

**SUSQUEHANNA COMMUNITY HEALTH AND DENTAL CLINIC
BOARD OF DIRECTORS MEETING MINUTES
APRIL 27, 2020 5:30 PM**

PRESENT: Dr. John Boll, Board Chair; Barb Wool, Clinical Operations Manager; and Jim Yoxtheimer, President & CEO (ex-officio)

PRESENT VIA ZOOM: Dewy Hilliard, Board Treasurer; Kim Wetherhold; Barb Barbus, Board Secretary; Jean Myers; Chris Ebner; Tom Zimmerman; Abbey Eschbach, Board Vice-Chair; and Adanna Akujieze.

Excused: Rick Wyatt and Shantay Hall.

QUORUM MET

I Call to Order & Invocation

Dr. Boll called the meeting to order at 5:30 pm.

II COVID-19 Update

Max reviewed the funding the Center has received to date as follows:

- **Coronavirus Preparedness & Response Supplemental Appropriations Act--\$61,469**
 - Funding was received March 19, 2020 which is a one-time award from HRSA. Funds are grant monies and will not need to be paid back.
 - Requirement is that funds are to be used to support preventing, preparing for, and responding to COVID-19.
 - Funding was available for immediate use.
 - Project narrative and supporting budget was due to HRSA by April 23, 2020.
- **Coronavirus Aid, Relief, and Economic Security (CARES) Act--\$782,855**
 - Funding was received April 3, 2020 and was a one-time funding award through HRSA. Funds are grant monies and will not need to be paid back.
 - Requirement is that funds are to be used to support the detection of coronavirus and/or the prevention, diagnosis, and treatment of COVID-19, including maintaining or increasing health center capacity and staffing levels during a coronavirus-related public health emergency.
 - Funding was available for immediate use.
 - Project narrative and supporting budget documents due by May 1, 2020.
- **Paycheck Protection Program Loan--\$1,198,000**
 - Loan approval given April 9, 2020. This is a one-time loan through the Small Business Administration administered by C&N Bank.
 - Provides funding at a level of 2.5 x average monthly payroll, health insurance, rent, and utility expenses.
 - Loan interest rate is 1% with deferred payments for 6 months.
 - Funds used within the next 8 weeks for payroll, health insurance, rent, and utilities may be forgiven.
 - Requirements for loan forgiveness include maintaining employees on payroll and spending at least 75% of funds for payroll purposes. Any deviation from these requirements will result in a reduction of loan forgiveness.
 - Loan forgiveness amounts will be calculated after June 30, 2020.

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- **CARES Act Provider Relief Fund--\$24,516**
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 - Within the CARES Act \$100 billion in funding was made available to hospitals and other healthcare providers on the front lines of the coronavirus response. HHS, at the direction of the President, made available an immediate \$30 billion of funds.
 - Eligibility for these funds was determined by being an entity that received Medicare fee-for-service reimbursements in 2019.
 - Funds can only be used to prevent, prepare for, and respond to coronavirus.
- **CARES Act Provider Relief Fund--\$112,609**
 - Funding was received April 24, 2020 for an additional one-time funding award through Federal Department of Health and Human Services. Funds are grant monies and will not need to be paid back.
 - Within the CARES Act \$100 billion in funding was made available to hospitals and other healthcare providers on the front lines of the coronavirus response. HHS made available an immediate \$30 billion of funds.
 - Eligibility for these funds was determined by being an entity that received Medicare fee-for-service reimbursements in 2019.
 - Funds can only be used to prevent, prepare for, and respond to coronavirus.

Jim reported the finance team needs to prepare budgets and plans for the grants which is a bit of a struggle as it is unknown as to how long the volume of staff will be unable to return due to ceasing of operations due to the pandemic.

Barb gave an update on operations at the Center as follows:

Testing and screening: All patients are being screened by a nurse upon arrival to the Center. If a patient presents with any symptoms, they are being directed to a separate waiting area designated for respiratory symptoms only. These patients are being seen on the mobile unit. If no symptoms are present, the patient may then proceed to the check-in desk to be checked in for their regular appointment. Daily temperature checks of all staff, vendors, and other visitors are still being completed.

