



P.O. Box 11756
Eugene, Oregon 97440-3956

Trillium Community Health Plan
Board of Directors
August 13, 2012

Minutes

Present: Dr. Thomas Wuest, President, Dr. Richard Finkelstein, Mr. Terry Coplin, Ms. Karen Gaffney, Dr. Bruce Abel, Dr. Richard Kincade, Dr. Melissa Edwards, Dr. Tod Hayes, Dr. Mark Meyers, Ms. Maurine Cate, Mr. Roger Saydack, Mr. Marshall Peter, Mr. Craig Opperman, Ms. Wendy Apland, Mr. L.M. Reese, Ms. Nancy Golden

Staff: Mr. David Cole, CFO, Dr. John Sattenspiel, Medical Director, Ms. Shannon Conley, Sr. VP Medicare/Medicaid, Ms. Cass SkinnerLopata, General Counsel, Ms. Debi Farr, Public Relations, Ms. Nanette Wood, Assoc. VP HR, Mr. Dick Sabath, Compliance Officer

Absent: Dr. Patrick Luedtke, Dr. Mark Litchman

1. Call to Order

Dr. Wuest called the meeting to order at 7:00 a.m. Introductions were made around the room.

2. Consent Agenda

Dr. Wuest presented the consent agenda including the minutes from the July 9, 2012 Board meeting.

It was moved and seconded to approve the consent agenda as presented by Dr. Wuest. The motion passed unanimously.

3. President's Report

- Board/Committee Roster

Dr. Wuest presented the Trillium Board/Committee roster and reviewed the reporting structure.

- Dental Board Appointment

Dr. Wuest reviewed discussions held during the last Trillium Executive Committee (EC) meeting regarding the addition of a practicing dentist position on the Trillium Board. He reported that the EC is supportive of the Board creating a dental position.

4. Community Advisory Council (CAC)

- Monthly Update

Ms. Gaffney presented and discussed the July Community Advisory Council update.

- CAC member representative Board candidates
Ms. Gaffney reported that the CAC recommends Ms. Nancy Golden and Mr. L.M. Reese as candidates for CAC representative positions on the Trillium Board. Ms. Golden and Mr. Reese individually shared professional credentials. After discussion, it was moved and seconded to appoint Ms. Golden and Mr. Reese to fill CAC representative positions on the Trillium Board. The motion passed unanimously.
- Rural CAC (RCAC) update
Ms. Gaffney reported that the RCAC is in the member recruitment stage.

5. Legal

- Executive Committee Recommendations
 - Housekeeping
Ms. SkinnerLopata presented the CAP Charter and CAC Charter. She recommended an edit to the content of both charters.
It was moved and seconded to approve the CAC and CAP Charters as presented by Ms. SkinnerLopata. The motion passed unanimously.
Ms. SkinnerLopata presented a list of Board action items that were approved at previous meetings. Ms. SkinnerLopata reported that the Trillium Board became official as of Aug. 1, 2012 and asked the Board to ratify past actions by approving the motions on the list.
The Board moved, seconded, and unanimously passed individual motions on the list of action items presented by Ms. SkinnerLopata.
 - Bylaws
Ms. SkinnerLopata presented the amended bylaws and discussed pending changes.
 - Conflict of Interest disclosure process
Ms. SkinnerLopata reported on a discussion held at the EC regarding board member conflict of interest issues. Dr. Wuest reviewed the process for disclosing potential conflicts of interest during the Trillium Board meetings.
 - Board member compensation
Ms. SkinnerLopata requested that the Board review the section in the bylaws pertaining to Board member compensation. Mr. Sabath presented and discussed a draft Trillium Compensation policy.
After discussion, it was moved and seconded that the positions on the Trillium Board and Trillium Committees are not financially compensated by Trillium with the exception of OHP Consumer Board representative(s). The motion passed unanimously.
After discussion, it was moved and seconded to approve the Trillium Compensation policy as presented. The motion passed unanimously.

- School Based Health Clinic
Ms. SkinnerLopata reported that the School Based Health Clinics are interested in reviewing models of integration with the CCO. After discussion, the Board decided to form a process for integration and/or investment requests. The Board tabled this topic to be discussed during the CCO fall retreat to allow sufficient time for review.

6. CEO Report

a. Dental update

Mr. Coplin gave an update on dental integration discussions with the dental community and Oregon Health Authority. Dr. Finkelstein presented a resume from Dr. Jim Ford, Pediatric Dentist, and described Dr. Ford's work history in Lane County. Dr. Finkelstein recommended Dr. Ford as a candidate for a dental representative position on the Trillium Board.

After discussion, it was moved and seconded to appoint Dr. Jim Ford to the Trillium Board of Directors. The motion passed unanimously.

b. Sobering Service

Mr. Coplin reported on a meeting held with community groups regarding the Sobering Station and its budget problems. Mr. Coplin listed the attendees present at the meeting. He gave a summary of the financial challenges discussed at the meeting that may reduce the sobering services currently available to the community. Mr. Coplin asked for opinions regarding financial support for the Sobering Station. He indicated that Willamette Family and Mr. Steve Manela will be sharing more detailed information regarding the services that have been provided. It was suggested that the funding question be included with other investment requests currently coming to the CCO.

c. Board Conference/Retreat

Mr. Coplin reported that the Board retreat will be held on October 29th from 7:00 a.m. – 10:00 a.m. at the Trillium Offices.

d. Community Health Workers

Mr. Coplin gave an update on the community health worker program sustainability issues. The Board agreed that this is a topic that should be addressed once an investment review process and annual budget is created.

e. Health Insurance Exchange (HIE) Committee

Ms. Korjenek reported on the status of the current HIE Committee composition. She requested that membership recommendations be sent to her to broaden representation.

f. Public meeting schedule

Mr. Coplin reported on the Board information that will be added to the Trillium website, including Board member names and approved meeting minutes. The Board discussed a public meeting schedule and suggested that management hold a public meeting during the last quarter of 2012.



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- g. Agate Board introduction
The Board discussed planning an introductory meeting of the Agate and Trillium Boards. It was agreed to invite the Agate Board to attend the Sept. 10, 2012 Trillium Board meeting.
- 7. Clinical Advisory Panel Membership update
Dr. Meyers gave an update on CAP membership recruitment. He expects to have a completed committee membership within the month.
- 8. Compliance Officer
Mr. Sabath presented the Trillium Compliance Committee Charter. He listed the current membership on the Committee and described efforts to broaden representation.
After discussion, the Board moved and seconded to approve the Trillium Compliance Committee Charter as presented. The motion passed unanimously.

There being no further business the meeting was adjourned at 9:53 a.m.

Respectfully Submitted,

Lisa Williams
Executive Assistant



Terry W. Coplin, Secretary