

February 22, 2019
 Board of Directors Meeting
 10:00am - 3:00pm
 COURTYARD by MARRIOTT downtown Everett
 3003 Colby Avenue, Everett, WA 98201
 Conference Room: The Hanger
 Remote option:
<https://zoom.us/j/454093953>
 1 669 900 6833
 Meeting ID: 454 093 953

Board of Directors:

Commissioner Ken Dahlstedt	Debbie Jones	Jim Steinruck
Conner Darlington	Councilman Nickolaus Lewis	Stillaguamish Seat (Open)
Anne Deacon	Cheryl Rasar	Council Member Bill Watson
Robin Fenn, PhD, Chair	Nooksack Seat (Open)	Kim Williams, Secretary
Cammy Hart - Anderson	Caitlin Safford	Sauk-Suiattle Seat (Open)
Shanon Hardie	Marilyn Scott, Vice-Chairman of Upper Skagit Indian Tribe	
Jennifer Johnson		

Staff Members:

Liz Baxter, MPH	Cami Powell
Tiffany Edlin	Nicole Willis, MPH, CHES

DRAFT Agenda

Time	Topic	Purpose	Lead
10:00	1. Welcome and Meeting Agenda <ul style="list-style-type: none"> Welcome & Land Acknowledgement Roll-Call Review Previous minutes Commissioner Jill Johnson has stepped down as the Island County sector seat 	Action: Approve December and January Meeting minutes	Marilyn
	Attachment A) December Meeting Minutes & January Meeting Minutes		
10:15	2. Presentation from Live Well San Diego (Nick Macchione)		Marilyn
12:25	3. Public Comment		Marilyn
12:30	Lunch		
12:50	4. Update from January Board Retreat <ul style="list-style-type: none"> Review summaries and next steps 		Liz
1:05	5. Presentation from Children of the Setting Sun Productions (Darrell Hillaire) <ul style="list-style-type: none"> Report of the interview findings Next steps (connect to ACH work) Q&A 		Marilyn
2:05	6. Committee Reports <ul style="list-style-type: none"> Community Leadership Council (10 min) <ul style="list-style-type: none"> Report from Committee 	Approve: CLC revised Charter	Marilyn
	Attachment B) revised CLC Charter & email of recommendation		

2:15	7. Public Comment		Marilyn
2:20	8. Operations	Action: vote on in/out of compliance	Marilyn (Liz)
	<ul style="list-style-type: none"> • Chief Executive Officer report on goals • Inter-local Leadership Group • Update check signers to reflect current officer slate 	Action: approve updated check signers	
	Attachment C) Report on Goals		
2:50	9. Public Comment		
2:55	10. Upcoming Meetings/Next Steps	Action: mark your calendars	Marilyn
	<ul style="list-style-type: none"> • Interlocal Leadership: second Friday of every month • Board of Directors: April 26, 10 – 3pm TBD • Governance Committee: March TBD 		
3:00 or sooner	11. Adjourn		Marilyn

North Sound ACH Annual Board Meeting
December 14, 2018
9:00am - 2:00pm
North Sound Behavioral Health Organization
301 Valley Mall Way, Suite 110
Mount Vernon, WA 98273
Conference room: Snohomish
Remote option:
<https://zoom.us/j/567965462>
+1 646 876 9923
Meeting ID: 567 965 462

Board of Directors:

- | | | |
|--|--|--|
| ■ Commissioner Ken Dahlstedt, joined at 9:38 | <input type="checkbox"/> Commissioner Jill Johnson | <input type="checkbox"/> John Stephens |
| ■ Anne Deacon | ■ Debbie Jones | ■ Jim Steinruck |
| ■ Robin Fenn, PhD, Chair | <input type="checkbox"/> Councilman Nickolaus Lewis | ■ Joe Valentine |
| ■ Allan Fisher | <input type="checkbox"/> Linda McCarthy | ■ Council Member Bill Watson |
| ■ Cammy Hart - Anderson | ■ Dan Murphy, Treasurer | ■ Kim Williams, Secretary |
| ■ Shanon Hardie | ■ Marilyn Scott, Vice-Chairman of Upper
Skagit Indian Tribe | ■ Greg Winter-left at Noon |
| ■ Jennifer Johnson | Nooksack Seat (Open) | Sauk-Suiattle Seat (Open) |

Staff Members:

Liz Baxter, MPH
Tiffany Edlin

Cami Powell
Nicole Willis, MPH, CHES

DRAFT Minutes

Topic

1. Welcome, Announcements and Meeting Agenda

- Welcome & Land Acknowledgement
- Introductions
- Dean Wight spoke about David Kincheloe. David was a Board Member and Committee member and helped shape what this organization is today. He was a strong advocate for consumer representation, a teacher and mentor to many. We all learned a lot from David. He passed away last month and will be greatly missed.
- Esther stepped down from the Board and Lori is no longer at Stillaguamish Tribe of Indians.
- **Motion:** to approve the presented October 26 minutes, made by Greg W.; second by Joe V. All in favor. No objections. Robin abstained. **Minutes approved.**

