

Location	Attendees
Virtual Meeting	<p>Governing Board Members Present: Molly Morris, Rosalinda Kibby, Doug Wilson, Christal Eshelman, Ken Sterner, Jesus Hernandez, Cathy Meuret, Becca Davenport, Deb Murphy, Tory Gildred, Nancy Nash Mendez, Ramona Hicks, Dell Anderson, Kaitlin Quirk, Ray Eickmeyer, Lisa Apple</p> <p>Governing Board Members Absent: Senator Warnick, Carlene Anders</p> <p>NCACH Staff: Linda Parlette, John Schapman, Caroline Tillier, Wendy Brzezny, Sahara Suval, Mariah Brown, Joey Hunter, and Teresa Davis – Minutes</p>
Agenda Item	Minutes
<ul style="list-style-type: none"> Declaration of Conflicts 	<ul style="list-style-type: none"> Meeting called to order at 1:00 PM by Molly Morris. Molly started the meeting with a land acknowledgment. Honoring the open meetings act, all conversations need to be public. You can chat with staff member that is monitoring the chat and they can relay your message if you are having trouble speaking. Declarations of conflicts: Jesus Hernandez, Kaitlin Quirk, Ken Stern re: Community Base Care Coordination Public Comment - None ❖ Cathy Meuret moved, Deb Murphy seconded the motion to approve of consent agenda, motion passed.
<ul style="list-style-type: none"> Executive Director Update 	<ul style="list-style-type: none"> Today is the deadline for the semi-annual report that staff submitted over the weekend. Rosalinda has accepted the nomination to be our new treasurer Patti Paris is interested in being on our board and is a guest at our meeting today.
<ul style="list-style-type: none"> Executive Committee Nomination 	<p>Molly Morris explained that Board Treasurer role became vacant due to Board member transitions on January 1st, 2021. In December, The NCACH Executive Committee and Executive Director started the process of Board Treasurer recruitment. After discussions with Board members, Rosalinda Kibby's name was brought forward at the 1/29/2021 Executive Committee meeting.</p> <p>❖ Ken Sterner moved, Nancy Nash Mendez seconded the nomination for Rosalinda Kibby to fill the NCACH Board Treasurer role on the NCACH Governing Board effective 02/01/2021, motion passed - Term will expire December 31st, 2021.</p>
<ul style="list-style-type: none"> Community Based Care Coordination 	<p>In December 2020, the Board asterisked the CBCC partner payments line item in the proposed 2021 Budget. See Impact/Opportunity section for detailed line items, including budget projection and descriptions.</p> <p>The Board Chair at the time clarified that CBCC proposals that were approved through the 2020 CHI Community Investment Process could move forward. The rest of the work, however, was put on pause until further Board review.</p> <p>Board and staff dug into CBCC at the January Board retreat by reviewing:</p> <ul style="list-style-type: none"> factors that contributed to the Pathways HUB failure an overarching vision and approach for future investments 2021 CBCC objectives and associated budget projections

	<p>Caroline noted that when we are looking at the budget item for Health Home IT Platform, we are not saying we are running out and purchasing a new platform. We are going to do our due diligence to make sure that there are not ways of improving on existing platforms out there.</p> <p>Caroline also circled back to Dell Anderson on the question that he brought up about minimum caseloads with Health Home. She has not found that a minimum caseload exists but she is still looking.</p> <p>Based on this increased understanding, the CBCC project manager is requesting that the Board clarify the following:</p> <ul style="list-style-type: none"> • What proposed investments can staff move forward with? • What proposed investments need further review? • Is a committee/workgroup needed, and what should that look like? <p><i>Staff propose one of three options and welcome other proposals from the Board in order to facilitate a path forward:</i></p> <ol style="list-style-type: none"> 1. Keep everything asterisked (with exception of CHI/CBCC proposals) and form a CBCC Advisory Sprint Team (Board only) to work with staff on developing recommendations about what can be un-asterisked by March Board meeting. 2. Keep proposed platform investments asterisked (\$425K) and form a CBCC Platform Advisory Group (Board and impacted partners) to work with staff on assessing feasibility and merit, and developing recommendations by April meeting. 3. Fully remove the asterisk on the CBCC partner payment line item with expectation that updates be provided at monthly Board meetings <p>❖ <i>Doug Wilson moved, Christal Eshelman seconded the motion to fully remove the asterisk on the CBCC partner payment line item with expectation that updates be provided at monthly Board meetings, Ken Sterner, Kaitlin Quirk, and Jesus Hernandez abstained, motion passed.</i></p>
<ul style="list-style-type: none"> • Health Equity Discussion 	<p>Sahara Suval led a discussion on Health Equity. Each Board member shared what their organization is doing to address health equity. The individual comments will be shared at a future board equity session.</p> <p>Sahara introduced the priorities that came out of the survey and retreat:</p> <ul style="list-style-type: none"> • Assessment - increase access to and use of data to identify health equity disparities and gaps (to inform internal decisions/priorities, as well as external work done by partners), understand what health equity work is happening across the region • Education - organize and sponsor internal and external training opportunities and events to increase access to health equity literacy and awareness (e.g. cultural competency, structural racism) • Relationship-building - connect organizations and partners working on health equity to increase peer sharing and accelerate action across the region • Funding – support local solutions to address health equity needs (e.g. through CHIs, by building expectations in applications and MOUs with funded partners, by engaging specific communities, by investing in infrastructure like telehealth, etc.)

