

Minutes

**Valleywise Community Health Centers Governing Council Meeting
Virginia G. Piper Charitable Trust Pavilion
2609 East Roosevelt Street, Phoenix, AZ 85008
2nd Floor, Auditoriums 1 and 2
January 7, 2026, 5:30 p.m.**

Members Present:

Earl Arbuckle, Chair
Nelly Clotter-Woods, Vice Chair – *participated remotely*
Piedad Blake, Member – *participated remotely*
Chris Hooper, Member
Aime Ishimwe, Member
Salina Imam, Member – *participated remotely*
Scott Jacobson, Member
Eric Manoa, Member
Norma Muñoz, Member – *participated remotely*
Essen Otu, Member
Wayne Tormala, Member – *participated remotely*

Members Absent:

Eileen Sullivan, Member

Others/Guest Presenters:

Michelle Barker, DHSc, Chief Executive Officer of the Federally Qualified Health Centers
Steve Purves, FACHE, President and Chief Executive Officer
Michael D. White, MD, MBA, Executive Vice President, Chief Clinical Officer
Claire Agnew, CPA, MBA, Executive Vice President, Chief Financial Officer
Ijana Harris, JD, Executive Vice President, Chief Legal Officer
Melanie Talbot, Chief Governance Officer and Clerk of the Board – *participated remotely*
Lisa Hartsock, Senior Vice President, Chief Executive Officer Valleywise Health Foundation
Matthew Meier, MBA, Vice President, Financial Services
Helen Kennedy, Clinic Manager

Recorded by:

Denise Tapia, Deputy Clerk of the Board

Call to Order:

Chair Arbuckle called the meeting to order at 5:30 p.m.

Roll Call

Ms. Tapia called roll. Following roll call, she noted eleven of the twelve voting members of the Valleywise Community Health Centers Governing Council were present, which represented a quorum.

For the benefit of all participants, Ms. Tapia announced the Governing Council members who participated remotely.

Call to the Public

Chair Arbuckle called for public comment. There were none.

**Valleywise Community Health Centers Governing Council
Meeting Minutes – General Session – January 7, 2026**

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 3, 2025
 - b. Contracts:
 - i. Intentionally Left Blank
 - c. Governance:
 - i. Approve Renewal of the Valleywise Community Health Centers Governing Council Connecting with the Community Ad Hoc Committee
 - d. Medical Staff:
 - i. Acknowledge the Federally Qualified Health Centers Medical Staff and Advanced Practice Clinician/Allied Health Professional Staff Credentials

MOTION: Mr. Otu moved to approve the consent agenda. Mr. Manoa seconded.

VOTE: 11 Ayes: Chair Arbuckle, Vice Chair Clotter-Woods, Ms. Blake, Mr. Hooper, Ms. Imam, Mr. Ishimwe, Mr. Jacobson, Mr. Manao, Ms. Muñoz, Mr. Otu, Mr. Tormala
0 Nays
1 Absent: Ms. Sullivan
Motion passed.

2. Mission Moment – A Patient Story

Ms. Kennedy mentioned that during her tenure as lead nurse, she established strong, trusting relationships with her patients and their families, including their caregivers. She stated in November 2025, Valleywise Community Health Center - Mesa hosted a community health fair in collaboration with a pastor from a local church, who contributed food, prizes, and various household items to attendees. Through these connections, the center had cultivated a close, supportive, and community-oriented environment.

3. Overview of the Valleywise Health Foundation

Ms. Hartsock explained that the Valleywise Health Foundation (Foundation) was established more than 30 years ago and had evolved into a strategic partner with the Valleywise Health system within the past six years. Philanthropy played a critical role in supporting essential needs, expanding access to care, fostering healthcare innovation, strengthening infrastructure, equipment acquisition, research, and efforts to address social determinants of health.

The Foundation was a 501(c)(3) nonprofit that recently welcomed six new board members and would continue to build staff capacity. The Foundation's volunteer board members served as ambassadors in the community, helping to introduce new supporters to the Foundation through tours, events, and outreach. Board members were not required to solicit donations directly but were expected to champion the Foundation's mission and encourage community investment.

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

3. Overview of the Valleywise Health Foundation, cont.

Ms. Hartsock explained that in July 2025, the Foundation and Valleywise Health entered into a cooperative service agreement to strengthen alignment and integration between the two organizations. As part of the transition, Foundation employees became employees of Valleywise Health, gaining full access to organizational benefits and increasing day-to-day interaction with Valleywise Health’s clinical and administrative teams. This also enhanced collaboration and improved Foundation staff’s understanding of Valleywise Health services. New Foundation staff members had also been visiting Valleywise Health’s FQHCs across the Phoenix metropolitan area to deepen their knowledge of operations beyond the main Valleywise Health campus.

She shared a significant operational improvement that was underway to implement an integrated database that connected donor records with financial systems. This transition would replace the previous dual-system structure and was expected to streamline monthly reporting and financial reconciliation.

A major priority moving forward was expanding donor awareness and strengthening the donor base. The Foundation recently concluded the All In campaign, which raised \$54 million to support equipment and programmatic needs for Valleywise Health.