To date, 85 patients have been tested at the Center with the following results: 2 positive and 83 negative. No staff member has been tested positive. The provider in the mobile unit is seeing 2-5 patients per day. There are currently 115 tests available at the Center.

Walk-in patients are still being accommodated, although it is rare that patients are just walking into the Center. No patient will be denied an appointment.

Adjustments have been made in the staffing pattern. There are currently two teams rotating every two weeks working from home and then back to the Center for two weeks and so on.

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Management continues to evaluate daily when staff can get back to their normal office work. Barb feels that staff is staying positive and are all working well together.

Staff working at home is either doing telehealth, phone visits, or video visits with patients. The telehealth process has been easy for everyone involved.

Reproductive Health services has one full time provider working at home doing telehealth visits. If, during a telehealth visit, it is decided the patient needs a face to face visit, the part time reproductive health provider is at the Center two days a week and the patient is being placed on that schedule.

Chiropractic services have been suspended at this time due to low volume of patient visits and to limit the traffic in the Center. Management continues to evaluate the need to restart chiropractic services.

The response to telehealth has been very positive from both providers and patients. The provider workflow is very simple. If the patient does not have video capability with their phone or computer then telephone calls are being made.

Jim reported he would like to get chiropractic services back to normal as soon as possible. He indicated that Dental has a plan to put in motion once the restrictions are lifted, they are just waiting on clearances from the state to begin calling patients in for appointments.

III CEO Update

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

- Management began to recall furloughed staff as soon as the Center received word that the Payroll Protection Program loan was approved. Management has tried to repurpose the recalled staff by performing increased outreach activities. Clinical support staff has also been asked to perform necessary functions and tasks, some of which may be slightly outside of their typical job description.
- Management has created a team to assess community needs as a result of the pandemic. For the past two weeks, the team has been working on a mini needs assessment. This process has focused on speaking with our partners and reaching out to our patients. The goal of the patient outreach is to 1)check in with them in general and direct them to nursing, if an immediate need is found; 2)update them on services available, including telemedicine and in person visits; 3)convey how and when they may contact us; and 4) link them to other resources as may be needed.
- We have contacted many of our community partners to get an idea of what their stakeholders have already identified as needs. So far, we have identified three significant concerns, including mental health needs, food insecurity, and a considerable amount of misinformation regarding how one should take steps to protect against the virus.

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- The Center has received approval of their Service Area Competition (SAC) grant application. This approval is for a three-year program with annual funding requirements.
- The Center received word, just this morning, that an application to the Delta Dental Community Care Foundation has been approved in the amount of \$15,000. The funds will be used to partner with locations such as shelters, public housing, and other locations where the food bank currently works to provide them with a tablet, thermometer, blood pressure machine, etc. Their clients will have access to tele-visits if they want to become a patient, and educational materials such as videos.

b. Dashboard

- **Financial Indicators:** Max reviewed the highlights of the Financial Indicators as follows: Net days in A/R was 28. Days in A/P was 37.44. Days Cash on Hand was 22.03 due to the Medicaid Settlement. Current Ratio dropped slightly to 1.10. The payor mix showed a slight decrease in MCO and Medicare patients, most likely due to lack of dental services for 2 weeks out of the month.
- **Operational Indicators:** Barb reviewed the highlights of the Operational Indicators as follows: Visits were under budget 30% due the COVID-19 pandemic.
- **Clinical Quality Measures:** Barb reviewed the highlights of the Clinical Quality Measures as follows: She indicated that WorkGroup continues to look at workflows and staff compliance. Nothing stands out in the measures as anything to be alarmed about. The team is still working on Weight Assessment for Children. Some of the changes may be due to the change in workflow for the staff.