2. Guest (Sue Birch, HCA Director)

- Sue spoke to the strengths of ACHs and the areas that can really 'move the dial.'
- She would like to see improvements on population health and community capacity building, strong non-institutional behavioral health, increase the affordability of health insurance, land use planning, sexual education, decrease in tobacco use.
- Sees the ACHs as the catalyst to make these changes systematically. ACHs are the connectors of the people and policies in the community.
- Would like to learn from the strategy that was used in Massachusetts to strengthen our behavioral health work.
- We are the first state in the nation and second county to launch a state-wide Hepatitis C strategy.

3. Operations

- Robin reminded the Board of the conflict of interest policy members sided and the importance and purpose of the document.

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- Liz walked through the goals report.
 - ACH has a signed contract with the BHO.
 - In the process of finalizing the CCS platform for the Pathways HUB.
 - ACH has a contract with Arcora Foundation, which has committed funds to support oral health in the North Sound region.
 - The HCA has asked North Sound ACH to expand its equity work, so it will have a broader spread across the state.
 - The HCA's decision to push back the region's full integration date from January 1 to July means the ACH will not receive the second half of the mid-adopter incentive payment until September. The second half of the mid-adopter payments is tied to the region's full integration achievement date.
 - North Sound has distributed around \$13M to date and will have another large distribution in the next 2 weeks.
 - Will not distribute fully up to the \$18.2M cap that was approved in 2018. Remaining funds will be rolled over to 2019 to distribute.
 - We have had attrition with our interested partners. Started with 70 and are down to 50 partners working on agreements for implementation in 2019.
 - We are exploring options for drawing down all funds. The FE Portal is a non-interest-bearing account. Looking for by-off from HCA prior to moving forward with that strategy.
 - Feedback from the Board: this process is working well, looks good and the transparency is appreciated.
 - The partners that could not get loaded in the FE Portal, the ACH pulled down funds and cut them a check.
 - The Fund Allocation Committee has been a great resource for developing our strategy.
 - Interested in receiving a final payout for 2018 report in early 2019.
-

4. BHO Update

- Joe Valentine provided an update around the mid-adopter decision from the HCA.
 - This region is one of 4 regions that moved forward with becoming a mid-adopter. First installment of funds came through in 2018. The second installment of funds to become available upon successful implementation (anticipated July 1). In order to be successful, the BHO has to pass a readiness review by HCA.
 - In preparation of implementation the BHO was not able to update all of their contracts in time. This extension provides more time to be thoughtful in this process.
 - The BHO has received over \$3M in ACH earnings to begin this work.
 - This decision has no impact on ACH at this time. The BHO has two staff working with the ACH.
 - BHO received \$.5M from a SAMSA grant to work with rural areas for this transition.
 - Liz - the ACH will continue to support the BHO early in the year. We are not waiting for the second installment of mid-adopter payments. We have flexibility because of the Board's earlier decision that all funds are in 'one bucket.'
 - Marilyn - there is an effort going on around the state to develop a tribal evaluation treatment or secure detox facility with all 29 tribes in the state. There would be one facility on each side of the mountains. The Lummi Nation is looking to develop a detox facility separate from what is happening statewide.
 - Feedback: from a county perspective the extra time for the mid-adopter implementation is a good thing.
-

5. Public Comment - none at this time

6. LUNCH BREAK - Thank you to Allan Fisher, Linda McCarthy, Joe Valentine, and Greg Winter for all their time invested into this board. They have all been a part of this work for many years. Their terms end at the end of this month.

7. Committee Reports

- **Governance Committee Report**

- Kim walked through the presented Bylaw changes. They incorporate the many of the suggested changes from the last Board meeting.
- Please note that after 3 board absences, regardless if they are excused or not, a board member will be asked to step down from the Board.
- Reviewed the Governing Policies.
- A reminder that the Governing Policies cannot be changed without a Board motion.
- **Motion:** to approve the presented Bylaw revisions, made by Dan M.; second by Commissioner Dahlstedt. All in favor; no oppositions or abstentions. **Bylaw revisions approved.**
- **Motion:** to approve the additional policy (#8) to the Governing Policies, made by Joe V., second by Council Member Watson. All in favor, no opposition, 1 abstention - Allan (MCO sector abstaining because not all are present). **Policy #8 approved and added to the Governing Policies.**
- Reviewed the presented board nominees for 2019 - Conner Darlington and Caitlin Safford.
- **Motion:** to approve the presented 2019 board nominees, made by Jennifer; second by Greg. All in favor, no oppositions or abstentions. **Nominees elected.**
- The Governance Committee decided that it will be important to have historical knowledge at the January strategic planning session. Past board members along with all committee members will be invited.
- The additional open board seats to be reviewed at February board meeting. Want to be thoughtful in filling our gaps. All board application information is on the North Sound ACH website. Please help spread the word.
- Looking to fill vice-chair officer position when the full board is seated.
- Will evaluate the board early in the year; the goal is to have every board member on a committee as required in our policies.

