

Board of Directors Meeting Approved Minutes
Saturday, September 19, 2009
10:00 AM BIRHC Community Room

Present – Board Members – Sandra Birdsall, Denny Cook, Brad Grassmick, Larry Hansz, Pete LoDico, Rick Speck, Don Spencer, Connie Wojan

Staff – Donna Kubic, Managing Director

Absent: Jean McDonough, Sarah McCafferty

Guests – Elaine West, Bill Cashman, Angel Welke, Joan Vyse

I. Call to Order & Welcome

Connie Wojan called the meeting to order at 10:00 AM, welcoming all board members present, and guests in attendance.

II. Introduction Martha Lancaster, Executive Director, Char Em United Way.

Donna Kubic introduced Martha Lancaster, Executive Director, Char Em United Way. Donna report that 14 island residents have had physicals, EKG's and blood work done with the grant funds. Donna said, thank you again for granting these monies to encourage people who would not have come into the clinic for routine care in these hard times. Martha introduced a video which explained the mission of Char Em United Way.

III. Review, revisions to agenda

No revisions

IV. Review, revisions and approval of minutes

Motion to approve the minutes of the July 18th and August 28th, 2009 Board Meeting as presented (Grassmick/Hansz) approved unanimously.

V. Financial

A. Financial reports presentation & discussion

Rick Speck reported on the financial statement. Overall budget is below by 7% or 8%.in expenditures from what is budgeted for spending. There is a discrepancy in the reporting of patient revenue on the handout. Mary Cook uses the accrual system. Patient income is overstated and is at \$114,449 and not \$135,000.00 as presented. Motion to approve Financial Report (Cook/Grassmick) approved unanimously.

VI. Committee Reports

A. Legislative Committee Report

Sandy Birdsall reported the Legislative Committee met once and discussed:

- 1) What would it take to become a FQHC.
- 2) EMS ambulance charges.
- 3) Higher billing at the health center for stabilizing procedures and 4) developing a network of island representatives.

B. Building Maintenance

Denny Cook informed the board that the automatic reset for the electric did not work and Gerry had to reset the controls in the ceiling again. Mike Deuhr came and

indicated that this should not happen again. The main air conditioner unit was out for a few months. Roberts John's service repaired the unit. Don Spencer reported that 7 of the 8 windows down the middle of the building have failed. The windows have a 10 year warranty but the labor is not included. An estimate of \$1,600.00 to replace the 7 windows has been received. Motion to authorize the Maintenance Committee to proceed with replacing all 8 windows. (Hansz/Wojan) approved unanimously. One window in the Community Center Room also will be replaced.

VII. Operations Report

A Summary of Activities, Statistics. Donna Kubic's operational report is attached.

VIII New Business

A. Sarah McCafferty resignation

Connie Wojan praised Sarah's performance as a board member recognizing her excellent meeting attendance and willingness to volunteer for board projects. Motion to accept letter of resignation from Sarah McCafferty with regret. (Hansz/Grassmick) unanimously approved. Connie mentioned this now puts the board at a nine, its minimum as specified in the by-laws.

B. Officer Nominating Policy

There was a discussion of the Nomination of Officers policy written by Larry Hansz. Motion to adopt the Nomination of Board Officers Policy with Choice A under procedure." The President of the Board will appoint a nominating committee consisting of at least two current Board members. (LoDico/Hansz) unanimously approved.

C. Explore further affiliation with NMRH

There was a discussion about approving the agreement with NMRH. (copy attached). The board agreed to approve the agreement as presented with the following modifications:

1. The Parties agree to proceed with the goals of: (A) determining whether the Potential Affiliation should occur, and Presenting their findings making recommendations to their respective governing bodies in that regard no later than March 20, 2010 October 31, 2009; and (B) if the Parties determine that the Potential Affiliation should occur, reaching agreement as to the terms of the Potential Affiliation and consummating an arrangement not later than December 31, 2009
2. Term of Agreement. This Agreement shall remain in effect until March 20, 2010 November 30, 2009 unless extended by mutual written agreement of the Parties; provided, however, that either Party may terminate this Agreement, with or without cause, or such termination shall be effective immediately upon receipt of written notice of termination by the other Party.
3. Motion to accept Agreement to Explore Potential Affiliation with changes (Grassmick/Hansz) unanimously approved. The board then discussed the membership of the task force committee specified in the agreement. It was decided

that it should have a total of seven members as follows: Don Spencer, Larry Hansz, Sandy Birdsall, Brad Grassmick and Donna Kubic as Chair, and two members from the community, Anne Glendon and Angel Welke. Denny Cook and Jean McDonough were appointed as alternates. Denny Cook brought up the issue that three veteran members of the board would be term limited off the board before the agreement was finished. The board decided to consider the issue of modifying the by-laws to allow these board members to stay on the board beyond January 2010 at the November Meeting.

D. Fund raising Suggestion

Tabled to the next

IX. Old Business

A. Recruitment of New Board Members

Larry Hansz reminded the board again to solicit new board members.

B. Raffle Update

Connie reported the car raffle made \$24,000. 28 less tickets were sold but the car was less costly. Connie mentioned Sally Loundsberry, Joe Reed, Lenore Jacobson and Rod Nackerman helped to sell tickets. Sandy Birdsall and Lenore made phone calls to people at the last minute reminding them that they had not purchased a ticket.

C. Update Charity Golf Outing

Sandy Birdsall reported on the Charity Golf Outing. \$6,400 was made. Individual thank you letters were mailed out. John Works has indicated he would like to host another charity golf outing next year. Connie thanked Sandy for her work on this successful event.

D. Policy on posting unapproved minutes

Motion to rescind prior action and to send unapproved minutes to Joe Moore for publication on his website on the date the Open Meetings Act requires them to be available electronically by pdf file. (Birdsall/Spencer) unanimously approved.

X. Next Board Meeting dates

November 21, 2009

XI. Public Comment

There was no public comment.

XII. Adjournment

Motion to adjourn at 12:30 p.m. (Spencer/Cook) approved unanimously.

Respectfully submitted,

Connie Wojan, President
Sandra Birdsall, Secretary
Donna Kubic, Managing Director