	<ul style="list-style-type: none"> Internal Capacity Building – adopt a framework and develop operational policies to embed equity as an organizational value that shapes our decisions and priorities (including investment strategies) <p>Discussion:</p> <ul style="list-style-type: none"> Doug agrees in general with the priorities but thinks an assessment needs to be done. There could be things that need to be done right now, like taking vaccines into homes of rural communities that would be beneficial. Should not look at this as a checklist, we should prioritize and focus efforts. Kaitlin believes that the CHI’s could play a key role in all of these. <p>Based on a live poll – Board members ranked the priorities in the following order.</p> <ol style="list-style-type: none"> Assessment Relationship building Funding Internal Capacity Building Education
<ul style="list-style-type: none"> Improving Information Sharing for Board 	<p>Caroline Tillier presented a plan to the Board laying out how staff can present information to them in the future. Board generally liked the plan and the list of subjects that staff presented for future deep dive presentations.</p>
<ul style="list-style-type: none"> Governance Committee Update 	<p>John gave an update on the governance committee work has been done. Recommendations – will be emailed out after this meeting for review and will be up for approval at the March meeting</p> <p><u>Recommendation #1 Adopt edits to bylaws & conflict of interest policy</u></p> <p>Key Changes to Bylaws:</p> <ul style="list-style-type: none"> Reorganization of Bylaw to ensure language in appropriate section Added new Mission Statement, as applicable Removed CHI’s within Section III. Governance Changed Board and Executive Committee Terms & identified what counts as a term Removed reference to initial terms under Sector representation Board meetings: Changed notice requirements & added details for virtual meeting Removed Executive Committee as lead for Board Nominations and elections process and replaced with Nominating Committee Removed reference to financial maximums that can be expended Significantly reduced language in indemnification section <p>Conflict of Interest Changes:</p> <ul style="list-style-type: none"> Primary edit was to Article 3: Procedures

- Open Publics Meeting Act: Changes made to comply with rules (e.g. cannot go into Executive session for Conflicts of Interest)
- Updated language across Conflict of Interest Policy
- Article 3 Procedures : Flow of procedures section was confusing, changes include the following:
 - Disclosure of Conflict – Outlined disclosure for interested director and if another director disclosures a potential or perceived conflict
 - Procedure to determine existence of Conflict – If a potential conflict exists that is in debate, outlines process to come to determination
 - Personal and Financial conflict sections – Removed, procedure is the same in new version
 - Violation of Conflict – Outlines steps after violation confirmed by Board

Recommendation #2 Develop committees to support the work of NCACH

- Nominating Committee
- Timeline to develop: Q1 2021
- Finance Committee
- Timeline to develop: Q2 - Q3, 2021

Recommendation #3 Provide focused Board training on the following

- Open Public Meetings Act – Q1 and Q2, 2021
 - Continue to train board to meet compliance
- Policy Governance – Q2 – Q4, 2021
 - Ensure shifting to a policy governance model.
- * Contract with expertise to provide training and assist in writing policies and developing appropriate method of policy governance.

Discussion:

- Christal likes the Committee Formation and Board Education
- Nancy Agrees with Christal
- Jesus noted that the original intent of the healthy Washington was to have meaningful input from the community. The intent of the CHI's was to get that input. Concerned about removing them from the Governance section.

John will send all of this information out for Board members to review and provide comments prior to the March Board meeting.

- Meeting Adjourned

3:29 PM by Molly Morris