

# Carolina Health Centers



Meeting Minutes by:

Alyson Waters

Phone: 864-388-0301

Fax: 864-388-0648

E-mail:

awaters@carolinahealthcenters.org

## Board of Directors Meeting

Date: September 24, 2018

Attending Chair: Gregory Bullard

<b>Board of Directors:</b>			<b>Staff</b>		
Name:	Present	Absent	Name:	Present	Absent
Andrews, Nathan	X				
Banks, Abby		A	Rachel Davis	X	
Britt, John	X		Miriam Ferguson		A
Bullard, Greg, Chairperson	X		Paul Grogan	X	
Ferguson, Gail	X		Brooke Holloway	X	
Kapetanakos, Kim		A	Dom Mellette	X	
Luna, Mario	X		Locke Simons	X	
Natvig, Deb		A	Sue Veer	X	
O'Neal, Malcolm	X				
Ridgely, Walter	X		<b>Guests: Manley Garvin</b>		
			<b>FY18 Audit</b>		
Stackhouse, Mary	X				
Wright, Edward Earl	X				

<b>Agenda Item</b>		<b>Discussion</b>	<b>Decision/Action</b>
Call to Order	Greg Bullard	Mr. Bullard called the meeting to order at 6:10PM	
Invocation	Locke Simons, MD	Dr. Simons offered the invocation.	
Attendance	Alyson Waters	Quorum was confirmed.	
Approval of Board Minutes		The August 20, 2018 minutes were presented for approval.	August minutes were unanimously approved on a motion by Ridgely/Luna
Executive Session Action Item	Greg Bullard	During the Executive Session held at the August 20, 2018 meeting it was suggested and duly approved that the CHC Annual Meeting of the Board of Directors be moved to be held in conjunction with the regular October meeting of the Board of Directors. This action in Executive Session was never ratified; therefore, the Board Chair called for	The board unanimously voted to adjourn on a motion by O'Neal/Ferguson.

		a vote for ratification.	
Presentation of Annual Audit	Josh Garvin, CPA and Shareholder with Manley Garvin LLC	Mr. Garvin noted that FY18 audit report had been reviewed in detail with the Finance Committee and that he would be presenting the full Board with a summary. In the summary, he reviewed the financial position of the company and announced that his firm was offering an unqualified audit opinion, meaning that there were no findings and that the financial reports for the year had been presented fairly and accurately. He also reported no findings of non-compliance with grant requirements.	The FY18 Annual Audit Report was accepted by the Board on a unanimous vote following a motion by Andrews/Britt.
<b>Leadership Team Reports:</b>			
Organizational Performance	Paul Grogan	<p>Paul Grogan presented the organizational performance report for the 1<sup>st</sup> quarter of FY19 noting the predictable dip in revenue and decline in cash expected due to seasonable fluctuation. The Board had no questions.</p> <p>The Organizational Performance Report will be retained with the official copy of the minutes.</p>	
Quarterly Chief Medical Officer Report	Dr. Locke Simons	Dr. Simons presented his monthly report highlighting performance on clinical indicators, peer review, and chart completions. Discussion ensued regarding provider with pattern of habitually delinquent charts. Working with Compliance to determine possible actions that can be taken and will follow up next month.	Follow-up at October meeting regarding action on delinquent records.
		<p>Dr. Simons attested to the credentials of the following individuals and requested the Board grant full privileges for time employed during current contract year:</p> <ul style="list-style-type: none"> <li>- Ms. Kristal Pitts, FNP,</li> <li>- Joe Grant, MD - LT provider working at LC4</li> <li>- Jane LaRoche, MD - LT provider working at LC4</li> <li>- Shelly Brigman, MD - to start TCC on September 28<sup>th</sup>.</li> </ul>	The Board voted unanimously to grant privileges to all the providers for whom credentials were attested to on a motion by Ridgely/Ferguson.
Development and Corporate Compliance Report	Brooke Holloway	<p>Brooke Holloway presented a quarterly report on the activities within her division organized by the following major areas of responsibility:</p> <ul style="list-style-type: none"> <li>- Human Resources</li> <li>- Marketing and development</li> </ul>	

