

Mascoma Community Healthcare

Minutes of the meeting of the Board of Directors

Location: Cardigan Mt. School

January 9, 2017

Dale Barney presiding

In attendance:

Voting Directors – Dale Barney, Scott Berry, Barry Clause, Tim Jennings, Sean Murphy, Christopher Partain, Mary Paquette, Mike Samson, Alice Schori, Peter Thurber

Ex - Officio Directors – David Beaufait

Interested community members – Jessica Craig, Michael Craig, Denis Salvail, Philip Salvail, Angela Santavicca, Courtney Walker

Not in attendance - Carolyn Barney, Lori Dacier, Barbara Dolyak, John Dow, Karen Gray, Ed McGee, Michael Paine, Curtis Payne

Minutes

Peter Thurber moved to approve minutes as corrected from December 12, 2016. Second by Scott Berry. Unanimously approved.

Committee Report Summaries

Finance

Mike Samson reports the total in government grants does not reflect the amount we are submitting in reimbursements for soft costs. Soft costs include accounting, legal, and closing costs. Payroll expenses are about to start this coming month. Overall our net income is \$34,290.46. Right now, our cash position is \$218,524.32 and should increase in the near future. The balance sheet also reflects the most recent USDA loan request of \$350,058.73. Barry Clause moved to accept the financial report. Second by Mike Samson. Unanimously approved. As of today, the clock starts for reimbursement window for Medicare/Medicaid. Mary reports we would like to utilize Paychex for our payroll. They are easy to work with and their rates are reasonable. 1 – 9 employees will cost \$87.55 per pay period, 10 – 15 employees will cost \$115 per pay period, and up to 25 employees will be \$136 per pay period. Paychex also can provide insurance, 401k advice, general ledger reports, and unemployment insurance. We can lease a fingerprint timeclock for \$59 per month. To set this up, we would need to fill out the requisite paperwork, contact NH Department of Labor for an employee identification number, and a separate checking account for payroll. Paychex uses EFT for sending out the employee pay. Mike reports we are currently using QuickBooks for our accounting purposes. When we get up and running, we will need to use a more robust platform. As of now, our QuickBooks is not cloud based, so we approved spending \$50 per month in order to make it cloud based. The Finance Committee has reviewed the proposal for obtaining a corporate bank card for as needed purchases. Scott Berry moved to give finance committee permission to setup a separate, single-signature account for payroll purposes. Second by Alice Schori. Unanimously approved. Scott Berry moved to give the Finance Committee permission to open a corporate bank card with a limit of \$2,000.00 and a designated signatory. Second by Alice Schori. Unanimously approved. Peter Thurber moved to accept the finance committee reports. Second by Alice Schori. Unanimously approved.

Development

Dale Barney reports we received a complaint from a donor who had yet to receive the receipt from their donation. We have yet to receive our donation from the rotary auction. At this time, we are looking to start a community outreach project so the community is aware of what is going on at MCHC. We have an effort underway to equip the radiology department by way of a matching grant. We would have to raise \$65,000.00 and the grant would match. Mike Samson reports we need to raise ~\$90,000.00 to cover second year operations. That figure could reduce dependency upon

staffing/FQHC designation. North Branch Construction made a \$1,000.00 donation. Peter Thurber moved to accept the development committee reports. Second by Barry Clause. Unanimously approved.

Construction/Building

Tim Jennings reports North Branch will finish construction around the 1st or 2nd week of March. Signage and paving may be pulled out of their obligation. Right now, we are down to \$32,000.00 in contingency and a majority of that will go to the wearing course of the parking lot. We have a rendering for our building sign, however the signs proposed will cost \$21,000.00. The sign will be lit internally and will include colors that fit the current scheme of the building. Mike Samson moved to accept the Construction/Building Committee report. Second by Barry Clause. Unanimously approved.

Technology/Equipment

Peter Thurber reports the bid list has been placed on our website and will have a few weeks to submit their proposal. On January 24, 2017, we will open bids. We are required to accept the most cost effective bids submitted. The equipment list was broken down to 5 categories including dental, medical, office, IT, and service lines. Service lines will come out of the operations budget. The proposals are broken down into phases as well. Phase 1 includes items necessary for opening. Phase 2 includes additional items covered in expansion of the additional service lines not in place at opening. Mike Samson moved to accept Technology and Equipment Committee report. Second by Mary Paquette. Unanimously approved.

Recruitment

Scott Berry reports Donna will start January 16, 2017. She will meet with a potential medical director shortly. Scott reports speaking with Bistate about potential dental hires. In the meantime, the market is tight for primary care, dental, and family practice physicians. We continue to receive many resumes for other positions. Peter Thurber moved to accept the Recruitment Committee report. Second by Mike Samson. Unanimously approved.

Nominating

Scott Berry reports there are ongoing discussions with possible board members. We have sent out list serves for soliciting more board members. We have started the board manual. Peter Thurber moved to accept the Nominating Committee report. Second by Alice Schori. Unanimously approved.

Executive

Peter Thurber reports we are working on our benefits package. As a committee, we decided to extend our benefits package to .5 FTE or higher, with the exception of health and dental insurance. With regard to the health and dental options, we decided to prorate the cost of coverage. Until our building is complete, Donna will have office space at the health center in Cardigan Mountain School. Alice Schori moved to accept the Executive Committee report. Second by Scott Berry. Unanimously approved.

Other Business

Scott Berry reports we must buy Workman's Compensation. Mike Samson reports we will obtain coverage from Barney Insurance for \$640.00 along with a general liability policy for ~\$5,000.00. Mike Samson moved to approve spending the aforementioned amounts to obtain Workman's Compensation insurance and a general liability policy. Second by Scott Berry. Motion carries and is approved with >2/3 vote. David Beaufait proposes looking into establishing a moratorium for hiring board members.

Peter Thurber moves to adjourn. Second by Mike Samson. Unanimously approved.

Respectfully submitted by
Lori Dacier, Secretary

Mascoma Community Healthcare

Minutes of the meeting of the Board of Directors

Location: Cardigan Mt. School

February 13, 2017

Dale Barney presiding

In attendance:

Voting Directors – Dale Barney, Scott Berry, Barry Clause, Lori Dacier, Karen Ewer-Gray, Tim Jennings, Sean Murphy, Christopher Partain, Curtis Payne, Mike Samson, Alice Schori, Peter Thurber

Ex - Officio Directors – David Beaufait, Michael Paine

Clinic Staff – Donna Ransmeier

Interested Community Members – Wendy Merrihew, Kim Moulton, Geraldine Osgood

Not in attendance - Carolyn Barney, John Dow

Ransmeier reports meeting with the Lions Club and Rotary Club. Ransmeier drafted a Code of Conduct and Compliance Plan for the Board to review and email her with any questions, comments, or proposed edits. Berry stated the goal is to revise/approve these documents at the March board meeting. Ransmeier stated we need a compliance hotline and email address, both of which need to be confidential. There are a few grammatical errors in the documents, which will be corrected.

Minutes

Thurber moved to approve minutes from January 9, 2017, seconded by Berry. Unanimously approved.

Committee Report Summaries

Finances

Samson reports we are going to schedule an educational program on how to effectively read financial documents at the March or April Board meeting. Our current assets total \$2,525,785.37. Our current liabilities total \$2,198,349.27. We still need to post monies that we advanced two years ago, which will be coming out of the USDA loan. Cash and Cash Equivalents total \$205,943.28. We need \$400,000 to \$450,000 when we open. The rest of the money will be coming from reimbursements from the USDA, totaling approximately \$250,000 and outstanding pledges that still need to come in. Due to the fact that we have not yet become operational, we have underspent what we anticipated for this fiscal year. Reporting on the Profit and Loss Budget vs. Actual, April 1, 2016 – March 31, 2017, on the income side, we are significantly under what we projected for income. We believe that this is the reimbursement money, before we received the USDA loan monies. We have budgeted under donations and grants less than what we have taken in. On the expense side, we have underspent and most of it has been on interest. We are posting interest accruing monthly. We have overspent on legal expenses totaling approximately \$15,000 which is fully reimbursable by USDA. We have not yet spent money on medical or dental supplies. By the time we start spending, it will be in the next fiscal year. We have underspent on payroll expenses. For professional fees, we have also underspent. Our total expense is \$76,000 less than what we anticipated. This is due to not yet being operational. Dacier moved to approve the financial report, seconded by Schori. Unanimously approved.

Finance Committee

Samson reports they have completed the financial policies. They have gone through the Executive Committee. Once completed, they will be emailed to the Board. The Board will have a month to look at the policies. If there are any questions, concerns, suggested revisions, please email or call Samson, Berry, or Thurber. The Finance Committee will review them and make any changes. The goal is to present them for revision/approval at the March meeting. The budget is going to be a complete one year operational budget, prepared for the April meeting. There will be a draft budget ready for the March meeting for the Board to review prior to the April meeting. The Finance Committee will be using modeling software to determine what not only the next year will look like, but also what the next 3 years will look like. Based on this, we will develop a QuickBooks document for Board approval in April. Schori moved to approve the Finance Committee report, seconded by Thurber. Unanimously approved.

Development Committee

Barney reports there have been two community presentations, the Lions Club, and the Rotary Club. The Rotary club gave us the check for \$10,000 from the fundraising auction. Barney raised the question of whether MCHC needs an official logo. It was decided that we will continue to use the Barb McAlister watercolor on stationery and perhaps create a simpler logo that would be more cost effective in the future. In terms of fund raising, over the next 18 months, the goal is to raise \$100,000. We are working to develop fundraising strategies and public relations events with the help of John Yacavone, of the Lebanon Rotary Club. Samson moved to approve the Development Committee report, seconded by Ewer-Gray. Unanimously approved.

Construction/Building Committee

Jennings reports the Building Committee is now meeting biweekly until the building is completed. We are on track to complete the building by the first or second week of March. There is a lot to be done such as carpeting, painting and ceiling tiles. Regarding the budget, we have enough money for an additional course of asphalt. We still have approximately \$6,000.00 left in the budget. We are adding a pergola to the main entrance of the building, costing approximately \$12,000.00. We are installing cabinetry for the pharmacy and laboratory, costing approximately \$9,000.00. \$2,000.00 has been approved for dedication and/or recognition plaques. Interior and exterior signage and installation is included in the proposed budget. We have an allowance of approximately \$30,000.00 to install security and fire alarm systems. Thurber moved to approve the Building Committee report, seconded by Partain. Unanimously approved.