- **Executive Committee**

- Robin provided an update from the committee
- Currently working through CEO's annual review. Thank you to the Board for filling out the evaluation survey. Robin is working with Liz for any follow up.

Greg Winter left the Board meeting

- **Finance Committee**

- Dan led the Finance Committee update.
 - Welcomed Cami Powell, North Sound ACH CFO attending in person.
 - 2019 Budget was presented. Walked through the budget line by line at the Finance Committee meeting.
 - The biggest change from the 2018 to 2019 budget is the adjustment in FTEs. Moving from the current 9 FTEs to 17 FTEs.
 - The Finance Committee has asked for a sustainability plan to see what ACH staffing may look like when funding decreases.
 - The presented salaries are within the Board approved salary ranges.
 - All expenses are within the normal range for this type of business.
 - Separated out the administrative and programmatic expenses.
 - The presented budget remains under the 10% threshold.
 - Want to ensure we are in compliance with the HCA before drawing down all funds. We would hold the future funds in treasuries and CDs to mitigate risk and help build interest for sustainability planning.
-

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- **Motion:** to approve the presented 2019 budget without changes, made by Joe V.; second by Shanon H. All in favor; no objections or abstentions. **2019 budget approved without changes.**
 - **Tribal Alignment Committee**
 - Marilyn provided a committee update.
 - Work continues on expanding the Northwest Indian Health Board (NWIHB) to include all 8 tribes in this region. Currently, the NWIHB includes 5 of the tribes in the region. 2 of the 3 tribes not on the NWIHB have showed interest in joining.
 - Looking to improve tribal representation on other North Sound ACH Board Committees, particularly the Governance Committee.
 - Received presentation from Children of the Setting Sun Productions (CSSP). They spoke to the interviews that they held and the trainings they can provide for the ACH and the region. Hope to have the presentation at Board meeting soon.
 - Swinomish Indian Tribal Community has made a decision to allocate their funds toward the continuation of the development of the Community Health Aid Program and the DHAT and BA.
 - Tribes have a legislative day in regard to reinvestment funds around matching Medicaid program dollars.
 - Update on the hearing next week. A number of tribes have already submitted documentation for the hearing.
 - **Community Leadership Council**
 - Conner Darlington provided an update.
 - Brief history of CLC - a newer committee, formed in September of 2017 and was meeting bi-monthly. Hoping to improve engagement with a restructure and less formal meeting process.
 - Continue to work on new charter and hope to have that approved soon.
 - Excited to explore new avenues in the implementation year.

8. Public Comment - none at this time.

9. Data Update

Focusing on pay for performance (P4P)

- Nicole provided the data update.
- Liz - in creating the budget we were conservative and modeled earning 90% of pay for reporting (P4R) and 70% for P4P. The P4P dollars have an 14-18 month lag time between when the year being evaluated and when we might receive earnings. To date we have received more than 100% of our P4R earnings.
- Not all of the P4P metrics are active in 2019.
- Will use 'gap to goal' to show incremental improvements.
- Medicaid recipient numbers always fluctuate. We have gone down by roughly 300 lives between 2015 to 2017.
- The fluctuation is built into the P4P measures.
- P4P metrics do not include the dual enrollees (Medicaid and Medicare). However, the high incentive measures do include the duals.
- The Board would like a bit more clarity shared around the first 3 measures along with details around the denominator.
- Currently, still waiting on data that is broken down by county and information broken down by numerator and denominator.
- It is important that we find additional avenues for real time reports in order to course correct to ensure we are successful in hitting our measures.

