

SUSQUEHANNA COMMUNITY HEALTH AND DENTAL CLINIC, INC.
BOARD OF DIRECTORS MEETING MINUTES
January 25, 2022 5:30 PM

PRESENT: Jean Myers, Board Vice-Chair; Chris Ebner, Board Secretary; Max Houseknecht, Jr., CFO; Barb Wool, Director of Clinical Operations; and Jim Yoxtheimer, President & CEO (ex-officio)

PRESENT VIA ZOOM: Dr. Ralph Kaiser; Joshua Warfel; Austin White; Abbey Eschbach; Shantay Hall; Barb Vanaskie; and Rev. Velinda Smith

Excused: Kim Wetherhold and Rick Wyatt

QUORUM MET

I Call to Order, Mission Statement, & Invocation

Jean Myers, Board Vice-Chair, called the meeting to order at 5:30 PM, read the mission statement, and offered an invocation.

II Mini-Educational Session: Conflict of Interest Statement/Standards of Conduct

Jim began the mini-educational session indicating that it is required by HRSA that board members as well as senior management to annually sign the Conflict of Interest statements. One particular standard of conduct that would relate to board members could be the following scenario: Board members should not see private patient information; management does its best to keep that information out of the board materials. However, if patient information would be accidentally provided to the board, it would be the board's responsibility to keep it confidential. Another responsibility of board members is to not share business information, for example, information pertaining to renting space, acquiring property, or any legal challenges that may arise. The Center, as an organization, cannot support any particular political candidates. The board does prohibit harassment and supports diversity and inclusion. The board helps management comply by reviewing policies each month. Jim reported that the Center does have an Ethics/Compliance Officer, Karla Sexton. If any board member becomes aware of something they feel is noncompliant please reach out to Karla or Jim. Management is responsible for maintaining compliance with HRSA.

Jim briefly discussed the Conflict of Interest statements. To keep everyone in compliance, the forms are handed out in January for everyone to complete at the same time. The board was asked to please review, sign, and return the form to Trudy as soon as possible. Jim provided examples of items that would or would not be conflict of interests for board members.

Austin explained that the board has two duties, a Duty of Care and Duty of Loyalty. Duty of Care means that a director makes reasonable inquiry and act as if it is their own business. Duty of Loyalty means a director does not put their personal interest above the business; the business is always to be first, and a director should always consider the effect on the community and employees first. A director is entitled to rely in good faith on information presented by management when making decisions for the organization. This documentation includes financial statements that were prepared or presented by employees of the organization so long as a director exercises a duty of care.

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III CEO Update

a. CEO Report: Jim highlighted the following information from his CEO Report:

- River Valley Health and Dental was one of five FQHC's in Pennsylvania to have been selected for advanced federal distribution of antiviral medication. The availability of these medications will have a profound impact on our patients suffering from severe COVID symptoms.
- The administration of COVID testing and immunizations continued to be demanding on the nursing staff. The Center has tested approximately 8,700 individuals and administered over 15,500 vaccines including approximately 325 vaccines for children aged five to thirteen.
- The Center recently received over 1,300 at-home COVID test kits from HRSA. The Center created a distribution plan that involves cooperation with two community sites, West End Community Center and Firetree Place. It is hoped for the Center to be able to reorder more kits and expand the network.
- From the Annual Appeal that was sent out the end of 2021, the Center had seven unique donors who contributed \$1,300. Raise the Region, the regional on-line fundraising event, will be March 9 and 10 this year.
- Reminder: The National Association of Health Centers is offering a "Board Member Boot Camp" on Sunday, February 13. Any board members interested in attending virtually were to let Jim or Trudy know.

b. Dashboard: Barb Wool reported the highlights of the Dashboard as follows:

- **Operational Indicators:** Barb reported that visits were under budget for the month but still 1,000 visits over last year. Senior Management continues to meet weekly to mitigate capacity concerns. Chiropractic Services Group, the company the Center contracts with for chiropractic services, has been involved with the marketing focus in the chiropractic department. New patient visits were 245 for the month of December.
- **Clinical Quality Measures:** Initial reporting on the UDS showed that the Center has met seven of the goals for the 2021 year. The QA Workgroup has chosen new metrics to focus on for the 2022 calendar year. The Center had been focusing on the high blood pressure measure. Ways to improve compliance included sending the Community Health Worker to patient homes to help manage their blood pressure. Another measure of focus is diabetic patients who need medication for high cholesterol.

Barb reported that the Center has stock of the antiviral medication for COVID. This medication is similar to Tamiflu for the flu. The Center is awaiting clarification on how to prescribe the medication.

IV Financial Report

The highlights of the financial report were reviewed for December 2021, as were set forth in the summary provided to the board, which is hereby incorporated for all purposes herein. Max reported that for the month of December there was an excess of expenses over revenues of \$147,634 which takes the YTD excess of expenses over revenues to \$158,851. Patient revenue

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for the month was under budget by \$100,382. Expenses were over budget by \$114,081. Factoring out the grant related expenses, expenses were over budget by \$2,742.

