

Board Meeting
Mascoma Community Healthcare, Inc.
August 10, 2015

The meeting was called to order by Chairman, Dale Barney at 7:38 PM at the United Methodist Church Meeting Hall in Enfield. In attendance were Dale, Barney, Alice Schori, Carolyn Barney, Mary Paquette, Scott Berry, Barbara Dolyak, John Dow, Sean Murphy, Jim Spaulding, Tim Jennings, Lori Dacier, Mike Samson, Barry Clause, Linda von Reyn, Dave Beaufait, Gilli Lushkov, Pete Thurber, and Mike Paine. Thirteen attending Board members were voting members and constituted a quorum.

Non Board members included Andrew Ware, Bruce Shinn, Chris Partain, and Phil Salvail.

Minutes of July 13th.

The minutes prepared by Alice Schori were reviewed. Motion by John Dow and second by Pete Thurber to approve the minutes with the addition of visitors, Kim and Susan Franks, Rolf Knudson and Chris Partain. The motion was unanimously approved.

Financial Report

Mary Paquette distributed the financial documents for July. She indicated that there was a balance of about \$48,000. There is roughly \$38,000 owed to Stratton Brook Associates. There was discussion that the amounts exceeded the projected budget for this time period because we have advanced architecture and engineering work. Scott Berry moved the acceptance of the financial report with a second by Barry Clause. The motion was unanimously approved.

Fundraising Report

Carolyn Barney reported that we raised about \$300,000 so far. We still need to raise another \$250,000 in grants and \$150,000 in local individual contributions. We received \$20,000 (\$10,000 as a pledge) from the Byrne Foundation two weeks ago. We have also received \$3,000 to \$5,000 in individual gifts. We need a total of \$400,000 more. It was announced that Pete Thurber, Scott Berry and Dale Barney will be meeting with the Valley News Editorial Board on Wednesday August 12th to discuss the USDA loan award and fundraising efforts. It was also reported that we were rejected by CDFR but encouraged to apply again next year. Other grant sources outstanding include Northern Border and HRSA. The Northern Border grant would reduce our operating capital need by \$130,000. David Beaufait asked that we avoid making promises we can't keep. He noted that Medicaid and some insurance companies will require co-pays which we legally can't waive. Samson noted that the proforma was based on zero co-pays so the issue isn't necessarily financial. There was general agreement to drop claims about co-pays.

Staffing

Scott Berry reported that we are currently recruiting provider letters of interest to satisfy USDA with the understanding that we will be doing a full solicitation of applicants around the first of the year.

Secretary

Alice Schori has tendered her resignation as Secretary and has asked to become a voting Board member so as to be able to more fully participate in decision making. Pete Thurber moved to accept Alice Schori's resignation as Secretary and appoint her as a voting Board member and to hire a stenographer to record our minutes. Alice volunteered a donation of \$200, but it was pointed out that this is a legitimate Board expense. Second by Scott Berry. Unanimous approval. It was requested that a copy of the Bylaws describing the duties of the Secretary be circulated to the full Board before the next meeting and ask for volunteers from the Board to serve as the official corporate Secretary.

Executive Session

Tim Jennings moved to enter Executive Session to discuss personnel recruitment and was seconded by John Dow. Unanimously approved. Entered Executive Session at 8:25 PM.

Exited Executive Session at 8:38 PM.

Mary Paquette moved the following resolution. Move to appoint Scott Berry, Barbara Dolyak, Karen Ewer Gray, and Linda von Reyn to be a working group to prepare job descriptions and solicit letters of intent for review by USDA as potential employees. Second by Pete Thurber. Unanimous approval. The consensus of the Board was that the purpose for this process was to identify people with interest in employment by Mascoma Community Healthcare. There was also a consensus that all names of candidates would only be known to members of the working group and USDA as appropriate.

Motion by Scott Berry to adjourn. Second by John Dow. Unanimous approval.

Respectfully submitted by,

Michael Samson

Acting Secretary