10. Adjourn - at 1:30pm

North Sound ACH: Board Retreat
Friday, January 25, 2019
9:00am – 9:30am
Providence Regional Medical Center-Colby Campus
1700 13th St, Everett, WA 98201
Medical Office Building (ground floor)
Cascade Room
<https://zoom.us/j/533507189>
1 669 900 6833 US
Meeting ID: 533 507 189

Board of Directors:

- | | | |
|--|--|--|
| <input type="checkbox"/> Commissioner Ken Dahlstedt | <input type="checkbox"/> Commissioner Jill Johnson | <input checked="" type="checkbox"/> Jim Steinruck |
| <input checked="" type="checkbox"/> Conner Darlington | <input checked="" type="checkbox"/> Debbie Jones | Stillaguamish Seat (Open) |
| <input type="checkbox"/> Anne Deacon | <input checked="" type="checkbox"/> Councilman Nickolaus Lewis | <input checked="" type="checkbox"/> Council Member Bill Watson |
| <input checked="" type="checkbox"/> Robin Fenn, PhD, Chair | Nooksack Seat (Open) | <input checked="" type="checkbox"/> Kim Williams, Secretary |
| <input checked="" type="checkbox"/> Cammy Hart - Anderson | <input type="checkbox"/> Caitlin Safford | Sauk-Suiattle Seat (Open) |
| <input checked="" type="checkbox"/> Shanon Hardie | <input type="checkbox"/> Marilyn Scott, Vice-Chairman of Upper Skagit Indian Tribe | |
| <input type="checkbox"/> Jennifer Johnson | <input type="checkbox"/> Cheryl Rasar | |

Staff Members:

Liz Baxter, MPH	Cami Powell
Tiffany Edlin	Nicole Willis, MPH, CHES

DRAFT Minutes

Topic

1. Welcome and Meeting Agenda

- Welcome
- Roll-Call
- Dan Murphy has stepped down as a Board member, leaving position of Treasurer open.
- Marilyn Scott will Chair the February Board meeting as the majority of the Executive Committee will be absent.

2. Governance Committee Update

- Kim reviewed the presented officer slate.
- **Motion:** to approve Shanon Hardie as Vice-Chair for the balance of the term ending in December 2019, made by the Governance Committee, second by Council Member Watson. All in favor. No objections or abstentions. **Shanon has been approved as Vice-Chair.**
- **Motion:** to approve Council Member Bill Watson as Treasurer for the balance of the term ending in December 2019; made by the Governance Committee; second made by Jim S. All in favor. No objections; abstention by Council Member Watson. **Council Member Watson has been approved as Treasurer.**

3. Chief Executive Officer Review

- Thank you to everyone that filled out the survey for Liz's review. The results have been discussed with Liz and the Executive Committee. Any changes to compensation will be discussed at the Executive Committee meeting. Thank you for your feedback.

4. Adjourn (move into Board Retreat) – 9:12am

**North Sound Accountable Community of Health
Regional Voices Council (formerly “Community Leadership Council”)
Revised Charter**

Background: In 2018 the North Sound Accountable Community of Health (North Sound ACH) Board of Directors revised the charter of its Community Leadership Council in order to foster a Board committee that could more effectively and meaningfully engage Medicaid enrollees in the North Sound ACH region. This charter renames the committee “Regional Voices Council” (RVC).

Purpose and Scope: The purpose of the RVC is to ensure that North Sound ACH is responsive and accountable to community members--especially Medicaid enrollees. The RVC will guide North Sound ACH’s community engagement strategy and activities; advance the perspective of Medicaid enrollees in ACH to governance and project decisions; create opportunities for dialogue between the ACH and community members; and grow regional capacity for community engagement in the North Sound.

Committee Responsibilities: The RVC will have the following responsibilities, with support from North Sound ACH leadership and staff:

- Annually, refine and approve a comprehensive Community Engagement Plan (drafted by staff) that identifies opportunities for community input to influence the work of North Sound ACH and its partners; identifies key information about health system transformation in the North Sound region that community members need to know; cultivates authentic engagement of Medicaid enrollees and other community members; and builds the capacity of organizations in the North Sound region to effectively and meaningfully engage communities.
- Ensure that an equity lens is embedded in the Annual Community Engagement Plan.
- Refine and approve an evaluation framework and reporting process that analyzes North Sound ACH’s performance in carrying out the Annual Community Engagement Plan, engaging community members, and considering community input in ACH decision-making.
- Form and grow connections with Medicaid enrollees, organizations that serve Medicaid enrollees, and organizations/individuals that can convene Medicaid enrollees around the North Sound region. With the support of North Sound ACH staff, use these connections to gather input from Medicaid enrollees through events, surveys, and other methods.
- Refine and approve an annual Community Engagement Report detailing North Sound ACH’s community engagement activities.
- Respond to requests for guidance and feedback from board of directors and staff, from the perspective of Medicaid enrollees and community organizations serving Medicaid enrollees in the North Sound region.
- As appropriate, provide guidance and feedback to North Sound ACH on emerging regional issues (outside the scope of the Community Engagement Plan) that impact the health of North Sound communities.

