

**MINUTES OF A MEETING OF  
THE BOARD OF DIRECTORS OF  
COLUMBIA GORGE HEALTH COUNCIL**

**January 24, 2018**

A meeting of the Board of Directors (the “*Board*”) of Columbia Gorge Health Council, an Oregon public benefit corporation (the “*Corporation*”), was held at 5:30 PM Pacific Time on January 24, 2018 at the offices of Mid-Columbia Medical Center, The Dalles, Oregon.

Directors Present: Karen Joplin  
Molly Rogers\*  
Al Barton, MS, LPC  
Elaine Castles, PhD  
David Edwards, FACHE  
Dennis Knox, FACHE  
Elizabeth Foster, MD^  
Ellen Larsen, RN  
Jeanie Vieira, RN^  
Leticia Valle  
Lindsey Hopper, JD, MPH

Directors Absent: Trey Rigert, MD

Others Present: Coco Yackley, Operations Consultant to the Corporation  
Kristen Dillon, MD, Director, Columbia Gorge CCO & Associate Medical Director Medicaid, PacificSource Community Solutions  
Suzanne Cross, MPH, Project Manager, Columbia Gorge Health Council  
Trudy Townsend, Community Health Development Coordinator, PacificSource Community Solutions^

Dustin Zimmerman, Innovator Agent, Oregon Health Authority^

Paul Lindberg, Collective Impact Health Specialist^

Jason Conger, Attorney for CGHC, Lynch Conger McLane, LLP\*^

Dr. Bruce Burton, Bruce Burton General Dentistry^

Dr. Kyle House, A Kidz Dental Zone^

Dr. Tracy Stansbury, Advantage Dental^

Dan Stevens, Executive Vice President of Product Line Management,  
PacificSource^

Peter Davidson, Executive Vice President and Chief Financial Officer,  
PacificSource^

Mel Heuberger, Accounting Manager, Mid-Columbia Center for Living^

Edwin Bode, Chief Financial Officer, Mid-Columbia Medical Center\*^

Rochelle Layton, Finance Manager, Providence^

*\* attended via telephone*

*^ attended for a portion of the meeting*

Ms. Joplin served as Chair and Ms. Cross served as Secretary of the meeting. Ms. Joplin called the meeting to order, confirmed that each participant could hear and be heard by each other and announced that a quorum of directors was present and that the meeting, having been duly convened, was ready to proceed with business.

#### **1. INTRODUCTIONS OF MEMBERS**

Ms. Joplin asked each attendee in the room to introduce themselves. Ms. Joplin announced a change in a named Director in accordance with the Bylaws of the Corporation. Mr. Dennis Knox is the new Mid-Columbia Medical Center Hospital Director replacing Ms. Dianne Storby.

*Ms. Viera, Dr. Foster, Mr. Stevens, Ms. Layton and Mr. Davidson entered the meeting at this time.*

**2. ADDITIONS OR DELETIONS FROM THE AGENDA**

The Board then reviewed the agenda for the meeting, which had been distributed to the Board prior to the meeting. Questions were asked and, on a motion duly made and seconded, the agenda was unanimously approved.

**3. CONFLICTS OR POTENTIAL CONFLICTS OF INTEREST**

Ms. Joplin then requested that directors declare any potential conflicts of interest and, there being none, the meeting proceeded.

**4. NON-AGENDA ITEMS FROM THE PUBLIC**

Ms. Joplin opened the floor for comments from the public.

Mr. Lindberg indicated three grants were submitted in January 2018 regarding strengthening or creating walking groups.

**5. CONSENT AGENDA**

Ms. Joplin then reviewed the consent agenda, copies which had been previously distributed to the Board. Questions were asked and, on a motion duly made and seconded, the Board unanimously approved the Consent Agenda items as presented.

**6. DENTAL BOARD CANDIDATE INTRODUCTIONS**

In alignment with the Corporation bylaws Section 3.4.b.8 which states “one director (the “DCO Director”) that is a representative of a Dental Care Organization operating in the Columbia Gorge region (a “DCO”) that is nominated by a DCO for appointment to the Board and appointed by the affirmative vote of a majority of the directors then in office,” the Dental Care Organizations operating in the Columbia Gorge region nominated three candidates as a

director for the Columbia Gorge Health Council Board. The three candidates Dr. Bruce Burton, Dr. Kyle House and Dr. Tracy Stansbury introduced themselves to the Board. Each candidate reviewed their interest as the DCO Director for the Board. Questions were asked.

