



UHA Board of Directors
March 21, 2023
 Minutes

Committee Members (Voting Members)	Title	Present	
		Yes	No
Aden Bliss	Board Member	Y	
Aric Groshong, MD	Board Member	Y	
Bart Bruns, MD	Board Member, Chair	Y	
Brenda Tibbetts	Board Member	Y	
Chris Spence, MD	Board Member	Y	
Chuck Chappell	Board Member	Y	
Gary Allen, DMD	Board Member		N
Greg Brigham, PhD	Board Member		N
Jason Gray, MD	Board Member, Vice Chair	Y	
Jerry O'Sullivan	Board Member	Y	
KC Bolton	Board Member	Y	
Kelly Morgan	Board Member	Y	
Layne Jorgensen, DO	Board Member	Y	
Michael Krnacik, MD	Board Member	Y	
Neal Brown	Board Member	Y	
Rodney Todd, MD	Board Member	Y	
Sharon Stanphill, DrPH	Board Member	Y	
Tim Freeman	Board Member	Y	
Tim Powell, MD	Board Member	Y	

Non-Voting Participants/Guests	Title
Brent Eichman	CEO
Keith Lowther	CFO
Nancy Rickenbach	COO
Doug Carr, MD	CMO
Mike von Arx	CAO

Non-Voting Participants/Guests	Title
Lindsey Baker	Executive Administrator
Heidi Larson	Program Specialist
Kelly Knivila	Legal Counsel
Bevin Ankrom	OHA Innovator Agent

Agenda Item	Discussion	Action	Status
I. Call to Order			
A. Call to Order	The meeting was called to order at 6:30am		



**UHA Board of Directors
March 21, 2023
Minutes**

Agenda Item	Discussion	Action	Status
<p>B. Attorney Client Privilege – Compliance Committee Report</p>	<p>Mike von Arx presented the Conflict of Interest and Safeguard Handbook, which was emailed to all Board members with the March 21 UHA Board packet. Mike asked all Board members to complete the COI Disclosure Form and return to Lindsey Baker as soon as possible.</p> <p>The Umpqua Health Code of Conduct and Compliance and Fraud, Waste, and Abuse Workplan was included in the board packet, and were presented for approval, under the Public Consent Agenda.</p> <p>The Board discussed Confidential communications, with Kelly Knivila, Legal Counsel, that are privileged under ORS 40.225.</p>		<p><input type="checkbox"/> Closed <input checked="" type="checkbox"/> F/U Required <input type="checkbox"/> Approved</p>
II. New Business			
<p>Reports</p> <p>A. CAC: 2023 CHIP Projects</p>	<p>Jerry O’Sullivan provided an overview of the Community Health Improvement Plan (CHIP) funding. The CAC has \$300,000 to allocate in 2023; \$2.2M has been allocated since 2016.</p> <p>Jerry discussed the CAC decision making process, the 25 approved CHIP projects (listed below), and the focus around sustainability of the programs. Jerry also discussed some adjustments moving forward, such as changing the application window to Sept 1 – Oct 31. The CAC will reivev the 2024 application to see if any adjustments or changes are needed to either process or questions.</p> <ol style="list-style-type: none"> 1. Women and Infant Nutrition Supplies – Fish Food Pantry 2. Douglas County Childcare Coalition – Douglas ESD 3. Investment in Umpqua United Soccer Club – Umpqua United Soccer Club 4. Friendly Kitchen / Meal on Wheels 5. Construction Combine – Douglas ESD 6. Safe Socializing through Test my Drink Campaign – Mercy Foundation 7. Douglas County 2023 Pride Fest – Umpqua Valley Rainbow Collective 8. Turn on the Lights for Fir Grove Sports Field – Umpqua United Soccer Club 9. LGBTQIA2S+ Community Building and Support – Umpqua Valley Rainbow Collective 		<p><input checked="" type="checkbox"/> Closed <input type="checkbox"/> F/U Required <input type="checkbox"/> Approved</p>