		<ul style="list-style-type: none"> <li>- Provider recruitment, credentialing and contracts management</li> <li>- Outreach and community engagement.</li> </ul> <p>Brooke's complete report will be retained with the official copy of the minutes.</p>	
		In addition, Brooke distributed a presentation Shelley Botchie, Personnel Coordinator had compiled with examples of CEO evaluation tools.	Brooke and Shelley will follow up with members of the Board attending the SCPHCA Annual Meeting to discuss the CEO evaluation methodology.
Monthly President's Report	Sue Veer	<p>Sue Veer provided her monthly report highlighting activities in the established categories of:</p> <ul style="list-style-type: none"> <li>- Advocacy and Health Policy</li> <li>- CHC Staff and Leadership Development</li> <li>- Strategic and Operational Activities (broken out by department and including external affiliations))</li> <li>- Consulting Services</li> </ul> <p>Primary areas of focus and discussion were the transition at Ware Shoals Family Practice and the results of the independent pharmacy audit and ensuring improvement plans.</p> <p>A copy of Sue's reports will be retained with the official copy of the minutes and are available to board members on the board portal.</p>	Regarding the transition at Ware Shoals Family Practice, Sue noted action on the Board's previous recommendation to rename the practice The Pendergrass Family Health Center, circulating a picture of the new signage. The Board Chair called for a motion to enact a Board resolution supporting the renaming in honor of the Pendergrass family commitment to the community. The motion was made by Britt/Andrews and approved by unanimous vote.
	For Distribution Only	<ul style="list-style-type: none"> <li>• Pharmacy Dashboard</li> </ul>	
<b>Committee Reports:</b>			
Executive Committee	Greg Bullard	<p>The Executive Committee met immediately prior to this meeting to discuss attendance of two board members.</p> <ul style="list-style-type: none"> <li>- John Britt has had 4 absences in the past rolling 12 months. Mr. Britt has had a near perfect record of attendance for that last 3 years and his recent absences are due to a service commitment that the board was made aware of in advance; therefore a recommendation was made that the attendance requirement be temporarily waived during the term of Mr. Britt's office as Deputy Commander of the South</li> </ul>	<p>On the recommendation that the attendance requirement be waived for John Britt's term of office with the South Carolina Department of the American Legion, the recommendation was seconded by O'Neal and unanimously approved.</p> <p>On the recommendation for a consulting board</p>

		<p>Carolina Chapter of the American Legion.</p> <p>- Mary Stackhouse has had 7 absences out of the last 12 rolling months, all seven of which fell during the same fiscal year. In addition, Ms. Stackhouse work schedule has interfered with consistent attendance over the last 3 years. The Committee discussed the value this member brings to the board based on her longevity, commitment to the community, and professional experience. The Committee is recommending that a new category of “consulting board members” be established. Members of this category would have the ability to participate in all meetings, activities, and discussion of the board, without having voting rights or attendance requirements. Sue Veer noted that this would require a bylaws revision and Brooke Holloway concurred. This comes as a recommendation from the executive Committee.</p>	<p>member category to be included in the bylaws, Sue Veer will develop appropriate language to be presented for discussion at the October meeting and voted on at the November meeting.</p>
Finance Committee	Walter Ridgely	<p>Mr. Ridgely noted that Mr. Garvin had presented the audit report in detail to the Finance Committee at its’ meeting prior to the meeting of the Executive Committee. The Finance Committee expresses their appreciation to Manley Garvin and to the CHC Finance Department for their excellent work.</p>	
Development Committee	Malcolm O’Neal	No report.	
Strategic Planning Committee –	Deborah Natvig	No Report.	.
<b><u>Discussion/Action Items:</u></b>			
Standing Agenda Items	Grassroots Advocacy Report	Included in the President’s Report.	
Old Business	TCC Parking	Sue Veer noted that action had been completed on the recommendation to add handicapped parking capacity at The Children’s Center.	
	Dr. Pendergrass Retirement Celebration	Sue Veer reviewed the plans for the celebration to include dinner with the family and unveiling of the new practice name and sign on Monday, October 8 <sup>th</sup> , followed by the same announcement at the Corporate Staff Meeting on October 9 <sup>th</sup> .	
	SCPHCA Annual	Sue Veer reviewed the date for the	

	Conference	conference and confirmed interested board attendees.	
	CEO Evaluation tool	Covered in Development and Corporate Compliance Quarterly Report.	
New Business		No New Business.	
Next Meeting		The next regular meeting of the Board of Directors for Carolina Health Centers will be held on Monday, October 22, 2018.	
Adjournment			The board unanimously voted to adjourn on a motion by Andrews/Britt
Board Chairman Greg Bullard	Electronic Signature		