

Compliance Committee would convene during Governance Committee meetings at least twice a year to review the compliance plan and activities. The two committees are now functioning in a holistic fashion and submit their merged charters for approval. This allows for more frequent and embedded compliance activities within the committee. The Governance & Compliance recommends approval of the revised charter for the Governance & Compliance Committee which identifies its role and responsibilities in one document.

Upon a motion duly made and seconded, the following resolutions were unanimously approved:

- 1. RESOLVED, that the Board of Directors does hereby approve the revised charter for the Governance & Compliance Committee as presented.**

b) Board Seat Changes due to OHA Requirements

Recommended by Governance & Compliance (3/22/23)

Background: Laura reviewed the composition of the JCC Board and noted it can have up to 15 Directors. Two of these positions are held for CareOregon members, who do not have term limits. The remaining 13 seats are nominated by the Governance & Compliance Committee. This committee intends to leave an open position to allow flexibility. The JCC Board currently has Directors hold their seats as individuals and not representatives of their organizations.

- **Matt Sinnott**

Matt Sinnott represents a contracted DCO, as required by OHA. However, Willamette Dental notified JCC in November 2022 that it would not be renewing its DCO contract in 2023. Since this now makes JCC out of compliance with OHA's Board composition requirements, identification of a new DCO representative was included in the transition plan submitted to OHA. Matt has been a strong Board member and is chairing the Network & Quality Committee. He brings exceptional knowledge of the oral health and policy spheres. It is our intention, however, to use this position for the required DCO representative and ask Matt to step down. A representative from a currently contracted DCO will be brought forward for consideration to committee members. The Governance & Compliance Committee recommends the adjustment of the board seat for Matt Sinnott per the regulatory requirements of OHA. It was noted Matt has been an exemplary board member for JCC and is eligible for future board terms if nominated. Matt will join the June meeting if available for acknowledgement of his service on the board.

Upon a motion duly made and seconded, the following resolutions were unanimously approved:

- 1. RESOLVED, that the Board of Directors does hereby approve the recommendation to comply with OHA's board composition requirement of a DCO contracted representative and will recruit for a representative from a contracted DCO.**

- **Scott Kelly**

Laura reported Scott Kelly has been on a leave of absence since October 2022 and stepped down from his position with Asante in February 2023. He has requested a continued leave through October 2023, with intent to resume at that point. Rather than hold a board seat for that long, the committee recommends asking Scott to step down. Laura explained if Scott is ready to serve on the board in 2024, there will be several openings at that time for a new term to begin. Scott has served on the board since January 2020 and was the chair of the Finance Committee. It was noted he has been an exemplary board member. He has contributed his financial and health systems knowledge in beneficial ways. The Governance & Compliance Committee recommends that Scott be considered for a board seat in 2024 if circumstances allow. Scott has been an exemplary board member for JCC, and the board looks forward to his participation for a future board term if he remains interested. Recruitment efforts will begin to replace this seat with someone demonstrating financial expertise.

Upon a motion duly made and seconded, the following resolutions were unanimously approved:

- 1. RESOLVED, that the Board of Directors does hereby approve recruitment of a replacement for Scott Kelly under the circumstances. Focus will be on an individual with financial expertise.**

c) Nomination of New Board Members:

Recommended by Governance & Compliance (3/22/23)

Laura reported two new members are recommended to the Board for terms that will begin in June 2023.

- **Jacquie Jaquette**

Jacquie Jaquette has been a CAC member since 2021. The CAC and Governance & Compliance committees recommend her to fill the second reserved CAC seat on the Board of Directors. Jacquie works for the Medford School District as a School Improvement Specialist. She brings an understanding of youth-based systems and the intersection of health/education. The CAC and Governance & Compliance recommends nominating Jacquie Jaquette to the Board of Directors with a term beginning in June 2023.

