

April 27, 2018  
Board of Directors Meeting  
10:30am – 3:45pm  
EMS Community Room  
1079 Spring Street, Friday Harbor, WA 98250

<https://zoom.us/j/389439300>

1 408 638 0968

Meeting ID: 389 439 300

### Board of Directors:

- |  |   |   |
|--|---|---|
| <input checked="" type="checkbox"/> Commissioner Ken Dahlstedt | <input checked="" type="checkbox"/> Commissioner Jill Johnson                                 | <input type="checkbox"/> John Stephens                      |
| <input type="checkbox"/> Anne Deacon                           | <input checked="" type="checkbox"/> Councilman Nickolaus Lewis, Vice-Chair                    | <input checked="" type="checkbox"/> Jim Steinruck           |
| <input checked="" type="checkbox"/> Robin Fenn, PhD, Chair     | <input type="checkbox"/> Linda McCarthy   | <input checked="" type="checkbox"/> Joe Valentine           |
| <input checked="" type="checkbox"/> Allan Fisher               | <input checked="" type="checkbox"/> Dan Murphy, Treasurer                                     | <input type="checkbox"/> Council Member Bill Watson         |
| <input checked="" type="checkbox"/> Cammy Hart - Anderson      | <input checked="" type="checkbox"/> Esther Piñeiro-Hall                                       | <input checked="" type="checkbox"/> Kim Williams, Secretary |
| <input checked="" type="checkbox"/> Shanon Hardie              | <input checked="" type="checkbox"/> Marilyn Scott, Vice-Chairman of Upper Skagit Indian Tribe | <input checked="" type="checkbox"/> Greg Winter             |
| <input type="checkbox"/> Jennifer Johnson                      | Nooksack (Open)   | Sauk-Suiattle (Open)  |
|  | Samish (Open)   | Stillaguamish (Open)  |

### Staff Members:

- |   |   |  |
|---|---|--|
| <input checked="" type="checkbox"/> Liz Baxter, MPH | <input checked="" type="checkbox"/> Hillary Thomsen | <input checked="" type="checkbox"/> Nicole Willis, MPH, CHES |
| <input checked="" type="checkbox"/> Tiffany Edlin   | <input checked="" type="checkbox"/> Meghan Vaughan  | <input checked="" type="checkbox"/> Candice Wilson           |
| <input checked="" type="checkbox"/> Cami Powell     |   |  |

### DRAFT Minutes

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## Topic

### 1. Welcome and Meeting Agenda

- Welcome (Tribal Leadership)
  - Candice introduced Dana Wilson from Lummi Nation
  - Dana Wilson provided a brief history and acknowledgment of the land we are on and the connection between water and spirituality.
  - Dana Wilson brought a few board members and community members from Lummi Island ferry terminal to San Juan Island by boat, the traditional highway of the Lummi Nation people.
- San Juan County Update (Mark Tompkins)
  - Provided a brief overview of San Juan County. Medical services are a particular challenge on the islands. It often takes a whole day and involves costly travel for residents to make a single appointment on the mainland.
  - Healthiest community in state, but also lowest child immunization rate.
- Reviewed February 23<sup>rd</sup> Board minutes.

**Motion:** to approve the February 23, 2018 Board minutes without changes, made by Dan Murphy; second by Kim Williams. All in favor, no opposition or abstentions. Minutes **approved**.

### 2. Committee Reports

- **Finance Committee**
  - Cami and Meghan from Powell Business Solutions reviewed the January and February Financials. Nothing out of the ordinary and within projected 2018 budget.

**Motion:** accept the presented January and February 2018 financials, made by Dan Murphy; Second by Joe Valentine. No oppositions or abstentions. Presented Financials are **accepted**.

- We received our official tax exempt organization status!

- Judgement on B&O tax that we are exempt moving forward. Earnings in 2017 may be subject to tax, but we have turned in an appeal. We have money set aside if we are subject to 2017 taxes.
- The HCA is working on removing all language in the SIM contracts that has the ACHs as sub-recipients.
- Would like to have a board education session on fiscal responsibilities of the board.
- **Tribal Alignment Committee**
  - Marilyn and Candice are doing a lot of work to get other tribes involved in this work.
  - Candice is working on making face to face connections with the other 4 Tribes from this region.
  - Marilyn shared an update regarding the work of the tribal clinics in this area.
  - Hope to have an update or presentation regarding the Native Transformations Project sometime over the summer. It was a study done with Lummi, Upper Skagit and Swinomish Tribes.
  - Working to have health administration staff from other Tribes as well.
  - The HCA will be meeting with all 8 Tribes from this region the last week in June.
- **Program Council (10 min)**
  - Tabled for later in the meeting
- **Community Leadership Council (10 min)**
  - Report was provided by Hillary Thomsen
  - Lots of level setting at last meeting
  - Voted on Conner Darlington as Vice Chair.
  - Reviewed survey results that went to committee and board members last Autumn.
  - Would like to improve our community engagement
  - Would like to hear more from people on Medicaid.
  - Next meeting will be in May at the North Sound ACH office in Bellingham.

### 3. Public Comment

- Is there a representative from Planned Parenthood? Yes, Linda McCarthy the Executive Director from Mt. Baker Planned Parenthood sits on our board, and there is a member of the public from Planned Parenthood of the Great Northwest and Hawaiian Islands listening in today.

### 4. Operations Updates

- Liz provided a brief operations update.
- Financial Executor Portal (FE Portal) is live, but have not moved any funds at this time. What to ensure the strategy has first been approved prior to distribution.
- HCA has only released partial funds for 2017, so far only DSHP. Still waiting on IGT and mid-adopter incentive payments.
- A few other ACHs have moved funds out the door.