Ms. Hartsock mentioned throughout the year, the Foundation conducted online campaigns to broaden community engagement. Social media played an important role in sharing stories and increasing visibility, and supporters were urged to follow and share the Foundation’s content to help amplify its mission.

There were several ways individuals could get involved with the Foundation. Community members were invited to sign up for the Foundation’s newsletter to stay informed. Arizona’s charitable tax credit also provided an accessible opportunity to give, offering a dollar-for-dollar state tax reduction within established limits for single and joint filers.

Ms. Hartsock said the Governing Council members could further contribute by sharing information about the Foundation and serving as ambassadors in the community and raising awareness of the Foundation’s role in funding programs across the system. Participation in events, online campaigns, and donation drives also make a meaningful impact. These efforts range from providing flip-flops or clothing for patients, to contributing toys for children during the holidays, ensuring that individuals and families receive additional support beyond what Valleywise Health could provide.

4. Discuss, Review and Approve Revisions to Appendix C, Federally Qualified Health Centers Sliding Fee Discount Schedule, of Policy #23624 D - Federally Qualified Health Centers Sliding Fee Discount Program/Policy

Ms. Agnew expressed that the only change to the sliding fee schedule was for dental services in category one for patients 0-100% of the federal poverty level (FPL), which would add a \$75 laboratory fee plus any related lab costs. She also indicated that additional revisions were expected after the new Epic system installations were completed.

MOTION: Mr. Hooper moved to approve revisions to Appendix C, Federally Qualified Health Centers Sliding Fee Discount Schedule, of Policy #23624 D - Federally Qualified Health Centers Sliding Fee Discount Program/Policy. Mr. Jacobson seconded.

VOTE: 11 Ayes: Chair Arbuckle, Vice Chair Clotter-Woods, Ms. Blake, Mr. Hooper, Ms. Imam, Mr. Ishimwe, Mr. Jacobson, Mr. Manoa, Ms. Muñoz, Mr. Otu, Mr. Tormala
0 Nays
1 Absent: Ms. Sullivan
Motion passed.

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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, 2025, including information related to the Federally Qualified Health Centers

Ms. Agnew provided a summary of the annual independent auditor's report, noting that it resulted in a clean audit opinion for Valleywise Health, which included the Federally Qualified Health Centers (FQHCs). The 2025 fiscal year's (FY) annual financial audit was conducted by a new firm, Plante Moran, rather than the prior audit firm, EY, that led to some differences in accounting approaches and presentation, which could be expected when transitioning to a new firm. She emphasized that despite those changes, the final opinion was clean.

MOTION: Mr. Hooper moved to accept the Maricopa County Special Health Care District dba Valleywise Health, annual audit for fiscal year ending June 30, 2025, including information related to the Federally Qualified Health Centers. Mr. Otu seconded.

VOTE: 10 Ayes: Chair Arbuckle, Vice Chair Clotter-Woods, Ms. Blake, Mr. Hooper, Mr. Ishimwe, Mr. Jacobson, Mr. Manoa, Ms. Muñoz, Mr. Otu, Mr. Tormala
0 Nays
2 Absent: Ms. Imam, Ms. Sullivan
Motion passed.

6. Discuss and Review the Semiannual Federally Qualified Health Centers Referral Report

Mr. Meier presented the semiannual FQHC referral report and noted that referral activity remained consistent, with a variation of approximately one percent throughout the year. He explained that in prior years, the organization experienced significant fluctuation, which originally prompted the decision to begin tracking the metric. He emphasized that performance had been stable for several years, and the current quarter reflected an internal referral rate of 78.8 percent.

Mr. Otu asked for clarification regarding the historical variability in referral rates. He asked what factors had previously caused the fluctuations and what changes had been implemented that led to the current performance.

Mr. Meier said there was an increased level of communication with providers that helped ensure that when a service was available internally, providers direct patients to those internal resources.

7. Discuss and Review the Semiannual Health Resources and Services Administration (HRSA) Grants Funding Utilization Report

Mr. Meier noted the grant funding utilization report provided a snapshot of current grant expenditures. He acknowledged that the organization had significantly more grant funding in prior years but still maintained several active grants. The purpose of the report was to inform the Governing Council of how the remaining funds were being used and the progress made in using them.

8. Discuss, Review and Approve the Renewal of the Valleywise Health Protocol: 20080 MT - FQHC Clinic: Coverage for Medical Emergencies During and After Hours

Dr. Barker mentioned that it was standard for Valleywise Health policies and protocols to be reviewed every two years. She explained that having a policy for medical emergency coverage during and after hours was a Health Resources and Services Administration (HRSA) requirement for maintaining FQHC status.

**Valleywise Community Health Centers Governing Council
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General Session, Presentation, Discussion and Action, cont.:

8. Discuss, Review and Approve the Renewal of the Valleywise Health Protocol: 20080 MT - FQHC Clinic: Coverage for Medical Emergencies During and After Hours, cont.

MOTION: Mr. Otu moved to approve the renewal of the Valleywise Health Protocol: 20080 MT - FQHC Clinic: Coverage for Medical Emergencies During and After Hours. Mr. Jacobson seconded.

