

## Board of Directors

---

### Officers:

- Cheryl Rasar, Chair
- Mark Tompkins, Vice-Chair
- Jacque Julien, Secretary
- Petra Karpsteinova, Treasurer

### Members:

- Lily Baldwin-Garduno
- Shanon Hardie
- Lona Johnson
- Laurel Lee
- Councilman Nickolaus Lewis
- Chuck Prosper
- Eric Posey
- Kevin Riley
- Councilmember Marilyn Scott
- Fern Sisana
- Daniel VanArsdale

### Staff Members:

Liz Baxter, CEO  
Nicole Willis, COO  
Tiffany Edlin

## MINUTES

Topic
<p>Welcome and Meeting Agenda</p> <ul style="list-style-type: none"> <li>• Welcome &amp; Land Acknowledgement provided by Cheryl</li> </ul>
<p>Entered Executive Session at 10:14 a.m. Ended Executive Session at 11:25 a.m.</p> <p>Updated agenda to account for extended Executive Session</p> <ul style="list-style-type: none"> <li>• Motion: Board receives a briefing from our attorney regarding two topics: authority and responsibilities in absence of full board by Executive Committee &amp; policies, procedures when individual board members' status is being examined, made by Chuck; second by Fern. 0 objections, 1 abstention (Petra). Motion Carries.</li> <li>• Board continued to discuss additional motion regarding who has authority to speak on behalf of organization.</li> <li>• Tabled when highlighted that current policies indicate only Board Chair and CEO have authority to speak on behalf of North Sound ACH.</li> </ul>
<p>Consent Agenda</p> <ul style="list-style-type: none"> <li>• Motion: to approve October meeting minutes</li> <li>• Motion: to accept the presented October Financials</li> <li>• Motion: to accept presented Fiscal Policies changes</li> <li>• Motion: to accept Finance Committee 2025 Goals</li> <li>• Motion: to accept Governance Committee 2025 Goals</li> </ul>

Topic
<ul style="list-style-type: none"> <li>• Motion: to accept O.R.E. Committee 2025 Goals</li> <li>• Motion: to accept Tribal Alignment 2025 Goals</li> <li>• Board reviewed consent agenda</li> <li>• Motion: to approve consent agenda as presented, made by Mark; second by Petra. All in favor, no objections or abstentions. Motion carries.</li> </ul>
<p>Committee Updates</p> <ul style="list-style-type: none"> <li>• Executive Committee Update <ul style="list-style-type: none"> <li>○ CEO Search Committee has formed and will start the process with Nicole Leckband from Diversity Recruiters.</li> <li>○ CEO performance review is in progress.</li> </ul> </li> <li>• Finance Committee Update <ul style="list-style-type: none"> <li>○ Board walked through the 2025 Budget assumptions in detail</li> <li>○ Discussed questions around FTE number and positions</li> <li>○ Discussed concerns around HUB funding regarding CMS releasing funding. Currently, there is understanding there is a commitment from CMS to approve protocols.</li> <li>○ Finance Committee will review in first and second quarter to assess standing.</li> <li>○ Motion: to approve presented 2025 budget, made by Chuck; second by Mark. All in favor; no objections or abstentions. Motion carries.</li> </ul> </li> <li>• Governance Committee Report <ul style="list-style-type: none"> <li>○ Board reviewed Governing Process Policy 4: Board Chair's Role</li> <li>○ No discussion.</li> <li>○ Motion: to approve presented changes to Governing Process Policy 4: Board Chair's Role, made by Laurel; second by Petra. All in favor. No objections or abstentions. Motion carries.</li> <li>○ Board reviewed presented changes to the Executive Limitations removing the double negative language.</li> <li>○ Board shared gratitude.</li> <li>○ Motion: to accept the presented changes to the Executive Limitation policies, made by Petra; second by Laurel. All in favor. No objections or abstentions. Motion carries.</li> <li>○ Board reviewed proposed Bylaw amendments in detail and discussed changes.</li> <li>○ Motion: to accept the proposed Bylaw amendments, made by Lily; second by Kevin. All in favor; no objections or abstentions. Motion carries.</li> <li>○ Board reviewed 2025 Board &amp; Governance Calendar</li> <li>○ Board reviewed 2024 survey results at high level</li> </ul> </li> </ul>

d of Directors  
ember 13, 2024  
m. - 2:30 p.m.



# North Sound ACH

Board of Directors  
December 13, 2024  
10:00 a.m. – 2:30 p.m.  
Burlington City Hall  
Zoom Link

Topic
<ul style="list-style-type: none"><li>○ Board discussed moving current meeting schedule. Would like options or a “menu” to discuss at next meeting.</li><li>● Outreach Recruitment &amp; Engagement Com.<ul style="list-style-type: none"><li>○ Reviewed recruitment gaps identified for 2025</li><li>○ No presented slate at this time.</li><li>○ Discussed why O.R.E. committee are slowing down recruitment.</li></ul></li><li>● Tribal Alignment Committee Update<ul style="list-style-type: none"><li>○ Shared leadership conversation at Tribal Alignment Committee.</li></ul></li></ul>
Public Comment – none at this time
CEO Report - *Tabled due to time* <ul style="list-style-type: none"><li>● Executive Limitation 3: Design and Implementation</li><li>● Executive Limitation 8: Communication &amp; Support to the Board</li></ul>
Operations Update *tabled due to time*
Upcoming Meetings: <ul style="list-style-type: none"><li>● Partner Convening   January 22 – 23</li><li>● Board Annual Retreat *IN PERSON*   January 24</li></ul>
Adjourned at 2:38 p.m.

Signature: 