Committee membership: The RVC will consist of a minimum of 3 and no more than 15 North Sound residents who have personal or family experience using Medicaid health coverage or professional experience serving Medicaid enrollees. If the RVC is 5 or fewer members, at least one member must be a current or past enrollee in a Medicaid health plan, or be the family member of a current or past enrollee in a Medicaid health plan. If the RVC is 6 or more members, at least one third of members must be current or past enrollees in a Medicaid Health Plan, or be the family member of a current or past enrollee in a Medicaid health plan. Membership should reflect the racial, ethnic, and geographic diversity of Medicaid enrollees in the North Sound region. Ideally, the RVC will include representatives of each county and tribe in the North Sound region. RVC members must be able to play a leadership role in carrying out the committee responsibilities described above.

Term: Member terms shall be 2 years, with the opportunity to seek up to 1 additional term.

Organizational structure

Officers: The North Sound ACH Board Chair will appoint the Chair of the RVC from among current board members. The RVC can vote to select a Vice Chair. The Chair and Vice Chair will hold their positions for one year and may be nominated for reappointment by the board and RVC, respectively, for one additional year. All RVC members are approved by the Board of Directors.

Procedures:

Meeting frequency: The RVC will meet in person or by phone at least once per quarter. Tools for remote meeting participation (e.g. conference line, web conferencing) will be made available. Members may participate remotely.

Expectations of RVC members:

- Be prepared for each meeting by reviewing agenda and materials in advance.
- Participate in 75% or more of called meetings each year.
- Play a leadership role in carrying out the responsibilities of the committee as described in this charter.
- Act as a representative of the community rather than of themselves as individuals or their organizations.
- Be committed to the mission of the North Sound ACH and the communities North Sound ACH serves.

Failure to meet these expectations may result in termination of committee membership at the discretion of the RVC chair.

North Sound ACH asks that each RVC member actively participate in the committee and in carrying out the responsibilities described in this charter. North Sound ACH recognizes that some members may experience barriers to participation at some point during their terms, and is

committed to supporting members in staying engaged with the RVC during those times. To facilitate this support and continuity of the Committee's work, RVC members will communicate with the RVC Chair and North Sound ACH staff when they encounter barriers to participation in the committee.

Member Selection

Transition of "Community Leadership Council": The Chair of the former "Community Leadership Council" will serve as Chair of the RVC. Additional members of the former "Community Leadership Council" may apply for membership to the RVC.

Selection of Committee Members: The RVC chair and vice chair will work with the Board, staff, and partners to publicly announce vacancies on the RVC, solicit applicants and make recommendation for appointment to the Board of Directors. Members of the former "Community Leadership Council" who wish to serve on the RVC may seek appointment to the Committee through this process.

Recruitment

The RVC Chair will work with North Sound ACH staff to announce RVC member vacancies as they occur.

Nomination and selection decisions can take place throughout the year. The RVC Chair, Vice Chair and staff will review applicants.

Special Circumstances

In the event a member cannot complete their term the RVC Chair may initiate a recruitment to fill the vacant slot.

Once a replacement is approved by the Board, they will serve until the original member's term is complete. At that time, if the replacement wishes to continue as a member and is in good standing with the RVC, they may be approved for a full term to the RVC. The partial term served shall not count towards their term limit.

From: Jennifer Johnson jenniferj@co.skagit.wa.us
Subject: RE: Action Needed: CLC Revised Charter approval to go to 2.22 Board meeting
Date: February 8, 2019 at 12:01 PM
To: Williams, Kim [PRMCE] Kim.Williams@providence.org, Glenn Puckett Gpuckett@arcorafoundation.org, Fisher, Allan allan_fisher@uhc.com, Shanon Hardie Shanon.Hardie@ucnw.org, Tiffany Edlin tiffany@northsoundach.org
Cc: Liz Baxter liz@northsoundach.org, Hofmann, Jeanette M Jeanette.Hofmann@providence.org, Robin Fenn robin.fenn@verdanthhealth.org

Agree also!

Jennifer Johnson, Director
Skagit County Public Health
[700 South 2nd Street, Room 301](#)
[Mount Vernon, WA 98273](#)
[\(360\) 416-1503](tel:(360)416-1503)
jenniferj@co.skagit.wa.us

From: Williams, Kim [PRMCE] <Kim.Williams@providence.org>
Sent: Friday, February 8, 2019 11:58 AM
To: Glenn Puckett <Gpuckett@arcorafoundation.org>; Fisher, Allan <allan_fisher@uhc.com>; Shanon Hardie <Shanon.Hardie@ucnw.org>; Tiffany Edlin <tiffany@northsoundach.org>; Jennifer Johnson <jenniferj@co.skagit.wa.us>
Cc: Liz Baxter <liz@northsoundach.org>; Hofmann, Jeanette M <Jeanette.Hofmann@providence.org>; Robin Fenn <robin.fenn@verdanthhealth.org>
Subject: RE: Action Needed: CLC Revised Charter approval to go to 2.22 Board meeting

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agree

Thank you,

Kim

CONFIDENTIALITY: This e-mail and any attachments are confidential and may also be privileged. If you are not the named recipient, or have otherwise received this communication in error, please delete it from your inbox, notify the sender immediately by replying to the message, and do not disclose its contents to any other person, use the information for any purpose or store or copy the information in any medium. Thank you for your cooperation.

