



UHA Board of Directors
December 17, 2024
 Minutes

Board Members (Voting Members)	Title	Present	
		Yes	No
Aden Bliss	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	Y	
Greg Brigham, PhD	Board Member	Y	
Jamie Poindexter	Board Member	Y	
Jason Gray, MD	Board Member, Vice Chair		N
Jerry O'Sullivan	Board Member	Y	
KC Bolton	Board Member	Y	
Layne Jorgensen, DO	Board Member		N
Michael Krnacik, MD	Board Member	Y	
Neal Brown	Board Member	Y	
Rodney Todd, MD	Board Member	Y	
Russell Woolley	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	Medical Director

Non-Voting Participants/Guests	Title
Lindsey Baker	CoS
Mark Maddox, MD	CMO
Megan Logan	CPO
Bevin Ankrom	

Agenda Item	Discussion	Action	Status
I. Call to Order			
A. Call to Order	The meeting was called to order at 6:32am.		
II. Introductions – Brent Eichman introduced Mark Maddox, MD, Chief Medical Officer, and Megan Logan, Chief People Officer			
III. New Business			
Reports	Jerry O’Sullivan provided the CAC update. The Community Health Improvement Plan has been submitted to OHA. A large number of applications were received for the 2025 CHIP funding cycle. The CAC is considering splitting the application deadline into two funding cycles.		<input checked="" type="checkbox"/> Closed <input type="checkbox"/> F/U Required <input type="checkbox"/> Approved
A. CAC			



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B. Executive	<p>Chuck Chappell, co-chair of the Executive Committee, shared an update from the Executive Committee.</p> <p>The Committee reviewed and is recommending approval of the 2025 UHA budget to the UHA Board. Discussed new federal rules pertaining to Related Party Transactions, proposing approval of the Risk Management Services Risk Corridor board resolution. Recommending approval of the UHA Investment Policy Statement. Discussed the settlement framework for the CMG-E/EFM quality metrics dispute. Discussed the 2025-2027 OHA Case Load Projections; expected to be higher than originally projected.</p>		<input checked="" type="checkbox"/> Closed <input type="checkbox"/> F/U Required <input type="checkbox"/> Approved
C. Compliance	<p>Dr. Bruns, co-chair, provided a Compliance Committee update.</p> <p>The Committee reviewed the FWA Risk Assessment; recommending approval of the Assessment to the Board. Reviewed quarterly compliance reports.</p>		<input checked="" type="checkbox"/> Closed <input type="checkbox"/> F/U Required <input type="checkbox"/> Approved
D. Delivery System Advisory	<p>Dr. Carr provided the DSAC report. The Council discussed PCP assignment changes from provider to clinic level effective 1/1/25. The Council also discussed the Quality Metric Update for 2024.</p>		<input checked="" type="checkbox"/> Closed <input type="checkbox"/> F/U Required <input type="checkbox"/> Approved
E. Nominating & Governance	<p>Aden Bliss, N&G Chair, presented the update. The Committee is recommending approval of the current slate of Board Candidates for 2025. The Committee is recommending that Moss Adams perform the 2024 financial audit, with Tony Andrade as the Lead Audit Partner under the current partner rotation schedule. The Committee also discussed executive compensation.</p>		<input checked="" type="checkbox"/> Closed <input type="checkbox"/> F/U Required <input type="checkbox"/> Approved
F. Quality Improvement Committee	<p>Dr. Maddox, chair, provided the Quality Improvement Committee.</p> <p>The committee discussed Potential Quality of Care Program, the Network Adequacy report, and Behavioral Health clinical practice guidelines.</p>		<input checked="" type="checkbox"/> Closed <input type="checkbox"/> F/U Required <input type="checkbox"/> Approved
G. CHIP Recipient: Tri City Elementary Discovery Garden	<p>Emily Veale presented on the Tri City Elementary Discovery Garden, a CHIP funded project. The Garden engages the five senses for students to encourage enjoying the outdoors, hands on learning, learning</p>		<input checked="" type="checkbox"/> Closed <input type="checkbox"/> F/U Required <input type="checkbox"/> Approved



