

Minutes

<p>Valleywise Community Health Centers Governing Council Valleywise Health Medical Center Conference and Administration Center, Auditoriums 1 through 4 January 4, 2023 6:00 p.m.</p>
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Members Present: Michelle Barker, DHSc, Chairman
Scott Jacobson, Vice Chairman
Salina Imam, Member
Eileen Sullivan, Member
Jane Wilson, Member

Members Absent: Liz McCarty, Member

Non-Voting Member Present: Mary Rose Garrido Wilcox, Maricopa County Special Health Care District Board of Directors

Others/Guest Presenters: Barbara Harding, RN, MPA, Chief Executive Officer, Federally Qualified Health Centers
Claire Agnew, Chief Financial Officer
Melanie Talbot, Chief Governance Officer
Chris Hooper, Governing Council Member-elect

Recorded by: Cynthia Cornejo, Deputy Clerk of the Board

Call to Order:

Chairman Barker called the meeting to order at 6:00 p.m.

Roll Call

Ms. Talbot called roll. Following roll call, she noted that five of the six voting members of the Valleywise Community Health Centers Governing Council were present, which represented a quorum.

Call to the Public

Chairman Barker called for public comment. There were no comments.

General Session, Presentation, Discussion and Action:

1. Approval of Consent Agenda:
 - a. Minutes:
 - i. Approve Valleywise Community Health Centers Governing Council meeting minutes dated December 7, 2022

**Valleywise Community Health Centers Governing Council
Meeting Minutes – General Session – January 4, 2023**

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

1. Approval of Consent Agenda, cont.:

b. Contracts:

- i. INTENTIONALLY LEFT BLANK

c. Governance:

- i. Approve job description for Chief Executive Officer of the Federally Qualified Health Centers
- ii. Approve Maricopa County Special Health Care District dba Valleywise Health, organizational chart for the Federally Qualified Health Centers
- iii. Appoint Chris Hooper to the Valleywise Community Health Centers Governing Council
- iv. Accept Health Resources and Services Administration Notice of Award No. 1 H8GCS47835-01-00, FY 2023 Expanding COVID-19 Vaccination Supplemental Funding
- v. Approve no cost extension submission to Health Resources and Services Administration for Notice of Award No. 1 H8FCS41092-01-00, American Rescue Plan Act Funding for Health Centers

d. Medical Staff:

- i. Acknowledge the Federally Qualified Health Centers Medical Staff and Advanced Practice Clinician/Allied Health Professional Staff Credentials

MOTION: Vice Chairman Jacobson moved to approve the consent agenda. Ms. Wilson seconded.

VOTE: 5 Ayes: Chairman Barker, Vice Chairman Jacobson, Ms. Imam, Ms. Sullivan, Ms. Wilson
0 Nays
1 Absent: Ms. McCarty
Motion passed.

Ms. Talbot administered the Oath of Office to Mr. Hooper for appointment of membership to the Valleywise Community Health Centers Governing Council (Governing Council), as required by the Governing Council bylaws.

2. Approve the Appointment of Michael D. White, MD, as Interim Project Director/ Chief Executive Officer of the Federally Qualified Health Centers effective January 9, 2023

Chairman Barker stated that until the position is filled, Health Resources and Services Administration (HRSA) required that an interim Project Director/Chief Executive Officer (CEO) be appointed.

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

2. Approve the Appointment of Michael D. White, MD, as Interim Project Director/ Chief Executive Officer of the Federally Qualified Health Centers effective January 9, 2023, cont.

MOTION: Ms. Sullivan moved to approve the appointment of Michael D. White, MD, as Interim Project Director/Chief Executive Officer of the Federally Qualified Health Centers effective January 9, 2023. Vice Chairman Jacobson seconded.

VOTE: 6 Ayes: Chairman Barker, Vice Chairman Jacobson, Mr. Hooper, Ms. Imam, Ms. Sullivan, Ms. Wilson
0 Nays
1 Absent: Ms. McCarty
Motion passed.

3. Discuss, Review and Approve Budget Submission to Health Resources and Services Administration for Notice of Award No. 1 H8GCS47835-01-00, FY 2023 Expanding COVID-19 Vaccination Supplemental Funding

Ms. Harding announced that HRSA recently issued \$800,581 to Valleywise Health to increase the number of individuals vaccinated against COVID-19. She outlined the proposed budget on how to utilize the funds, including support for activities related to outreach and education, vaccine administration, enabling services, personnel, and supplies. There was a six-month deadline to spend the funds.

Chairman Barker asked if the cultural navigators would be included in the outreach and education.

Ms. Harding confirmed that the cultural navigators would be included, as they were an important aspect.

