

**Board Members**

Virginia L. Korte, Chairman, District 2
Earl V. Wilcox, Vice Chairman, District 5
Martin C. Demos, Director, District 1
Barbara R. Mundell, Director, District 3
J. Woodfin Thomas, Director, District 4

President & Chief Executive Officer

Steve A. Purves, FACHE

Clerk of the Board

Melanie Talbot

Meeting Location

Virginia G. Piper Charitable Trust Pavilion
2609 East Roosevelt Street
Phoenix, Arizona 85008
3rd Floor, Board Room

**RESULTS – General and
Executive Session Meeting**

**Maricopa County Special Health Care District
Board of Directors**

Mission Statement

The Valleywise Health's mission is to provide exceptional care, without exception, every patient, every time.

Welcome

The Board of Directors is the governing body for the Maricopa County Special Health Care District. Each member represents one of the five districts in Maricopa County. Members of the Board are public officials, elected by the voters of Maricopa County. The Board of Directors sets policy and the President & Chief Executive Officer, who is hired by the Board, directs staff to carry out the policies.

How Citizens Can Participate

Each meeting is open to the public and there is a "Call to the Public" at the beginning of each meeting. An individual may address the Board of Directors at this time or when the agenda item to be addressed is reached. If you wish to address the Board, please complete a Request to Speak form Speaker's Slip and deliver it to the Clerk of the Board prior to the Call to the Public. If you have anything that you wish distributed to the Board and included in the official record, please hand it to the Clerk who will distribute the information to the Board members and Valleywise Health Senior Staff.

Speakers will be called in the order in which requests to speak are received. Your name will be called when the Call to the Public has been opened or when the Board reaches the agenda item which you wish to speak. As mandated by the Arizona Open Meeting Law, officials may not discuss items not on the agenda, but may direct staff to follow-up with the citizen.

Public Rules of Conduct

The Board Chair shall keep control of the meeting and require the speakers and audience to refrain from abusive or profane remarks, disruptive outbursts, applause, protests, or other conduct which disrupts or interferes with the orderly conduct of the business of the meeting. Personal attacks on Board members, staff, or members of the public are not allowed. It is inappropriate to utilize the Call to the Public or other agenda item for purposes of making political speeches, including threats of political action. Engaging in such conduct and failing to cease such conduct upon request of the Board Chair will be grounds for ending a speaker's time at the podium or for removal of any disruptive person from the meeting room, at the direction of the Board Chair.

Agendas are available within 24 hours of each meeting at Valleywise Health Medical Center, 2601 East Roosevelt, Phoenix, Arizona 85008 and on the internet at <https://valleywisehealth.org/about/board-of-directors/>. Accommodations for individuals with disabilities, alternative format materials, sign language interpretation, and assistive listening devices are available upon 72 hours advance notice via the Clerk's Office, Virginia G. Piper Charitable Trust Pavilion, 2609 East Roosevelt Street, Phoenix, Arizona 85008, (602) 344-5177. To the extent possible, additional reasonable accommodations will be made available within the time constraints of the request.

• Virginia G. Piper Charitable Trust Pavilion •
• 2609 East Roosevelt Street • Phoenix, Arizona 85008 •
• 3rd Floor, Board Room •

Wednesday, October 22, 2025
1:00 p.m.

Access to the meeting room will start at 12:50 p.m., 10 minutes prior to the start of the meeting.

One or more members of the Board of Directors of the Maricopa County Special Health Care District may be in attendance by technological means. Board members attending by technological means will be announced at the meeting.

Pursuant to A.R.S. § 38-431.03(A)(3), or any applicable and relevant state or federal law, the Board may vote to recess into an Executive Session for the purpose of obtaining legal advice from the Board's attorney or attorneys on any matter listed on the agenda. The Board also may wish to discuss any items listed for Executive Session discussion in General Session, or the Board may wish to take action in General Session on any items listed for discussion in Executive Session. To do so, the Board will recess Executive Session on any particular item and reconvene General Session to discuss that item or to take action on such item.

Please silence any cell phone, computer, etc., to minimize disruption of the meeting.