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	through exploration, teaching outside the box and studying the food web.		
H. CEO Report	<p>Brent presented the CEO report. Highlights include the OHA program caseload, which is projected at just under 1.4M in 2025-2027. There is a projected increase in the BHP into next year.</p> <p>Health Related Service Expenditures, including HIT, CBI, Flex, have specific rules around what is accepted by the OHA. UHA tracks our acceptance rate year-over-year. Some of the funds are accepted as HRS in certain years, and then not again in subsequent years.</p> <p>HRSN nutrition and case management and housing – there is a significant organizational lift to support HRSN (social services as a covered benefit).</p> <p>OHP Directed payments – service and utilization decreased in 2020 and have not returned to pre-pandemic levels. Three new dental directed payments are being considered – bundle, new provider incentive, and existing provider incentive.</p> <p>And Oregon’s Prioritized List moving to the State Plan Amendment in 2027; this may include newly covered services with a potential increase to CCO costs of 0.7-1.6%.</p>		<input checked="" type="checkbox"/> Closed <input type="checkbox"/> F/U Required <input type="checkbox"/> Approved
I. Finance Report	Keith provided the November 2024 Finance Report. Member Months are higher than budgeted. EBTIDA for the month and year to date is higher than budget.		<input checked="" type="checkbox"/> Closed <input type="checkbox"/> F/U Required <input type="checkbox"/> Approved
J. 2025 UHA Operating and Capital Budget	Keith presented the 2025 UHA Operating and Capital Budget as developed in collaboration with the UHA Executive Committee. The budget was developed based on the most recent projections and information from the OHA on member projections. Most of the budget has been developed on Per Member Per Month basis and will flex accordingly.		<input checked="" type="checkbox"/> Closed <input type="checkbox"/> F/U Required <input type="checkbox"/> Approved
IV. Meeting Open to the Public			
A. Public Registration	The meeting was open to the Public at 8:12 am. No Public members were present.		



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B. Public Comment	No public comment.		
C. Public Vote Consent Agenda	<ul style="list-style-type: none"> • Management Services Risk Corridor Board Resolution • UHA Investment Policy Statement • FWA Risk Assessment • 2025 Slate of Candidates for UHA Board • 2024 Financial Audit Recommendation • September 17, 2024 UHA Board Minutes • 2025 UHA Board meeting schedule 	<i>The motion was made by Neal Brown and seconded by Dr. Mike Krnacik, to approve the Consent Agenda. The motion passed unanimously.</i>	<input checked="" type="checkbox"/> Closed <input type="checkbox"/> F/U Required <input checked="" type="checkbox"/> Approved
D. 2025 UHA Operating and Capital Budget	As presented by Keith Lowther, CFO.	<i>The motion was made by Neal Brown and seconded by Chuck Chappell, to approve the 2025 UHA Operating and Capital Budget. The motion passed unanimously.</i>	<input checked="" type="checkbox"/> Closed <input type="checkbox"/> F/U Required <input checked="" type="checkbox"/> Approved
E. Finance Report	As presented by Keith Lowther, CFO.	<i>The motion was made by Tim Freeman and seconded by Jamie Poindexter to approve the November Finance Report. The motion passed unanimously.</i>	<input checked="" type="checkbox"/> Closed <input type="checkbox"/> F/U Required <input checked="" type="checkbox"/> Approved
V. Adjournment			
Good of the Order	Nothing discussed.		
	The meeting was adjourned at 8:16 am.		

Respectfully Submitted:

Bart Bruns

3/25/2025 | 9:27 AM PDT

 Bart Bruns, MD

 Approval Date

Recorded by:



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Minutes

Lindsey Baker

Lindsey Baker, Chief of Staff

Meeting Action Items:

Action	Responsible Person	Action Date	Status
1			
2			