

### Board of Directors:

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|------------------------------|---|------------------------------|
| ■ Commissioner Ken Dahlstedt | ■ Tim Key   | ■ Jason Smith                |
| ■ Anne Deacon                | ■ Laurel Lee  | ■ John Stephens              |
| ■ Regina Delahunty           | ■ Councilman Nickolaus Lewis, Vice-Chair                    | ■ Jim Steinruck              |
| ■ Robin Fenn, PhD, Chair     | ■ Linda McCarthy  | ■ Joe Valentine              |
| ■ Stephen Gockley, JD        | ■ Dan Murphy, Treasurer                                     | ■ Council Member Bill Watson |
| ■ Cammy Hart - Anderson      | ■ Chris Phillips  | ■ Kim Williams, Secretary    |
| ■ Shanon Hardie              | ■ Glenn Puckett   | ■ Greg Winter                |
| ■ Commissioner Jill Johnson  | ■ Marilyn Scott, Vice-Chairman of Upper Skagit Indian Tribe |                              |

### Staff Members:

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|-----------------|----------------------|-----------------|
| ■ Liz Baxter    | ■ Ross Howell        | ■ Nicole Willis |
| ■ Tiffany Edlin | ■ Heather McGuinness | ■ Leah Wainman  |

### DRAFT Minutes

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#### Topic

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#### 1. Welcome and Meeting Agenda

- Reviewed October Board minutes.
- **Motion:** to approve the October Board minutes. All in favor; no opposition; Linda McCarthy abstained.  
**Approved.**

#### 2. Reports (check-in with people on the phone)

- **Executive Committee (EC)**
  - Robin reviewed the process to date for Liz's performance review.
  - Survey was given to current and past board members, along with staff.
  - Executive Committee is recommending that Liz receives retro pay to August for the difference in her current salary to the approved salary range made by the Board in July. Starting January 1, her new salary to be \$141,500, which falls within the approved salary range.
  - We are the second largest ACH in the state, and Liz is one of the longest sitting ACH directors.
  - **Motion:** to accept Executive Committee's recommendation for Liz's January 1 salary increase and retro pay, made by Joe Valentine; second by Dan Murphy. All in favor; no opposition; Stephen Gockley abstained. **Motion approved.**
  - The Executive Committee and Liz are looking into leasing a company car due to the significant amount of mileage that staff are putting on their personal vehicles.
- **Governance Committee (GC)**
  - Glenn Puckett provided an update from the Governance Committee.
  - The slate of nominees will be presented later by the Nomination Committee. There was a significant portion of the GC with expiring terms. To allow for an objective review process, the GC and EC members with non-expiring terms met to review the board candidates.
  - Reviewed the recommended changes to our Bylaws.
    - Adding Tribal Alignment and Community Leadership Council to our board structure.
    - Increasing the number of seats on our Board from 21 to 23.
    - Adding past chair as a member of the Executive Committee
    - Each chair is responsible for affirming membership of the committee
    - Each committee/council chair is appointed by the Board Chair from the Board.

- Board had long discussion around language in section 6.7. Wanted clear language around being a Medicaid recipient or a close family member on Medicaid.
- **Motion:** to approve the presented Bylaws with the changes presented in section 6.7, made by Council Member Watson; second by Linda. All in favor, no oppositions; Stephen abstained. **Motion approved.**
- Kim reviewed Directors Desk-a software that would be used for the Board
- Governance Committee is recommending that we move forward with Directors Desk for the North Sound ACH.
- Reviewed options, features and cost associated with Directors Desk.
- Board discussed positives and potential negatives at length.
- Board would like staff to think about document back up methods for security purposes.
- **Finance Committee**
  - Moving to reviewing financial reports coming from 6 weeks prior to improve accuracy.
  - Dan reviewed October financials.
  - **Motion:** to accept the October Financials, made by Dan; second by Kim. All in favor, no oppositions; Stephen abstained. **Motion approved.**
  - Meghan Vaughan reviewed the 2018 budget
  - Of note:
    - Professional fee category increased rather than replacing Deputy Director position immediately.
    - Separate column for program fees.
    - Software licenses may be project area related and not administrative. Currently, in discussion with the State around how to address this matter.
    - There is plenty we still don't know, but the presented budget keeps administrative costs under 10%.
  - Board discussed concerns around ensuring community engagement funds are sufficient.
    - Funds for mileage, meals, daycare and stipends are built into the presented categories. We have tags to track in detail funds specially applied to community engagement.
  - Other ACHs have already moved forward with paying for pathways.
  - Group discussed the need for a summary sheet
  - **Motion:** to approve the presented 2018 budget with an amendment to include a 1 page summary detailing assumptions within budget, made by Dan; second by Council Member Watson. All in favor, no oppositions; Stephen abstained. Motion approved.
  - If you are interested in the Finance Committee, please contact Dan.
- **Program Council (PC)**
  - Jennifer Johnson provided a summary of the November and December meetings.
  - Reviewed ACH deliverable timeline and decision points
  - Nicole provided a data review
  - Reviewed and updated PC charter. Recommending that the Board accepts presented charter.
  - Received an update on the work of the Interlocal Leadership Committee.
  - Rescheduling January meeting to later in the month.
  - **Motion:** to approve the presented Program Council Charter, made by Dan; second by Cammy. All in favor, no opposition; Stephen abstained. **Motion approved.**
- **Tribal Alignment Committee**
  - Councilman Lewis and Liz provided an update.
  - Second Committee meeting was held on December 12.
  - Not a lot of money coming directly to Tribes for ACH work, so we need to include money for the Tribes in our budget.
  - Committee discussed how to assist with data sharing and how the North Sound ACH can work together and provide support to the tribes in this region.

