

Mascoma Community Healthcare

Minutes of the meeting of the Board of Directors

Location: Cardigan Mt. School

October 10, 2016

Dale Barney presiding

In attendance:

Voting Directors – Dale Barney, Scott Berry, Barry Clause, Lori Dacier, Tim Jennings, Sean Murphy, Mary Paquette, Curtis Payne, Mike Samson, Alice Schori, Peter Thurber

Ex - Officio Directors – David Beaufait

Interested community members – Geraldine Osgood, Christopher Partain, Denis Salvail

Not in attendance - Carolyn Barney, Barbara Dolyak, John Dow, Karen Gray, Gili Lushkov, Ed McGee, Michael Paine, Jim Spaulding

Minutes

Peter Thurber moved to approve minutes from September 12, 2016. Second by Lori Dacier. Unanimously approved.

Committee Report Summaries

Executive

Peter Thurber reports we are making headway in our efforts to reword our charge to properly fit our function. Changes include the following: May authorize all expenditures recommended by Clinical Director, Board Committees, or determined by Executive Committee, in absence of professional staff, provided expenditures are within approved budget; May authorize any un-budgeted expense provided that the full Board is notified at least 36 hours in advance of actual authorization and that the Board is given the opportunity to request a special meeting to approve, reject, or amend the expense; May purchase capital assets as budgeted; May sell capital assets or other MCH property with value not exceeding \$10,000 and not otherwise encumbered by lender security interest; May, with at least 36 hours' notice to the Board, borrow money or otherwise encumber assets to the extent that there is unencumbered asset value. Peter Thurber moves to approve updated language of Executive Committee charge as discussed. Second by Mary Paquette. Unanimously approved.

Finance

Michael Samson reports the Balance Sheet reflects the Total Equity (loan) amount of \$339,434.47 and cash assets total \$228,034.72. Total Liabilities & Equity amount to \$957,928.43. Profit & Loss reflects a net income of \$30,344.35. The report now reflects the interest expense on loan amounts to \$1,026.34. Profit & Loss Budget vs. Actual is about 2 months behind in projections, however we are working to get that current. Some of the money will not be spent and dropped from the budget. At last finance committee meeting, readjusted finance committee duties. On the sheet handed out, items in red are on-going, blue is priority until 1/1/17, and green is priority from 1/1/17 to 4/1/17. These revisions will streamline committee operations. Peter Thurber moved to accept the new financial committee charges as presented. Second by Lori Dacier. Unanimously approved. Lori Dacier moved to approve financial statements. Second by Barry Clause. Unanimously approved.

Development

Dale Barney reports the committee looked over their charge and in the next few weeks will prioritize duties within the charge. The Lebanon Rotary Club has selected MCHC as the beneficiary of their annual auction. Our role is to provide items for the auction. Items to be donated need to be in by October 25, 2016. The online auction starts November 1, 2016 and ends on November 12, 2016. The live auction is scheduled for November 19, 2016 at the Fireside Inn. Individual tickets are \$37. Tables are \$280 for 8 seats. The website is auction37.com

Construction/Building

Tim Jennings reports the budget report reflects all changes that have been made. Right now, the contingency budget is \$45,538.55. Site work should be complete before Thanksgiving. We may encumber winter condition costs which can range from \$10,000.00 to \$12,000.00. Currently we are on track for completion.

Technology/Equipment

Peter Thurber reports we meet weekly and the equipment list reconciliation is almost complete. Right now we are working on the technology review and how to work out the infrastructure/hardware/software demands. There are weekly demonstrations for the EHR's in consideration. Fairpoint may host us for our hardware/software/ IT monitoring needs. They are very reasonable in cost and well within budget. Procurement process for equipment is being established. Current projections show dental will be ~30% of budget. We must show we have at least 3 bids on the equipment items, however if we can find quality used items at a much cheaper rate we have authorization to skip the bid process on said items. Full rationale needs to be provided in such instances.

Recruitment

Scott Berry reports currently developing a benefits package. Executive committee has done a primary review on the package. We have entered into an agreement Digital One, the largest employee benefits company in the US. The deal should be wrapped up in the next few weeks and falls within budget parameters already determined. The jobs for Clinical/Medical/Dental Director are being advertised on the Bi-state website. An interview team is being assembled and includes community and board members. For opening day, staff should include Clinical/Medical/Dental Director, between 1.8 – 2.4 FTE. Other providers include medical assistant, intake coordinator, biller/coder, dental hygienist, dental technician, licensed clinical social worker and patient advocate/navigator. Total number of staff is a maximum of 10. Budget wise we are good to hire a Clinical Director 6 months prior to opening and a Medical Director 3 months prior to opening.

Nominating

Lori Dacier reports we reviewed and prioritized the charges of the committee. As of now no changes have been made to those charges. Overarching responsibilities are difficult to determine because service demographic has not been determined as we are not operational at this point. Our annual meeting will be in April at a time and date to be determined. We are creating a board manual as well as board training for new members. Next meeting, priority is to create a narrative when recruiting new members and familiarize ourselves with current bylaws. We lack representation from Orange and Dorchester. Areas of expertise we need include healthcare, development, specifically grant writing and fundraising, and human resources. Any suggestions for potential nominations are welcome. Currently there are 3 openings for board members.

Other Business

Peter Thurber reports the retreat is scheduled for October 15, 2016 at 8:30am at the EOC in Canaan. Mission and Vision Statement developments will continue at the retreat. Sarah Kimble will be a guest and discuss FQHC requirements. Practice model will be discussed further.

Peter Thurber moved to adjourn meeting. Second by Lori Dacier. Unanimously approved.

Respectfully submitted by
Lori Dacier, Secretary