IV Financial Report

a. March 2020 Financial Report

The highlights of the Financial Report were reviewed for March 2020 as were set forth on the summary provided to the Board, which is hereby incorporated for all purposes herein. Max reported that for the month of March there was a deficiency of revenues over expenses of \$224,367. The severe impact to business operations was due to COVID-19 beginning March 18, 2020. This brings the YTD deficiency of revenues over expenses to \$237,254. Patient visits, except for Chiropractic visits, were severely under budget, again impacted by COVID-19. All dental operations were ceased as per Gov. Wolf's orders. There is currently one dentist on site daily for emergencies only. Patient revenue for the month was under budget by \$322,519.

Max reviewed Other Revenue Analysis as follows: Incentive/care gaps revenue was under budget by \$7,484 due to an assumption on the timing of payments. 340B drug program income from contracted pharmacies was over budget by \$10,739 due to catching up with Wegmans 340B reports from the system conversion with CaptureRx. Total federal grants revenue was over budget by \$29,703 due to revenues associated with supplemental grants not originally budgeted.

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Phil reported the Expense Analysis as follows: Expenses were under budget by \$5,177. Total salaries, benefits, & payroll expenses were under budget by \$56,192 due to COVID-19 furloughs and savings on health insurance costs initially budgeted at an increase. Medical supplies were over budget by \$4,784 due to COVID-19 related supply costs. Dental supplies were under budget by \$10,347 due to decrease in visits associated with COVID-19. Environmental supplies were over budget by \$4,376 due to additional

cleaning measures associated with COVID-19. Chiropractic services were over budget by \$11,833 due to changes with the contract with Chiropractic Service Corporation. Consulting fees were over budget by \$15,814 due to the pharmacy management services contract. Grant for Acquisition of PP&E was over budget by \$6,250 due to the purchase of dental equipment that was associated with supplemental grant funds that qualified as a fixed asset.

Phil reviewed the Balance Sheet highlights as follows: Accounts payable at month end was \$202,407. Accrued PTO payable increased by \$8,924 and Accrued Med Leave payable increased by \$8,854. Medicaid Settlement receivable decreased by \$306,227 leaving a balance of \$453,851 and Medicaid Settlement payable decreased by \$5,449 leaving a balance of \$763,251. Super Money Market fund balance is \$171,282.14 with no transfers occurring for the month of March. Total cash in the operating accounts at month-end was \$714,256.28 which is an increase of \$371,690 largely due to cash received from the Medicaid Settlements. Total unrestricted cash, including super money market fund, at month-end was \$918,568.03.

Motion #1 Tom Zimmerman made the motion to approve the March 2020 Financial Report. Abbey Eschbach seconded the motion. The motion passed unanimously.

V Quality Assurance/Quality Improvement Report

Barb reported there were several new policies for approval, most of them being Reproductive Health policies which were previously listed as protocols. A new policy was developed for patients to be able to submit photos via email or a secure phone in case of telehealth visits where providers may need to see things from a patient, for example a rash.

Barb reported results on the Pneumonia vaccine project the team has been working on since October. The project ran from October 1, 2019 – March 31, 2020. The goal was to administer 200 pneumonia vaccines. As of March 31, there were 150 Pneumovax given to adults and 121 Prevnar vaccines given to pediatric patients. Through the hard work of all staff and providers, the Center has exceeded their goal.

a. Credentialing: Barb reported there was one provider in need of new credentialing for the month. Dwight Goodrich, RPh graduated from Philadelphia College of Pharmacy & Science in December of 1979 and has been Board Certified since January 1980. If approved, he will fill in for our current pharmacist on a per diem basis.