Technology/Equipment Committee

Thurber reports that we have divided equipment purchasing into phases. The first phase is complete. This phase accommodates the dental suite, including 3 chairs. It opens half of exam rooms for primary care. It opens 2 of the 4 offices for behavioral health, and outfits the rest of the building for administrative needs. Dental equipment will come from Henry Schein Dental, medical equipment will be purchased from McKesson, and office equipment will come from WB Mason. We will purchase the IT module ourselves, as all bids came in above retail prices. Murphy will make this purchase. The building loan is a 40-year loan at 2.75% interest, and our equipment loan is a 10-year loan at 2.75% interest. We had approximately \$530,000.00 to spend on equipment and phase 1 equipment costs came in at \$300,000.00. Therefore, we have \$230,000.00 left for phase 2 and phase 3. After discussing with the USDA, they agreed that since the loans are at the same interest rate, we can shift some of those resources into our building. The Executive Committee created a list of priorities. Originally, we significantly underestimated the number of dental patients we expect to be treating, so phase 2 roll out will include expanding dental suite to 5 chairs. We will also include the rest of the exam rooms, including 6 more exam tables. Next service lines are currently in discussions. They include radiology, physical medicine and rehabilitation and pharmacy. We are working to balance revenue and staffing for these new service lines. Berry states we have selected eClinicalWorks for our electronic health records software. Ransmeier has expertise with this specific software. We have not yet selected dental digital imaging software. We are working out the details at the subcommittee level. M. Paine requested information on the financial service line for the dental suite and how long it will take to pay back the capital. Samson can provide this information. Initial estimates were very conservative and it looks like all the service lines apart from radiology will be profit centers. Goal is to apply for grant monies for radiology. Samson stated that it is easier to apply for grant money for a specific item, such as radiology, as opposed to funding everyday items. Dental schematics are being delivered tomorrow. Berry recognized Murphy and all the work he has put into the infrastructure for IT needs, which included running 4 miles of cabling. Samson also recognized Jennings and Thurber for their efforts to make sure the building came in on time and under budget. Berry moved to approve the technology and equipment report, seconded by Jennings. Unanimously approved.

Recruitment and Staffing Committee

Berry reports we have a verbal acceptance from Amy Modlin, a licensed social worker with an advanced license in addiction treatment. Modlin has a dual Masters in Social Work and Public Administration, ten years of clinical experience, and strong commitment to community health. She will attend a future Board meeting, so we can all meet her. This week we are posting positions for an RN, a biller/coder, and medical front desk personnel. We will be contacting those folks who have already sent resumes and Ransmeier will set up an interview structure for those positions. The Executive Committee has decided that May 1 will be the staff start date. There may be some people coming on board sooner than that, based on need. The assumption is that it will take approximately a month to be trained on the electronic health record software and start to develop things that need to happen to bring the team together. A soft opening sometime near the end of May with full opening on June 1, 2017 is goal. There are not yet any applications for the position of nurse practitioner. We are still looking for a medical director. We have not had any direct applications from dentists, however, we are in continuing talks with one dentist who is graduating in June. Another dentist may be interested in working a couple days a week, which would enable us to hire a dental hygienist five days a week and open that particularly lucrative revenue stream. Please continue to let friends and family know that we have some excellent job opportunities here. We are still advertising in the Valley News and Bistate Primary Care Association. Job postings are listed on the town website. We have an organizational chart, which shows who reports to whom, but does not list specific persons. Dacier moved to approve the Recruitment and Staffing report, seconded by Partain. Unanimously approved.

Nominating Committee

Dacier reports we are still looking for potential new Board members. Patricia Borden whom Schori recommended for our Board has decided not to pursue a position at this time. Berry reports that Angela Santavicca is still considering joining the Board, but would like to attend a few more Board meetings before committing. Barney reports that Dr. Richard Stegen, an optometrist from Grafton, has expressed interest in joining the Board. Barney will pursue that inquiry. Dacier stated that the Board manual is coming along nicely. Dacier has reached out to Kim at BiState to discuss the manual, as well as upcoming annual meeting. Ewer-Gray moved to accept the Nominating report, seconded by Schori. Unanimously approved.

Executive Committee

Thurber reports that the Executive Committee acts as the clearinghouse, receiving ideas from committees, setting priorities, and then sending them back to the committees. The Executive Committee's primary work is to be a liaison between committees and the Board. Our new clinical director, Ransmeier, now attends weekly Executive Committee meetings. We have signed the contract for the electronic health records with eClinicalWorks. We are involved in draft policy manual decisions, i.e., finance, conduct, which will be presented for revision/approval at future Board meetings. Our fiscal year is from April 1 – March 31, so we need to schedule annual meeting for April. This will be like a retreat, lasting at least 4 hours. We will go through the nitty gritty pieces of Board work in greater detail, so that we fully understand the budget and our policy manuals. We also plan to do some work on Board development, which will include a presentation on how to move through financial reports. Thurber proposes 8-1:00, Saturday, April 8th. Date approved. Jennings is receiving a lot of questions regarding the health center and requests that the Executive Committee suggest talking points that Board members use to discuss the future of the health center. Thurber stated that, unfortunately, a lot of the questions don't have answers yet, or there are so many variables that it is hard to have concrete answers. Regulatory issues may affect plans or dates. Jennings asked what Board members should do if a reporter approaches them. Thurber stated that a reporter should be directed to him. C. Payne is working to develop some public service announcements. Samson stated that we need to be extremely vocal about the soft opening v. hard opening. We need to be working hard to staff the center and get the staff trained and integrated. It is critical that we start engaging people and getting them ready to start using the

health center starting in June. Barney stated that we need to have an official ribbon cutting, including politicians and dignitaries. Inactive committees are going to be activated by the time of annual meeting. The Compliance manual and the Code of Ethics packet were handed out for the Board to review before the next meeting. Partain moved to accept the Executive Committee report, seconded by Berry. Unanimously approved.

Other Business

Other items under review and discussed briefly this evening include: activation of the Bylaws Committee (after annual meeting), possibility of paid or unpaid time off for community service, insurance coverage for part-time workers, and the possibility of becoming a teaching institution in the future.

Thurber moved to adjourn, seconded by Partain. Unanimously approved.

Respectfully submitted by
Lori Dacier, Secretary

Mascoma Community Healthcare

Minutes of the meeting of the Board of Directors

Location: Cardigan Mt. School

March 13, 2017

Dale Barney presiding

In attendance:

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

Ex - Officio Directors – David Beaufait, Michael Paine

Clinic Staff – Donna Ransmeier

Interested community members – Wendy Merrihew, Kim Moulton, Geraldine Osgood, Denis Savail

Not in attendance - Carolyn Barney, John Dow, Karen Ewer-Gray, Tim Jennings

Minutes

Thurber moved to approve amended minutes from February 13, 2017, seconded by Partain. Unanimously approved.

Clinical Director's Report

Ransmeier delivered the latest version of the employee handbook for review. Page 11 of the handbook is still incomplete as we are waiting for the MCHC Compliance Hotline confidential phone number and email to be inserted. After board reviews, please send all edits to Ransmeier before the next board meeting. Employee handbook will be placed on google docs for editing purposes, which Ransmeier will control to make sure there is only one version in play. Samson requested that all reports, policies, handbooks, etc. to be including in the board email packet be sent to him no later than the Saturday prior to the Monday meeting. Ransmeier reports moving forward with the implementation of eClinical works, our electronic medical records software. Consultants are helping build the templates within eCW: Carrie Smith-LaValley, who currently works at Beth Israel in Massachusetts and Lisa Harris, who is a certified biller/coder with over 20 years' experience, currently working at an FQHC. Have received several resumes for patient services representatives. Still need billers and coders. Will start interviews next week. Ransmeier introduced Amy Modlin, our new Behavioral Health Specialist. Modlin has her Masters in Social Work and Public Health Administration. Modlin has applied for certification as an advanced alcohol and drug addiction counselor and is awaiting approval.

Committee Report Summaries

Finances

Samson reports on the balance sheet there is \$185,000 in cash, and reconciling cash against receivables not posted on the sheet, including monies from USDA, the Putnam refund, and pledges, we are near where we need to be. We need to have \$500,000, and we currently have \$460,000. We should be within \$10,000 of what we need, and with the help of Paquette and Murphy we will be reconciling all this tomorrow. We need to raise \$120,000 to \$130,000. Our net revenue is fine. The numbers are different than what we originally expected since we are not yet operational. The essential point is that we are approximately \$20,000 short of where we need to be for the first two years of operation. Paquette moved to approve the financial statement report, seconded by Berry. Unanimously approved.

Finance Committee – (see handout)

Samson reports we have made some progress on the financial policies. The Executive Committee has reviewed financial policies. One issue has come up in the last 3 to 4 weeks and that will be resolved by the Finance Committee. We have drafted a financial budget, which needs to be reviewed by the Finance Committee and then the Executive Committee. It reflects what we know about expenditures projected for the coming year. There are areas that can fluctuate significantly, by as much as \$100,000 depending on what the final staffing is going to look like and other possible expenditures. The goal is to have this approved by April. We have taken it from the Tri-net software, updated it all for the next four years, put in all the projections, including manpower, checked to make sure the utilization works, updated all the benefits from personnel group. In total, the need is about \$130,000. We are going to have to raise this money. In terms of credentialing, Medicare and Medicaid are very nice. We anticipate that 35 to 40% will be Medicare and Medicaid. Tufts gives us the highest return. We are still waiting to hear from BCBS. We will have 15 to 20 payers. Medicaid/Medicare and BCBS will be the two largest payers. Explanation of how reimbursement works was discussed. Currently working on what sliding scale will be. Paquette moved to approve the financial committee report, seconded by Dacier. Unanimously approved.

Development Committee – (see handout)

Barney reports a sneak peek event and reception for the builders and architect and a meet and greet is being planned for March 27, from 6-8 pm. Refreshments will be provided. Tours of the building will be provided. A second event has been added, “New Patient Days”. This event would include meeting the staff, handing out new patient information packets, and giving tours, once the equipment was installed. This event will happen Saturday, May 13, 9:00-1:00. Berry moved to approve the development committee report, seconded by Partain. Unanimously approved.

Construction/Building Committee - (see handout)

Thurber reports that last Friday, the last walkthrough was done, working out the punch list. Still need to complete the dental area. This should be done by the end of the week. Originally, we were going to move \$50,000 from the equipment loan to the building loan. The dental suite fit out was more expensive than we anticipated. We added the two dental chairs and fit out the dental suite completely which required some extra work that was not planned. A large part of this cost was for the supervisor to come back on site after Northbranch moved on. These expenses are still well within our ability to absorb with our equipment loan. We will be installing the blinds ourselves to save \$6,000. Discussion ensued regarding future radiology needs. Thurber requested everyone look over the construction/building committee minutes. Schori requested information regarding soil preparation for landscaping. Thurber confirmed that asphalt repairs would happen at the same time the wearing coat is put down. Samson moved to approve the construction/building report, seconded by Clause. Unanimously approved.