Call to Order

Roll Call

Pledge of Allegiance

Call to the Public

This is the time for the public to comment. The Board of Directors may not discuss items that are not specifically identified on the agenda. Therefore, pursuant to A.R.S. § 38-431.01(I), action taken as a result of public comment will be limited to directing staff to study the matter, responding to any criticism or scheduling a matter for further consideration and decision at a later date.

ITEMS MAY BE DISCUSSED IN A DIFFERENT SEQUENCE

General Session, Presentation, Discussion and Action:

1. Approval of Consent Agenda: 5 min

Note: Approval of contracts, minutes, IGA's, proclamations, etc. Any matter on the Consent Agenda will be removed from the Consent Agenda and discussed as a regular agenda item upon the request of any Board member.

a. Minutes:

- i. Approve** Maricopa County Special Health Care District Board of Directors meeting minutes dated September 24, 2025
Melanie Talbot, Chief Governance Officer; and Clerk of the Board

b. Contracts:

- i. Approve** amendment #2 to the hospital and professional services agreement (MCO-20-024-02) between Imperial Insurance Companies, Inc. and Maricopa County Special Health Care District dba Valleywise Health, for the provision of comprehensive healthcare services
Renee Clarke, MBA, Senior Vice President, Managed Care

General Session, Presentation, Discussion and Action, cont.:

1. Approval of Consent Agenda, cont.

b. Contracts, cont.:

- ii. **Approve** amendment #3 to the provider agreement (MCO-20-026-03) between Aetna Network Services, LLC and Maricopa County Special Health Care District dba Valleywise Health, for the provision of comprehensive healthcare services
Renee Clarke, MBA, Senior Vice President, Managed Care
- iii. **Approve** a new agreement (MCO-25-009-VBP) between Equality Health Network, LLC and Maricopa County Special Health Care District, dba Valleywise Health, for value-based contract quality performance
Renee Clarke, MBA, Senior Vice President, Managed Care
- iv. **Approve** amendment #11 to the provider service agreement (90-13-242-1-11) between Health Choice Arizona and Maricopa County Special Health Care District dba Valleywise Health, for value-based contract quality and shared savings terms
Renee Clarke, MBA, Senior Vice President, Managed Care
- v. **Approve** amendment #3 to the physician hospital organization participation agreement (MCO-20-032-03) between Humana and Maricopa County Special Health Care District dba Valleywise Health, for the provision of comprehensive healthcare services
Renee Clarke, MBA, Senior Vice President, Managed Care
- vi. **Approve** amendment #1 to the health system participation agreement (MCO-25-003-01) between Gold Kidney of Arizona and Maricopa County Special Health Care District dba Valleywise Health, for the provision of comprehensive healthcare services
Renee Clarke, MBA, Senior Vice President, Managed Care
- vii. **Approve** amendment #3 to the network provider agreement (90-19-077-1-03) between Molina Complete Care of Arizona and Maricopa County Special Health Care District dba Valleywise Health, for the provision of comprehensive healthcare services
Renee Clarke, MBA, Senior Vice President, Managed Care
- viii. **Approve** amendment #1 to the participation agreement (MCO-20-041-01) between Eternal Health of Arizona, Inc. and Maricopa County Special Health Care District dba Valleywise Health, for the provision of comprehensive healthcare services
Renee Clarke, MBA, Senior Vice President, Managed Care
- ix. **Approve** a new FQHC participation agreement (MCO-25-010-MSA) between Arizona Physician IPA, Inc. dba UnitedHealthcare Community Plan and Maricopa County Special Health Care District dba Valleywise Health, for the provision of comprehensive healthcare services
Renee Clarke, MBA, Senior Vice President, Managed Care
- x. **Approve** amendment #1 to the integrated delivery participation agreement (IDS) (MCO-20-036-01) between Devoted Health, Inc. and Maricopa County Special Health Care District dba Valleywise Health, for the provision of comprehensive healthcare services
Renee Clarke, MBA, Senior Vice President, Managed Care
- xi. **Approve** amendment #5 to the professional participation agreement (90-14-062-1-05) between Banner University Health Plans and Maricopa County Special Health Care District dba Valleywise Health, for the provision of comprehensive healthcare services
Renee Clarke, MBA, Senior Vice President, Managed Care

