

Mascoma Community Healthcare
MCHC Board **Annual Meeting**
Mascoma Community Health Center
April 15, 2019

APPROVED MINUTES

In attendance: Voting Directors: Dale Barney (chair), Scott Berry, Tim Jennings, Ashleigh King, Sean Murphy, Denis Salvail, Mike Samson, Alice Schori, Louis Shelzi, Katie Silvius, Peter Thurber, Andrew Ware, Karen Wolk (secretary), Jill Zambon. Board not attending: Michael Paine, Mary Paquette (treasurer), Curtis Payne. 1 public attendee (Bruce Shinn). Recorder: Roger Lohr.

1. Call to Order and Announcements

Dale Barney called the meeting to order at 6:27 PM. The MCHC Annual Meeting agenda was to cover the Auditor's 2018 Report, to ratify the Board membership, and to discuss options on holding a Board retreat.

2. 2018 MCHC Auditor's Report

Mike Samson distributed a copy of the Auditor's Report for the fiscal year ending in March 2018 to the Board members and reviewed the various summaries including the statement of financial position, operations, functional expenses, supporting services, cash flows, and management plans. He compared the March 2019 financial report stating that the number of patients has increased substantially, the revenue had doubled, and the deficit has been reduced from \$525,000 to \$374,000.

The management plans included building the MCHC dental practice, increasing the number of patients overall, and entering a strategic partnership to acquire FQHC status. The partnership would add \$80,000 per month to the operation. Currently there is a \$50-60,000 monthly deficit on about \$130,000 of monthly expenses. Loans and donations have been used to cover this shortfall. The charity care was estimated in the Auditor's Report at \$174,000 and is estimated to total about \$250,000 to date.

MCHC assets are \$3,356,787 and there are short and long term notes payable. The MCHC tax return was included in with the Auditor's Report document that was distributed to the Board.

The March 31, 2019 Balance Sheet was reviewed by Mike Samson citing \$1,500,000 in revenue, grants and gifts for the year with the major expenses as follows: \$1,126,000 payroll; \$97,000 in interest; Eclinical Works \$56,000; utilities \$50,000; supplies \$39,000. The net operating revenue is -\$50,346.

Shelzi made a motion to accept and ratify the 2018 Auditor's Report seconded by Berry. All voting board members were in favor.

3. MCHC Board Officers

A. Elections

The Executive Committee recommended the officers remain the same and that a new treasurer be appointed. The significant work will be to prepare for the merger with Health First. The organization is seeking a bookkeeper to replace Mary Paquette.

Mike Samson nominated Sean Murphy to be the MCHC Board treasurer and the nomination was seconded by Scott Berry. There being no other nominations the all voting board members voted and Sean Murphy was elected MCHC Board treasurer.

It was suggested that the existing Board may become an organization such as the Friends of MCHC, which will retain ownership of the MCHC facility and equipment. This could also be a fundraising entity and a sounding board for the community. There was a need to vote to continue board terms for two board members and it was stated that Michael Paine was planning to resign from the board and MCHC was awaiting his official letter on the matter.

Shelzi made a motion to approve Andrew Ware and Tim Jennings as MCHC Board members and Alice Schori seconded the motion. All voting members were in favor.

The slate of officers for the MCHC Board were Dale Barney as chair, Peter Thurber as vice chair, Karen Wolk as secretary and Sean Murphy as treasurer.

Samson made a motion to approve the slate of MCHC Board officers as presented and Denis Salvail seconded the motion. All voting members were in favor.

B. Board Retreat

A Board Retreat was scheduled for 8:00 AM – 12 Noon on Saturday, June 1 with the agenda to work on the particulars of the MCHC – Health First agreement. Additional time on the details could be taken in the upcoming monthly Executive Sessions.

4. Adjournment

Berry moved to adjourn the meeting, seconded by Shelzi. All voting attendees approved.

The meeting was adjourned at 7:35 PM.