Technology/Equipment Committee – (see handout)

Thurber reports phase one purchasing is in. The equipment has been ordered and delivery should start in the next couple of weeks. Medical equipment is being stored in a warehouse, ready for delivery. IT purchasing is being rolled out as staff arrives. Phase two purchasing costs for radiology and other service lines are being explored. Security and fire technology is moving forward. Ware and Jennings have been considering fire and security systems. Murphy will be installing cell boosters into the Center. Wireless should be up and running by April. Paquette and Samson suggested purchasing a couple fireproof cabinets for important paperwork. Lori moved to approve the technology/equipment committee, seconded by Partain. Unanimously approved.

Recruitment and Staffing Committee

Berry reports having interviews with physician interested in Medical Director position and a physician’s assistant. Both candidates will be having additional conversations with Ransmeier and Modlin. Berry had phone interview with nurse practitioner and a callback from a physician in Maine. Nothing to report for dentists. We have signed agreements with two physicians, one with Dr. Ben Gardner, who is a pediatrician who will be working with us part-time. He has agreed to act as medical director in the interim. Dr. David Beaufait is also joining our Center part-time. We are excited to have them both onboard. Please continue to get the word out that we are looking for other professionals to join our team. Thurber moved to approve the recruitment and staffing committee report, seconded by Clause. Unanimously approved.

Nominating Committee

Dacier reports the nominating committee met last week to review and amend the board manual. The manual will be presented at the annual meeting, April 8, 2017. Tonight, we will be nominating Andy Ware as a potential new board member. Will try to reserve the EOC for the annual meeting.

Executive Committee – (see handout)

Thurber reports Executive Committee meets weekly. It is time to stand up our remaining committees, which include Quality and Safety, Health Care Advisory, Ethics, and Human Resources. The building, technology, and equipment committees will merge into one committee, Physical Plant and Equipment. Thurber states he will coordinate timing and personnel with these committees. These committees will be ramped up prior to the April meeting. Berry moved to approve the executive committee report, seconded by Partain. Unanimously approved.

Other Business –

None.

Respectfully submitted by
Lori Dacier, Secretary

Mascoma Community Healthcare

Minutes of the meeting of the Board of Directors

Location: Cardigan Mt. School

April 13, 2017

Dale Barney presiding

In attendance:

Voting Directors – Dale Barney, Barry Clause, Sean Murphy, Christopher Partain, Curtis Payne, Mike Samson, Alice Schori, Peter Thurber, Tim Jennings, Mary Paquette and Andy Ware.

Ex - Officio Directors – David Beaufait

Clinic Staff – Donna Ransmeier

Paquette indicated that she was present at the last meeting. Schori asked whether the amount to be raised was \$20,000 to \$30,000 or \$130,000. Samson answered that it is \$130,000. Moved by Clause. Seconded by Partain. Unanimous approval.

Report of Clinical Director. Ransmeier reported that furniture is in; we are interviewing nurses, patient service reps, medical assistants and coders. The decisions should be complete by April 14 and in place by May 1. Electronic Health Records training will start in May. We have no dentist yet.

Finance Statement. Samson explained points from the finance statement. He indicated that cash on hand is \$322,942 but we are waiting for additional reimbursements from USDA and \$46,000 in pledges that are expected in May and a remaining \$15,000 in other pledges. In total, we expect to have about \$494,000 available for the FY 2018 year. He also reviewed the income and expense and noted that while the current deficit for the year is about \$12,000, the final deficit will be about \$29,000. Both income and expense are less than anticipated because we had not operation income or expense in FY 2017. Beaufait asked about the Valley News quote that we had only \$185,000. Samson indicated that the number was a month old and was before we started receiving reimbursements from USDA. He indicated the number available for FY 2018 should be just under \$500,000. Motion by Thurber to approve. Second by Partain. Unanimous.

Finance Committee Report. Samson discussed the proposed revenue and expense budget for 2018. The expense side is \$1,756,897. The revenue side is \$1,315,417. He reviewed various sensitivity issues with the budget but the summary is that increasing charitable cases is nominal impact whereas any patient count less than 1,400 would result in a large loss unless manpower levels were modified. He also indicated that the use of a locum would result in significant losses in the first year. Motion by Thurber to approve the proposed budget. Second by Partain. Unanimous. Samson also indicated that Medicaid is requiring a list of all board members together with their address, phone number, social security number, birth date and state of birth. Samson asked for board cooperation in getting that data out to Medicaid as soon as possible.

Development Committee. Barney thanked everyone for a very successful sneak peak open house. He noted that the Development Committee has set patient recruitment as the number 1 priority for the next few months. A Grand Opening will be scheduled sometime in early June. Other activities planned or explored included a polo tournament, video program for air on community TV, and a poster contest. Motion by Thurber to approve the report. Second by Partain. Unanimous.

Samson asked the Board to address an issue from the Finance Committee that had not been acted on. The Board needs to authorize Dale Barney to set up a stock trading account with Scottrade so that we may receive stock and sell it as necessary. This is needed as two of our gifts are in the form of stock. Motion

by Thurber to authorize Dale Barney to establish the account and manage it. Second by Partain. Unanimous. Samson also noted that credentialing is still underway. So far, payment by insurance companies is very reasonable. Only Aetna and Martins Point have declined to work with us.

Building Committee. Jennings indicated that internal signage was going up the week of the 17th. The pergola and dental equipment would be going in on May 1st. Other work included the punch list, paving and line stripping. Schori reported briefly on landscaping. She indicated that the season was too early to start although trees and shrubs have arrived. The Bird and Garden Club will be assisting and they would like to raise more money since there was no additional money in the building construction budget. There were no objections to the fundraising. The Mascoma Interact Club will also be helping. There was some discussion regarding where the Kraatz glass work would be going. Motion by Thurber to approve the report. Second by Partain. Unanimous.

Equipment & Technology. A great deal of equipment has already come in. Blinds are also in and were installed. A number of volunteers are installing equipment and wall hung items nearly every day of the week. There have been a few snags on the electronic health record system that will increase the cost on technology. There was discussion regarding art work in the health center. Thurber's suggestion was to display local artists and indicate the art is for sale. The health center would take a small commission. Motion by Thurber to approve the report. Second by Partain. Unanimous.

Recruitment and Staffing. All employees except for the dental staff are complete. The hang-up on dental is we have no dentist yet. There is some discussion about securing a locum (contracted dentist). It would allow us to start almost immediately but would likely cost as much as double. The idea would be to have the locum work only a couple of days a week. The problem as shown by the sensitivity analysis is the 2 days a week would not serve enough population to pay for all of the other dental services and there needs to be dentist supervision for many services. Other staff is being interviewed in anticipation of filling the dentist's position. Another issue with the locum is the need of continuity of care for credibility. Thurber indicated that we have looked at dental schools. Samson indicated that he would like to try a little longer on the recruitment. We have now retained 1 RN, 1 MA, 1 Patient Intake, a Coder/Biller, 3 doctors, a clinical director, and a LCSW. Samson moved to accept the report. Second by Partain. Unanimous.

Nominating Committee. Thurber reported on the loss of Lori Dacier due to personal issues. He indicated that there are currently two candidates for board membership; Carolyn Barney and Michael Craig who is an orthopedist from Grafton. Initially, Michael was to be approved on the 13th but the board has not had an opportunity to review the paperwork on the nominee. That will be sent out by the next meeting. The board also indicated that they would like to meet the candidate prior to approval. Other possible candidates include Alan Ricard, an Ophthalmologist from Grafton, Allison Furbish and Elizabeth Song. Motion by Thurber to approve. Second by Partain. Unanimous.

Executive Committee. Thurber outlined the upcoming annual board retreat on April 22. He indicated that the hours contemplated for the health center will have 3 regular hours and one early day and one late day. We are beginning to implement the employee benefit package. We have also adopted a sliding scale formula based on other community health centers. Thurber also reviewed plans to start up a By-Laws Sub-Committee led by Curtis Payne, an Ethics Committee led by Alice Schori, a Quality and Safety Committee led by Karen Ewer Gray. Not started yet are the Health Care Advisory Committee, Human Resources Committee and the Physical Plant and Equipment Committee. Motion by Samson to approve. Second by Partain. Unanimous.

Other Business. Opening day was discussed. June 10 won't work because we may not be ready. It will most likely be June 17th.

Motion by Thurber to recess to executive session at 9:05 to consider appointment of board members. Second by Partain. Unanimous. Beaufait asked if he was supposed to attend as ex-officio. Answer is yes.

Returned to open meeting at 9:10. Motion by Partain to appoint Carolyn Barney to the board. Second by Thurber. Unanimous. Motion by Thurber to adjourn. Second by Partain. Unanimous.

Mascoma Community Healthcare
Board of Directors Meeting
Cardigan Mt. School
May 8, 2017

APPROVED MINUTES

In attendance: Voting Directors: Dale Barney (chair), Scott Berry, Barry Clause, Barbara Dolyak, John Dow, Tim Jennings, Sean Murphy, Mary Paquette (treasurer), Christopher Partain (secretary), Curtis Payne, Mike Samson, Alice Schori, Peter Thurber (vice chair). Ex- Officio Directors: David Beaufait, Michael Paine.

Clinic Director: Donna Ransmeier.

Interested community members: Kris Bruand, Lori Dacier, Ben Gardner, Ronda Hathorn, Geraldine Osgood, Alan Ricard, Denis Savail. Recorder: Roger Lohr. Not in attendance: Karen Ewer-Gray, Andy Ware, Ed McGee

1. Call to Order

Chair Dale Barney called the meeting to order at 7:02 PM. Mike Samson introduced the newly hired recorder Roger Lohr. The attendees introduced themselves and two prospective board candidates spoke about their backgrounds.

2. Meeting Minutes Approval

Partain moved to approve amended minutes from April 13, 2017, seconded by Dow. Unanimously approved.

3. Clinical Director's Report

Clinic Director Donna Ransmeier reported that staff training on the medical records has gone well and the computers are up and running. Preparation for the opening continues and the staff has been very helpful. The Patient Services Representative was hired and she has medical records experience. Patient Day is set for Saturday, May 13 and four staff will be on hand. Three new patients signed up last week.

4. Finance Report

Mike Samson distributed and reviewed a document entitled Quick Analysis. It showed the \$341,000 cash situation, \$44,000 of incoming stock from Clark and Paine, and \$20,000 from other pledges. He reviewed the operational needs for the next two years, and projections on how the needs will be met.

