Body minutes. Seconded. All in favor. **October 28<sup>th</sup> minutes approved.**

### 2. Committee Reports

- Steering Committee: 1) Met November 14<sup>th</sup> and December 2<sup>nd</sup>; November meeting was focused on whether to let terms expire on Dec 31, with new slate of members recommended by Nominating Committee OR take a look at broader issues related to rotating seats, sector representation, and other issues that impact the configuration of this group. After rich discussion the Steering Committee recommend expansion of Nominating Committee's scope to include broader governance issues and to rename the committee as the Governance Committee.
- Nominating Committee: has met three times since last Governing Body meeting. First to discuss expiring terms with additional meetings focused on related issues such as sectors vs. individual seats.
  - First recommendation: extend the terms of the Governing Body members due to expire at the end of this month until May 31, 2017, to allow the Governance Committee address larger issues.
  - Second, to draft governance structure for members and plan to discuss at the Dec 9 GB meeting.
- Nominating Committee and Steering Committee jointly recommend that creating a Program Committee to focus on the Medicaid Transformation Toolkit, and the North Sound ACH response to the anticipated draft, and preparations for additional toolkit project work.
- The Governing Body discussed the recommendations at some length and reviewed history of structure.

**Motion:** Expand the Nominating Committees scope to the presented Governance Committee Charter and change the committees name to the Governance Committee who will also work on updating our bylaws. Seconded. All in favor. **Approved.**

- Invitation for others to join the newly expanded Governance Committee
- Stephen Gockley is willing to chair the next Governance Committee meeting as Kim does not wish to chair the committee with the expanded scope and workload. Board Chair will appoint chair TBD.

**Motion:** To reappoint those who have member terms expiring on December 31, 2016 to December 31, 2017, with the MCO sector seat rotating. Seconded. All in favor. **Approved.**

**Motion:** To create Interim Program Committee as presented in attachment D "draft program committee charter" with as amendment to indicate "from governing body members only." Seconded. All in favor. **Approved.**

- The group understands this important work must get started and the structure of the program committee is not set in stone -- can change in the future.

- In the future, would like to extend engagement to include more diverse backgrounds and expertise.
- Attachment C “draft board/committee structure” is for discussion today, to be voted on next meeting.
- A smaller Board of Trustees is ideal, tasked primarily with the governance of a 501c3 with a robust Program Committee with extensive authority to oversee the projects.
- The Consumer Engagement workgroup is tabled at this time; workgroup plan will be coming soon.
- Finance Committee has met once since September; looking forward to having a monthly dashboard to present at the Governing Body meetings
- The Finance Committee’s work is intertwined with the transition work as the goal is to have the North Sound ACH as an independent entity on February 1<sup>st</sup>. They are preparing to review 2016 financials to ensure that correct fund balances are moved to the North Sound ACH as both boards finalize the transition in January.
- Recommendation from the Finance Committee: requesting a revised budget presented at the January Governing Body meeting.

**Motion:** To set the North Sound ACH fiscal year based on the calendar year, January through December. Seconded. All in favor. **Approved.**

### 3. Executive Director Report

- Much of the last 6 weeks has been spent in two areas: governance and board discussions, and discussion of the Transformation Toolkit which outlines scope, programs and deliverables for the ACH in 2017
- Liz provided a brief update on staffing, space, and the transition
- The HCA has stated that an independent North Sound ACH can hold a new contract as of February 1, 2017.
- The Transition Task Force has two meetings scheduled prior to the Feb 1 separation date
- Liz is working on personnel policies and a handbook
- Liz is also filling out the necessary paperwork required to become an independent entity

### 4. Medicaid Transformation Project Update (pre-draft toolkit)

- Chase provided some framing for timeline and alignment of potential of projects.
- Hoping to have a draft project toolkit released at the end of December for public comment.
- The project toolkit is not the same as Special Terms and Conditions
- Request comments regarding roles and responsibilities as we;; as potential capacity issues
- Please refer to Chase’s slides for more details
- The state will supply data for the basis of the RHNI
- No timeline yet on when ACHs will receive MTP planning funds
- Pathways HUB model to support current care coordination activities, not replace them.
- Lee Che reviewed attachment F “pre-draft toolkit summary.”
- Document outlines deadlines and projects, both optional and required.
- The pre-draft toolkit is a significant expansion of our original work.
- Chase confirmed the summary is accurate.
- Newly formed program committee will weigh in on comments for the North Sound ACH.
- Jennifer Johnson volunteered to chair the program committee

### 5. Program Update

- Lee Che provided a brief update on LARC
- Continuing to work on proctoring plan; supplemental trainings scheduled in lieu of a final cross organization proctoring agreement.
- January 11<sup>th</sup>'s follow up will include a more advanced pelvic simulator
- Hope to have an additional LARC training in either February or March. Will update when dates identified
- Anticipate updating RHNI to align with Medicaid Transformation requirements
  - Identifying data needs and beginning the inventory of what exists currently among partners
  - CORE Dashboard update does not include all measures; for additional details, contact Lee Che

### 6. Public Comment

No comments from public.

### 7. Next Steps

- Populating Program Committee
  - Look out for doodle poll
- Seeking 2-3 people to join Governance Committee

- Upcoming meetings:
  - Dec 12: HCA Waiver Webinar
  - Dec 14: Providence CORE will hold a webinar to review data dashboards
  - Jan 4: WAHA North Sound ACH Transition Committee
  - Jan 6: Finance Committee
  - Jan 9: Steering Committee
  - Jan 10: WAHA North Sound ACH Transition Committee
  - Jan 20: Next Governing Body meeting

**8. Announcements**

No announcements

**9. Adjourn at 3:30pm**

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