Upon a motion duly made and seconded, the following resolutions were unanimously approved:

- 1. RESOLVED, that the Board of Directors does hereby approve the appointment of Jacquie Jaquette to the JCC Board of Directors, and she will fill the second reserved CAC seat effective June 2023.**

- **Maria Underwood**

Maria Underwood serves as the Chief Development Officer for La Clinica. She brings a personal and professional commitment to Medicaid programs. Maria is active in numerous community organizations. She is dedicated to helping the most vulnerable by supporting emerging leaders and strengthening practices of equity, diversity, and inclusion. Maria also brings lived experience as an immigrant child of farmworkers who grew up in a Spanish-speaking household. The Governance & Compliance Committee recommends nominating Maria Underwood to the Board of Directors with a term beginning in June 2023.

Upon a motion duly made and seconded, the following resolutions were unanimously approved:

- 1. RESOLVED, that the Board of Directors does hereby approve the appointment of Maria Underwood to the JCC Board of Directors effective June 2023.**

d) Nomination of New Clinical Advisory Panel Member

- **Chris Alftine, MD**

Recommended by Clinical Advisory Panel and Governance/Compliance (3/22/23)

Laura reported the Clinical Advisory Panel recruits its own membership with a goal of having a multi-disciplined panel of local clinicians. Justin Adams, MD, previously served on the CAP as a La Clinica representative. His role at La Clinica is changing and they have hired Dr. Chris Alftine as their new Chief Medical Officer. Dr. Alftine has been recommended by Dr. Adams and others on the CAP to serve as the La Clinica representative going forward. The Clinical Advisory Panel and Governance/Compliance recommends nominating Chris Alftine to the Clinical advisory Panel.

Upon a motion duly made and seconded, the following resolutions were unanimously approved:

- 1. RESOLVED, that the Board of Directors does hereby approve the appointment of Dr. Chris Alftine to the JCC Clinical Advisory Panel effective April 2023.**

Executive Report – Jennifer Lind

Jennifer provided an update on her Executive Report and additional discussion took place as follows:

- Introduction of Leona O’Keefe, MD, JCC Medical Director – Introductions were made at the start of the meeting, and Dr. O’Keefe shared her background work and excitement for continuing healthcare transformation. Dr. O’Keefe holds a Doctor of Medicine from the University of Southern California and brings more than 15 years of health care leadership and advocacy to Jackson Care Connect. She recently served as Jackson County’s Public Health Officer and Medical Director where she coordinated health care systems to help ensure access to high-quality care in the community, and improved community health through education and communication with health care providers and the public.
- Debrief of Meeting with OHA Leadership – Jennifer provided insights and takeaways from a meeting with OHA and JCC leadership, along with numerous community partners that took place on April 12th at JCC. OHA leadership included the following staff:
 - ✚ Dave Baden, Interim OHA Director
 - ✚ Dana Hittle, Medicaid Director
 - ✚ Abby Tibbs, Senior Advisor to the Governor and Dave Baden while he’s interim OHA Director

Jennifer reported an enjoyable conversation took place and included discussion around the fragility of our network and workforce shortages, behavioral health, and housing as a health-related service. Lori Paris, Stacy Brubaker, Jason Elzy, and Nora Leibowitz were present as board members, and everyone did a phenomenal job of sharing their expertise with OHA.

- Redetermination Process – Jennifer reported redetermination started this month. During the COVID-19 federal public health emergency, the Oregon Health Authority (OHA) paused redetermination requirements for Oregon Health Plan (OHP) members. As the public health emergency is winding down, OHA is resuming those efforts. Jennifer reported the OHA website provides additional information regarding those efforts, which includes toolkits in English and Spanish. For now, the most critical message for OHP members is to update their address information with OHA. Jennifer noted JCC has a page about redetermination on the JCC website and this information will be updated as additional information becomes available from OHA. She requested board members send any comments or concerns regarding this process to her, and she will address.
- TQS Projects Summary – Jennifer reported all CCOs must submit a Transformation Quality Strategy (TQS) to OHA with detailed projects across multiple domains. She noted the Network & Quality Committee reviews the submission each year. JCC has submitted the 2023 TQS and is awaiting approval / revisions from OHA.

Adjourn – There being no further business to discuss, the regular meeting adjourned at 4:15pm.

Next Meeting – The next meeting is scheduled for June 8, 2023.