Berry moved to approve the financial report, seconded by Partain. Unanimously approved.

5. Committee Report Summaries

A. Finance Committee

Samson cited the Finance Committee report and reviewed the highlights. He will work a couple of hours a day to help with the organization finances. Paperwork for a line of credit from the Mascoma bank has been received and a meeting is scheduled for Friday morning. The estimates for covering malpractice are not that high and a determination on the company provider will be within a couple of weeks. The credentialing process is underway. It is projected that 65% of pledged patients would be covered and 20% are using Medicaid/Medicare, but 98% are expected to be covered. The signed contract with Medicaid/Medicare is not complete yet.

Dow moved to approve the financial committee report, seconded by Samson. Unanimously approved.

B. Development Committee

The Development Committee meeting minutes document was cited. The "Patient Days" event is set for Saturday, May 13, 9:00-1:00 and it will include meeting the staff, handing out new patient information packets, tours of the facility, and an exhibit area of local regional service organizations. There will also be a yard sale of used office equipment. The Grand Opening is scheduled for June 17 with a ribbon cutting at 11:00 AM. The public and political representatives have been invited. An email was sent to Board members regarding a video shoot. Parking for the event and board member name tags were also discussed.

The Board discussed the mailing address issue between the post office box and the physical address that needs to be finalized when the facility is opened. Registration solicitation has been done by mail and telephone. There were 500 flyers that were produced and distributed to students at the schools.

Clause moved to approve the development committee report, seconded by Partain. Unanimously approved.

C. Construction/Building Committee

The Building Committee meeting minutes document was cited and all those involved with the facility project were recognized. The building and construction budget is in good shape and there are some pending items. The paving is delayed and the sign will be installed next week. The overhead structure should be complete this week and the punch list work is ongoing.

Dow moved to approve the construction/building committee report, seconded by Schori. Unanimously approved.

D. Technology/Equipment Committee

The Building Committee meeting minutes document was cited. The waiting room furniture and dental area equipment have been installed. Other medical equipment is being received and installed as it arrives but currently there are functioning exam rooms and bathrooms. Items are being added to the purchase list. The technology is coming together and about 20% of it still needs to be acquired. The bandwidth will be addressed. Alice Schori requested cardboard from the shipping boxes.

Paquette moved to approve the technology/equipment committee, seconded by Berry. Unanimously approved.

E. Recruitment and Staffing Committee

The Recruitment Committee meeting minutes document was cited. The bios of new staff were cited and there was a statement made by Scott Berry that an exceptional group is on the staff already. There are two nurse backups who have expressed interest. Training will be done in late May. The status of dentists was given and a tour and interviews are being scheduled for candidates. A retired dentist will help with the hiring process. Dr. Aaron Osofsky has expressed interest in providing some part time as a dentist. The extern program was explained as student dentists who will be similar to residents. There would be a low cost associated with the program.

Schori moved to approve the recruitment and staffing committee report, seconded by Partain. Unanimously approved.

F. Nominating Committee

The Nominations Committee meeting minutes document was cited and the search for additional board members is continuing. The board can be up to 19 voting members and 5 exofficios. There is a desire for more representation from Enfield, Grafton, and Dorchester. Desired new board member consideration includes experience in development and affiliation with healthcare. Board members were encouraged to speak with board prospects and invite them to a board meeting. The Nominations Committee would follow up by speaking with board prospects.

Berry moved to approve the recruitment and staffing committee report, seconded by Partain. Unanimously approved.

G. Executive Committee

The Executive Committee meeting minutes document was cited. It was stated that the hours of operation will be 8:00 AM – 5:00 PM on Monday, Wednesday, Thursday, and Friday. The hours on Tuesday will be 8:00 AM – 7:00 PM for one later day per week. The remaining committees, which include Quality and Safety, Health Care Advisory, Ethics, and Human Resources are to be developed as soon as possible. The telephone will be working at the facility on May 15th.

Partain moved to approve the executive committee report, seconded by Dow. Unanimously approved.

6. Other Business

None. Nominations were deferred to next meeting.

7. Adjournment

Partain moved to approve adjournment of the meeting, seconded by Dow. Unanimously approved.
The meeting was adjourned at 8:05 PM.

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Mascoma Community Health Center

Board of Directors

Special Meeting on May 22, 2017, 7 PM at Mascoma Community Health Center

In attendance: Voting Directors – Scott Berry, Sean Murphy, Curtis Payne, Christopher Partain, Mike Samson, Alice Schori, Peter Thurber, Tim Jennings, Mary Paquette and Andy Ware. A quorum was in attendance and voting.

Pete Thurber called the Meeting to order at 7:15 PM.

Resolution One – Line of Credit

Be it resolved that the Board of Directors of Mascoma Community Healthcare, Inc. authorizes Chairman, Dale Barney to set up a line of credit with Mascoma Savings Bank or its assigns, in the amount of \$150,000 with a commercially reasonable interest rate.

The Line of Credit is to be established to provide immediate funding for operations in the form of a loan that is secured by billing submitted to insurance companies. Further, that Dale Barney is authorized to execute an agreement with Business Finance Authority or other government sponsored agency, to provide a loan guarantee for the line of credit if the guarantee is available.

Dale Barney (Chair) or Peter Thurber (Vice Chair) would have the authority to authorize draw downs on this line of credit after consultation with the Finance Committee. Moved by Chris Partain and Second by Tim Jennings. Unanimously approved.

Resolution Two - Canaan PILOT Agreement

Because of his employment by the Town of Canaan, Samson recused himself from the meeting, discussion and voting.

Be it resolved that the Board of Directors of Mascoma Community Healthcare, Inc., enter into a Payment In Lieu of Taxes Agreement with the Town of Canaan. The agreement would require no donations under the Agreement until December 1st, 2019. As of December 1st, 2019, Mascoma Community Healthcare, Inc. shall make an annual donation to the Town of Canaan equal to the current annual tax rate for the Town (combined county, state, school and town tax rate) times the original value

of the property (\$32,300) divided by \$1,000. This donation is to offset in part, the cost of fire and safety services provided by the Town of Canaan to the Health Center. This Agreement is as agreed to by the Board of Selectmen of the Town of Canaan which recognizes that the Mascoma Community Healthcare property is tax exempt property under the laws of the State of New Hampshire. Dale Barney is authorized to sign this agreement on behalf of the corporation. Motion by Alice Schori and second by Tim Jennings. Unanimously approved.

A handwritten signature in black ink, appearing to read 'MSamson', with a long horizontal stroke extending to the right.

**Michael Samson,
Acting Secretary**

I attest that this is a true and accurate record.

Mascoma Community Healthcare
Board of Directors Meeting
Mascoma Community Health Center
June 12, 2017

APPROVED MINUTES

In attendance: Voting Directors: Dale Barney (chair), Scott Berry, Barbara Dolyak, Tim Jennings, Sean Murphy, Mary Paquette (treasurer), Geraldine Osgood, Christopher Partain (secretary), Curtis Payne, Alice Schori, Peter Thurber (vice chair). Ex- Officio Directors: David Beaufait, Henry Lemieux, Michael Paine. Clinic Director: Donna Ransmeier.

Interested community members: Kris Briand, Denis Savail, Bruce Shinn. Recorder: Roger Lohr. Not in attendance: Barry Clause, Mike Samson, John Dow, Karen Ewer-Gray, Andy Ware, Ed McGee,

1. Call to Order

Chair Dale Barney called the meeting to order at 7:03 PM.

2. Meeting Minutes Approval & Introductions

A. Meeting Minutes

Thurber moved to approve amended minutes from May 8, 2017, seconded by Partain. All voting attendees approved. Changes to the amended minutes: in roster Mary Paquette's name was listed twice; change the spelling of Kris Bruand; in item 5D Technology Committee remove the sentence starting with Alice Schori.

The May 22, 2017 special meeting minutes document was not distributed and not voted on by the Board.

B. The meeting attendees introduced themselves. Scott Berry introduced the newly hired dental director Henry Lemieux, who commented about his background. He'll be working full time in four days so that he may continue work with the Job Corps program.

3. Executive Committee

The Executive Committee meeting information will be covered by the other committee reports. The Board will need to become more active in the community. It was reported that Mike Samson was in an automobile accident and a get well card was signed by the Board members.

4. Clinical Director's Report

Clinic Director Donna Ransmeier reported that the center opened today. There were no patients at the center and the staff did some training and stocked supplies. The need to complete patient packets was explained as it will save time on patient appointments and make things easier. It was requested that the Board review the questions in the packet.

The FQHC (Federal Qualified Health Center) designation was explained. It provides enhanced payments on Medicaid, allows participation in pharmacy discount programs, and provides educational loan forgiveness for new medical staff. It will take a few years for the center to attain FQHC status.

5. Committee Report Summaries

A. Development Committee

Tim Jennings of the Development Committee asked about coordinating an effort to brainstorm and strategize ideas to attract patients to the center. Mike Samson will work with the group on these efforts. Advertising will be on the radio, in a mailer, and with flyers. It was suggested that the Board meeting attendees talk the center opening with everyone. It was mentioned that there is a need for a grant writer. **Thurber moved to approve the development committee report, seconded by Partain. All voting attendees approved.**

B. Medical Director Report

Michael Beaufait gave the medical director report stating that the regular medical director will begin to attend the weekly physician meetings starting in mid-July. Some of the recent activity such as opioid policy manual and contract was mentioned. There are issues with vaccine refrigeration that are being addressed. Work is being done on the electronic health records (ECW) and an emergency kit is being developed. Scott Berry is working with APD and DHMC on the referral system including lab work and admissions. Agreements are being reviewed by legal counsel. The pharmacy (for home maintenance medications) will be developed in the future but limited items will be used at the center.

The Board discussed charity care patients and recognition of them at APD and DHMC, which has not been promised. There would be no exchange of financial information but the MCHC would recognize charitable cases from APD and DHMC as long as there is a confirmation for the need of charity from those institutions.

C. Finance Committee

Mary Paquette cited the Finance Committee report and reviewed the highlights of the Balance Sheet and Profit and Loss Statement. The loss of about \$95,000 in the first two months is related to the lack of any revenue but it is lower than the \$200,000 projection. The Board discussed that the pay stubs will now be delivered to the facility and can be mailed to staff if requested.

Thurber moved to approve the financial committee report, seconded by Partain. All voting attendees approved.

D. Construction/Building Committee

The Building Committee reported that issues with the parking lot paving will be addressed. Interior signage should be displayed by Saturday. A \$10,000 grant for efficient lighting was received from Liberty Utilities. Landscape mulching is to be finished before Saturday. A microscope was offered as a donation to the center by Barbara Dolyak.

