

The Healthcare Consortium

Notes from the Board of Directors Meeting of April 2, 2025

I. Call to Order and Roll Call

The meeting was called to order by Vice President Becky Polmateer at 3:00 p.m.

The following members were present at Roll Call: Karen Amanna, Nina Benvenuto, Bob Gibson, PJ Keeler, Theresa Lux, Jack Mabb, Marielle McKasty-Stagg, Maria Ostrander, Becky Polmateer, Jolene Race, Aislinn Smith.

The following members were absent at roll call: Dan Almasi, Toni Carroll, Victoria McGahan, Amanda Pierro, Art Proper, David Rossetti, Scott Thomas, John Thompson, Dorothy Urschel, Kathleen Eldridge.

Also present were staff members Claire Parde and Lisa Thomas.

II. Reminder of the Duty to Disclose

Becky reminded the group to please remember their duty to disclose any interests that may give rise to a conflict.

III. Consent Agenda

The Board considered the following meeting minutes:

- Board of Directors regular business meeting minutes of February 5, 2025
- Executive Committee Meeting of March 5, 2025
- Corporate Compliance Committee Meeting of March 5, 2025
- Governance Committee Meeting of March 7, 2025
- Budget and Finance Committee Meeting of March 25, 2025

The motion to accept the minutes/actions of the Board of Directors meeting of February 5, 2025, and all Committee meeting minutes was made by Bob Gibson, seconded by Jack Mabb, and unanimously approved.

IV. Treasurer's Report

Jack Mabb reviewed the Fiscal Highlights Report. He noted that the last two months have been stable with respect to both our cash and investment accounts. Medicaid rides, and the associated revenue, have increased. A year-end summary was done for 2024, and we did better than expected, ending favorable to budget.

Claire reminded the Board that the more detailed reports that are provided to the Budget and Finance Committee can be found on the Board portal on the Consortium's website.

Kathleen Eldridge joined the meeting at 3:05 p.m.

V. President's Report

A. Appointment of Maria Ostrander to the role of Secretary and Governance

The motion to ratify the appointment of Maria Ostrander to the role of Secretary was made by Theresa Lux, seconded by Aislinn Smith and unanimously approved.

B. Appointment of Karen Amanna to the role of Vice President

The motion to ratify the appointment of Karen Amanna to the role of Vice President was made by Bob Gibson, seconded by Maria Ostrander and unanimously approved.

Amanda Pierro joined the meeting at 3:07 p.m.

Dan Almasi joined the meeting at 3:09 p.m.

Toni Carroll joined the meeting at 3:10 p.m.

VI. Annual Corporate Compliance Functions

A. Corporate Compliance Officer Lisa Thomas conducted the Annual Compliance Training. Those members present for the meeting completed the Disclosure of Financial Interests Form. Lisa will email the training and instructions for completing the Disclosure of Financial Interests Form to those unable to attend. Lisa also reminded members that following the Corporate Compliance Committee's review of the Forms, they will be receiving a communication from her with the Committee's determination about their independence, identification of interests, if any, and mitigations measures, if needed.

B. Staff will receive the Corporate Compliance memo and training in April. We will emphasize with staff the need to bring potential issues to our attention even if they aren't sure if there is a problem.

VII. Adjournment

The business of the regular Board meeting being concluded, the meeting was adjourned at 3:21 p.m. following a motion made by Bob Gibson.

Respectfully submitted,



Maria Ostrander, Board Secretary