From: Glenn Puckett [<mailto:Gpuckett@arcorafoundation.org>]
Sent: Friday, February 08, 2019 11:55 AM
To: Fisher, Allan <allan_fisher@uhc.com>; Shanon Hardie <Shanon.Hardie@ucnw.org>; Tiffany Edlin <tiffany@northsoundach.org>; Williams, Kim [PRMCE] <Kim.Williams@providence.org>; Jennifer Johnson <jenniferj@co.skagit.wa.us>
Cc: Liz Baxter <liz@northsoundach.org>; Hofmann, Jeanette M <Jeanette.Hofmann@providence.org>; Robin Fenn <robin.fenn@verdanthhealth.org>

Subject: RE: Action Needed: CLC Revised Charter approval to go to 2.22 Board meeting

I agree.

From: Fisher, Allan <allan_fisher@uhc.com>

Sent: Friday, February 8, 2019 11:12 AM

To: Shanon Hardie <Shanon.Hardie@ucnw.org>; Tiffany Edlin <tiffany@northsoundach.org>; Glenn Puckett <Gpuckett@arcorafoundation.org>; Kim Williams <Kim.Williams@providence.org>; Jennifer Johnson <jenniferj@co.skagit.wa.us>

Cc: Liz Baxter <liz@northsoundach.org>; Hofmann, Jeanette <Jeanette.Hofmann@providence.org>; Robin Fenn <robin.fenn@verdanthhealth.org>

Subject: RE: Action Needed: CLC Revised Charter approval to go to 2.22 Board meeting

I agree.

From: Shanon Hardie [<mailto:Shanon.Hardie@ucnw.org>]

Sent: Friday, February 08, 2019 10:44 AM

To: Tiffany Edlin; Fisher, Allan; Glenn Puckett; Kim Williams; Jennifer Johnson

Cc: Liz Baxter; Hofmann, Jeanette; Robin Fenn

Subject: RE: Action Needed: CLC Revised Charter approval to go to 2.22 Board meeting

Great charter! I support recommending this to the full Board of Directors for approval.

Shanon R. Hardie

Chief Operating Officer

Unity Care NW

1616 Cornwall Avenue

Bellingham, WA. 98225

Direct Line: (360) 788-2667

www.UnityCareNW.org



From: Tiffany Edlin <tiffany@northsoundach.org>

Sent: Friday, February 8, 2019 8:40 AM

To: Allan Fisher <allan_fisher@uhc.com>; Glenn Puckett <gpuckett@arcorafoundation.org>; Kim Williams <Kim.Williams@providence.org>; Shanon Hardie <Shanon.Hardie@ucnw.org>; Jennifer Johnson <jenniferj@co.skagit.wa.us>

Subject: RE: Action Needed: CLC Revised Charter approval to go to 2.22 Board meeting

~~mailto:conner.darlington@gmail.com; conner.darlington@gmail.com; conner.darlington@gmail.com~~
Cc: Liz Baxter <liz@northsoundach.org>; Hofmann, Jeanette <Jeanette.Hofmann@providence.org>; Robin Fenn <robin.fenn@verdanthhealth.org>
Subject: Action Needed: CLC Revised Charter approval to go to 2.22 Board meeting

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CAUTION: This email originated from outside of UCNW. Do not click links or open attachments unless you recognize the sender and know the content is safe.

Good Morning Governance Committee Members -

Attached you will find the revised charter for the CLC. The Board has given 2 head nods, that it was supportive of the CLC doing a restructure. They would like to move forward with that action. They are hoping they do not have to wait until the April Board meeting to begin the work.

The Executive Committee reviewed yesterday, and would like the Governance Committee to review and recommend it go to the board for approval. (Conner made a few additional edits after the EC meeting, which they were aware of.)

You also received a previous version of this draft at the 11.26.18 meeting, but we did not get a chance to review/discuss.

Kindly,

Tiffany Edlin

Pronouns: She/Her/Hers

Office & Governance Manager

North Sound Accountable Community of Health

PO BOX 4256

Bellingham, WA 98227

tiffany@NorthSoundACH.org

[360.543.8855](tel:360.543.8855)

(Office)

[425.298.7493](tel:425.298.7493)

(Cell)

[360-933-3653](tel:360-933-3653)

(Fax)

----- Forwarded message -----

From: **Conner Darlington** <conner.darlington@gmail.com>

Date: Thu, Feb 7, 2019 at 7:17 PM

Subject: CLC Revised Charter

To: Tiffany Edlin <tiffany@northsoundach.org>

To: Tiffany Eum <tiffany@northsoundach.org>
Cc: Liz Baxter <liz@northsoundach.org>

Hey Tiffany,

Here is the revised charter. Thanks for sending it out!