- Based on the approved 2018 budget we had 10 members of our team go to the Equity Summit. Learned a lot on how to integrate equity into all levels of our work and more tangible examples on how to implement equity within this work.
- Discussed the FE Portal process and the road blocks partners have experienced.
- Starting next month, all materials will be through Board Effect. Please contact Tiffany if you have any questions.
- Interlocal Leadership update
  - MCOs may contract back .
  - Hoping to get input and feedback from Tribal Alignment Committee regarding this work.
  - Just contracted with technology firm called XPIO using SIM dollars. They will be going to every behavioral health agency (BHA) in the region assessing the changes needed to do business with MCOs and integrated care and how much it will cost to make the changes. Will use that information to feed into the recommendation for the mid-adopter funds.
- Liz started reviewing the 2018 Fund Allocation Strategy.
  - Liz reviewed the financial history to date.
  - Group had a detailed conversation around the purpose of the ACH and how the strategy ties into that.
  - 2019 strategy will be presented in summer.
  - Payments will not be made to partners until they have accomplished the ask.
  - Recommendation using these funds through 2023 instead of stopping at 2021.
  - Once we earn the revenue all funds are in the same category. In other words, we are not tracking or restricting any funds for specific use.
  - Optimize what we draw down (to move from non-interest bearing FE account to ACH accounts).
  - Admin to stay at/below 10% of total earnings.
  - Will not distribute community resilience fund until strategy is set in 2019
  - Anticipate the first release of Practice Transformation funds at end of June 2018: second payment to partners in November 2018.
  - Board had many questions and concerns and wanted to transition to the governance committee portion of the agenda before finishing the 2018 fund allocation strategy.

#### 5. Governance Committee Report (facilitated by Mike Bonetto)

- Jennifer and Shanon joined the Governance Committee and Allan took over Erin's seat.
- Have been operating for 3 years without a charter for this committee.
- Know that the Bylaws will be updated in December, but will continue to create and update our current policies.
- Will update the membership to appointed by the chair of the board rather than the board.

**Motion:** to approve the presented charter made by Joe; second by Jim. All in favor; no oppositions or abstentions. Governance Committee Charter **approved**.

- The governance committee recommends that the Program Council becomes an operational committee that reports to Liz.
- There has been a lot of confusion around the Program Council around reporting and direction.
- The program council would be taking direction from Liz and helping with projects and programs to drive outcomes from the strategy that the board sets.
- Draft Board goals were reviewed and discussed.
- Would like a summary of the strategies and plans we have already done.
- Board felt like they needed a little more detail around the goals.
- The HCA has set guidelines for us in terms of the metrics we need to hit.
- Had an in-depth conversation on what level of detail needs to be included and discussed at the board level.
- Sustainability has to be built in not just a line item in our work.
- Consensus from the Board that we will transition the Program Council to an operational committee.
- The Governance Committee will look at member make up.
- Board transitioned back to the 2018 fund allocation strategy discussion.

**Motion:** The North Sound ACH Board of Directors approves the fund allocation strategy for 2018 that considers all earned funds to be used strategically for North Sound ACH activities regardless of the revenue source or reason they were earned, but disallows any transfers of funds from the ACH to any partners until further consideration and strategies are in place, made by Jill Johnson; second by Joe Valentine.

Board had substantial discussion around the presented motion: Liz could not move work forward with the presented motion. Liz reviewed the process on how the FE Portal works. It is an HCA requirement that each ACH Board approves a fund strategy.

Friendly amendment: that allows the Executive Directors to draw down funds for the core administrative infrastructure that is kept below 10%, 10% of earning are put in a restricted community resiliency fund, 2% of earnings in a restricted reserves/contingency fund, and that Liz brings a proposal back to the board that lays out which partners and the criteria they will have to meet in order to allocate approximately the other 80%, made by Joe V. accepted by Jill J.

**VOTE:** 5 votes for: Cammy H. Joe V. Jill J., Jim S., Dan M.

2 votes abstention: Shanon H., Allan F.

3 votes opposition: Robin F., Ken D., Greg W. **Motion fails.**

**Motion:** to approve as presented in the packet, which reads "The North Sound ACH Board of Directors approves the Fund Allocation Strategy for 2018 that: Considers all earned funds to be used strategically for North Sound ACH activities regardless of the revenue source or reason they were earned; authorizes ED to allocate up to \$18.2M in 2018 with the following requirements: approximately 80% goes toward

assessment, initiative planning, implementation and regional infrastructure; core administrative infrastructure is kept below 10%; 10% of earnings are put in a restricted Community Resiliency Fund; 2% of earnings in a restricted Reserves/Contingency Fund." Made by Greg W.; second made by Robin F.

Friendly amendment: Executive Director will provide a briefing to the Board of the criteria that will be used to select the partners that are eligible to receive funds, and work with the Program Council to move towards strategies. Made by Joe, and accepted by Greg W.

VOTE: 8 votes in favor: Robin F., Dan M., Jim S., Greg W., Shanon H., Joe V., Cammy H., Ken D.

2 abstentions: Allan F., Kim W.

1 vote opposition: Jill J. **Motion Approved.**


### 7. Public Comment

- Would like to applaud us for this tough conversation and the hard work we are doing.

### 8. Upcoming Meetings/Next Steps

- Convening of Community Based Organizations: May 1
- Governance Committee: 5/7
- North Sound Interlocal Leadership Structure, May 11 1-3PM
- Tribal Alignment Committee, 5/14
- Program Council, May 17 12:00 – 4:00pm
- Finance & Executive Committee: 5/18
- Community Leadership Council, 6/18
- North Sound ACH Board, 6/29, Tulalip Tribes

### 8. Adjourn at 3:49pm

Secretary:   
Kim Williams