Berry moved to approve the construction/building committee report, seconded by Thurber. All voting attendees approved.

E. Technology/Equipment Committee

Issues on the vaccine refrigeration and wheelchair scale are being addressed. Dental equipment will be finalized and ordered. Desk top computers have been ordered. The staff is making a list of needs and some lab equipment was being ordered. The Construction/Building Committee and Technology/Equipment Committee will combine to become the Physical Plant Committee. **Partain moved to approve the technology/equipment committee, seconded by Berry. All voting attendees approved.**

F. Recruitment and Staffing Committee

The Recruitment Committee reported that the center is seeking a dental hygienist and dental assistant and it is expected that the dental area will be open in late August or early September. A housekeeper was hired to clean five nights per week. Two per diem nurses have been hired.

Paquette moved to approve the recruitment and staffing committee report, seconded by Partain. All voting attendees approved.

6. Other Business

A. Grand Opening

The Grand Opening is scheduled for June 17 with a ribbon cutting at 11:00 AM. The public and political representatives have been invited.

B. Succession to Administrators

David Beaufait commended the participation and contribution of Board members to develop the Mascoma Community Health Center and asked about timing of the handoff from the board and committees to the administrative staff so that the staff can deliver services professionally. He commented that disparaging remarks should not be made in public. The transition is incorporated in the bylaws and the roles of the board and directors are delineated in those bylaws regarding daily operations, consistency, and public positiveness. The Executive Committee will address this issue this week.

Each MCHC Board member was encouraged to become familiar with the Board Member Manual and that the Manual code of ethics be signed and given to Scott Berry. The manual also includes a conflict of interest form to sign.

C. Nominating Committee

The Board members were encouraged to speak with board prospects and invite them to a board meeting. The Nominations Committee would follow up by speaking with board prospects. Kris Briand introduced herself and spoke about her background as a prospective Board member.

7. Executive Session

Thurber moved to approve entering executive session, seconded by Berry. All voting attendees approved.

The Board entered executive session at 8:30 PM.

8. Adjournment

Partain moved to approve adjournment of the meeting, seconded by Berry. All voting attendees approved.

The meeting was adjourned at 9:05 PM.

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Mascoma Community Healthcare
Board of Directors Meeting
Mascoma Community Health Center
July 10, 2017

APPROVED MINUTES

In attendance: Voting Directors: Dale Barney (chair), Scott Berry, Barbara Dolyak, Sean Murphy, Mary Paquette (treasurer), Christopher Partain (secretary), Curtis Payne, Mike Samson, Alice Schori, Peter Thurber (vice chair). Ex- Officio Directors: David Beaufait.

Clinic Director: Donna Ransmeier.

Interested community members: Geraldine Osgood, Denis Savail, Bruce Shinn. Recorder: Roger Lohr.

Not in attendance: Carolyn Barney, Kris Briand, John Dow, Karen Ewer-Gray, Tim Jennings, Michael Paine, Andy Ware, Ed McGee.

1. Call to Order

Chair Dale Barney called the meeting to order at 7:04 PM.

2. Meeting Minutes Approval & Introductions

A. Meeting Minutes

Schori moved to approve amended minutes from June 12, 2017, seconded by Paquette. All voting attendees approved. Changes to the amended minutes: in the attendee roster move Geraldine Osgood to the Interested Community member section; item 2 second section, change the approval of the May 22, 2017 meeting minutes; in item 2B in the 3rd sentence replace “in” with “for;” item 5B replace Michael with David.

The May 22, 2017 special meeting minutes document was approved by the Board in a motion by Partain seconded by Thurber.

Two motions were distributed in a document by Mike Samson referencing the March 13, 2017 minutes amendments and the December 12, 2016 minutes amendments.

Thurber moved to approve the two motions distributed at the July 10, 2017 meeting, seconded by Samson. The motion was approved by voting members 10-0-0.

3. Clinical Director’s Report

Clinic Director Donna Ransmeier reported that the center has 144 patients registered as of today. Fridays have been the busiest days. Dr. Webber will be full time next week. There is a waiting list for dental services. The staff is doing a great job but there have been issues with the ECW.

Board members who visit MCHC should get a visitor pass and sign the log. There should not be visitor tours that go into patient areas when there are patients present. A privacy agreement will need to be signed by the Board members. Peter Thurber will draft a message on the privacy issue.

4. Medical Director’s Report

David Beaufait gave the medical director report stating that Dr. Webber, the regular medical director will begin full time on July 17, 2017. The staff has received Narcan training and on site doses are in stock. Policies for chronic opioid and stimulant treatment are in final revision and early implementation status. Patients are already requesting a transfer to MCHC for such treatment. Progress is being made toward resuscitation and life support capabilities but some equipment and emergency medications are still needed.

The medical, nursing, and clinical social workers are having difficulty with use of the electronic health record system despite the support of the clinical director and an EHR consultant. It is felt that the ECW is complicated for both doctors and nurses to use effectively while providing patient care. There are many challenges arising with daily use of the system that were not anticipated or explained in the initial training. There is concern that this is creating a high level of stress among the staff and that some clinical staff may

leave MCHC unless rapid improvement occurs. It is recommended that a task force address ECW implementation with the staff so that efficient and effective electronic health record system can be used while providing quality patient care.

Weeknight on-call is currently settled and arrangements are in place. Sharing weekend on-call with other primary care practices on an ongoing basis have been unsuccessful to date with the exception of APD pending further discussion in September. A cooperative agreement is being pursued but if not realized this can become problematic.

Scott Berry requested that David Beaufait send the medical director's report to the members of the Executive Committee.

5. Committee Report Summaries

A. Finance Committee

Mike Samson stated that a financial summary will be given to the entire Board and more in depth financial information will be shared with the Executive Committee. At the end of June there was \$300,000 of cash and it is expected that cash flow will suffice for 4-5 months. The Executive Committee is working to finalize a \$150,000 line of credit from the Mascoma Savings Bank and \$100,000 mezzanine financing from the NH Charitable Foundation. For the next three months focus must be paid to recruiting new patients, implementing spending policies, and establishing metric reports for the Board and staff. It was announced that a \$40,000 USDA grant is available to acquire radiography equipment, which would necessitate the hiring of staff person to operate it. Cardigan Mountain School students are expected to add about 400 new patients in September.

Schori moved to approve the Finance Committee report, seconded by Dolyak. All voting attendees approved 10-0-0.

B. Development Committee

The Development Committee written report was cited. Mike Samson reviewed the upcoming advertising that will be on the radio and in a mass mailer. A few people have volunteered to help register patients and Tim Jennings has helped coordinate registration training. August will be an important month for fund raising.

Thurber moved to approve the development committee report, seconded by Partain. All voting attendees approved 10-0-0.

C. Construction/Building Committee

The Construction/Building Committee and Technology/Equipment Committee will combine to become the Physical Plant Committee. Mostly small issues remain with the building. **Samson moved to approve the Construction/Building Committee report, seconded by Partain. All voting attendees approved 10-0-0.**

D. Technology/Equipment Committee

Most of the equipment has been received but the dental equipment is still to come and a list is to be created of supplies and essential elements needed for storage. Security has been addressed and laboratory equipment is on the premises. The electronic health record system will be addressed. **Paquette moved to approve the technology/equipment committee, seconded by Partain. All voting attendees approved 10-0-0.**

E. Recruitment and Staffing Committee

The Recruitment Committee reported that a dental assistant has been hired and interviews are set up for a dental hygienist. It is expected that the dental clinic can be operational by the end of August or early September.

The credentialing process is ongoing with carriers and currently MCHC is covered with about 80-90% of insurance carriers including Anthem. The Vermont Medicaid Disclosure Form was distributed to staff and Board members to review, sign in blue ink, and return to Scott Berry. There will be patients with insurance that will need to be dealt with when they are presented.

Partain moved to approve the recruitment and staffing committee report, seconded by Samson. All voting attendees approved 10-0-0.

F. Executive Committee

The Executive Committee meeting information was covered by the other committee reports. The Committee is working on operational policies, the ECW system, and preparing for the dental operation. The Executive Committee has lost one member and it was recommended that Tim Jennings become a member of the Committee.

Samson moved to approve Tim Jennings as a new member of the Executive Committee, seconded by Berry. All voting attendees approved 10-0-0.

Samson moved to approve the Executive Committee report, seconded by Paquette. All voting attendees approved 10-0-0.

G. Nominating Committee

There is room for three more Board members and the Board was encouraged to speak with board prospects particularly from Dorchester and Orange and invite them to a board meeting. Fund raising, healthcare background, and staff support are important factors for prospective Board members. The Nominations Committee would follow up by speaking with board prospects.

Samson moved to approve the Nominating Committee report, seconded by Thurber. All voting attendees approved 10-0-0.

6. Other Business

The Board expressed its appreciation for the microscope that was donated to the center by Barbara Dolyak.

7. Executive Session

Thurber moved to approve entering executive session, seconded by Berry. All voting attendees approved.

The Board entered executive session at 8:30 PM.

The Board reconvened the MCHC Board meeting at 8:58 PM (Curtis Paine left the Executive Committee meeting at 8:50 PM).

8. Agreement for Line of Credit

Samson moved to approve the motions 1, 2, 3, 5 as submitted and the amended 4th motion in accordance with the Mascoma Savings Bank letter to establish a \$150,000 line of credit, seconded by Thurber. The motion was approved 9-0-0.

9. Adjournment

Thurber moved to approve adjournment of the meeting, seconded by Partain. All voting attendees approved 9-0-0.

The meeting was adjourned at 9:00 PM.

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Mascoma Community Healthcare
Board of Directors Meeting
Mascoma Community Health Center
August 14, 2017

APPROVED MINUTES

In attendance: Voting Directors: Dale Barney (chair), Scott Berry, Barbara Dolyak, Kris Briand, Tim Jennings, Sean Murphy, Michael Paine, Mary Paquette (treasurer), Christopher Partain (secretary), Curtis Payne, Mike Samson, Alice Schori, Peter Thurber (vice chair). Ex- Officio Director: Dr. Carrie Webber. Clinic Director: Donna Ransmeier.

Interested community members: Geraldine Osgood, Denis Salvail, Philip Salvail, Bruce Shinn. Recorder: Roger Lohr.

Not in attendance: Carolyn Barney, John Dow, Karen Ewer-Gray, Andy Ware, Ed McGee, David Beaufait.

1. Call to Order

Chair Dale Barney called the meeting to order at 7:01 PM.

2. Meeting Minutes Approval & Introductions

A. Meeting Minutes

Schori moved to approve amended minutes from July 10, 2017, seconded by Partain. All voting attendees approved. Changes to the amended minutes: in the attendee roster add Mike Samson and not in attendance was Kris Briand and Carolyn Barney; in item 2A correct spelling of Paquette.