Chairman Barker asked if Valleywise Health would participate in community health fairs.

Ms. Harding stated that the Federally Qualified Health Centers (FQHCs) were hospital-based clinics and clinical services were limited to the clinic property. However, clinical services will be offered in the community upon completion of the mobile health unit, which was expected in late 2023.

Chairman Barker questioned the six-month timeline and asked if the funds had to be spent or if the scopes of service had to be rendered within that timeframe.

Ms. Harding said she believed that the intent was to spend the funds within the timeframe. She encouraged staff to implement the plans efficiently and effectively.

Director Wilcox suggested using part of the funds to offer evening hours at a specific location to accommodate individuals that may not be able to get vaccinated during normal business hours. She mentioned that there may be additional interest in receiving the COVID-19 vaccination if there was a partnership with local professional sports teams. She was willing to connect staff with the appropriate parties if they were interested.

Ms. Harding appreciated the feedback and noted the staff would take everything into consideration.

Ms. Wilson asked if the grant funding was specific to COVID-19 vaccinations, or if the initiative could be expanded to influenza vaccinations, as well.

Ms. Harding confirmed the funding was specific to COVID-19 vaccinations.

Ms. Imam asked if the cultural navigators would be used for a variety of different languages. She also offered to assist staff in providing education and communication to various refugee populations.

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

3. Discuss, Review and Approve Budget Submission to Health Resources and Services Administration for Notice of Award No. 1 H8GCS47835-01-00, FY 2023 Expanding COVID-19 Vaccination Supplemental Funding, cont.

Ms. Harding said that plans on how to engage cultural navigators have not been developed. She appreciated Ms. Imam's offer to assist with outreach, since she worked with a different refugee population than Valleywise Health.

Mr. Hooper asked if the funds would be used toward the mobile health unit that was referenced earlier.

Ms. Harding explained that funds from a previous grant were allocated for the mobile health unit, which was in the process of being purchased and built. She reiterated, once complete, clinical services would be offered out in the community.

Mr. Hooper asked if there were specific communities that were less vaccinated than others.

Ms. Harding expected that there were areas that were, however, she did not have the data that identified those areas.

MOTION: Vice Chairman Jacobson moved to approve the budget submission to Health Resources and Services Administration for Notice of Award No. 1 H8GCS47835-01-00, FY 2023 Expanding COVID-19 Vaccination Supplemental Funding. Ms. Imam seconded.

VOTE: 6 Ayes: Chairman Barker, Vice Chairman Jacobson, Mr. Hooper, Ms. Imam, Ms. Sullivan, Ms. Wilson
0 Nays
1 Absent: Ms. McCarty
Motion passed.

5. Discuss, Review and Accept the Maricopa County Special Health Care District dba Valleywise Health, annual audit for fiscal year ending June 30, 2022, including information related to the Federally Qualified Health Centers

Ms. Agnew provided an overview of the Maricopa County Special Health Care District dba Valleywise Health annual audit for fiscal year ending June 30, 2022. The audit was conducted by Ernst & Young and was inclusive of the entire organization. The FQHCs were not audited separately.

There were no material statements or audit adjustments. She explained the post-close adjustments, including the receipt of federal funding received in July 2022, which was allocated to fiscal year (FY) 2022.

She provided details that resulted in the overall net loss for FY 2022 and stated that it was a difficult year.

Ms. Wilson asked if FY 2022 was exceptionally difficult or was every year a difficult year.

Ms. Agnew stated the past couple of years had been especially difficult, due the COVID-19 pandemic and the unusual circumstances that followed. Prior to the pandemic, the organization would operate at or near a break-even budget.

She noted the pandemic had been particularly tough on Valleywise Health, given the population served and being excluded from receiving safety net funding from the federal government due to an accounting technicality. She mentioned the efforts underway to develop a safety net hospital designation and acknowledged staff for uncovering other options for supplemental funding.

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

5. Discuss, Review and Accept the Maricopa County Special Health Care District dba Valleywise Health, annual audit for fiscal year ending June 30, 2022, including information related to the Federally Qualified Health Centers, cont.

MOTION: Vice Chairman Jacobson moved to accept the Maricopa County Special Health Care District dba Valleywise Health, annual audit for fiscal year ending June 30, 2022, including information related to the Federally Qualified Health Centers. Ms. Sullivan seconded.

VOTE: 6 Ayes: Chairman Barker, Vice Chairman Jacobson, Mr. Hooper, Ms. Imam, Ms. Sullivan, Ms. Wilson
0 Nays
1 Absent: Ms. McCarty
Motion passed.