General Session, Presentation, Discussion and Action, cont.:

1. Approval of Consent Agenda, cont.

b. Contracts, cont.:

- xii. **Approve** amendment #1 to the intergovernmental agreement (90-26-056-1-01) between Arizona Health Care Cost Containment System (AHCCCS) and Maricopa County Special Health Care District dba Valleywise Health, to participate in the administration of the Access to Professional Services Initiative (APSI) on behalf of RCHP-Sierra Vista, and to remove and replace Attachment A and B, which updates the funding of the IGA from \$23,080 to \$23,190. This amendment is effective on October 1, 2025
Claire Agnew, CPA, MBA, Executive Vice President, Chief Financial Officer
- xiii. **Approve** amendment #1 to the intergovernmental agreement (90-26-057-1-01) between Arizona Health Care Cost Containment System (AHCCCS) and Maricopa County Special Health Care District dba Valleywise Health, to participate in the support of the Access to Professional Services Initiative (APSI) on behalf of RCHP-Sierra Vista, and to remove and replace Attachment A and B, which updates the funding of the IGA from \$577,000 to \$579,800. This amendment is effective on October 1, 2025
Claire Agnew, CPA, MBA, Executive Vice President, Chief Financial Officer
- xiv. **Approve** amendment #1 to the intergovernmental agreement (90-26-054-1-01) between Arizona Health Care Cost Containment System (AHCCCS) and Maricopa County Special Health Care District dba Valleywise Health, to participate in the administration of the Access to Professional Services Initiative (APSI) on behalf of Abrazo, and to remove and replace Attachment A and B, which updates the funding of the IGA from \$154,540 to \$155,300. This amendment is effective on October 1, 2025
Claire Agnew, CPA, MBA, Executive Vice President, Chief Financial Officer
- xv. **Approve** amendment #1 to the intergovernmental agreement (90-26-055-1-01) between Arizona Health Care Cost Containment System (AHCCCS) and Maricopa County Special Health Care District dba Valleywise Health, to participate in the support of the Access to Professional Services Initiative (APSI) on behalf of Abrazo, and to remove and replace Attachment A and B, which updates the funding of the IGA from \$3,149,312.01 to \$3,168,062.01. This amendment is effective on October 1, 2025
Claire Agnew, CPA, MBA, Executive Vice President, Chief Financial Officer
- xvi. **Approve** amendment #1 to the intergovernmental agreement (90-26-050-1-01) between Arizona Health Care Cost Containment System (AHCCCS) and Maricopa County Special Health Care District dba Valleywise Health, for Valleywise Health to participate in the administration of the Access to Professional Services Initiative (APSI), and to remove and replace Attachment A and B, which updates the funding of the IGA from \$353,000 to \$354,700. This amendment is effective on October 1, 2025
Claire Agnew, CPA, MBA, Executive Vice President, Chief Financial Officer

General Session, Presentation, Discussion and Action, cont.:

1. Approval of Consent Agenda, cont.

b. Contracts, cont.:

- xvii. **Approve** amendment #1 to the intergovernmental agreement (90-26-051-1-01) between Arizona Health Care Cost Containment System (AHCCCS) and Maricopa County Special Health Care District dba Valleywise Health, for Valleywise Health to participate in the support of the Access to Professional Services Initiative (APSI), and to remove and replace Attachment A and B, which updates the funding of the IGA from \$8,671,665.53 to \$8,714,315.53. This amendment is effective on October 1, 2025
Claire Agnew, CPA, MBA, Executive Vice President, Chief Financial Officer
- xviii. **Approve** amendment #1 to the participating network agreement (MCO-25-008-1) between Creighton University and Maricopa County Special Health Care District dba Valleywise Health, for the provision of comprehensive medical services
Renee Clarke, MBA, Senior Vice President, Managed Care
- xix. **Approve** amendment #2 to the intergovernmental agreement (90-23-107-1-02) between Arizona Department of Health Services (ADHS) and Maricopa County Special Health Care District, dba Valleywise Health, for Pre-Exposure Prophylaxis (PrEP) Patient Navigation funding
Michael D. White, MD, MBA, Executive Vice President, Chief Clinical Officer
- xx. **Approve** amendment #2 to hospital agreement (MCO-20-033-02) between Mercy Care and Maricopa County Special Health Care District dba Valleywise Health, for the provision of comprehensive healthcare services
Renee Clarke, MBA, Senior Vice President, Managed Care

c. Governance:

- i. **Approve** a Change in Scope to add expanded services to Health Resources and Services Administration Form 5A: add Pediatric Specialty Services – Cardiology
Michelle Barker, DHSc, Senior Vice President Ambulatory Services; and Chief Executive Officer Federally Qualified Health Centers
- ii. **Approve** Board Resolution No. 2025-10-22-001 and Affidavit of Compliance Regarding the November 4, 2025 General Election
Melanie Talbot, Chief Governance Officer; and Clerk of the Board
- iii. **Approve** a no objection letter to the proposed property tax reclassification of real and personal property of JX Advanced Metals USA, Inc., and Proposed Foreign Trade Zone Designation
Warren Whitney, MBA, Senior Vice President, Government Relations

d. Medical Staff:

- i. **Approve** Valleywise Health's Medical Staff credentials for October 2025
Mark M. MacElwee, MD, Chief of Staff
- ii. **Approve** Valleywise Health's Advanced Practice Clinician/Allied Health Professional Staff credentials for October 2025
Mark M. MacElwee, MD, Chief of Staff
- iii. **Approve** revisions to the Department of Anesthesiology Delineation of Privileges
Mark M. MacElwee, MD, Chief of Staff

General Session, Presentation, Discussion and Action, cont.:

1. Approval of Consent Agenda, cont.

d. Medical Staff, cont.:

- iv. **Approve** revisions to the Department of Family & Community Medicine
Delineation of Privileges
Mark M. MacElwee, MD, Chief of Staff

e. Capital:

- i. **Approve** Capital Expenditure Request (CER) #26-443 for the design and
construction of a hybrid operating room at Valleywise Health Medical Center for
\$10,250,000
*Lia Christiansen, MBC, Executive Vice President, Chief Administrative
Officer*

**DIRECTOR THOMAS MOVED TO APPROVE THE CONSENT AGENDA MINUS 1.C.II. VICE CHAIRMAN WILCOX
SECONDED. MOTION PASSED BY VOICE VOTE.**

**DIRECTOR MUNDELL MOVED TO APPROVE CONSENT AGENDA ITEM 1.C.II., BOARD RESOLUTION 2025-10-22-001
AND AFFIDAVIT OF COMPLIANCE REGARDING THE NOVEMBER 4, 2025 GENERAL ELECTION AND AUTHORIZED
STAFF TO MAKE TECHNICAL CHANGES TO COMPLY WITH THE STATUTES BASED ON PRIOR ACTIONS OF THE BOARD
OF DIRECTORS. DIRECTOR THOMAS SECONDED. MOTION PASSED BY VOICE VOTE.**

2. Discussion on Understanding Centers for Medicare & Medicaid Services (CMS) Hospital Star
Ratings **10 min**
*Crystal Garcia, MBA/HCM, RN, Vice President, Specialty Services, Quality and Patient
Safety*

THIS ITEM WAS DISCUSSED

3. Update on Behavioral Health Programs and Services at Valleywise Health **20 min**
Gene Cavallo, MC, LPC, Senior Vice President, Behavioral Health Services
Martha Steiner, MSN-L, RN, Vice President, Behavioral Health Nursing and Clinical Care

THIS ITEM WAS DISCUSSED

4. Reports to the Board of Directors: **5 min**

- a. Semi-annual Marketing and Communications Report
Lia Christiansen, MBC, Executive Vice President, Chief Administrative Officer

THIS ITEM WAS DISCUSSED

**DIRECTOR MUNDELL MOVED TO RECESS GENERAL SESSION AND CONVENE IN EXECUTIVE SESSION. DIRECTOR
THOMAS SECONDED. MOTION PASSED BY VOICE VOTE.**

Executive Session:

- E-1 Legal Advice; A.R.S. § 38-431.03(A)(3): Legal Advice on Title 36, Chapter 5 Internal Process and
Valleywise Health Behavioral Health Legal Support Department **60 min**

Executive Session, cont.:

- E-2 Legal Advice; Contracts Subject to Negotiations; A.R.S. § 38-431.03(A)(3) and A.R.S. § 38-431.03(A)(4): Statements of Work for the Master Services Agreement between the Maricopa County Special Health Care District dba Valleywise Health, and District Medical Group 20 min

Recess Executive Session and Reconvene in General Session

General Session, Presentation, Discussion and Action:

5. Discuss, Review and **Approve** Amended and Restated Statement of Work #1 - Hospital Based Services, for Master Services Agreement (90-23-177-1) between Maricopa County Special Health Care District dba Valleywise Health, and District Medical Group, effective November 1, 2025 5 min
 Claire Agnew, CPA, MBA, Executive Vice President, Chief Financial Officer
 Michael D. White, MD, MBA, Executive Vice President, Chief Clinical Officer

DIRECTOR THOMAS MOVED TO APPROVE AMENDED AND RESTATED STATEMENT OF WORK #1 – HOSPITAL BASED SERVICES, FOR MASTER SERVICES AGREEMENT (90-23-177-1) BETWEEN MARICOPA COUNTY SPECIAL HEALTH CARE DISTRICT DBA VALLEYWISE HEALTH, AND DISTRICT MEDICAL GROUP, EFFECTIVE NOVEMBER 1, 2025. VICE CHAIRMAN WILCOX SECONDED. MOTION PASSED BY VOICE VOTE.

6. Discuss, Review and **Approve** Amended and Restated Statement of Work #2 - FQHC Services, for Master Services Agreement (90-23-177-1) between Maricopa County Special Health Care District dba Valleywise Health, and District Medical Group, effective November 1, 2025 5 min
 Claire Agnew, CPA, MBA, Executive Vice President, Chief Financial Officer
 Michael D. White, MD, MBA, Executive Vice President, Chief Clinical Officer

DIRECTOR THOMAS MOVED TO APPROVE AMENDED AND RESTATED STATEMENT OF WORK #2 – FQHC SERVICES, FOR MASTER SERVICES AGREEMENT (90-23-177-1) BETWEEN MARICOPA COUNTY SPECIAL HEALTH CARE DISTRICT DBA VALLEYWISE HEALTH, AND DISTRICT MEDICAL GROUP, EFFECTIVE NOVEMBER 1, 2025. VICE CHAIRMAN WILCOX SECONDED. MOTION PASSED BY VOICE VOTE.

7. Discuss, Review and **Approve** Amended and Restated Statement of Work #3 - Call Coverage, for Master Services Agreement (90-23-177-1) between Maricopa County Special Health Care District dba Valleywise Health, and District Medical Group, effective November 1, 2025 5 min
 Claire Agnew, CPA, MBA, Executive Vice President, Chief Financial Officer
 Michael D. White, MD, MBA, Executive Vice President, Chief Clinical Officer

DIRECTOR THOMAS MOVED TO APPROVE AMENDED AND RESTATED STATEMENT OF WORK #3 – CALL COVERAGE, FOR MASTER SERVICES AGREEMENT (90-23-177-1) BETWEEN MARICOPA COUNTY SPECIAL HEALTH CARE DISTRICT DBA VALLEYWISE HEALTH, AND DISTRICT MEDICAL GROUP, EFFECTIVE NOVEMBER 1, 2025. VICE CHAIRMAN WILCOX SECONDED. MOTION PASSED BY VOICE VOTE.

8. Closing Comments 5 min – No Handout
 a. Chairman and Board Members
 b. President and Chief Executive Officer Summary of Current Events

THIS ITEM WAS DISCUSSED

Adjourn

DIRECTOR THOMAS MOVED TO ADJOURN THE OCTOBER 22, 2025, MARICOPA COUNTY SPECIAL HEALTH CARE DISTRICT BOARD OF DIRECTORS GENERAL AND EXECUTIVE SESSION MEETING. VICE CHAIRMAN WILCOX SECONDED. MOTION PASSED BY VOICE VOTE.