Balance sheet highlights show the Medicaid settlement receivable was at \$680,587, a decrease over the prior month of \$140,107 due to CCBH payments. Medicaid settlement payable was \$725,652 which was a decrease from the prior month of \$32,449. The super money market fund had no transfers for the month of December. Total cash in the operating accounts at month-end was \$1,295,884.

Net Days in A/R was 29. Days Cash on Hand increased to 39.48. Current Ratio was 1.44

Motion #1 Chris Ebner made the motion to approve the December 2021 Financial Report. Dr. Ralph Kaiser seconded the motion. The motion passed unanimously.

V Quality Assurance/Quality Improvement Report

Barb Wool reported that several Reproductive Health policies needed revisions to comply for a site visit from Family Health Council. Family Health Council is the organization that the Center receives grant dollars for family planning services.

The Committee also recommended Board approval of the 2022 Training Plan which lists all the mandatory and elective staff trainings for the year.

VI PR, Marketing, & Fundraising Report

Jim indicated that the committee discussed advertising efforts including involvement with local TV stations. February is National Children's Dental Health Month and staff has been planning events for the kids for when they come in for their dental appointments.

Jim reported that a COVID vaccine clinic has been scheduled with live coverage from a local radio station. It is hoped that the extra publicity by Let's End Covid would draw people in to receive their vaccine.

It was reported that the new Instagram coordinator, Barb Wool, has been working hard to have a greater social media presence on Instagram. The Instagram account has increased from 9 followers to 59 followers since she has started with that project.

Raise the Region, the annual online fundraising event will be March 9 – 10. More information will be sent to board members as it approaches. Raise the Region has consistently brought in \$5,000 - \$6,000. Discussion was also held by the committee regarding the possibility of a capital campaign to aid in the acquisition of the plaza.

The committee discussed the possibility of a significant fundraising event for the 2022 calendar year. It was decided that any fundraising event should be "pandemic friendly" to avoid large groups of people. The committee asked for suggestions or ideas from the board. Shantay added that board support is always welcome.

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VII Consent Agenda

Board of Directors Meeting Minutes, December 2021; Quality Assurance/Quality Improvement Meeting Minutes, January 2022; and PR, Marketing, & Fundraising Meeting Minutes, January 2022

Motion #2 Dr. Ralph Kaiser made the motion to approve the Consent Agenda as presented. Austin White seconded the motion. The motion passed unanimously.

VIII Old Business

a. Noncompeting Continuation (330 Grant): Jim reported the application was submitted for the Noncompeting Continuation 330 Grant. To date, no word has been forthcoming, but management sees no concerns in its acceptance.

b. SBA Loan Opportunity: Jim reported that the Center was approved for the full \$2 million. Management is now waiting on clarification as to how the funds can be expended. No doubt, a special meeting may be needed at some point for discussion on moving forward with the loan opportunity.

IX New Business

a. Conflict of Interest Statements: Each board member was asked to review, sign, and return the annual Conflict of Interest statements to Trudy as soon as possible so as to be in compliance with HRSA guidelines.

b. Fee Schedule: Max reviewed the proposed new Fee Schedule in the packet. He began by indicating that the fee schedule was reviewed in 2021 but the board chose not to increase fees at the time. One of HRSA's requirements is that the fee schedule be evaluated annually to ensure that the Center stays consistent with other providers in the service area. The Center utilizes a software solution to obtain information from other providers and compare to our fee schedule. It has been the goal to keep the Center's fee schedule within the 50th – 80th percentile of fees throughout the service area. Management has proposed, on average, a 14% increase in dental fees and 9% increase in medical fees.

Motion #3 Josh Warfel made the motion to approve the new Fee Schedule. Chris Ebner seconded the motion. The motion passed unanimously.

c. Financial Control Policy Manual Update: Max reported that, according to HRSA guidelines, the Financial Control Policy Manual is required to be reviewed twice per year. Max reviewed the summary of changes provided in the packet. He began by indicating changes were made throughout the manual to change job titles that recently changed with the approval of the Organizational Chart. A new title was added for Chief Operating Officer (COO) to be added as an additional signatory for check signing once a treasurer is obtained for the board.

Max reported the biggest policy addition was related to Good Faith Estimates. The purpose of this policy and procedure is to establish how SCH&DC ensures that its patients are not subject to "surprise medical bills". The Patient Financial Service team started providing these estimates January 1. On average, the team has been completing five – ten per week. Phase II is expected

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to roll out in 2023 to include Good Faith Estimates on any service including services we refer patients to, for example, laboratory or radiology services.

Motion #4 Dr. Ralph Kaiser made the motion to approve the recommended revisions to the Financial Control Policy Manual. Abbey Eschbach seconded the motion. The motion passed unanimously.

X Adjournment

With no further business to be discussed, Jean Myers, Board Vice-Chair, adjourned the meeting at 6:48 PM.

Next Meeting Date: February 22, 2022 5:30 PM Community Room

Signatures:

Kimberly Wetherhold, Board Chair

Christopher Ebner, Board Secretary

Date: