

## **Board of Directors Approved Annual Meeting Minutes**

**Saturday, January 29, 2011**

**9:00 AM BIRHC Community Room**

**Present** – *Board Members* – Denny Cook, Brad Grassmick, Terry Keyes, Pete LoDico, John Martin, Rick Speck, Don Spencer, Connie Wojan, John Works

Absent- Carol Gillespie, Sandra Birdsall,

*Staff* – Donna Kubic, Managing Director; Deb Plastrik, Administrative Assistant

*Guests* – Bill Cashman, Gerald LaFreniere, Adam Richards, Elaine West

### **I. Call to Order & Welcome**

Connie Wojan called the meeting to order at 9:10 AM.

### **II. Revisions to the Agenda**

The Board moved on to Old Business as the NMRH representatives had not arrived on the island yet.

#### **A. Dr. White Contract Update**

Connie Wojan reported that the Board's legal counsel had authorized signing the contract with one change: the 30 days notice clause would be changed to 60 days and upon receipt of Dr White's Schedule C.

#### **B. COA Contract**

Donna and Connie Wojan reported that the COA contract was ready for signature. The dollar amounts had been added. **Motion to approve the COA contract (attached) (Keyes/Grassmick) unanimously approved. New president will sign.**

### **III. New Business**

#### **A. Executive and Finance Committee Recommended Policies**

Don Spencer reported that he had drafted two policies for board consideration. Anne Glendon then joined the meeting via speakerphone. Connie and Anne both recommended that all policies be re-evaluated on an annual basis.

Executive Committee Policy: John Martin suggested that all board members be invited to evaluate the Managing Director. Don Spencer said that he has in the past asked the officers for their evaluations and then presented a composite to Donna Kubic in a one-on-one setting.

Finance Committee Policy: Don Spencer read the draft. Connie Wojan said that the board does not approve policies at the meeting at which they are introduced, but that the board could approve them pending legal review. **Motion to approve Executive and Finance Committee Policies pending legal review (Martin/LoDico) unanimously approved.**

### **IV. Operations Report**

Donna Kubic reported that the administrative assistant job description was in the packet. She said that she, Mary Cook and Deb Plastrik would participate in the Gift works webinar on Feb. 2 or Feb. 3 and that the software would then be ordered. The board urged Donna to purchase the

upgrade to include capacity for both island and permanent residence addresses. Donna further reported that she would proceed with a grant application for the Senior Help Mate funds from Char-Em United Way. Connie said that the CCCF had a March 1 deadline for funds that the Senior Help Mate program could also apply for.

**V. Appointment of Raffle Chairman**

Connie Wojan said that the chairman did not have to be a board member and that she would be willing to serve in that capacity, as the work needs to begin soon. **Motion to appoint Connie Wojan as raffle chairman (Keyes/Cook) unanimously approved.**

**VI. Presentation by Northern Michigan Regional Healthcare**

Reezie DeVet and Jim Flickema joined the group at 9:40 AM. Jim Flickema noted that the path to the agreement had started in 2009. Reezie DeVet said that the packet included three components: Master Outsourcing Agreement; Business Associate Addendum and Letter of Agreement. Training for staff, IT assistance, grant-writing aid and telemedicine appointments are all possibilities for future collaboration. **Motion to approve agreement with Northern Michigan Regional Healthcare (Martin/Spencer) unanimously approved.** Anne Glendon recommended that a joint press release be issued and perhaps an event in May or June to celebrate the agreement. Reezie DeVet, Donna Kubic and Connie Wojan signed the agreements. Connie thanked Reezie and Jim for coming to the meeting.

**VII. Charlevoix County Community Foundation Quarterly Fund Reports**

The board reviewed the 2010 Endowment Fund and Special Project Fund reports from the CCCF. (attached).

**VIII. Car Raffle Agreement**

Agreement attached; no board action required.

**IX. Recognition of Brad Grassmick and Don Spencer**

Connie thanked retiring board members Brad Grassmick and Don Spencer for their work for the BIRHC during the construction of the building. Brad has served the board since 2009 and Don has served longer than Connie herself, she said. Both were presented with plaques honoring their service.

**X. Nominating Committee Report**

John Works reported that the committee had interviewed three persons for the three positions on the board and nominated: Gerald LaFreniere, Jeff Powers and Adam Richards. **Motion to accept the recommendations of the Nominating Committee (Works/Wojan) unanimously approved.**

**XI. Re-election of Board Members**

John Works reported on the recommendations of the nominating committee. Denny Cook, Terry Keyes and John Martin were nominated for re-election to full terms on the board. **Motion to accept the recommendations of the Nominating Committee (Works/Martin) unanimously accepted.** The board will consider how to stagger the terms of members elected today at a future meeting. Connie Wojan was selected as chairman pro tem until election of officers later in the agenda.

**XII. Recognition of Connie Wojan**

Pete LoDico and Rick Speck honored Connie on behalf of the board, citing her steadfast dedication to the BIRHC and her willingness to do anything, even weeding the gardens. A plaque was presented to her by the board. Connie said that it had been a very rewarding experience.

**XIII. Election of Officers**

Connie Wojan said that the Nominating Committee had considered five interested individuals and was making recommendations, but that nominations could also be made from the floor.

Recommendations as reported by John Works: **Denny Cook, president; Motion to accept recommendation (Works/Keyes) unanimously accepted. John Martin, vice president; Motion to accept recommendation (Works/Keyes) unanimously accepted. Rick Speck, treasurer; Motion to accept recommendation (Works/Keyes) unanimously accepted.**

John Works stated that Sandy Birdsall and Gerald LaFreniere had both indicated willingness to serve as secretary. **From the floor, Rick Speck nominated John Works, seconded by Denny Cook. unanimously accepted.**

**XIV. Set Meeting Dates for the Year**

Denny Cook listed meeting dates, third Saturday of every other month, starting at 10 AM March 19, 2011; May 21, 2011; July 16, 2011; September 17, 2011; November 19, 2011

**XV. Committee Assignments**

Committees may include individuals who are not on the BIRHC board. Denny Cook presiding, the following committees were formed:

Executive Committee: under by bylaws, formed of officers of the board.

Medical Services and Quality Assessment and Performance Improvement Program Committee: Gerald LaFreniere, Carol Gillespie, Brad Grassmick, Adam Richards

Finance Committee: Sandy Birdsall, Denny Cook, Jeff Powers, Rick Speck, Don Spencer

Resource Development and Marketing Committee: Brad Grassmick, Terry Keyes, John Martin, Adam Richards, Connie Wojan, Anne Glendon will also be invited

Building Maintenance Committee: Denny Cook, Gerald LaFreniere, John Works

**XVI. Public Comment**

**XVII. Motion to Adjourn**

**Motion to adjourn at 11:30 AM (Works/Cook) unanimously approved.**

Respectfully submitted,

Deb Plastrik, Recording Secretary