UHA Board of Directors
March 21, 2023
 Minutes

Agenda Item	Discussion	Action	Status
	10. Suicide Prevention – Adapt 11. Incentive Based Treatment / Contingency Mgmt – Adapt Opioid Treatment Center 12. Lifestyle and Nutrition Course – UC Veg 13. Cancer Care – Douglas County Cancer Services 14. Support for Vulnerable Infant/Toddler Development and Health – UCAN 15. Food Hero at the Farmers’ Markets – UCAN / Feeding Umpqua 16. Early Learning and Parent Resource Center – Douglas ESD 17. Dolly Parton’s Imagination Library – Friends of the Roseburg Public Library 18. Phoenix Youth Health Corps – Phoenix School of Roseburg 19. Creating Community Resilience Wellness Fairs 20. Advocacy Services and Housing Transition Support for People Experiencing Homelessness – Onward Roseburg 21. Medicinal and Culinary Education at the Canyonville Farmers Market 22. Camp Connections – YMCA 23. Breaking Isolation – Chadwick Clubhouse 24. Healthy Lifestyles – Boys and Girls Club 25. 2023 Umpqua Grown Guide – Thrive Umpqua		
B. Delivery System Advisory	<p>Dr. Doug Carr provided the Q1 Delivery System Advisory Council update.</p> <p>The Council reviewed the expanded coverage for members for EPSDT, reviewed Adapt’s multicampus expansion, and other clinic report outs including Aviva’s family practice residency with its first graduating class, Valley View success in integrating dental and another EFM clinic opening in late Spring 2023.</p>		<input checked="" type="checkbox"/> Closed <input type="checkbox"/> F/U Required <input type="checkbox"/> Approved
C. Executive	<p>Chuck Chappell provided the Q1 Executive Committee update.</p> <p>The committee discussed the 2022 KPI results – all positive, the 2023/2024 UHA strategic framework, the draft KPI’s for 2023, the December and January Financials and Financial KPI’s, the UHA Health Equity Program, 2023/2024 SHARE spending, and employee benefits, particularly long-term incentives.</p>		<input checked="" type="checkbox"/> Closed <input type="checkbox"/> F/U Required <input type="checkbox"/> Approved



UHA Board of Directors
March 21, 2023
 Minutes

Agenda Item	Discussion	Action	Status
D. NEMT Contract Update	Nancy Rickenbach provided an update on the NEMT contract. In June 2022, MTM was placed on a corrective action plan (CAP) due to non-compliance. In January 2023, MTM requested a 36% rate increase while on a CAP. In February 2023, MTM cancelled their contract with a 6-month notice. In July 2023, BayCities Brokerage will resume services.		<input checked="" type="checkbox"/> Closed <input type="checkbox"/> F/U Required <input type="checkbox"/> Approved
E. Committee Structure Update	Dr. Carr discussed the Quality Team, and the revised Committee Structure, which includes a Nominating & Governance Committee, an Executive Committee, a Board Oversight Compliance Committee, and the Quality Improvement Committee, with several subcommittees reporting to QIC.		<input checked="" type="checkbox"/> Closed <input type="checkbox"/> F/U Required <input type="checkbox"/> Approved
F. Quality Program Description and Work Plan	<p>Nancy discussed the Quality Trilogy documents, including the Program Description, the Program Workplan, and the Program Evaluation. Each of these documents were included in the Board packet and will be voted for approval during the Consent Agenda.</p> <p>There was a question around data feeds and whether UHA is receiving required data from all the providers. At this time, we believe we have data feeds needed from all providers.</p>		<input checked="" type="checkbox"/> Closed <input type="checkbox"/> F/U Required <input type="checkbox"/> Approved
G. 2022 Year End Finance Report	<p>Keith Lowther presented the 2022 Year End Finance Report. Member Months exceed budget. Net Revenues exceed budget.</p> <p>Facility Costs are lower than budget, as are Professional Costs. Risk Pool is capped at \$25M. SHARE Initiative is set at \$2M. Total Healthcare Expenses, at 82%.</p> <p>EBITDA is \$15.1M.</p> <p>RBC Calculation is estimated 583%. Keith will come back to the Board in June/September with proposed actions related to UHA's Capital Adequacy Policy, once the audit is complete.</p> <p>The 2022 Year End Finance Report will be presented for approval, under the Public Consent Agenda.</p>		<input type="checkbox"/> Closed <input checked="" type="checkbox"/> F/U Required <input checked="" type="checkbox"/> Approved



