

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