



Board of Directors
Meeting Minutes
February 3, 2020
3:00 PM

Ann Abdella	P	Sylvia Getman	P	Mandy Qualls	P
Tess Barker	E	Richard Kazel	E	David Riddell	R
Ann Battaglia	P	Jennifer Leszyk	P	Carrie Roseamelia	P
Barry Brogan	P	Nancy McGraw	E	Jack Salo	P
Derrick Chrisler	E	Gertrude O'Sullivan	E	Mary Zelazny	E
Alison Coates	P	Claire Parde	P	Karen Madden	P
Charlotte Crawford	E	Paul Pettit	E		
Helen Evans	P	Michael Pease	P		

Board Members: P= Present, E = Excused, R = Resigned

Staff Present: Karin Blackburn, Katie Rafferty, Sara Wall Bollinger

Quorum established; Helen Evans called the meeting to order at 3:05.

1. Call to Order

Helen welcomed everyone and requested that any potential conflicts be disclosed.

2. The minutes of November 25th (Jack/Ann B.) were approved.

3. Committee Reports

a. Claire presented the Governance Report.

- David Riddell submitted his resignation effective 12/31/19. Barry moved to accept his resignation with regret. The motion was seconded by Carrie and approved by the Board.
- Claire nominated Ann Abdella to be Interim Treasurer and Chair of the Finance Committee until the Annual Meeting in September. Jack moved to elect Ann A. Barry seconded. Motion passed with Ann A. abstaining.

- Claire nominated Mandy Qualls to fill the vacancy on the Board. Mandy was selected as a candidate by the Governance Committee last summer. She volunteers on NYSARH Committees. Motion to elect Mandy (Jack/Helen) was approved.

b. Karin and Katie presented the Finance Committee report.

- 1/31/2019 NYSARH assets \$142,413.65; payables \$0
- The 4th Quarter 2019 has not closed because we are waiting for the Advance payment from NYS Office of Rural Health contract which was planned to be booked in 2019.
- The Finance Committee prepared a 2020 Budget for Board approval.
- Only one accounting firm responded to the NYSARH RFP for audit services. The proposal from Pinto Mucenski Hooper VanHouse & Co. is presented for Board consideration.

There was discussion.

Barry made a motion keep a maximum of \$50,000 [three months operating expenses] in the checking account and to authorize Katie to transfer other funds to the savings account where they will earn interest. Ali seconded; motion passed.

Ann B. made a motion, seconded by Jack, to engage Pinto Mucenski Hooper VanHouse & Co. for two years to audit 2019 and 2020. The Board recommends releasing another RFP for audit services in the summer of 2021 in the hopes of getting additional candidates. The Board intends to have annual full audits, whether or not one is required by regulation.

Helen noted that the Committee Chairs were asked to submit requests to the Finance Committee for inclusion in the Budget this year. In addition to routine expenses, the Budget includes funds for Board training, website upgrades and travel to the Policy Institute. It was noted that the bid for audit services is less than the figure budgeted. Jack moved to approve the budget with this change. Barry seconded; motion passed.

A motion (Claire/Jack) to remove David and add Ann as a signer on the NYSARH bank account passed.

Follow Up Actions:

- Finance Committee will modify the spreadsheet with revenue columns based on feedback from Board members

- Finance Committee will develop a policy for cash management/savings/investments
 - Finance Committee will propose a process to request funds for Innovation/Investment/Capacity Building that is consistent with the Strategic Plan
 - Karin and Katie will develop a companion document to financial reports that explains underlying assumptions, reasons for variance, one-time expenses etc.
 - Katie will transfer funds from the PayPal account to the bank account monthly
 - Karin will communicate with Pinto Mucenski Hooper VanHouse & Co. re: terms of engagement & training on tax rules for sponsorships
 - Ann A. will sign bank signature paperwork
- c. Barry presented a report on behalf of the Policy Committee.

The NYSARH Policy Briefing will be in in LOB room 211 at 9am. Panelists are: Karen Roach, HANYS; Lacey Clarke, CHCANYS; Kati Stair; AHEC and Sarah Ravenhall, NYSACHO. Thanks to Christa Parish in the office for making all the appointments with Senate and Assembly leaders. We will have about 20 people calling on legislators. Next week the NYSARH delegation is going to Washington DC for the NRHA Policy Institute.

- d. Sara presented the Membership Committee report on behalf of Charlotte.

The 'One and Done' campaign was generally successful. Eighteen members have joined since October 1st and no one has mentioned the change in dues structure/pricing. Mandy reported that she has held focus groups at Ithaca, Binghamton and Upstate is planning one at Cortland and possibly a second group at Binghamton. Feedback so far is that students are not familiar with NYSARH and are looking for mentor/shadow/internship opportunities.

- e. The Conference Committee report was presented by co-chairs Ali and Carrie.

The theme for 2020 will be NYSARH: a beacon for rural health. Those present looked at a sample logo of a green lighthouse surrounded by blue circle. The logo design was approved with some adaptations.

The Conference Committee is seeking volunteers to help with seeking sponsorships and award nominations.

A motion (Barry/Jack) to approve a contract for conference facilities and meals in an amount between \$7,000 and \$10,000 with the Lake Ontario Conference Center in Oswego passed.

f. Education & Communication

Karin reported that the Webinars have been going well, with 15-30 participants in each and additional viewers from the website. The next webinar will be about the National Libraries of Medicine on February 20th. Karin identified a need to upgrade the webinar software.

Helen reported that NYSARH is recruiting 'content experts' to support board members and other volunteers as needed. So far we have:

- Gage Lloyd Webster – suicide prevention
- Kris Stiegler – healthcare workforce

4. Management Report

The Administrative Team 4th Quarter report was provided in writing. Helen asked that the Administrative Team also share challenges and adjustments needed.

Karin demonstrated some new features on the website. NYSARH now has a Policy page where articles on policy issues will be posted. She shared a draft Donation section. Members present provided several suggestions.

Board members are asked to review the Quarterly Report Template and provide feedback to the Administrative Team

5. Strategic Plan Update

Main discussion points:

- Organizational policies, procedures & infrastructure
- Marketing and branding
- Networking & partnerships
- Communication plan
- Use assets strategically

- Regional gatherings
- Share learning

It was agreed that the Board will incorporate a Strategic Planning 2021-2023 component into the 2020 Conference in September.

Please see companion document: NYSARH Strategic Planning Update February 2020 Strategic Goals Document Version 7 for details.

NEXT Board of Directors meeting: March 24th 2:00-3:00p.m. via zoom.

There being no other business, the meeting adjourned (Ann B./Mandy) at 5:45PM.