VOTE: 11 Ayes: Chair Arbuckle, Vice Chair Clotter-Woods, Ms. Blake, Mr. Hooper, Ms. Imam, Mr. Ishimwe, Mr. Jacobson, Mr. Manoa, Ms. Muñoz, Mr. Otu, Mr. Tormala
0 Nays
1 Absent: Ms. Sullivan

Motion passed.

9. Federally Qualified Health Centers' Chief Executive Officer's Report, Including Ambulatory Operational Dashboards

Dr. Barker presented the ambulatory operational dashboard for November 2025, reporting that the average appointment fill rate remained at 94% fiscal year to date. New-patient appointment availability had improved, with an average wait time of eleven days, lower than the goal of 21 days. The no-show rate increased slightly to 17.1% after several months in the 16% range; however, the No-Show Task Force continued to work toward achieving the goal of 15 percent. Referral ready to book remained stable at approximately 96.1 percent.

She highlighted the patient satisfaction scores from Press Ganey, which were better than the 78% goal at 78.6%. She credited ongoing efforts by the Patient Experience Improvement Committee.

Dr. Barker reported the FQHCs financials year-to-date revenue missed budget by one percent, expenses missed budget by four percent, and visits missed budget by 0.7%, placing overall financial performance close to projected levels.

Mr. Manoa asked what factors were contributing to the elevated no-show rate and what was driving the recent increase.

Dr. Barker expressed that it was difficult to identify a single cause for the no-show rates, as the reasons vary by clinic and by individual patient. She noted that recent increases appear to be influenced, in part, by heightened U.S. Immigration and Customs Enforcement (ICE) activity in certain communities, which had led some patients, including legal residents and citizens to fear coming to the clinic. Additional contributing factors include patients experiencing homelessness who lack reliable access to Wi-Fi or digital tools such as reminder features on MyChart.

Dr. Barker shared that seasonal factors may also play a role, as some patients schedule appointments during the holidays but ultimately fail to appear. She emphasized that the team would continue to analyze the data to determine whether any specific trends could be identified.

Dr. Barker explained that the Arizona Alliance for Community Health Centers (AACHC), the primary care association for all FQHCs, hosts an annual conference in Phoenix featuring nationally recognized speakers and sessions on patient experience, access, insurance, and governance. She highlighted the conference's value in offering meaningful insight into FQHC operations and best practices and noted that funding was available to send several Governing Council members. Registration costs were incurred once participants committed, she stressed the importance of attending on the selected days to ensure the investment was worthwhile.

**Valleywise Community Health Centers Governing Council
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General Session, Presentation, Discussion and Action, cont.:

10. Valleywise Health's President and Chief Executive Officer's Report

Mr. Purves reported that the organization had entered the new year with significant operational activity and outlined the major priorities for the coming year. Key efforts included advancing the planning and implementation of Proposition 409, with work focused on project phasing, financing strategies, and coordination with advisors and legal partners. Parking remained a central component of the early project phases, with a new parking garage planned to address capacity issues, along with additional parking integrated into the future Valleywise Health Comprehensive Health Center-Phoenix.

He noted that hospital patient volume continued to be an operational priority, including plans to complete construction of the 10th floor. Additional initiatives included Valleywise Community Health Centers and a new Valleywise Behavioral Health Center.

Mr. Purves addressed the upcoming leadership transition, confirming his planned retirement later in the year. He reflected on the progress made during his 12-year tenure and expressed appreciation for the Governing Council's role in supporting access to care. He affirmed his commitment to ensuring a smooth transition and would remain in his role through October to support the Chief Executive Officer (CEO) search and maintain organizational continuity.

He announced that two key senior leadership roles were filled. Ms. Christine Babenko would be the new Chief Compliance Officer and would begin on February 23, 2026. He also mentioned Ms. Ana Pereira was the new Vice President of Marketing and Communications. She brought extensive experience in public institutions, including serving as Public Information Officer (PIO) for the City of Mesa.

Mr. Purves added that the organization remained busy with numerous initiatives underway, particularly in quality and patient safety, focused on improving operations and continuing progress across Valleywise Health.

11. Governing Council Member Closing Comments/Announcements

Ms. Muñoz shared that the Valley Metro Light Rail hosted a Christmas festival in South Central Phoenix on December 19, 2025 and staff from Valleywise Community Health Center - South Central participated and shared information about the services provided at Valleywise Health.

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Adjourn

MOTION: Mr. Jacobson moved to adjourn January 7, 2026, Valleywise Community Health Centers Governing Council Meeting. Mr. Otu seconded.

VOTE: 11 Ayes: Chair Arbuckle, Vice Chair Clotter-Woods, Ms. Blake, Mr. Hooper, Ms. Imam, Mr. Ishimwe, Mr. Jacobson, Ms. Manoa, Ms. Muñoz, Mr. Otu, Mr. Tormala
0 Nays
1 Absent: Ms. Sullivan
Motion passed.

Meeting adjourned at 6:36 p.m.



Denise Tapia
Deputy Clerk of the Board