

March 26, 2025

Submitted via Email

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Re: Oregon Health Authority Matter 039-OHSU-Legacy

Dear Ms. Gialella and Ms. Bartelmann:

As a local resident, I write with an urgent request. It appears that two Community Review Board members have conflicts of interest that preclude them from participating in the review of the OHSU-Legacy Health transaction. In light of the Board's impending decision, expected as early as next week, I request a swift investigation into, and prompt corrective action regarding, their participation in the Community Review Board.

The proposed merger would be a massive economic event, very likely greater than any other medical transaction in Oregon. It is essential that it be considered without bias and with the public's interests at heart.

Under Oregon law, Community Review Board members are public officials. To quote Oregon's *Government Ethics Law: A Guide for Public Officials*, "A public official is met with an **actual** conflict of interest when the public official participates in an official action, decision, or recommendation that **would** affect the financial interest of the official, their relative, or a business with which they or their relative is associated." *Government Ethics Law: A Guide for Public Officials* p.11 (hereafter "*Guide*"), April 2021 (emphasis added), <https://www.oregon.gov/ogec/pages/guide-for-public-officials.aspx>.

Oregon law mandates that, in the case of an actual conflict of interest, a public official must publicly disclose the conflict of interest before participating in any official action on the issue, OAR 409-070-0062(4), and must do so **in each meeting** when the matter is raised, *Guide* at

p.16. Thereafter, the public official **must ordinarily refrain** from further participation in official action regarding the matter. OAR 409-070-0062(4).

A Permanent Administrative Order issued by the Oregon Health Authority is more stringent, stating, “If the Authority determines that a member of the community review board has an actual conflict of interest, as defined in ORS 244.020, it shall appoint a replacement member to the community review board.” *Comprehensive Review of a Notice of a Material Change Transaction*, OHP 1-2022, [https://www.oregon.gov/oha/HPA/HP/HCMOPageDocs/OHP\\_1-2022.pdf](https://www.oregon.gov/oha/HPA/HP/HCMOPageDocs/OHP_1-2022.pdf).

The Community Review Board Conflict of Interest form reads, in part, as follows:

Please indicate whether you, a relative, or a member of your household meets any of the following criteria. Include businesses associated with yourself, a relative, or a member of your household in your response.

Have done business with OHSU or Legacy Health-owned companies in the past 12 months. This includes work as a contractor, paid consultant, or vendor.

Had a financial relationship with OHSU or Legacy Health-owned companies. This may include stocks or ownership interests, business investments, service fees, honorarium, loans, gifts, and/or other payments or financial benefits.

Dr. Joanna Mott serves on the Community Review Board. Through December 2024, she was the Provost and Vice President for Academic Affairs of the Oregon Institute of Technology (Oregon Tech) in Klamath Falls. She was selected for this position, in part, by Oregon Health and Science University Provost, Dr. Elena Andresen, who participated in the search committee for the position.

OHSU partners with Oregon Tech on many programs, including a Bachelor of Science in Medical Laboratory Science program, a Doctor of Physical Therapy Program, a Paramedic Education Program, and a Bachelor of Science in Nursing program in which Oregon Tech essentially serves as a feeder program for OHSU, as is described on Oregon Tech’s website:

“At Oregon Tech, you’ll learn sound clinical judgment and excellent technical skills, while completing the Oregon Health & Science University (OHSU) School of Nursing program prerequisites and non-nursing course requirements necessary to apply to the Nursing program and complete the Bachelor of Science in Nursing degree through OHSU.”

In addition to the above, several OHSU employees work at Oregon Tech.

OHSU and Oregon Tech have extensive financial relationships that directly affected Dr. Mott prior to her very recent retirement. Prior to that event, any Community Review Board decision affecting OHSU would have had major consequences for Dr. Mott, her institution, and her career. It would have been to her financial disadvantage and that of her institution for her to participate

in a public discussion or render any decision in such a way that her actions were viewed as anything other than favorable to OHSU's interests. On the contrary, it would have been in her interest and that of her institution to be and to appear to be acting in OHSU's interests. It therefore would have been impossible for her to remain objective in the furtherance of the Community Review Board's work.

The Oregon Health Authority began soliciting applications for the Community Review Board on December 4, 2024. Oregon Tech's fall term ended December 13, 2024. Sometime that same month, Dr. Mott retired from her position with Oregon Tech. Pursuant to OHP 1-2022, it would have been inappropriate for the Oregon Health Authority to accept Dr. Mott's application prior to her retirement. Notwithstanding her retirement, Dr. Mott currently serves as a "Higher Education Consultant." To the extent that she performs any such service for OHSU or Oregon Tech, or is actively seeking to do so, an actual conflict of interest continues to exist for Dr. Mott.

Jeffrey Dalnes serves on the Community Review Board. The Community Review Board Conflict of Interest form states, in part, that "a conflict of interest may exist if being a member of the community review board could result in financial benefit or detriment to:

- You
- Your relative
- A member of your household
- A business associated with you[.]"

Mr. Dalnes works for Harris WorkSystems as a Business Development Manager who sells office furniture and equipment to healthcare and other business environments.

Mr. Dalnes advertised his participation on the Community Review Board on his LinkedIn page, where he also advertised his participation in the Oregon Governor's Occupational Safety & Health Conference (GOSH), Oregon Convention Center, March 3–6, 2025.

Mr. Dalnes has an actual conflict of interest to the extent that the transaction involving OHSU or Legacy Health results in financial benefit or detriment to Mr. Dalnes, his relatives and members of his household, and business associates.

There is an exception to the conflict of interest rules if the individual in question is part of an identifiable group or "class," all of whom are affected to the same degree by any ruling. *Guide* at 14–15. In this case, the "class exception" does not apply since OHSU and Legacy Health know that Dalnes is personally responsible, in part, for the actions of the Community Review Board, and Dalnes knows that these entities can preferentially steer sales to him.

This is different from, for example, a taxi driver serving on a board that determines that all taxis should have seatbelts or yellow paint. In that case, a decision has no differential effect on one individual business. In Dalnes' case, his decisions are likely to influence the proportion of sales directed to Dalnes' company. Separately, they may also influence overall office furniture and equipment purchases by OHSU and Legacy Health. OHSU and Legacy Health are well aware that Dalnes and no other healthcare office equipment company is represented on the Community

Review Board, and Mr. Dalnes is openly advertising to those who will purchase office equipment for OHSU and Legacy that he is an active decision-maker regarding their financial future, in which he has a personal stake.

Given his occupation, it is impossible for Mr. Dalnes to participate in a public discussion or render any decision in such a way that his actions are viewed as anything other than favorable to the interests of OHSU or Legacy Health. On the contrary, it is in his business interests and that of his company to be and to appear to be acting in OHSU's and Legacy Health's interests. These interests remain, regardless of whether Mr. Dalnes disclosed past or current financial relationships with the parties. It is therefore impossible for him to remain objective in the furtherance of the Community Review Board's work.

Under these circumstances, we respectfully ask Dr. Mott and Mr. Dalnes be removed from the community review board.

Thank you for your prompt attention to this important matter.

Sincerely,

A handwritten signature in blue ink that reads "Barbara A. Jacobson". The signature is fluid and cursive, with a long horizontal line extending from the end of the name.

Barbara A. Jacobson  
Portland, Oregon