Board of Directors Meeting Minutes

May 24, 2021

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| *Committee Members in Attendance:* | | | | | |
| Helen Evans – Board Chair | Ann Abdella | Ann Battaglia | Barry Brogan | Alison Coates | Charlotte Crawford - Excused |
| Tony D’Agostino | Scott Emery | Bryan O’Donovan | Gertrude O’Sullivan | Claire Parde - Excused | Mary Zelazny |
| Mandy Qualls | Michael Pease | Victoria Reid | Jack Salo | Carrie Roseamelia – Excused | Nancy McGraw |
| Richard Kazel | Paul Pettit  - Excused |  |  |  |  |
| Staff | | | | | |
| Sara Wall Bollinger | Ashleigh McGowan |  |  |  |  |

| *Agenda Item / Topic* | *Question/Discussion* | *Decisions* | *Action* |
| --- | --- | --- | --- |
| 1. Call to Order 2. Establish Quorum 3. Welcome 4. Agenda Modifications | Quorum established.  No agenda modifications. | Meeting Called by H. Evans at  2:01. |  |
| 1. Review and Approval of previous meeting minutes | March 22, 2021 Meeting. | Approved unanimously (J. Salo /M. Pease). |  |
| 1. Legislative Appropriation Grant Update | Helen Evans  It was reported to the Board that all check payments have now been sent to grantees and HWNY is just finalizing paperwork before closing out the 2019/20 grant.  The 2021/22 NYS Budget has a line item for another Legislative Appropriation grant, however we are still waiting to hear from Karen Madden on next steps from NYS. |  |  |
| 1. Digital Training Agreement | Sara  The Board was asked to approve a new partnership with Magic on Tap to promote their digital marketing training service to NYSARH members. There is no financial commitment on NYSARH’s part and NYSARH will get 10% of revenue for each member that is enrolled. We will be hosting a promotional webinar and marketing the service to our members. | Approved unanimously (A. Abdella /B. O’Donovan). |  |
| 1. Anticipated Changes to Management Contract | Helen Evans  HWNY will not be renewing Administrative and Finance services after June 30, 2021.  The Board was asked to approve a draft Bookkeeping services agreement with the expectation of bring recommendation to the Board on Sept 1, 2021.  Finance Committee in consultation with the full Board will be interviewing candidates.  The Board was asked to approve an interim bookkeeping services agreement with North Country Management Services which will provide 90 days of service at an hourly rate of $30 - $52/hour.  The Finance Committee will draft a Scope of Work for North Country Management Services to review and sign at the approved rates.  The Board was asked to approve expending services with Sara Wall Bollinger (SWB Consulting Services) and establishing a new agreement with HWNY for technology support services.  The Transition Committee will review and approve SWB and HWNY scope of work. | Motion to release RFP for Bookkeeping services with amended dates approved (A. Battaglia /A. Coates). M. Qualls Abstained.  Motion to approve interim agreement for financial services by North Country Management Services with a scope of services drafted by the FC (A. Battaglia /G. O’Sullivan). M. Qualls and B. Brogan Abstained.  Motion to approve extension contract with SWB approved unanimously (M. Zelazny /A. Battaglia)  Motion to establish a new agreement with HWNY approved  (J. Salo/A. Battaglia) M. Qualls Abstained | Ann to send interim bookkeeping scope of work to North Country Management Services  Sara and Ashleigh to send Transition Committee scope of work for review and approval. |
| 1. Committee Reports 2. Policy 3. Membership 4. Education 5. Governance 6. Finance | Governance: Ann Battaglia  Carrie Roseamelia is back on the Governance Committee. We are currently still waiting for response from NYCON for a legal answer on the Independent Directors and Legislative Appropriation grant conflict issue. The Disclosure of Interest form has been revised. The Board was asked to vote to accept the Bylaws revisions. The Committee was thanked for all their hard work on the Bylaws.  Finance: Ann Abdella  Revenue is not keeping up with expenses and as projected NYSARH is moving into it’s principle from a profit and loss perspective. Shorthand: the Balance Sheet balances, NYSARH has $135,000 in equity, and all our expenses are inline. The Committee is keeping close tabs of projected revenue and expenses. Another Legislative Appropriations grant will give some breathing room and allow us to think bigger. The Board was asked to approve the First Quarter Financial Report.  Policy: Barry Brogan  The Policy Committee canceled their meeting for May and have been getting ready for an intern who will focus on EMS. The student intern is Emily Hazen, she started today and will be with NYSARH for 10 weeks. She will work on a Policy Brief regarding rural EMS and policy interventions to make EMS better. She will be meeting with the Policy Committee and presenting to full Board in July. We will also propose to present her paper to the Task Force on Rural EMS that the NYS government is planning to establish. This provides a nice loop for NSYARH to have an official component going into that Task Force. The Board was asked to Advocate with members to get the Task Force passed by both houses.  Membership: Mike Pease  The Membership Committee has spent a lot of time discussing about how to increase membership numbers. Ideas like flash sales and multi-year membership discounts have been discussed but there has been no determination on the best way to move forward. It was proposed that the Membership Committee meet with the Finance Committee to outline strategy aligned with finances. The Membership Committee has also been focused on diversity and equity strategies and is in the process of implementing a Rural Hospital membership drive.  Education: Victoria Reid  The Education Committee is continuing with webinar planning. Topics have been picked through Number 2021 and tentative through 2022.  208 people registered for the Public Health Partnership Conference. No one stayed for the whole thing, but hot topics had good attendance. It was reported that NYSARH should net $8,500 in revenue from this conference. | Revisions to Bylaws approved unanimously (G. O’Sullivan /M. Qualls).  3.31.21 First Quarter Financials approved unanimously (B. O’Donovan /J. Salo). | Finance Committee will be reaching out to each Committee for insight into what budget they need for 2022.  Sara to send an alert to Board on Rural EMS Task Force advocacy. |
| 1. Management Report | Ashleigh McGowan  Priority focus is wrapping up 2019 Appropriation Grant. Annual Report is currently in draft form and needs each Committee’s highlights from past year. We are using social channels and partnership connections to share VISTA job description. |  |  |
| 1. Comments/Announcements | The Board discussed starting in-person meetings again. It was decided that the Board Conference next spring should be in-person giving members time to budget for travel.  The Board discussed vaccine rates across the state with the following key points:   * Steuben County is very low with 36/37 percent * Data shows child bearing individuals have no interest in vaccine * Politics are playing a large role * Hamilton County – may have vaccinated the prison * Pharmacies with Federal government allocations are not required to submit to State which may skew the data |  |  |
| 1. Next Meeting |  | Next Meeting  July 26, 2021 |  |
| 1. Adjournment |  | Meeting Adjourned by H. Evans at 3:02 pm |  |