3. Clinical Director's Report

Clinic Director Donna Ransmeier reported that the center has 301 patients registered as of today. There are three candidates for clinical social worker and it is hoped that an assistant medical assistant will be hired this week. The dental and front desk staff will visit the Community Health Center in Lamoille Valley for tips and training.

4. Medical Director's Report

Medical Director Carrie Webber distributed a written report and stated that the center has acquired working ECW templates. Drills for life support services have been conducted. The staff is working on a "no show" and "reminder" policy for the Board to consider. The center has received access to the DHMC database. The dental office will open soon and it is expected that the front desk might need to be staffed.

A written suggestion from Dr. Beaufait regarding the hiring process was read to the Board. Scott Berry reviewed the hiring process for the Board.

5. Committee Report Summaries

A. Finance Committee

Mike Samson stated that the profit and loss statement showed \$50,000 revenue and \$306,000 expense during the period of April-July. The accrued revenue was \$28,000 at the end of July and \$10,000 additional in the first two weeks of August. It is expected that there would be a loss of \$400,000-500,000 for the year. The financial details for July were sent to the Board electronically covering the budget vs. actual for July and year-to-date; profit and loss year-to-date; and the balance sheet.

The Board discussed what type of financial information it would like and what information might be made public. A weekly spread sheet of financial matters would be sent to the Finance Committee and Executive Committee showing for example, the number of patients registered and visiting, accounts receivable, and comparisons between projections and current activity. Forty patients have been registering each week and it is expected to reach 50-60 per week and increase substantially onward.

A1. Mike Samson distributed a document that proposed a change to the Commercial Paper and Stock Tracking Account policy for handling stock donations. **Thurber moved to approve the proposed changes to the handling of stock policy, seconded by Schori. All voting attendees approved.**

The changes to the Commercial Paper and Stock Trading Account (10.6) policy included on item 10.6.1, replace the word “may” with “will,” and add item 10.6.3 with the wording “A receipt will be given to the donor recognizing the market value of the gift as of the date of the gift.”

A2. The Auditor Report document was distributed to the Board and discussed. There were no significant findings by the auditor and some adjustments were made that were highlighted by Mike Samson. Some surveys were given by the auditors to some staff and Board members. **Berry moved to approve the Auditor Report as submitted, seconded by Paquette. All voting attendees approved.**

Thurber moved to approve the Finance Committee report, seconded by Partain. All voting attendees approved.

B. Development Committee

The Development Committee met last week. Mike Samson reviewed the radio advertising that began airing on the radio and a mass mailer promotion sent to residents in the core five towns. Some work is also being done to create a Facebook Page for the center. Eleven people volunteered to help register patients and Tim Jennings helped coordinate training for them that included confidentiality issues. It was suggested that volunteer drivers could transport people to the clinic and perhaps get patient prescriptions. Discussions are underway with a senior center regarding volunteers. It was also suggested that volunteers could reach out to prospective patients through senior centers in the region. Sports physicals could be promoted. Booths at farmers’ markets have been staffed to promote MCHC and there is a MCHC public event kit available to use at such venues. There has been some interest from Plymouth. Mr. Samson stated that there are 38 towns that could be approached and among them are the five core towns, where the promotions are being focused.

It was reported that a Family Planning grant application for \$35,000 has been completed and submitted by Karen Ewer-Gray.

Thurber moved to approve the Development Committee report, seconded by Partain. All voting attendees approved.

C. Construction/Building Committee

The Construction/Building Committee and Technology/Equipment Committee will combine to become the Physical Plant Committee. Mostly small issues remain with the building. Discussions are underway to display artwork in the building. The Board discussed signage and grass blocking visibility on Route 4. **Paquette moved to approve the Construction/Building Committee report, seconded by Schori. All voting attendees approved.**

D. Technology/Equipment Committee

Some of the dental equipment is still coming. Additional supplies, lab, security, hospitality seating, and storage issues are being addressed. The electronic health record system issues are still being addressed. As the equipment is received other grants such as ones for radiography will be applied for. **Schori moved to approve the Technology/Equipment Committee, seconded by Samson. All voting attendees approved.**

E. Recruitment and Staffing Committee

The matters about hiring were covered in the director reports.

Thurber moved to approve the recruitment and staffing committee report, seconded by Partain. All voting attendees approved.

F. Executive Committee

The Executive Committee meeting information was covered by the other committee reports. Scott Berry will be away for a month and Peter Thurber will cover his responsibilities. Karen Ewer-Gray will become the chair of the new Quality and Safety Committee.

Schori moved to approve the Executive Committee report, seconded by Partain. All voting attendees approved.

G. Nominating Committee

There was no report by the Nominating Committee. A new chair for the Nominating Committee will need to be appointed.

6. Other Business

There are discussions about a community health worker working out of MCHC who would do case management work for Medicaid. This will fit well with the center. The Board expressed its appreciation for a sports team sponsorship donated to the center by Barbara Dolyak.

Thurber moved to approve to accept the donation to sponsor a sports teams from Barbara Dolyak, seconded by Partain. All voting attendees approved.

7. Executive Session

Thurber moved to approve entering executive session, seconded by Partain. All voting attendees approved.

The Board entered executive session at 8:20 PM.

The Board reconvened the MCHC Board meeting at 9:00 PM.

8. Adjournment

Paquette moved to approve adjournment of the meeting, seconded by Thurber. All voting attendees approved.

The meeting was adjourned at 9:00 PM.

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Mascoma Community Healthcare
Board of Directors Meeting
Mascoma Community Health Center
September 11, 2017

APPROVED MINUTES

In attendance: Voting Directors: Dale Barney (chair), Kris Briand, Tim Jennings, Sean Murphy, Michael Paine, Mary Paquette (treasurer), Christopher Partain (secretary), Curtis Payne, Mike Samson, Alice Schori, Peter Thurber (vice chair). Ex- Officio Director: Dr. Carrie Webber, Dr. David Beaufait.

Clinic Director: Donna Ransmeier.

Interested community members: Geraldine Osgood, Denis Salvail, Bruce Shinn. Recorder: Roger Lohr.

Not in attendance: Carolyn Barney, John Dow, Karen Ewer-Gray, Andy Ware, Ed McGee.

1. Call to Order

Chair Dale Barney called the meeting to order at 7:02 PM.

2. Clinical Director's Report

Clinic Director Donna Ransmeier reported that the center has 412 patients registered as of today. The Cardigan Mountain School students have begun to come to the facility for physical exams. Scheduling for the dental services is working well and the hygienist also works on Monday when the dentist is not on the premises.

3. Medical Director's Report

Medical Director Carrie Webber reported that Department of Transportation physicals have begun. Doctors are attending clinics regarding the flu. Automated appointment reminder calls have begun. The Board asked if email would be used for appointment reminders and it will require that a patient portal be in operation that could occur perhaps next year. There was also a question about vision care at MCHC and those services may be offered in the coming years.

4. Committee Report Summaries

A. Finance Committee

Mike Samson stated that the financial data details will be reviewed in Executive Session. The financials are being integrated with Quickbooks. The projection is for 1,600 patients by April and it is expected that MCHC will meet that goal. There are 300 patients anticipated from other partners. The dental operation looks good. Analysis of patients, visits, and revenue show that the revenue per patient is higher than anticipated. Breakeven is expected early in the next fiscal year, which is 6-8 months ahead of the projected schedule. Receivables are about 80% of revenue and MCHC is awaiting a grant from the NH Charitable Trust. There is enough cash for two months of operation and a line-of-credit decision is expected soon. There are two other new sources of grant funding and MCHC is still seeking other funding. The financial policies will probably not be implemented until January.

Samson distributed documents regarding the Integrated Delivery Network program concept for Medicare and Medicaid patients. The August 28 letter to express interest in becoming a team member in the IDN Region 1 was cited and the program was explained to the Board. The program would bring \$120,000-\$200,000 per year. IDN appears to be a good opportunity for MCHC for primary care, dental, and behavioral services. Dr. Peter Mason, the IDN Project Director told Mike Samson that MCHC has been accepted. A case manager would be positioned at the MCHC facility to be a liaison among social service agencies for patients. MCHC would be subject to measurable objectives but it would not be micromanaged related to its participation with IDN. The Executive Committee asked the Board to empower it to consider moving forward with IDN.

Concern about IDN and the risks involved with getting involved were expressed. Mike Samson is scheduled to attend a meeting on September 18. He offered to send any Board member the 134 page IDN document for more particulars.

Thurber moved to empower the Executive Committee to continue discussions on the Integrated Delivery Network proposal and it would require Board approval prior to move forward with the IDN program, seconded by Partain. All voting attendees approved 12-0-0.

Samson distributed a document listing insurance companies that are currently credentialed at MCHC and some (Medicaid) are still in progress for credentialing. Samson distributed a document regarding the MCHC Sliding Scale Discount Schedule and asked the Board for approval of the revised schedule.

Thurber moved to accept the Sliding Scale Discount Schedule as submitted, seconded by Partain. All voting attendees approved 12-0-0.

Thurber moved to accept the Finance Committee Report as submitted, seconded by Partain. All voting attendees approved 12-0-0.

B. Development Committee

Tim Jennings reported on the Development Committee activities, which focuses on fund raising efforts, special event support, and patient outreach. A telephone drive was conducted calling 512 names on the pledge cards. There were 149 people reached and 162 messages left but no other results were calculated. A Patient Satisfaction Survey is to be drafted. There will be an envelope-stuffing event this Thursday at 6:00 PM.

Mike Samson reviewed the radio advertising that began airing on the radio and a mass mailer invitation promotion will be sent to 5,400 residents in the core five towns. It was reported that the Valley News will visit MCHC to do a story on the dental practice.

Thurber moved to approve the Development Committee report, seconded by Partain. All voting attendees approved 12-0-0.

C. Building, Equipment and Technology Committee

The Construction/Building Committee and Technology/Equipment Committee will combine to become the Physical Plant Committee. A water drainage issue will be addressed in the front of the facility. The members who will serve on the Physical Plant Committee include Thurber, Jennings, Partain, Ware, and Murphy (chair). **Thurber moved to approve the Construction/Building Committee report, and then dissolve the Building, Equipment and Technology Committees, and establish the Physical Plant Committee, and thank all those who worked on the former committee, seconded by Partain. All voting attendees approved 12-0-0.**

D. Recruitment and Staffing Committee

Three new staff were hired including the dental assistant, dental hygienist, and certified medical assistant. Candidates for the clinical social worker are still being sought.