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On behalf of the QA/QI Committee, Dr. Kayla Richardson is recommending approval of Dwight Goodrich, RPh to the staff of River Valley Health and Dental Center and approval of his requested privileges as presented

Motion #2 Dewy Hilliard made the motion to approve Dwight Goodrich, RPh to the staff of River Valley Health and Dental Center and approval of his privileges. Barb Barbus seconded the motion. The motion passed unanimously.

b. Recredentialing: Barb reported there were several providers in need of recredentialing for the month as follows:

- Dr. Michael Jones is a Family Medicine physician who has been with River Valley Health and Dental Center since August 2012. He has been in practice since 1986. Dr. Jones is due for his 2-year recredentialing process.
- Dr. William Bartlow is a Family Medicine physician who has been with the Center since July 2016. He has been in practice since 1987. Dr. Bartlow is due for his 2-year recredentialing process.
- Patricia Green, CRNP is an OB/GYN nurse practitioner who has been with the Center since 2016. She has over 26 years of experience in maternity, obstetrics, and gynecological service. Pat is due for her 2-year recredentialing process.
- Heather McCormick, MSN, CRNP is a certified Women's Health Care Nurse Practitioner who has over 16 years of experience in managing the care of women seeking gynecological services. Heather is due for her 2-year recredentialing process.

On behalf of the QA/QI Committee, Dr. Richardson is recommending approval of the above providers for reappointment to the medical staff. In addition, their request for medical practice privileges were also reviewed and found suitable for granting the delineation of privileges as requested.

Motion #3 Barb Barbus made the motion to approve recredentialing and repriviliging to of Dr. Michael Jones, Dr. William Bartlow, Patricia Green, CRNP, and Heather McCormick, MSN, CRNP to the staff at River Valley Health and Dental Center. Kim Wetherhold seconded the motion. The motion passed unanimously.

VI PR, Marketing & Fundraising Report

Kim reported that, as recommended by Gavin, marketing efforts were to be targeted around certain months to be more cost effective for the Center. In March, the Center focused on the pharmacy. Karla has been working with Effectv procuring air times for advertising. An ad for the pharmacy has aired on 32 different networks with various different types of tv programs. There were 243 spots which cost the Center approximately \$460. Advertising started in March on bus billboards throughout the City, however, due to the COVID pandemic and not many people using that mode of transportation, it is unsure how effective that advertising was. The focus for May will be COVID-19 and telehealth.

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Kim reported the Center had a pop-up food distribution for patients of the Center. There were 50 boxes of food either picked up or delivered. This distribution went very well, and the Center will continue their partnership with the Central PA Foodbank and do weekly distributions throughout the pandemic.

Kim reported that the net income from Raise the Region was \$4,257. The total amount raised over the last 4 years is \$18,560. This effort raises money with less effort than other fundraising campaigns.

The committee had a discussion on the Eat Around the World fundraising event that usually takes place in September. Given the current circumstances with the COVID pandemic, it was discussed to postpone the event to possibly mid-spring. It was also discussed that if the event is postponed, the committee would consider doing an annual campaign towards the end of the year. The committee will discuss it further in their May meeting and report to the Board next month.

VII Consent Agenda

Board of Directors Meeting Minutes March 2020; Executive Committee Meeting Minutes April 2020; Finance Committee Meeting Minutes April 2020; Quality Assurance/Quality Improvement Committee Meeting Minutes April 2020; and PR, Marketing, & Fundraising Committee Meeting Minutes April 2020

Motion #4 Abbey Eschbach made the motion to approve the Consent Agenda as presented. Barb Barbus seconded the motion. The motion passed unanimously.

VIII Old Business

There was no old business to be brought before the Board.

IX New Business

a. Resolution to Extend Board Terms

Jim reported on a discussion at the Executive Committee meeting that the Board is due to change their slate of officers effective July 1, 2020. The Board also has two members who have completed their two 3-year terms and would be due to leave the Board at that time. Jim and the committee feel that in the middle of the pandemic may not be the best time to change officers and lose two significant contributors of the Board. Management has sought legal counsel as to the best way to keep the current officers and members in place with an extension up to 6 months, should the Board choose to do so. The following resolution was provided to the Board for discussion.