- **Community Leadership Council (CLC)**
  - Liz provided an update on where this group is to date.
  - Convened in September and have met 3 times.
  - Board requested a member roster.
  - Would like to ensure that members have a thorough onboarding process.
  - CLC is recommending to the Board their Charter be approved.
  - **Motion:** to approve the presented Community Leadership Council charter, by Kim; second by Jim. All in favor, no oppositions; Stephen abstains. **Motion approved.**
- **Nomination Committee**
  - Kim reviewed the slate of nominees.
  - With the Bylaws moving the max number of Board members to 23, it allowed for the addition of one person to be recommended to join board.
  - Kim, Robin, Councilman Lewis, Erin Hafer, and David Kincheloe sat on this committee. This was a difficult decision.
  - All interested participants turned in a board application.
  - Esther Piniero-Hall is on the slate of nominees and also sits on the CLC.
  - **Motion:** to accept the presented slate of nominees, made by Glenn; second by Shanon. All in favor; no opposition. Stephen abstained. **Motion approved.**
- **Interlocal Leadership Council**
  - Liz provided an update
  - Liz and Kim are the North Sound ACH representatives.
  - Councilman Lewis was able to attend the last meeting.
  - Created a basic charter
  - Working on the role of the BHO moving forward and MCO contracts.

### 3. Public Comment (check-in with people on the phone)

- Cannot get an honest answer on how much pathways will cost. Quotes have been given to the ACHs varying from \$150,000 to 5 Million dollars- Caitlin Safford.
- Candice Willis from Lummi Nation appreciates all the work the North Sound ACH has done to align our work with the tribes.

### 4. Review of 2017 Accomplishments (check-in with people on the phone)

- Executive Director report
  - We have accomplished a lot this year!
  - Liz reviewed the highlights of what was submitted on November 16<sup>th</sup>.
  - Staff continues to feel confident with moving forward in all 8 project areas.
  - Completed the first of two write back processes.
  - HCA told us that we needed to work on our quality improvement section.
  - A list of partners was submitted to the HCA. We can continue to add to this list in the future.
  - Made an offer for the Pathways Community HUB Director position.
  - Opening up the pool for the Tribal Community Liaison position.
    - All 8 Tribes in this region have received the job description.
    - Will re-evaluate the applicant pool in January.
  - Current State Assessment is a major task that Nicole is working on for the first part of the year.
  - Regional Health Need Inventory (RHNI), will not become an "it" but more of a data repository.

### 5. January Retreat (1.26.18 9 – 4)

- If you are interested in planning the agenda for the retreat, reach out to Robin and Liz. (Jennifer would like to help.)
- Will have a short time for "board business," then will move in to a strategy session (overarching goals, sequencing for the year, set direction etc.). There will also be time built in to tour Lummi.

- The strategy session will be closed to the public.

**6. Public Comment (check-in with people on the phone)**

- None at this time.

**7. Adjourn**

- A HUGE thank you to the long-standing board members that are leaving our board. We wouldn't be where we are today without all of your hard work, dedication and support. Thank you.
- Adjourn at 12:51pm

Secretary: Kim Williams  
Kim Williams