Samson moved to approve the Recruitment and Staffing Committee report, seconded by Partain. All voting attendees approved 12-0-0.

E. Quality and Safety Committee

The Quality and Safety Committee will be established and stood up with Karen Ewer-Gray as chair and other Board members serving include Kris Briand and Chris Partain. Other Board members are being approached regarding service on this committee. The staff will be integrated in this committee's work as both internal and external issues will be addressed.

Thurber moved to approve the standing up of the Quality and Safety Committee with the participants as reported, seconded by Samson. All voting attendees approved 12-0-0.

F. Executive Committee

The Executive Committee meeting information was covered by the other committee reports. The Bylaws subcommittee will need to initiate efforts on policies, which will be needed for audits. Curtis Payne is the chair of the Bylaws Subcommittee.

Paquette moved to approve the Executive Committee report, seconded by Partain. All voting attendees approved 12-0-0.

5. Other Business

Samson reported that the year-to-date at the end of August revenue was \$91,000 and expense was \$411,000 for a \$319,000 loss. This loss is lower than what was projected in the report last month.

6. Meeting Minutes Approval

Thurber moved to approve the amended meeting minutes for August 14, 2017, seconded by Partain. All voting attendees approved 12-0-0. Changes to the amended minutes: in the "Not in Attendance" list, add Dr. David Beaufait; in item 5A replace \$50,000 "profit" with "revenue."

7. Executive Session

Thurber moved to approve entering executive session, seconded by Partain. All voting attendees approved 12-0-0.

The Board entered executive session at 8:24 PM.

The Board reconvened the MCHC Board meeting at 9:30 PM.

8. Public Meeting

Samson moved to approve a motion to express appreciation to Karen Ewer-Gray for her efforts to apply and secure grants for Family Planning, seconded by Thurber.

9. Adjournment

Paquette moved to approve adjournment of the meeting, seconded by Thurber. All voting attendees approved 12-0-0.

The meeting was adjourned at 9:32 PM.

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Mascoma Community Healthcare
Board of Directors Meeting
Mascoma Community Health Center
October 9, 2017

APPROVED MINUTES

In attendance: Voting Directors: Dale Barney (chair), Kris Briand, Barbara Dolyak, Sean Murphy, Mary Paquette (treasurer), Christopher Partain (secretary), Curtis Payne, Mike Samson, Alice Schori, Peter Thurber (vice chair). Ex- Officio Director: Dr. David Beaufait.

Clinic Director: Donna Ransmeier.

Interested community members: Geraldine Osgood, Denis Salvail, Bruce Shinn. Recorder: Roger Lohr.

Not in attendance: Carolyn Barney, Scott Berry, John Dow, Karen Ewer-Gray, Tim Jennings, Michael Paine, Andy Ware, Ed McGee.

1. Call to Order

Chair Dale Barney called the meeting to order at 7:02 PM.

2. Minutes Approval

Thurber moved to approve the Mascoma Community Health Center meeting minutes for September 11, 2017 as submitted and amended, seconded by Schori. All voting attendees approved 11-0-0.

Changes: in item 4A delete the parenthetical 8 months of operation; in item 4F, the 3rd sentence should be "Curtis Payne is the chair of the By Laws Subcommittee."

3. Clinical Director's Report

Clinic Director Donna Ransmeier reported that the center has 569 patients registered as of October 9. A volunteer is helping with office work twice a week. The DOT physical exams have begun. Scheduling for the dental services is working well as the dentist and the hygienist are fully booked tomorrow. A program for flu shots in schools will be undertaken. It was stated that the center is open to all patients and not intended as a clinic primarily for less advantaged people. It was also stated that it is preferable for patients to call for appointments rather than expect the clinic can accommodate immediate urgent care.

4. Committee Report Summaries

A. Finance Committee

The Finance Committee meeting minutes document was made available. Mike Samson stated that the financial data details will be reviewed in Executive Session. The projection is for 1,600 patients by April and it is expected that MCHC will meet that goal. It is currently growing by about 40 patients per week. Receivables are currently about \$80,000 of revenue. There were 100 dental patients in the first month that dental services were available. Breakeven is anticipated by April and there should be enough cash flow to operate into early next year. Mr. Samson explained the contract with the VA for disability patients.

Thurber moved to accept the Finance Committee Report as submitted, seconded by Partain. All voting attendees approved 11-0-0.

B. Development Committee

The Development Committee meeting minutes document was made available. Mike Samson stated the advertising was aired on the radio and there will be a month off until it is repeated. A mass mailer invitation promotion was sent to 6,000 residents in the core five towns. Various plans to raise \$150,000 of funds were outlined including reaching out to major donors and foundations and seeking volunteers to make calls that would be trained by Mount Cardigan School. There will be an effort to seek gifts from area employers and community organizations. A flash email newsletter would be posted on area list-serves. **Thurber moved to approve the Development Committee report, seconded by Partain. All voting attendees approved 11-0-0.**

C. Physical Plant & Equipment Committee

The Physical Plant & Equipment Committee meeting minutes document was made available. The Physical Plant & Equipment Committee has 5 members and it is reviewing the remaining tasks. WiFi was initiated and will be checked. The committee will meet bimonthly and schedule Saturday work sessions. **Thurber moved to accept, seconded by Partain. All voting attendees approved 11-0-0.**

D. Recruitment and Staffing Committee

Candidates for the clinical social worker will be interviewed this week.

Partain moved to approve the Recruitment and Staffing Committee report, seconded by Thurber. All voting attendees approved 11-0-0.

E. Quality and Safety Committee

The Quality and Safety Committee has started and a building safety review is underway. A Patient Satisfaction Survey has been drafted. **Thurber moved to approve the standing up of the Quality and Safety Committee with the participants as reported, seconded by Samson. All voting attendees approved 11-0-0.**

F. Executive Committee

The Executive Committee meeting minutes document was made available. The Executive Committee has met weekly and information was covered by the other committee reports. The VA contract for disability patient exams was explained and it is currently being evaluated. These exams will be invoiced to a separate organization, which will pay every two weeks. There is no expectation or limitation to the number of VA patients. The Family Planning program was explained and it can bring \$10,000 in each month. The program is operated on a reimbursement method and it would cover lab work and prescription drugs associated with family planning, too. It was felt that the Family Planning program would stabilize some MCHC staff positions. Appreciation was expressed for the work done on Family Planning application by Karen Ewer-Gray and Mike Samson.

Mike Samson moved to authorize Dale Barney to sign the Family Planning program grant, seconded by Alice Schori. All voting attendees approved 11-0-0.

It was reported that Tim Jennings is working on a VA grant application for dental services.

There is a need to create a Health Care Advisory Committee.

Thurber moved to approve the Executive Committee report, seconded by Partain. All voting attendees approved 11-0-0.

5. Other Business

Geraldine Osgood spoke about an individual that she referred to the clinic who was very satisfied. She commended the treatment at the clinic on behalf of elderly people. Mike Samson reported that he also has received positive feedback regarding the clinic primary and dental care.

6. Executive Session

Thurber moved to approve entering executive session, seconded by Partain. All voting attendees approved 11-0-0.

The Board entered executive session at 7:56 PM.

The Board reconvened the MCHC Board meeting at 8:30 PM.

7. Adjournment

Paquette moved to approve adjournment of the meeting, seconded by Thurber. All voting attendees approved 11-0-0.

The meeting was adjourned at 8:42 PM.

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Mascoma Community Healthcare
Board of Directors Meeting
Conference Call Meeting
October 16, 2017

In attendance: Voting Directors: Dale Barney (chair), Tim Jennings, Mary Paquette (treasurer), Curtis Payne, Mike Samson, Peter Thurber (vice chair), Karen Ewer-Gray, Barbara Dolyak, and Andy Ware.

1. Call to Order

Chair Dale Barney called the meeting to order at 6:45 PM.

2. Approval of Line of Credit Documents

Samson reviewed the proposals for a line of credit from Mascoma Savings Bank and the New Hampshire Charitable Foundation. The consensus was that the lines of credit were essential to manage accounts receivable. Motion by Mike Samson to authorize Dale Barney and/or Pete Thurber to execute the necessary documents including any and all documents needed to close loans for an operating line of credit. Second by Tim Jennings. Unanimous approval by 9 voting directors.

3. Adjournment

Paquette moved to approve adjournment of the meeting, seconded by Thurber. All voting attendees approved 9-0-0.

The meeting was adjourned at 7:12 PM.

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Mascoma Community Healthcare
Board of Directors Meeting
Mascoma Community Health Center
November 13, 2017

APPROVED MINUTES

In attendance: Voting Directors: Dale Barney (chair), Barbara Dolyak, Tim Jennings, Sean Murphy, Mary Paquette (treasurer), Christopher Partain (secretary), Michael Paine, Mike Samson, Peter Thurber (vice chair). Ex- Officio Director: Dr. David Beaufait.

Medical Director: Carrie Webber.

Interested community members: Geraldine Osgood, Denis Salvail, Bruce Shinn. Recorder: Roger Lohr.

Not in attendance: Clinic Director: Donna Ransmeier, Board members Carolyn Barney, Scott Berry, Kris Briand, John Dow, Karen Ewer-Gray, Curtis Payne, Alice Schori, Andy Ware, Ed McGee.

1. Call to Order

Chair Dale Barney called the meeting to order at 7:05 PM.

2. Minutes Approval

Samson moved to approve the Mascoma Community Health Center Board meeting minutes for October 9, 2017 as submitted and amended, seconded by Dolyak. All voting attendees approved 10-0-0.

Changes: in item 6 replace the time that the Board reconvened as 8:30.

3. Clinical Director's Report

Medical Director Carrie Webber reported for the Clinical Director stating that the center now has 767 patients registered as of November 13. There were 610 on October 16 and 724 on November 8. A part time (10 hours per week) patient service representative was hired and a per diem RN was hired. The staff is getting more comfortable with the computer system. A patient satisfaction survey will be conducted.

4. Medical Director's Report

The staff is readying for the family planning program. The telephone system is improving.

5. Dental Director's Report

The dental operation has been very busy and the staff is doing well. Board meeting attendee Bruce Shinn reported that he had a good appointment experience with the dentist and that the operation was very professional.

6. Committee Report Summaries

A. Finance Committee

The Finance Committee document was made available. Mike Samson stated that the financial data details will be reviewed in Executive Session. The lions share of the accounts receivables are coming in at 30 days with about \$6,000 at 60 days. The dental revenue is deceiving because 53% of billables were written off in September and October. The minimum dental visit charge will be increased from \$10 to \$20 and this will decrease the billables to 26%, which is closer to expectations.

