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WHITE RIVER HEALTH DISTRICT
DESCHUTES RIM HEALTH CLINIC
BOARD OF DIRECTORS REGULAR MEETING
October 19, 2023 MEETING MINUTES

1605 GEORGE JACKSON RD.
PO BOX 219, MAUPIN OR 97037
www.deschutesrimhealthclinic.org

BOARD MEMEBERS PRESENT: Sue Knapp, Melissa Napoli, Allison Bechtol, Julie Whetzel
BOARD MEMBERS ABSENT:
DRHC: Shelby Dumire, Lindsay Roper, Barbara Stanberry
GUESTS:

I. CALL TO ORDER

The meeting was called to order at 5:00 pm by the Chair, Sue Knapp. The meeting was recorded.

II. CONSENT AGENDA (Action)

A. Approve 9/28/23 Regular Board Meeting Minutes and the 10/12/23 Special Board Meeting Minutes. One correction to the 9/28/2023 minutes. Barbara's last name is spelled Stanberry. Two spelling error corrections to the 10/12/23 minutes. Sue Knapp moved to approve the 9/28/23 and 10/12/23 minutes (with corrections as noted above). Julie Whetzel seconded. All ayes. Motion carried.

III. FINANCIAL REPORTS (Action)

A. August and September 2023 financials were presented. Julie stated that she only received the August and September P&L, not the month end reports. Others noted the same. Sue did receive the month-end report for August from Melody and stated Lindsay was working on the September report. Sue will send them out to the rest of the board. Julie inquired where payment to medical providers should be listed in the September report. Sue will ask Melody for clarification. Julie asked where the expense for Medical Director is shown in August report. Sue responded that in order to save money, sometimes we skip a month. Julie inquired about Contracted Billing & PSR listed at $7,500 for September? Sue confirmed that the expense is for Melody but wondered why it was listed at $7,500 rather than $5,000? Sue inquired as to why Lindsay payroll was not showing in August or September? Lindsay confirmed that she did not have any payroll until the end of September. Sue also noted that we paid a "big chunk" on the OWFCU loan, for interest (late payment for July and August) in September and that payment is not reflected. She's not sure she has ever seen a line item for these payments. Sue said that Melody had sent out an August P&L that listed line item 4910 under "grants", notes receivable. Sue told Melody that the notes receivable was a loan, not a grant. Melody revised the report, but that line item got taken completely out. Sue says that any income from loans needs to be reflected as income. Then on the Balance Sheet, as you're taking more money from loans, it should accrue on the Balance Sheet, so on the August P&L, Melody needs to put the loan amount back in so balance is reflected correctly. Sue also had a question regarding the CGHC grant in September. The amount reflected doesn't seem to be correct. She will follow up with Melody on all of these questions. Melissa asked about the Dental Lab Fee amounts in September report. Were we still in operation on dental side in September? Sue explained that there was most likely a lag time involved, and that Ron was practicing at that time. Medical Supplies also look high. Maybe vaccine costs? Sue thinks vaccine costs would show elsewhere but will follow up with Melody on this question as well. Sue asked for a motion to approve financials, with questions. Julie voiced concern in approving financials without knowing the answers to all of these questions. Approval of August and September Financials was tabled pending answers.

IV. PUBLIC COMMENT: None

V. NEW BUSINESS

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A. Discuss Internal Fiscal Controls, Separation of Duties and GAAP procedures (Information/Action): Julie and Melissa volunteered to review, validate, and update our current Financial Policy and then work with Clinic Manager and Office Manager to clearly define who is responsible for which step.

- Custodian: signs check
- Author: approves payment
- Execution: prepares payment
- Monitoring: posting/reconciles bank statements

Once the policy is updated, the Board will review and include it as a Resolution.

B. Review/Update/Revise: Cyber Safety and Liability Policy (Information/Action): The current policy was originally written in 2018 and needs to be completely updated. The Board reviewed the policy noting where changes had occurred and updates and additions were needed. Sue will ask that the Clinic Manager, Office Manager and AL (IT) review the document and update as needed and then bring it back to the Board for their review and approval.

C. Discuss SDAO State and Local Cyber Security Grant Program (Information/Action): Information on the grant opportunity was briefly reviewed. Sue indicated that the clinic staff would need to review this opportunity and determine if there is an interest/need in pursuing an application for this grant.

D. Update on Health & Wellness Collaborative: Purpose and Progress (Information): Sue provided a Power Point handout with an overview of the SWA initiatives and the various Collaboratives currently underway. The Clinic is part of the Health & Wellness Collaborative that is comprised of local entities; other Collaboratives include Housing, Food Systems, Economic Workforce. In 2022 the South Wasco Alliance assisted in the formation of collaboratives to help to provide 'lift' in securing needed services that local, county, and regional agencies are more responsible for or could assist with. She explained how DRHC had partnered in the Health Collaborative by attempting to collect Health Assessment surveys as part of Social Determinants of Health assessment. Melissa shared the efforts by others in the Collaborative to collect survey information. SWA and CGHC are seeking a grant to hire a Community Health Worker which may benefit the clinic. The outcome of the surveys will determine the next steps. DRHC may be involved in the future as next steps are identified.