UHA Board of Directors
March 21, 2023
 Minutes


Agenda Item	Discussion	Action	Status
<p>H. CEO Report</p>	<p>Brent discussed the UHA Member Redetermination and the SHARE Program Proposal.</p> <p>Public Health Emergency will end May 1, 2023. Starting April 1, Oregon will begin medical renewals for more than 1.4 million individuals on OHP.</p> <p>June 30, 2024 is the hard deadline, if members do not respond, benefits will close.</p> <p>UHA will use community engagement efforts, Assistors and the provider network to assist in the redetermination process. Changes will go to UHA Member Services, and Member Services will update the OHA system.</p> <p>Brent provided an overview of SHARE, and the SHARE requirements, per OAR 410-141-3735 and the 2023 CCO Contract. SHARE spending must fall within SDOH-E domains and include a spending toward housing priority.</p> <p>Brent provided a 6-year rolling scenario of SHARE program funding; 2023 anticipated investment is \$2M. He discussed the Community Outreach Plan for proposals, scoring criteria for the proposals, and agency history and sustainability.</p> <p>Brent discussed the current SHARE proposals UHA has received to-date, including Gary Leif Navigation Center, Dream Center, Adapt Transitional Housing, Adapt SUD Housing, and Adapt SUD Recovery Campus. Additional proposals will be collected through July 2023. Final proposals will come back to the UHA Board in September for approval.</p>		<input checked="" type="checkbox"/> Closed <input checked="" type="checkbox"/> F/U Required <input type="checkbox"/> Approved
<p>III. Meeting Open to the Public</p>			
<p>A. Public Registration</p>	<p>The meeting was open to the Public at 8:23am. No Public members were present.</p>		



UHA Board of Directors
March 21, 2023
 Minutes

Agenda Item	Discussion	Action	Status
B. Public Vote Consent Agenda	<p><i>The motion was made by Tim Freeman, and seconded by Dr. Aric Groshong, to approve the Consent Agenda with the following items. The motion passed unanimously.</i></p> <ul style="list-style-type: none"> • UHA Board Minutes – December 22, 2022 • UH Code of Conduct • UH Fraud, Waste and Abuse and Compliance Workplan • UH Conflict of Interest and Safeguards Handbook • Quality Program Workplan • 2022 Year End Financial Report 		<input type="checkbox"/> Closed <input type="checkbox"/> F/U Required <input checked="" type="checkbox"/> Approved
C. Public Comment	No public comment.		
IV. Adjournment			
Good of the Order	Dr. Bruns acknowledged and thanked Kelly Morgan for his contributions to UH and UHA, since inception of the organization. Kelly is retiring May 5, 2023.		
	The meeting was adjourned at 8:25am.		

Respectfully Submitted:

DocuSigned by:

 34B72D744D4941A
 Bart Bruns, MD

6/20/2023 | 7:16 PM PDT

Approval Date

Recorded by:



Lindsey Baker, Executive Administrator



UHA Board of Directors
March 21, 2023
Minutes

Meeting Action Items:

Action	Responsible Person	Action Date	Status
1 Capital Strategy to UHA Board	Keith Lowther	September 2023	Open
2 SHARE Process to UHA Board in September	Brent Eichman	September 2023	Open