4. Discuss and Review Valleywise Community Health Centers Governing Council's Committees' Structure and Effectiveness

Chairman Barker reflected on the current committee structure of the Governing Council, specifically the Compliance and Quality Committee and Finance Committee. The information provided in those committees' meetings was very informative and given the importance, it may be best shared with the entire Governing Council. Currently, the information is shared with the Governing Council during the committee reports in small doses. She recommended those two committees be incorporated into the Governing Council, with regular reports related to finance and quality provided throughout the year.

The required reports were reviewed with staff, and it was possible to include on the Governing Council's monthly meeting agendas without adding additional time to the overall meeting. She acknowledged that additional time may be required in the beginning, as members learned how to understand the information provided. The downside of this proposal would be fewer opportunities for guest speakers.

Ms. Talbot provided an overview of a potential agenda calendar, which outlined when specific reports or presentation would be on the meeting agendas. She reiterated that she referenced the HRSA Compliance Manual, the Co-Applicant Operational Arrangement, and coordinated with finance, quality, and compliance staff to ensure appropriate reports were included in the calendar.

Director Wilcox stated that she thought it was a good idea to share financial and quality information with the Governing Council. She highly recommended that the members read the information when they received their meeting packets and submit any questions to staff prior to the meeting. She also suggested that additional time be allocated during the meeting when discussing the various reports so staff can explain the information.

Chairman Barker appreciated the feedback.

Director Wilcox also recommended the tasks delegated to the Strategic Planning and Outreach Committee be discussed with the full Governing Council.

Chairman Barker disagreed and was suggesting the Strategic Planning and Outreach Committee continue however, the focus of the committee may need to be reevaluated or expand the outreach scope to include new members, new patients, and new community partnerships.

Director Wilcox reiterated her thoughts on including the full Governing Council on developing a strategic plan.

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

4. Discuss and Review Valleywise Community Health Centers Governing Council's Committees' Structure and Effectiveness, cont.

Chairman Barker said that first, strategic planning had to be clearly defined, so all members were operating toward a common goal. She believed the committee's charge was to focus on outreach in various forms. She agreed that strategic planning should include all members to outline the goals for the upcoming year, identify resources needed and how to accomplish those tasks.

Ms. Harding reminded everyone that it was a HRSA requirement for the Governing Council to have a strategic plan. The community needs assessment was in development and should be used to develop the FQHCs strategic plan.

Chairman Barker asked if the strategic plan should be developed by the Governing Council, be presented by the CEO of the FQHCs, or a collaboration between the two.

Ms. Harding agreed a collaboration may be best.

Chairman Barker was grateful for the feedback and stated that the new structure would eliminate redundancy, as many reports were presented to the committees and subsequently outlined at the Governing Council. She understood that it would be a big change, however, she was flexible, and the committees could be reinstituted if needed.

Ms. Talbot reiterated that it was imperative for members to read the materials prior to the meeting and encouraged them to ask questions to gain a better understanding. She would instruct staff to include memos related to their reports or presentations to explain the information that the Governing Council would receive.

Mr. Hooper asked if a training manual was available, including a list of frequently used acronyms.

Chairman Barker said that the orientation process for new members was a work in progress.

Vice Chairman Jacobson requested time to consider the option. It was essential for members to understand the reports presented, so they could make informed decisions on where to focus their efforts.

Ms. Sullivan said that members would need time to fully understand the information provided and members had an obligation to attend meetings prepared on the matters at hand. The committee structure did not work unless the members were reading the reports and contributing to the solutions or efforts to improve. Due to the small number of Governing Council members, eliminating the committees may be beneficial. If the Governing Council's membership increased, she did not think it would be wise to shift back and forth between having or not having committees.

Chairman Barker thought that it would be beneficial for the entire Governing Council to be presented with quality and financial information, regardless of the number of members.

Vice Chairman Jacobson said that the incoming CEO may have suggestions on how to structure the committees.

Chairman Barker thanked all for their input.

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

6. Recent meeting reports from the Valleywise Community Health Centers Governing Council's Committees
 - a. Compliance and Quality Committee
 - b. Executive Committee
 - c. Finance Committee
 - d. Strategic Planning and Outreach Committee

Ms. Sullivan announced the next Compliance and Quality Committee was scheduled for February 13, 2023.

There was nothing to report for the Executive Committee.

Ms. Agnew provided an overview of the financial reports, and explained the metrics measured on a monthly and year-to-date basis, including visits, net patient service revenue, expenses, medical service fees, supplies, purchased services and allocated ancillary expenses. The margin before overhead allocation had a negative 213.3% variance for the month of November 2022.

Ms. Imam asked if there were plans in place to address the variance.