MCHC will be working dental service partnerships with the NH Health and Human Services and Ottaquechee Health. The Veterans Disability program has 320 patients. These programs get paid on a reimbursement basis. The visits per patient is 20% below forecast but the revenue per patient is 33% higher than forecast. Medicare and Medicaid represent 51% of patients at MCHC. While the clinic has developed somewhat of a persona that it is only for disadvantaged people, more than 40 insurance companies are accepted including 5 dental insurance companies.

It is expected that MCHC will attain break even status in the April-June time period, when it should have 1,500-1,600 patients. The dental operation is above projections and should help finances but there is a need

to do fundraising to bolster cash flow. **Paquette moved to accept the Finance Committee Report as submitted, seconded by Partain. All voting attendees approved 10-0-0.**

B. Development Committee

The Development Committee document was made available. Tim Jennings stated that the focus is going from patient outreach (events, advertising) to fundraising. There was a training session done by the Mount Cardigan School development contact. There will be an effort to raise \$75,000 by the end of December seeking gifts from individuals, area employers, and community organizations. **Thurber moved to approve the Development Committee report, seconded by Partain. All voting attendees approved 10-0-0.**

C. Physical Plant & Equipment Committee

The Physical Plant & Equipment Committee document was made available. The Physical Plant & Equipment Committee is reviewing various tasks at the center. WiFi reception has been improved. The center has developed a protocol for power outages and will seek a grant to acquire a generator. The committee will meet twice each month. **Thurber moved to accept, seconded by Partain. All voting attendees approved 10-0-0.**

D. Recruitment and Staffing Committee

The search continues for the clinical social worker. Up to now, the candidates that have interviewed for the position would require supervision because they do not have the necessary experience. A recruitment tool will be used to find more behavioral health professionals to be considered for the position. The newly hired staff includes the part time front office position and the per diem nurse.

Partain moved to approve the Recruitment and Staffing Committee report, seconded by Jennings. All voting attendees approved 10-0-0.

E. Quality and Safety Committee

The Quality and Safety Committee has started and a building safety review is underway but the Executive Committee will consider the logistics of this committee. **Dolyak moved to approve the Quality and Safety Committee report, seconded by Partain. All voting attendees approved 10-0-0.**

F. Executive Committee

The Executive Committee document was made available. The MSLA and family planning partnerships are gearing up. There was an RFP for funds from the AG's office regarding the Veterans' assistance program for dental services at MCHC and the center is awaiting a determination on the application. Policies will have to be developed focusing on staff relations and EHR prescribing.

Samson moved to approve the Executive Committee report, seconded by Partain. All voting attendees approved 10-0-0.

7. Other Business

Mike Samson requested the Board authorize him to view MCHC bank account information.

Thurber moved to approve authorizing Mike Samson to view MCHC bank information, seconded by Dolyak. All voting attendees approved 10-0-0.

8. Executive Session

Thurber moved to approve entering executive session, seconded by Dolyak. All voting attendees approved 10-0-0.

The Board entered executive session at 8:40 PM.

The Board reconvened the MCHC Board meeting at 9:10 PM.

Samson moved to approve the meeting minutes where the signing for credit and NH Charitable Foundation applications occurred, seconded by Dolyak. All voting attendees approved 8-0-1 (Paine abstained).

9. Adjournment

Dolyak moved to approve adjournment of the meeting, seconded by Partain. All voting attendees approved 9-0-0.

The meeting was adjourned at 9:10 PM.

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Mascoma Community Healthcare
Board of Directors Meeting
Mascoma Community Health Center
December 11, 2017

APPROVED MINUTES

In attendance: Voting Directors: Dale Barney (chair), Scott Berry, Kris Briand, Tim Jennings, Mary Paquette (treasurer), Christopher Partain (secretary), Michael Paine, Curtis Payne, Alice Schori, Mike Samson, Peter Thurber (vice chair). Ex- Officio Director: Dr. David Beaufait; Clinic Director: Donna Ransmeier; Interested community members: Bruce Shinn. Recorder: Roger Lohr.
Board members not in attendance: Carolyn Barney, Barbara Dolyak, John Dow, Karen Ewer-Gray, Sean Murphy, Andy Ware, Ed McGee.

1. Call to Order

Chair Dale Barney called the meeting to order at 7:12 PM.

2. Minutes Approval

Thurber moved to approve the Mascoma Community Health Center Board meeting minutes for November 13, 2017 as submitted, seconded by Paquette. Approved 9-0-1 (Schori abstained).

Thurber moved to approve the Mascoma Community Health Center Board Conference Call meeting minutes for October 16, 2017 as submitted and amended, seconded by Paquette. Approved 10-0-0.
Replace bline with "line."

Executive session meeting minutes will be approved later in the meeting.

3. Clinical Director's Report

Clinical Director Donna Ransmeier reported that the MCHC now has 891 patients registered as of December 11. There were 610 on October 16 and 724 on November 8. The deliverables (such as training) for the Family Planning program are done. The backlog for patient records continues to be worked on and in some instances patients are being contacted to complete the information needed. An additional per diem well-qualified nurse joined the MCHC staff to give the existing nurses some schedule flexibility. The school district superintendent visited the clinic and collaboration with MCHC such as giving students MCHC information to bring home is welcomed.

Clinical Director Donna Ransmeier gave the Medical Director's Report and Dental Director's Report. Dr. Webber has trained for the Family Planning program and appointments can be started for the veteran program. The staff is getting regular tips on the electronic health records (EDW). The Board discussed a recent substantial financial penalty applied to EDW and alternatives available if the company goes out of business.

The dentist has also trained for the veteran program. There have been 288 patients seen and about half of them are both medical and dental patients. Many of the dental patients are using the sliding scale even though the operation accepts all the dental insurance. The dental operation lost 54% of revenue due to the sliding scale and the Board has doubled the minimum fee to help alleviate the fiscal impact. The medical side at MCHC is seeing 5-6% of the patients using the sliding scale comparatively.

4. Committee Report Summaries

A. Finance Committee

Finance Committee documents were made available to the Board. Mike Samson stated that the financial data details will be reviewed in Executive Session. It is still expected that MCHC will attain break even status in the April time period, when it should have 1,500-1,600 patients. The cash flow is being watched as growth continues. The payables have been extended to the full due dates. The number of dental patients is climbing more significantly than projected and many dental patients are taking advantage of the sliding scale. The higher minimum dental fees should help address the cash flow situation. A member of the public

has offered a promissory note for \$75,000 at no interest and the related document was distributed to the Board. Receivables (mostly 60 days) are currently \$120,000 and they are expected to grow to \$180-200,000.

Thurber moved to approve that the MCHC minimum fee used with the sliding scale would be \$20.00, seconded by Schori. All voting attendees approved 10-0-0.

Thurber moved to approve the Promissory Note and Board signatories as presented to the Board at the December 11, 2017 MCHC Board meeting, seconded by Samson. All voting attendees approved 10-0-0.

Thurber moved to accept the Finance Committee Report as submitted, seconded by Paquette. All voting attendees approved 10-0-0.

B. Development Committee

The Development Committee report was made by Tim Jennings and Mike Samson, who reported that the \$75,000 loan was secured and \$97,000 was raised in donations. Another \$17,000 of donations have been pledged and not received and \$55,000 of additional donations are expected. The Mount Cardigan School has made advance payments of about \$15,000. A total of \$280,000 is the amount of cash desired.

Volunteers are establishing a donor database and identifying additional prospective donors. A strategy for a longer term campaign to consider equipment acquisitions will be developed. A volunteer is needed to lead the patient outreach effort, which has been in a lull for the last month or two. Samson asked for a volunteer to staff the "Christmas in Canaan" event and Alice Schori volunteered.

The Board discussed interest in developing petition warrant articles in the five towns serviced by MCHC. There are political and image issues associated with such an effort as MCHC is trying to avoid the perspective that it is only intended for indigent populations. The warrant article semantics could incorporate the rate of patients taking advantage of the MCHC sliding scale and each of the towns' warrant article processes would need to be investigated.

Samson reported that the radio advertising is starting again and there are efforts on Facebook and via the direct flash email, which has about 600 recipients. **Thurber moved to approve the Development Committee report, seconded by Samson. All voting attendees approved 10-0-0.**

C. Physical Plant & Equipment Committee

The Physical Plant & Equipment Committee report document was made available. The first computer system backup was blown in the power outage and surge but the second backup worked. The center has undergone winter preparedness and developed a protocol for power outages. A small generator was loaned to MCHC to protect the vaccines and lab supplies. The Board acknowledged the efforts to display the wreath on the facility expressing appreciation to Donna Reismeier and Dr. Gardner. **Paquette moved to accept the Physical Plant & Equipment Committee report, seconded by Samson. All voting attendees approved 10-0-0.**

D. Recruitment and Staffing Committee

A candidate for the clinical social worker who has worked in the Upper Valley will be interviewed at the facility next week. The Recruitment and Staffing Committee will transition to the Human Resources Committee. **Thurber moved to approve the Recruitment and Staffing Committee report, seconded by Samson. All voting attendees approved 10-0-0.**

E. Quality and Safety Committee

The Quality and Safety Committee needs to assign a new chair and be revitalized. **Samson moved to approve the Quality and Safety Committee report, seconded by Schori. All voting attendees approved 10-0-0.**

F. Executive Committee

The Executive Committee document was made available. The USDA loan dispersal is nearing its end and directors will be looking ahead regarding capital equipment needs. There is about \$15,000 remaining in the loan. A generator and radiology equipment are needed and they could be earmarked for donations and/or funded by grants. Samson stated that smaller USDA loans may be available (\$15-20,000).

The Executive Committee includes Scott Berry, Peter Thurber, Tim Jennings, Mike Samson and Karen Ewer-Gray. **Schori moved to approve the Executive Committee report, seconded by Samson. All voting attendees approved 10-0-0.**

5. Other Business

Dr. Beaufait requested the Board discuss his involvement in the Executive Session as an ex-officio non-voting board member.

6. Executive Session

Thurber moved to approve entering executive session, seconded by Samson. All voting attendees approved 10-0-0.

The Board entered executive session at 8:30 PM.

The Board reconvened the MCHC Board meeting at 9:24 PM.

Thurber moved to approve that ex-officio MCHC board member Michael Paine become a full MCHC board member, seconded by Berry. All voting attendees approved 9-0-1 (Paine abstained).

Thurber moved to approve the MCHC Executive Session meeting minutes for August 14, 2017, September 11, 2017, and October 9, 2017 as submitted, seconded by Samson. Approved 10-0-0.

7. Adjournment

Thurber moved to approve adjournment of the meeting, seconded by Paquette. All voting attendees approved 10-0-0.

The meeting was adjourned at 9:25 PM.

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