



## Emergency Board Meeting December 8th, 2020; 4:00 PM

### MINUTES

1. **CALL TO ORDER AND ROLL CALL** – Vice Chair Galligan called the meeting to order at 4:03 pm
  - **Present:** Board Chair Nigel Taverner, Vice Chair Helen Galligan, Board Members: Rick Navarro, Larry Cappel, Liz Dodge, Sheryl Young, Clyde Hinshelwood.
  - **Also Present:** CEO Tracey Fecher, CFO Cheryl Fama, Center Director Pat Kinniburgh, Executive Assistant Libby Barnard

[Chair Taverner entered the Zoom room at 4:03]

2. **PUBLIC COMMENTS**—No Public in Attendance
3. **NEW BUSINESS**
  - **Replacement of Equipment at Coastside Clinic, Action Requested** – Three pieces of equipment need to be replaced at the Coastside clinic. The Sonrisas team is requesting approval for the emergency expenditure of up to \$48K. Sonrisas' internal controls state that any unbudgeted expense over \$5k needs two bids and Board approval. The team is asking for approval now so that they can act quickly once the second bid comes through. If approved, the equipment that is purchased will be something that can be moved into a new facility.
    - One of the operatory chairs is no longer operational. Because of this, Sonrisas has lost 12 hygiene visits per week and Sonrisas is unable to add other providers on non-hygiene days.
    - The vacuum system cannot keep up with the COVID-19 related increase in high-speed suction required. Patterson, who maintains Sonrisas' equipment, has recommended an upgrade.
    - Nitrous System—The team is concerned about the safety and reliability of the nitrous system.
  - **Discussion: Director Navarro** recommended getting a larger holding tank for the nitrous system to help save money in the long run. **Vice Chair Galligan** asked why the replacement of all three pieces of equipment could not have been planned for. **CEO Fecher** explained that the vacuum replacement is COVID-19-related. Justine Howard, Sonrisas' equipment specialist, returned from maternity leave in October and she identified that the vacuum system was struggling. Ms. Kinniburgh explained that a third suction has been added to minimize aerosol production, overloading the existing 20-year-old system. The chair that is now inoperable was repaired several times, but recently became irreparable because replacement parts are no longer available. Issues with the nitrous system were discovered in the last four weeks when the team had a repair person evaluate the system. **Vice Chair Galligan** recommended that Sonrisas' systems and equipment are evaluated regularly and that the board is given advance notice so that the expense can be budgeted. **CEO Fecher** is planning on creating a capital budget for dental equipment, based on their forecasted lifetime. The same will be done for IT equipment. This repair will reduce Sonrisas' cash position, but funds will be moved from the \$200,000 Merrill Lynch investment account, which is currently earmarked for Coastside capital spending. **CEO Fecher** clarified to the board that the vacuum system is used to reduce the amount of aerosol emissions. **Chair Taverner** asked how soon these replacements can be made. The team would like to replace the chair with a mobile chair that is currently not being used. **Director Cappel** asked whether the team would have an opportunity to use the mobile chair soon for other off-site programs and whether this is the best use for that resource. The Farmworker Contract is not being renewed and that only needs one chair. In addition, the company that made this mobile chair is no longer in business and some of its mobile components are no longer available.

- **Director Cappel** motioned to approve the replacement of the three pieces of equipment listed above at the Coastside Clinic not to exceed \$48K. The motion was seconded by **Rick Navarro** and unanimously approved by roll call.
4. **UPDATE ON COVID-19 STATUS – Chair Taverner** commented that the San Mateo Health Officer, Scott Morrow, has received criticism for not enacting more stringent protocols in the recent wave of state-wide lockdowns. **CEO Fecher** recommended Scott Morrow's well-written memo about on this position on this item. Dentistry is exempt in shutdown regulations for businesses in San Mateo County. Vaccinations will begin in eight days from this meeting, though there is not a plan for tier three, which includes dentistry. Sonrisas will be able to ask the SMMC team for updates as the vaccination plan in San Mateo County unfolds. Sonrisas' administrative staff are all being fitted for surgical respirators to mitigate the spread of the virus and the need for anyone to self-quarantine if another staff member gets COVID-19. No new cases have been reported among staff, ten days out from Thanksgiving holiday.
  5. **SONRISAS JOINING AARP LAWSUIT, Action Requested – Dr. Bonnie Jue** was approached by a lawyer from AARP, who will be suing the federal government, the Center for Medicaid, and Medicare Services (CMS), over the reduced reimbursement rate for perio-maintenance, particularly for seniors in nursing homes. After consulting Joseph Saveri Law (a specialist litigation firm) and discussions with the AARP attorney, the board chair and CEO recommend Sonrisas join the lawsuit (See CEO Memo pg. 2-3). **Director Young** asked for more time to review the case. **CFO Fama** offered caution since the Sonrisas name and its board members will be connected to the litigation. **Director Cappel** asked who else is involved in the lawsuit. **CEO Fecher** responded that the lawsuit includes several hygienists in alternative practice that practice at nursing homes.
    - The board of directors decided that more time was needed to consider Sonrisas' involvement in this lawsuit. **CEO Fecher** will send related documents to board members for review and an additional consultation will take place with another litigation firm. This item will be added to the January board meeting.
  6. The meeting was adjourned at **4:45pm**.

Written and Submitted By  
Libby Barnard

Approved by Board Chair

.....  
  
 .....