Notwithstanding any different provision in the bylaws or the Certificate of Incorporation,

BE AND IT IS HEREBY RESOLVED that, notwithstanding any different provision in the bylaws or Certificate of Incorporation of the Corporation that the Board adopt an “emergency bylaw” that shall be operative during the existence of any catastrophe or other similar emergency condition, that,

In the exercise of its discretion and sound business judgement, the Board is and shall be authorized to suspend or postpone its Annual Election of Officers and in addition, may extend

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any expiring term of any Director to provide for stability and achieve its duty of governance as may be necessary.

AND FURTHER BE, and IT IS HEREBY RESOLVED that this emergency bylaw may be amended, either before or during any emergency, to make or add any further or different provision that may be practical and necessary for the circumstances of the emergency or to ensure the continued leadership and operation of the Board during such an emergency.

Motion #5 Dewy Hillard made the motion to adopt the EMERGENCY POWER resolution as above. Jean Myers seconded the motion. Vote was taken via roll call. The motion passed unanimously.

Motion #6 Abbey Eschbach made the motion to extend the Board terms of all members slated to go off the Board June 30, 2020 for a maximum period of six months or until such time as the individual members or the Board feels it appropriate to move forward without their service to the Board. Barb Barbus seconded the motion. Dr. John Boll and Tom Zimmerman abstained from voting. The motion passed unanimously.

Motion #7 Chris Ebner made the motion to retain the current officers of the Board by postponing scheduled elections for a maximum period of six months or until such time as the Board feels it appropriate to hold elections for fiscal year 20-21. Kim Wetherhold seconded the motion. The motion passed unanimously.

b. Pandemic Response Incentive for Employees

Jim reported that leadership has been discussing an opportunity to provide a little bit of additional funding to employees who were able to and willing to work through the crisis situation. Management learned that other health centers are taking similar action. This award will be funded through the Coronavirus Preparedness & Response Supplemental Appropriations Act grant monies received on March 19, 2020. Individually, the amount granted is not that significant, but to the organization it will be approximately \$20,500. It is management's intention to give everyone a net bonus of \$250. This bonus will not be for those furloughed as it is was not the Center's choice to furlough the dental staff, but as a result of the Governor's order. Due to timing, this award has not been discussed with any Committee of the Board. Management is requesting a change in the compensation policy to allow for this bonus. Management proposed the following addition to the Compensation policy:

“In the event of unexpected and/or extraordinary circumstances such as, but not limited to, natural disasters, mass casualties, pandemics or other emergency events where employees may go above and beyond to scope of the normal performance of their duty or undertake an assignment with risk of life or other sacrifice that deserves recognition, employees may be eligible for additional compensation, typically awarded as a one-time payment. The President & CEO will evaluate the performance of such employees and determine in his/her judgement the merits of that performance to the organization during such circumstance, determine the award amount, identify the source of any additional compensation, obtain Board approval if the aggregate amount of awards exceed \$5,000, and make the award as he/she deems appropriate.”

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After lengthy discussion and all questions answered the following motion was made.

Motion #8 Tom Zimmerman made the motion to approve changes to the Compensation Policy as follows:

“In the event of unexpected and/or extraordinary circumstances such as, but not limited to, natural disasters, mass casualties, pandemics or other emergency events where employees may go above and beyond to scope of the normal performance of their duty or undertake an assignment with risk of life or other sacrifice that deserves recognition, employees may be eligible for additional compensation, typically awarded as a one-time payment. The President & CEO will evaluate the performance of such employees and determine in his/her judgement the merits of that performance to the organization during such circumstance, determine the award amount, identify the source of any additional compensation, and obtain Board approval.”

Kim Wetherhold seconded the motion. Dewy Hilliard voted in opposition. The motion passed by majority.

X Announcements for next Meeting

Dr. Boll made the announcement to remind the Board that the May 2020 meeting is May 18, the third Monday of the month, due to the Memorial Day holiday.

XI Adjournment

With no further business to be brought before the Board, Dr. Boll adjourned the meeting at 7:17 pm.

Next Meeting: May 18, 2020 5:30 PM 431 Hepburn Street Community Room or VIA Zoom. To be determined.