

**Board of Directors Meeting Minutes**

*October 23, 2020*

*1:00 p.m.*

*GCHC*

*VIA ZOOM MEETING*

*Board Members Present via call in:*

Claudnyse Holloman, Chair; Rob Podlesak, Steve Schwartz, Kyle McCree, Sam Olson, Erica Thrash-Sall, Autumn Bagley

*Board Members Absent*

Yolanda Oliver-Yancey, Deborah Duckett

*Guests*

Brian Swiecicki, Executive Director; Jean Troop, GCHC Deputy Director; Glen Chipman, GHS CFO; Sandy Sweet, GHS Sr. Accountant; Lisa Hearn-Shumpert, Corporate Compliance Officer

**Meeting called to order at 1:05 p.m. by Claudnyse Holloman, Board Chair.**

**I. Adoption of Agenda**

K. McCree *moved to accept the agenda as presented, R. Podlesak supported.*  
*Motion carried*

**II. Welcome & Introductions**

**III. Public Participation and Community Feedback**

None

**IV. Approval of September 25 , 2020 Minutes**

A. Bagley *moved to approve the September 25, 2020 minutes as presented, S. Schwartz supported.*  
*Motion carried*

**V. Corporate Compliance**

- a. GCHC Standard of Conduct Policy
- b. Annual Signing of COI/Confidentiality Statement

Lisa Hearn-Shumpert, Corporate Compliance Officer, was invited to present the Standards of Conduct policy (policy is on file with the minutes) which was reviewed and discussed with the Board. As this is an election year, she did highlight under section VIII. Political Activities and Lobbying, that “No employee, contractor, agent or locum tenens to GCHC may engage in political campaign activities (typically involving election for public office) while at work during business hours”. She also explained the annual disclosures that must be reviewed and signed by all GCHC Board members each year. Both forms for signature, Exhibit A - Disclosure Concerning Financial or Other Interests That Create A Potential or Actual Conflict of Interest and Exhibit B - Confidentiality Agreement are found in the policy. Due to the need for remote

meetings, the policy will be sent to the Board member, signed electronically, and returned to the recording secretary.

## VI. Finance Committee Summary (The financial packet is on file with minutes).

- a. *Approval of September Financials*
- b. *Approval of Three-Year Budgets*
- c. *Atherton Budget*

- a. R. Podlesak noted that the GCHC Finance Committee had reviewed and discussed the financials in depth at their October 23, 2020 meeting. He summarized the September financials with the Board and a brief discussion took place. The current surplus for September is \$86,349 compared to budget of \$38,099. This is a difference for the month of \$48,250. The year-to-date surplus is \$714,128 compared to budget of \$457,184 which is a difference of \$256,944. The total monthly revenue is \$731,763 compared to a budgeted amount of \$669,685 which is a difference of \$62,078 for the month. R. Podlesak brought to the Board's attention the Bad Dept Expense that was recorded in September due to there being an accrual on the balance sheet that needed to be adjusted for the year. All-in-all things are moving in a positive direction including our productivity and billing/claims data.
- b. G. Chipman presented the Three-Year Budget which was also discussed in depth at the Finance Committee meeting. He started with the 2021 budget and continued with projections through 2024. The assumptions included a 3% increase the first year, and a 2% increase the other years regarding the operating revenue. He increased the Wages and Benefits by 1%; he decreased the 2021 supplies due to reduced COVID19 PPE needs and increased the years following by 3%. He assumed a 2% depreciation in building costs each year due to building improvement and technology improvements. The Community Outreach is expected to decrease to pre-COVID19 levels and then increase by 2%. Finally, all other expenses are anticipated to increase 2% each year. This budget projection does show a surplus each year.
- c. G. Chipman presented the Atherton Budget, which again was discussed in detail at the Finance Committee meeting, for the Atherton building at 2298 Center Rd., Burton. The total revenue is \$1,359,278 and total expenses are \$1,249,925.89 with a surplus of \$109,352.11. He did note that this is included in the FY2021 complete budget, and the discussed document shows the subset that breaks down the revenue and expenses for Atherton. This document was shown on the screen at the meeting only and was not in the packet. It will be emailed to the Board and is on file with the minutes.

*R. Podlesak moved to accept the September 2020 Financials, the Three-Year Budget, and the Atherton Budget as presented, A. Bagley supported.  
Motion carried*

## VII. Contract Summary

- a. MDHHS Amendment #4

The amendment is from MDHHS regarding the MiCare grant. We were asked to sign an extension from 2016 to 2022. The dollar amounts do not change, we continue to receive per member per month amount based on certain criteria. There were no changes to the MOU other than to extend the length.

*R. Podlesak moved to accept the MDHHS Amendment #4 as presented, S. Schwartz supported.  
Motion carried*

### VIII. Quality and Safety Summary

- a. Quality August Minutes
- b. Chart Total Kept Appointments for August 2020
- c. COVID-19 Encounters by Specialty for September

J. Troop presented the Quality and Safety Summary. She stated that in the September meeting, the committee identified that there was not a quarterly medical director chart review provided to date; therefore, it will be completed at the November meeting. The patient satisfaction surveys were through Phreesia, which is the check-in process. Surveys are done entirely electronically due to COVID-19. At this point, little response has been received. She noted that the group is holding monthly psychiatric/NP meetings that Bridgette and Natasha are leading. Dr. Ellis and the medical providers are attending as well to improve communication and processes. The policy/procedure that was reviewed at October's meeting was Informed Consent, this is still in review and will be brought to the board for approval when completed.

### IX. Executive Director's Report

B. Swiecicki reported the following:

The CAP for the HRSA Legislative Mandate Review was submitted and approved. We are now in full compliance.

Work on a grant with the State on a mobile flu clinic continues. We did purchase vaccines and are ready to assist the community when requested.

Atherton will be open with staff on 10/26, patients will be start being seen on 10/28. A virtual Grand Opening/Tour will be discussed with marketing and rolled out.

GHS has been working on the development of a state-of-the-art Children's Health Building. B. Swiecicki negotiated up to six exam rooms for GCHC to be in onsite. GHS plans to break ground in March/April 2021.

The Region 10: Promoting Wellness and Health Communities and Customer Involvement Activities quarterly reports were presented.

*K. McCree moved to accept the quarterly reports mentioned above, S. Schwartz supported.  
Motion carried*

B. Swiecicki announced his resignation as Executive Director from GCHC and his retirement as Vice President of Business Operations from GHS at the end of 2020. He may continue into January 2021 as a consultant as needed.

The Board Chair and Board Members congratulated and voiced their praises of the job Brian has done through the years. His footprint/handprint will be on the Health Center for years to come. He will be missed and will leave a void to fill at GCHC.

**X. OSV!**

J. Troop reiterated the importance of the Confidentiality /COI statements and that they are requirements to ensure that both staff and the board have had the training and signed the forms on an annual basis. She also reviewed the Board Composition Chapter with the Board. It was noted that it would be beneficial to recruit additional Board members as the Board currently sits at the minimum of 9.

**XI. Adjourn**

S. Schwartz moved to adjourn the meeting, A. Bagley supported.  
Motion carried

*Meeting was adjourned at 2:05 p.m.*

Next Board Meeting is scheduled for:  
November 20, 2020 @ 1:00 p.m.

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Claudnyse Holloman, Board Chair

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Date