Cheers!

Conner

This e-mail, including attachments, may include confidential and/or proprietary information, and may be used only by the person or entity to which it is addressed. If the reader of this e-mail is not the intended recipient or his or her authorized agent, the reader is hereby notified that any dissemination, distribution or copying of this e-mail is prohibited. If you have received this e-mail in error, please notify the sender by replying to this message and delete this e-mail immediately.

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Chief Executive Officer Monitoring Report on Board Goals (Policy 1.0) February 2019

North Sound ACH exists for the health benefit of North Sound residents through the creation and/or facilitation of policies, strategies and programs that improve health.

Board Goals:

1. The creation or facilitation of policies, strategies and programs that improve health shall mean:
 - a. Planning and implementing integrated and sustainable programs and strategies that include:
 - i. Physical and behavioral health bi-directional integration
 - ii. Improved community care-coordination, including periods of transitional care and diversion from Emergency Department
 - iii. Opioid use intervention
 - iv. Transformative approaches in reproductive and maternal and child health, access to oral health services and chronic disease prevention and control

CEO Interpretation: Documented steps have been taken by the North Sound ACH and its partners to move the region toward 1) integration of physical and behavioral health, in alignment with commitment to mid-adopter implementation of integrated managed care; 2) to advance coordination and communication across partners to enhance care coordination, decrease readmission, and increase care that does not require a trip to the ED; 3) to reduce the use of opioids and the rate of opioid overdoses; and 4) implement strategies that transform care delivery to women and children, especially women who are pregnant or of child-bearing age; that increases access to oral health services for children and adults and offers multiple approaches to chronic disease self-management.

Actions since October 2018:

- Completion of Change Plans by partners committing to implementation strategies and tactics.
- Trainings for CCAs on Pathways model and CCS platform.
- Project Specific Agreements in signing process.
- Distribution of planning funds in Q3 and Q4.

Supporting Data:

- List of partners who have change plans for implementation.
- Template for Project Specific Agreement as addendum to Master Services Agreement.
- Financial Report showing funds distribution in 2018.

- b. Implementing integrated programs and strategies for defined populations* with the following estimated earned annual revenues:**
- i. \$32.7 million by year-end 2018**

CEO interpretation: North Sound ACH and its partners will work to optimize potential earnings available through DSRIP and seek out additional opportunities to add revenue for sharing with North Sound partners.

Activity since October 2018:

- Successful completion of Semi-Annual Report Q 1-2 2018

Supporting Documents:

- Earnings Dashboard Report from FE Portal

- ii. \$16.4 million by year-end 2019**

Completion of Semi-Annual Report for 2018 Q3-4, delivered Jan 31, 2019.

- iii. \$15.1 million by year-end 2020**

- iv. \$6.8 million by year-end 2021**

- v. \$5.7 million by year-end 2022**

- vi. \$3.7 million by year-end 2023**

- c. Implementing integrated programs and strategies for defined populations* with the following fund allocation strategies:**

- i. Up to \$18.2 million in 2018 with the following requirements:**
 - 1. Approximately 80% goes toward assessment, initiative planning, implementation and regional infrastructure**
 - 2. Core administrative infrastructure is kept at/below 10%**
 - 3. 10% of earnings are put in a restricted Community Resiliency Fund**
 - 4. 2% of earnings in a restricted Reserves/Contingency Fund.**

CEO interpretation: Expenditures approved and distributed by the North Sound ACH will not exceed the Board-approved budget limit and will stay in alignment with the overall allocation strategy approved by the Board.

Actions since October 2018:

- Fund Allocation Committee gave feedback on 2018 Milestone 2 payment methodology
- Fund distributions from FE Portal to approved partners for Milestone 2 payments

Supporting Data:

- Financial Report showing funds distribution in 2018
- Summary of strategy for Milestone 2 distribution

- ii. Up to \$18.2 million in 2019 (guidance to be determined):
- iii. Up to \$17.7 million in 2020 (guidance to be determined):
- iv. Up to \$14.8 million in 2021 (guidance to be determined):
- v. Up to \$19.1 million in 2022 (guidance to be determined):
- vi. Up to \$7.4 million in 2023 (guidance to be determined):

d. Achieving the project metrics outlined by the Washington Health Care Authority.

CEO interpretation: North Sound ACH and its partners will work to meet or exceed the reporting and performance metrics that are set forth by the Washington Health Care Authority in the updated Toolkit and descriptions of revised metrics.