E. Construction Loan Discussion (Information/Action): The question is where should this loan reside and how to pay it? Whose books should it be on? - the Foundation or the Clinic? It is currently in the Foundations books. The loan has the Guarantor as the Foundation (intended to make the payments on the loan) and the Benefactor, the District/Clinic. There is no way for the Foundation to pay on the loan. It's been set up so that we can prepay the loan with no penalties if the funds come from the Foundation. It is the opinion of Angela (COIPA Accountant) that the liability should be in the Clinic's books as they now have the asset (building) and are paying on the loan. Then if the Foundation has money, it can gift the funds to the clinic to be used to pay on the loan. Sue also talked to Regina Oaks (CPA) and she agreed. She suggests that the Clinic set up a Capital Asset Account and then the Foundation should transfer the building and the debt to the Clinic. She suggested a letter be created that transfers the building and debt to the clinic effective October 2022 (last fiscal year end) when clinic construction ended and clinic was occupied. The building will become part of the Clinics asset inventory and show on the Balance Sheet. Once this is completed, then the Foundation books will need to be cleaned up to reflect correctly. Robin Moats is currently doing the Foundation's books. Regina will step in to help with CT 12 and 990 reports for FY years 2021-2022 and 2022-2023 (FY 20-21 has been completed). Sue commented on the Non-Profit Association of Oregon accountant business she tapped into, seeking guidance and potential training.

VI. OLD BUSINESS

A. Discuss opportunity to add District Manager/Clinic Administrator: Shelby is working on filling the Clinic Manager position (her replacement) while she stays on part-time. She knows of someone who is interested and qualified. We should develop a position description, advertise on various platforms (Indeed). This led to a broader discussion on the need for a District Manager in addition to a Clinic Manager given the amount of work that needs to be done. Shelby and Sue have been filling in on the many duties s a District Manager should be doing. She would like to relinquish these duties to a District Manager soon. Sue voiced an opinion that it would be best to fill the clinic manager position first then see what is needed and assess what are the key functions and positions (administrative, financial, patient services, etc). The Board agreed that now would be a good time to take a strategic approach to reviewing the key positions needed

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to have a truly functional clinic. There ensued a lot of discussion on structure/function. It was suggested that the Board set up a work session to further explore options and opportunities. Dates scheduled: November 9th at 4:00 to be ½ Regular Board Meeting and ½ work session. November 30th 4:00 work session. December 14th Regular Board Meeting 5:00 (and possibly a work session) and December 28th work session (if needed).

B. Audit Update: Sue has received a List of Information Needs and Letter of Engagement from CPA firm that will be conducting our audits. Discussion on importance of minutes in audits.. There was consensus to accept the Letter of Engagement. Julie will call the Secretary of State with an audit update

VII. CONTRACT REVIEWS AND CONTRACT NEEDS

Discuss extension of Melody Collins contract: Due to the audit and the work associated with it, Sue recommends that we extend Melody's contract. She has drafted an addendum and shared it with the Board. Discussion ensued. Sue will update the addendum to include revised termination language and a limit on the number of hours to be worked per month. She will send it to Board for a quick review and then to Melody for signature.

VIII. UPDATES

A. Clinic: Barb informed the Board that we have until November 5th to reapply for our PCPCH tier 4 status. She and Shelby (plus Mel and Lindsay) will work on the application and obtaining demographic information.

B. Board:

a. Allison reached out to COIPA regarding getting copies of payor contracts. Angela responded that she has copies, but they can only be sent to a Gmail account. Allison requested approval to set up a Gmail account for the clinic. She also asked for a clinic email in order to negotiate agreements. Shelby will look into getting Outlook email accounts for all Board members. Discussion on credentialing done by COIPA and presentation by COIPA on services they provide.

b. Julie's meeting with Phil was postponed. She will update him on the status of our audit.

c. Sue shared that she had been contacted by Colleen with the South Wasco Times with some follow up/clarifying questions addressing the public's perception of issues

d. Melissa asked that the "letter to community" be added to a work session agenda. Each person to develop a topic list for the letter to be fleshed out.

IX. COMMUNICATIONS: None

X. ADJOURNMENT of DISTRICT BOARD MEETING. Sue Knapp, Board Chair, adjourned the October 19, 2023, District Board Meeting at 7:12 pm.

ATTESTATION: DocuSigned by: Suzanne Knapp A9813BB7C0054S2...

Sue Knapp, Board Chair

Attest: DocuSigned by: Allison Bechtol 99F7AA2C874E48A...

Allison Bechtol, Board Secretary