Ms. Agnew stated that there were plans and stated that monthly fluctuations were normal and may be the result of timing differences.

Ms. Imam asked if the Sliding Fee Discount Program schedule would be reviewed and adjusted, given the increased expenses.

Ms. Agnew said that there was a process for evaluating and revising the Sliding Fee Discount Program schedule and that any changes required Governing Council approval.

Vice Chairman Jacobson confirmed that all Governing Council members were emailed the monthly marketing. He stated the Strategic Planning and Outreach Committee met in December and committee members discussed shifting the FQHC outreach position to work with the mobile health unit and coordinate services within the community.

7. Maricopa County Special Health Care District Board of Directors report

Director Wilcox announced that Director Kate Brophy McGee was sworn-in to the Maricopa County Special Health Care District Board of Directors in December 2022. She represents District 3.

She expressed her appreciation for staff securing supplemental funding from a variety of sources to address shortfalls in the operating revenues, including grants from Maricopa County, the State of Arizona, and the Valleywise Health Foundation. She mentioned funds recently received from the Phoenix Industrial Development Authority (IDA) to improve amenities within the Valleywise Health Family Resource Centers.

She provided an update related to the opening of the new acute care hospital, scheduled for October 2023 and the ongoing contract negotiations with District Medical Group (DMG).

She thanked the nursing and clinical staff for providing exceptional care to the patients served, especially during the COVID-19 pandemic.

With the retirement of Ms. Harding approaching, Director Wilcox applauded the contributions to the ambulatory network and presented her with a plaque of appreciation.

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

8. Valleywise Health's President and Chief Executive Officer's report

Ms. Agnew conveyed Mr. Purves's apologies for not being present. He was attending an event for Governor Hobbs.

She provided a status update related to the public health emergency. She explained how the organization would be impacted upon the conclusion, which was anticipated in mid-April 2023.

She outlined Ms. Harding contributions to Valleywise Health during her tenure, including but not limited to achieving full FQHC status resulting in millions of dollars in granting funding. She was also responsible for expanding integrated behavioral health to all FQHCs.

She has supported the Family Resource Centers, the Refugee Program, and the services at Valleywise Community Health Center-McDowell, which was dedicated to serving HIV/AIDS patients. Ms. Harding was an ally of the LGBTQ+ (lesbian, gay, bisexual, transgender, queer/questioning, and others) community and to the most vulnerable patients in the community.

Ms. Harding worked hard during the COVID-19 pandemic, relocating services and patients to new facilities, and overseeing renovations to existing locations. She was instrumental in the development of the Family Medicine residency program. She also implemented virtual care at the onset of the pandemic ensuring patients had continuous access to care and set up COVID-19 testing and vaccination clinics.

Ms. Agnew attributed Ms. Harding's success to her ability to work with a variety of departments to get the job done.

9. Chairman and Council Member Closing Comments/Announcements

Chairman Barker added that Ms. Harding was responsible for changing the culture of the Governing Council and would be part of the legacy she would leave.

The remaining members shared their experiences working with Ms. Harding throughout the years and wished her well in her future endeavors.

Ms. Harding encouraged the Governing Council to continue to grow and work together to tackle any obstacle that may come their way.

10. Review Staff Assignments

Old Business:

October 5, 2022

Provide feedback about monkeypox educational materials circulated within the Federally Qualified Health Centers

Staff to work with Marketing to circulate appropriate materials about monkeypox needed in the Federally Qualified Health Centers

Staff to contact Marketing to connect with Dr. Khalsa and prepare an editorial/educational piece to present to the Hispanic Community, specifically Prensa, Hispania

There were no requests that stemmed from the meeting. Ms. Talbot announced that an editorial related to monkeypox had been submitted to Spanish publications, and the Governing Council would be informed when that information ran in the papers.

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

10. Review Staff Assignments, cont.

Ms. Harding stated monkeypox educational materials were circulated in the FQHCs and commended the rapid response to the outbreak. Collaboration with outside organizations allowed Valleywise Health patients access to treat infections and the skill set of the providers was crucial in early intervention.

Adjourn

MOTION: Vice Chairman Jacobson moved to adjourn the January 4, 2023 Valleywise Community Health Centers Governing Council Meeting. Ms. Wilson seconded.

VOTE: 6 Ayes: Chairman Barker, Vice Chairman Jacobson, Mr. Hooper, Ms. Imam, Ms. Sullivan, Ms. Wilson
0 Nays
1 Absent: Ms. McCarty
Motion passed.

Meeting adjourned at 7:48 p.m.

Cynthia Cornejo
Deputy Clerk of the Board