Actions since October 2018:

- North Sound ACH staff reviewed updated Delivery System Reform Incentive Payment (DSRIP) Measurement Guide which offers guidance on metrics for ACHs in relation to pay for reporting and pay for performance.
- Delivered North Sound Implementation Plan to Health Care Authority on October 1.
- Delivered Semi-annual Report to Health Care Authority on January 31, 2019.

Supporting Data:

- Linked Delivery System Reform Incentive Payment (DSRIP) Measurement Guide.
- Letter with valuation of Implementation Plan (a Pay for Reporting requirement).

e. Ensuring that the integrated strategies are sustainable.

CEO interpretation: North Sound ACH and its partners will optimize implementation of evidence-based strategies and include Medicaid and commercial payers in discussions about return on investment considerations.

Actions Since October 2018:

- ACHs, HCA and MCO representatives continue discussions on sustainability strategies.
- ACH Directors and project teams continue cross-ACH discussions to optimize implementation by partners that cross ACHs and patients/clients who cross ACHs.

Supporting Data:

- ACH ED Meeting dates (in-person and phone)

f. Diversifying funding streams that are not HCA-related to further the North Sound ACH mission.

CEO interpretation: North Sound ACH and its partners will begin to explore opportunities for other revenue sources beyond DSRIP to support activities of the North Sound ACH and its partners, including philanthropic, partner contributions, other earned revenue and future public funding opportunities.

Action since October 2018:

- Board discussion at January 2019 retreat to craft expectations beyond DSRIP funds and timeline

**Chief Executive Officer Monitoring Report
on Executive Limitations (Policy 2.0)
February 2019**

Policy #2: Treatment of Staff (approved by Board October 26, 2018)

The CEO shall not:

- 1) Cause or allow conditions that are unfair, disrespectful, disorganized, unclear or unsafe.
- 2) Permit the organization to operate without written personnel policies that clarify personnel rules for staff, employment practices and employee benefits (including job descriptions and salary schedules), provide for effective handling of grievances, enable staff members to express an ethical dissent, and protect against wrongful conditions such as nepotism and grossly preferential treatment for personal reasons.
- 3) Fail to consult with legal counsel, human resource experts or other advisors as appropriate in the development and implementation of personnel policies.
- 4) Fail to acquaint staff with their rights under this policy, and/or prevent staff from notifying the board when internal procedures have been exhausted, and the employee alleges either that: (a) board policy has been violated to his or her detriment or (b) board policy does not adequately protect his or her human rights.
- 5) Fail to notify the board chair immediately of any legal action, proceedings of an administrative body, or criminal charges filed against the organization or against an employee related to any employee's work or conditions of the workplace.

CEO interpretation: There will be internal policies and procedures that outline the opportunities for staff to express their concerns and provide input when they feel working conditions, or the work environment are disrespectful, unfair, unsafe or otherwise to their detriment.

Actions:

- North Sound ACH has a Personnel Handbook, instituted February 1, 2017 when the organization separated from the Whatcom Alliance for Health Advancement. This was last updated in May 2018, with participation of two Board members as advisors to the outsourced HR director.
- All staff have access to this Handbook electronically, and a hard copy is in place in the office.
- Staff are provided a copy during onboarding and asked to complete an acknowledgement of receipt and understanding of contents.

Supporting Data:

- North Sound Personnel Handbook, rev. May 2018

**Chief Executive Officer Monitoring Report
on Executive Limitations (Policy 8.0)
February 2019**

Policy Title #7: Compensation and Benefits (approved by Board October 26, 2018)

With respect to employment, compensation, and benefits to employees, consultants, and contract workers, the CEO shall not:

- 1) Cause or allow jeopardy to financial integrity or to public image.
- 2) Operate without written fiscal policies that clarify rules and procedures for handling compensation and benefits
- 3) Change his or her own compensation and benefits except as his or her benefits are consistent with a package for all other employees.
- 4) Promise or imply permanent or guaranteed employment.
- 5) Establish current compensation and benefits that deviate materially from the geographic or professional market for the skills employed.
- 6) Create compensation obligations over a longer term than revenues can be safely projected, and in no event longer than one year and in all events subject to losses in revenue.
- 7) Establish new or materially change retirement benefits.
- 8) Incur unfunded liabilities.
- 9) Permit the ACH to loan money to any employee.

CEO interpretation: Fiscal Policies and Procedures will be in place that set limits on CEO activities, what can be obligated by the CEO, and outlines required two-person review and approval for transactions and contractual obligations.

Actions:

- Fiscal Policies and Procedures are in place, overseen by the outsourced CFO and revisions must be approved by Finance Committee.
- CFO is directly engaged with HCA and the other ACHs in dialogue about best practices related to finance and expectations of the HCA.

Documentation:

- Fiscal Policies and Procedures: presented to the Board in Q4 2018.