

Beaver Island Rural Health Center (BIRHC)
Board of Directors Quarterly Meeting - **APPROVED MINUTES**
September 12, 2020
10:00AM via Zoom Video/Audio Conferencing Call

CALL TO ORDER: The teleconference meeting was called to order by Don Spencer at 10:01 AM (EDT) on Saturday, September 12, 2020.

ROLL CALL: The following members of the BIRHC Board of Directors, Staff and Others participated remotely via a Zoom Video/Audio Conferencing Call:

Board Directors Participating: Don Spencer (President), Frank D'Andraia (Secretary), Bill Johnson (Treasurer), Diane McDonough, Cody Randall, Paul Welke (Vice President) and Jim Wojan.

Board Directors Unavailable: n/a

Staff Participating: Tammy Radionoff, BIRHC Managing Director

Others Participating: Vel K. Kammermann, CPA (Kammermann and Bascom, Certified Public Accountants), Bill Kohls (Supervisor, Peaine Township), Kitty McNamara (Supervisor, St. James Township), Connie Wojan (Resident, St. James Township)

REVISION TO THE AGENDA: The President asked if there were any revisions to the agenda. There were no additions to the agenda.

APPROVAL OF THE MINUTES: (1) Motion to approve Minutes (distributed on July 29th) for the regularly scheduled July 18th Quarterly Board meeting was made by Johnson and seconded by Spencer. Unanimously carried. (2) Motion to approve the Minutes (distributed on August 3rd) for the Special Meeting of the Board held on August 2, 2020 was made by Johnson and seconded by Spencer. Unanimously approved.

PRESIDENT:

Announcements: The Board President made no announcements

COMMITTEE REPORTS:

Treasurer's Financial Report: The Treasurer presented a report on the year to date Center finances and provided an overview of the proposed 20/21 BIRHC Budget. Discussion followed.

ACTION ITEMS: (1) A motion was made to authorize the Managing Director to advertise a part time position being expanded into a full time position. Motion made by

McDonough and Seconded by Johnson. Unanimously carried; (2) A motion was made by Johnson and seconded by Spencer to authorize the immediate transfer of a select number of funds into higher bearing interest accounts offered at the following financial institutions: TIAA Bank, Signature Credit Union, and Penn Air Federal Credit Union. Unanimously carried; (3) A motion was made to approve the proposed 2020/2021 Center Budget (distributed September 3rd) as presented by the Treasurer. Motion made by Welke and seconded by D'Andraia. Unanimously carried. The Board President then stipulated he would send copies of the Board approved budget to the Townships; and (4) A motion was made to conduct a full audit every two years. Motion made by Johnson and seconded by Spencer. Unanimously carried.

Secretary's Report (D'Andraia): No report

Building Report: Wojan indicated a bid for re-staining the Center shingles had been received. He recommended funds be set aside for maintenance needs as soon as possible and plans to meet with the Managing Director to identify needs/estimated costs and will make a report at the next meeting of the Board.

Managing Director's Report: Radionoff gave a report on the operations and services of the Center, including personnel and equipment needs. Discussion followed. McDonough raised the question about the value of receiving weekly operational highlights from the Managing Director. It was the sense of the Board that the brief emailed reports were helpful and should continue through December, at which time the matter be reconsidered by the Board of Directors.

OLD BUSINESS - There was no old business.

NEW BUSINESS

Salary Range for the Managing Director: The President of the Board reported his findings on regional salary rates for Nurse Practitioners and health administrators. The question of setting a salary range for the position of Managing Director was tabled. A motion was made to allow the Executive Committee to set the salary scale for the Managing Director. Motion made by Johnson and seconded by D'Andraia. Unanimously carried.

Annual Review of the Managing Director: After a brief discussion, the chair established a three member Select Committee to conduct the annual review of the Managing Director. In addition to the Board President, the membership of the Select Committee on the Review of the Managing Director includes the Board Vice President and Treasurer.

Open Meeting Compliance: A motion was made that the BIRHC would fully comply with the Freedom of Information Act (FOIA) and conduct annual training for all Board of Directors. Motion made by Johnson and seconded by McDonough. Board of Directors voting YEA: D'Andraia, Johnson, McDonough, Randall, Welke and Wojan. Board of

Directors voting NEA: Spencer. Motion carried. This motion was followed by a motion made by Spencer and seconded by Wojan to wit "It is the policy of the BIRHC Board that every officer and non-officer will keep Board members fully informed via email, open letter or discussion. Unanimously approved.

Fire Alarm: The next order of business was a discussion on the value of installing a fire alarm system for the Center. A motion was made to authorize a selection, purchase and installation of a fire alarm system for the BIRHC. Motion made by Wojan and seconded by Randal. Unanimously carried.

Nominating Committee: The Board President asked for volunteers to serve on an Ad Hoc Qualification, Selection and Nomination Committee (QSN) for new Board members. D'Andraia and Mc Donough stepped up and volunteered. The President asked for a motion to approve the makeup of the Ad Hoc QSN Committee. Motion made by Johnson and seconded by Wojan. Unanimously carried.

PUBLIC COMMENT: Kammermann addressed the question of audit frequency. Kohls spoke on FOIA. McNamara commented on FOIA and complemented the Board on its effort to be responsive to Township concerns.

NEXT MEETING: The BIRHC Board meets next on Saturday, December 12, 2020 @ 10:00 a.m. The Chair indicated this meeting would be a face to face meeting held at the Peaine Township Hall in accordance with State of Michigan Special Distancing Guidelines and face masks are required to be worn.

ADJOURNMENT: Spencer adjourned the meeting at 11:50 am.

Respectfully Submitted:

Frank D'Andraia, Secretary