**Carolina Health Centers, Inc.**

**Board of Directors Meeting Minutes**

**Monday, JUly 25, 2016**

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| Board of Directors Members | | | Staff | | |
| Name: | Present | Absent | Name: | Present | Absent |
| Nathan Andrews | X |  | Louie Brown | X |  |
| John Britt, Chairperson | X |  | Rachel Davis | X |  |
| Greg Bullard | X |  | Miriam Ferguson | X |  |
| Hugh Clark | X |  | Paul Grogan | X |  |
| Gail Ferguson |  | X | Brooke Holloway | X |  |
| Geneva Harris | X |  | LuAnn Holmes | X |  |
| Mario Luna | X |  | Locke Simons | X |  |
| Deb Natvig | X |  | Sue Veer | X |  |
| Malcolm J. O’Neal | X |  |  |  |  |
| Walter Ridgely |  | X |  |  |  |
| Jaime Sanchez |  | X |  |  |  |
| Mary Stackhouse | X  By Phone ? |  |  |  |  |

The meeting was called to order at 6:00 p.m. by Board Chair, John Britt.

An invocation/blessing was offered by Greg Bullard.

**Approval of Previous Minutes**

The June 27, 2016 board meeting minutes were approved on a motion by Luna/Natvig.

**Management Reports**

Organizational Performance Reports

Paul Grogan presented the Organizational performance report. A copy of the presentation and supporting documents will be retained with the official copy of the minutes and is available to board members on the Board Portal or upon request.

Annual Report on Provider Compensation Plan

Paul Grogan provided the Provider Compensation Plan for FY16. His slides showed the Incentive Payments for Providers and Midlevels, the percentage of salary and amounts for FY 16 with a comparison to FY 15. Copy kept with the original minutes.

Medical Director’s Monthly Review of Quality Measures

Dr. Locke Simons provided his regular monthly report including a summary of the quality measures. A copy of the presentation and supporting documents will be retained with the official copy of the minutes and is available to board members on the Board Portal or upon request.

Action Item:

* Dr. Simons attested to the verification of credentials and requested full privileges for Dori Dahlberg, FNP, she will begin practicing a half -day every other week at The Children’s Center starting next month. Approved on a motion by O’Neal/Clark.

President’s Report

Sue Veer mentioned three items that were in addition to her written report (which will be retained with the official copy of these minutes):

1. Dr. Bridges will be relocating his office to the Village Family Practice effective August 8, 2016. He will be occupying the space where Dr. Chandler Todd was practicing before he relocated to Charleston. Dr. Bridges patients will be notified by their appt. cards and by staff.
2. Dr. Goldstein and his wife have been seeing GYN patients a day a week at The Village Family Practice. Due to a daughter-in-law’s death he and his wife will be assuming the responsibility of a grandchild and this may change the time they will be available to the practice.
3. Paul submitted a Supplemental Grant that is a one time, formula funded grant to provide Technical Assistance to enhance Technology for Care Coordination. It is in the amount of $76,000.

**Committee Reports**

Executive Committee- Nothing to report

Finance Committee

Nate Andrews reported that Josh Garvin and David McAlister CPA’s of Manley Garvin, LLC met with the Finance Committee right before the Regular Board meeting giving a preliminary audit report noting that Carolina Health Centers was in good financial standing. They will meet with the full board at the August Board meeting.

Personnel Committee- Nothing to report

Ad-hoc Bylaws Committee

Deb Natvig presented the newly revised Bylaw’s. She asked the board members to review the document and to get back with her with any comments by next Monday morning (August 1st).

**Discussion Action Items**

Standing Agenda Items

* Amicus Health LLC Update – Nothing to report
* Corporate Policies and Procedure Review
* Anti-Nepotism Policy

The Anti-nepotism policy was presented at the last board meeting to be reviewed and voted on at the July meeting. On a motion by Luna/O’Neal the policy was unanimously approved.

Old Business

Brooke Holloway stated that the Board Self Evaluation will be sent out before the next meeting and will need to be completed by the September Board meeting.

New Business

Brooke Holloway informed the board that the HRSA Operational Site visit has been scheduled for some time in November. Normally the guidance for the site visit will be sent around a month before they arrive. Rachel will put the existing guidance for last year’s visit on the board portal for board members to review. Board members will need to be available to meet with the team when they are here for the review.

**Executive Session**

The board went into Executive Session on a motion by Luna/Bullard.

The board came out of Executive Session on a motion by Natvig/Andrews. There was not action taken in Executive Session.

The next meeting will be held Monday, August, 22, 2016. Sue will be unable to attend due to a conflicting meeting of the Apexus Advisory Board with the HRSA Office of Pharmacy Affairs.