*Mr. Conger and Ms. Townsend joined the meeting by phone at this time.*

## **7. EXECUTIVE SESSION**

Ms. Joplin announced the Board would move into Executive Session.

*Mr. Lindberg, Mr. Zimmerman, Dr. Burton, Dr. House and Dr. Stansbury left the meeting at this time.*

Ms. Yackley reviewed the overview of Shared Savings and Joint Management Agreement (JMA) history information, copies which had been previously distributed to the Board. Questions were asked and full discussion followed.

Dr. Dillon reviewed the JMA contract points information, copies which had been previously distributed to the Board. Questions were asked and full discussion followed. Board consensus maintains the margin amount as presented and in the current Joint Management Agreement. Board consensus to remove text that is not applicable to the current Coordinated Care Organization model. Columbia Gorge Health Council staff to provide companion documents to Board members and cross-reference with material presented. Board consensus to include a Business Associate Agreement as part of the Joint Management Agreement. Dr. Dillon to provide a draft Joint Management Agreement incorporating the changes discussed.

Ms. Yackley reviewed the Bridges to Health hub contract information, copies which had been previously distributed to the Board. Questions were asked and full discussion followed. On a motion duly made and seconded, the Board unanimously approved the contract as presented.

Columbia Gorge Health Council staff to engage with Executive Committee on best way to incorporate the Systems Integration Team into the Columbia Gorge Health Council processes. *Ms. Townsend, Mr. Davidson, Ms. Layton, Mr. Conger, Mr. Bode and Mr. Heuberger left the meeting at this time.*

Ms. Joplin reviewed the Dental Board candidate information, copies which had been previously distributed to the Board. Questions were asked and full discussion followed. On a motion duly made and seconded, the Board unanimously approved Dr. Bruce Burton as the Dental Care Organization representative to the Columbia Gorge Health Council Board.

Ms. Joplin announced the Board would leave Executive Session.

#### **8. COMMUNITY GRANT PROPOSALS – COCO YACKLEY**

Ms. Yackley reviewed the Community Grant proposal information, copies which had been previously distributed to the Board. Questions were asked and full discussion followed regarding four possible funding options for the recommended proposals. Strong Board alignment in maintaining integrity with the grant process but differing views on whether that was best achieved by keeping the total funds available static or by keeping the recommended proposals intact. On a motion duly made and seconded, the Board approved to increase the total community grant fund amount to fully fund the following proposals:

- Building Resiliency in the Columbia Gorge – YouthThink Wasco County for \$119,000.
- Community ID – Gorge Ecumenical Ministries for \$20,000.
- Everybody Rides Transportation Effort – Mid-Columbia Economic Development District for \$3,500.
- Food Access for All – Gorge Grown Food Network for \$176,300.
- Imagination Yoga in the Schools – CultureSeed for \$25,000
- Maupin Fiber Network – City of Maupin for \$44,765

- Mejour Juntos – Health Promotion in Hood River and Wasco Counties for \$226,215
- Safer Futures Project – HAVEN From Domestic & Sexual Violence for \$150,00
- Strengthening Collective Impact – United Way Columbia Gorge for \$25,000
- The Power of Play: Recess Enrichment in 10 Elementary Schools – Columbia Gorge ESD for \$246,600

Six directors voted in favor of increasing the total grant funds. Ms. Joplin, Ms. Viera, Ms. Larsen, Ms. Hopper and Ms. Rogers voted against the increase to the budget due to a concern that doing so would reflect negatively on being consistent and transparent.

*Mr. Lindberg re-joined the meeting during this time.*

**9. CAP UPDATE**

The CAP Updates on the Sobering Center, Childhood Obesity and Elders were not addressed due to the lateness of the hour and will be forwarded to the February meeting.

Ms. Joplin reviewed the New CAP Member information, copies which had been previously distributed to the Board. Questions were asked and full discussion followed. On a motion duly made and seconded, the Board unanimously approved Dorothy Sherwood as a CAP Member.

**10. CALENDAR**

Ms. Yackley then reminded the Board of upcoming events in February.

**11. ADJOURNMENT**

There being no further business to come before the Board, the meeting was adjourned at 8:52 PM Pacific Time.

Respectfully submitted,



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Suzanne Cross, Secretary