



Board Meeting
September 16, 2021
6:30 PM
Teleconference Via Zoom

Minutes

1. **CALL TO ORDER AND ROLL CALL – Chair Taverner** called the meeting to order at **6:50pm**.
 - **Present:** Board Chair Nigel Taverner, Vice Chair Helen Galligan, CFO Cheryl Fama, Board Members: Larry Cappel, Larissa Cutler, Clyde Hinshelwood, Steve Stielstra, Sheryl Young.
 - **Also Present:** CEO Tracey Fecher, Executive Assistant Elijah Barnard.
 - **Absent:** Rick Navarro

2. **MISSION MOMENT – Chair Taverner** recently attended an event held by Ayudando Latinos a Soñar (ALAS). At the event, he talked to the CEO of ALAS, Belinda Hernandez Arriaga, about ALAS wanting to partner with SDH further to provide dental services to ALAS clients in Half Moon Bay (in addition to the Pescadero focused Farmworkers Program). Another example of Sonrisas’ reputation in the community as a safe space for immigrant families and individuals continues to grow, bringing new opportunities for partnerships.

3. **PUBLIC COMMENTS –** No public in attendance.

4. **REPORT OUT FROM CLOSED SESSION ON SEPTEMBER 16TH** – The board unanimously congratulates CEO Fecher on a successful year and they expressed their appreciation of her leadership.

5. **APPROVAL OF JULY 15TH AND SEPTEMBER 9TH BOARD MINUTES**
 - *Director Cappel* motioned to approve the minutes for the board meeting on July 15th, 2021. The motion was seconded by *Director Young* and approved by roll call. Ayes: **Nigel Taverner, Helen Galligan, Clyde Hinshelwood, Larry Cappel, Larissa Cutler, Cheryl Fama, Sheryl Young**. Abstained: **Steve Stielstra**
 - *Director Fama* motioned to approve the minutes for the special meeting on September 9th, 2021. The motion was seconded by *Director Hinshelwood* and approved by roll call. Ayes: **Nigel Taverner, Helen Galligan, Clyde Hinshelwood, Larissa Cutler, Cheryl Fama**. Abstained: **Sheryl Young, Larry Cappel, Steve Stielstra**

6. **REPORTS**
 - **CEO Report – Director Hinshelwood** asked for an update of Sonrisas’ last cybersecurity meeting which he was unable to attend. At the meeting, Sonrisas’ IT consultant, Steve Almes, debriefed the team on new cybersecurity threats. All emails from Open Dental are encrypted, and a new software to help prevent phishing is being tested. Steve is in the process of creating a run book for restoration processes and procedures.



- **CFO Report – CFO Fama** reported that Sonrisas has closed an unprecedented year, with a total of 11,000 visits, 70% of which were individuals and families with no or low income. SDH’s net income was \$803K over budget. Sonrisas has kept its indirect and direct costs down. The organization was one visit short of meeting budget, but was ahead of prior years. **CFO Fama** commended CEO Fecher and her team for their hard work and commitment to providing quality care to patients with dignity.
- **Fundraising Report – Chair Taverner** noted that Sonrisas has been awarded \$293K in the past two months which is 48% of Sonrisas’ fundraising budget for FY21-22. He highlighted the new grant award from Delta Dental for \$100K. **Director Hinshelwood** encouraged board members to buy their ticket for the Cooking for a Cause event on October 22nd.
- **Board Nomination Committee** – Sonrisas has expanded the board of directors from seven members to nine members, in accordance with the bylaws. The committee has a pipeline for new board members if seats become available or on an advisory board basis.
- **Outreach Report** – Made possible by the Delta Dental grant, the outreach team will explore expanding outreach to older adults. Sequoia Healthcare District will help the outreach team develop their virtual education video library. **Director Hinshelwood** recommended inviting board members—especially new board members—to any upcoming school screenings. **CEO Fecher** will keep board members informed on those dates.
- **Unaudited Financials for July ’21** – **CFO Fama** highlighted that Sonrisas has been awarded \$365K in grants. \$55K is from Sequoia Healthcare District and \$110K was released from restricted funding to help with the capital improvement at SDH’s two centers. **Chair Taverner** highlighted that Sonrisas losses are currently \$114 per patient visit, compared with \$141 per patient visit last year.

7. NEW BUSINESS

- **Board Retreat** – Sonrisas will hold its annual board retreat on –Saturday October 2nd, 2021. CEO Fecher has secured a facilitator for the meeting. The retreat will have two main sessions that will focus on the following: the role of board and governance responsibility, the Brown Act and its implications for board business and liability, and the vision of the board for Sonrisas to direct sustainable growth for the next three years.
 - **Agenda and Logistics**—**Chair Taverner** asked whether board members are comfortable with this retreat being in-person. Most members commented that they were comfortable assuming every person was vaccinated. CEO Fecher and Mx. Barnard will confirm vaccination status with board members prior to the event. **CFO Fama** requested that there be a conference call/ Zoom option to attend the event remotely. Mx. Barnard will figure out a solution so that board members can attend remotely.
 - **Retreat Pre-Materials**—**CEO Fecher** presented the Sonrisas baseline financial projection for the next five years and the financial impact of various growth scenarios (please see slide pg. 2-4). This information will be provided to board members prior to the board retreat for discussion.



- **Board Annual Calendar** – The board will be using an annual calendar to schedule meetings and provide advance notice of specific topics for the board. **Chair Taverner** invited feedback on the draft calendar from board members.

Thanks so much Pat! It is exciting to get this going. We hope to get the operatory built out in April (the chair is on backorder) and would like to start counting pediatric patients in April or May. Would that work? Also, we will need to purchase pediatric instruments, HEPA filter, extra oral suction and other equipment to build out the operatory. I'd like this section to say:

- . Capital projects to include construction of one (1) operatory containing:
 - i. Dental chair
 - ii. Wall mount X-ray
 - iii. X-ray sensor
 - iv. Sterilizer
 - v. Compressor
 - vi. Operatory infection control equipment
 - vii. Pediatric instruments

- **Delta Dental Grant for Senior Dental Care** – This grant includes funding for staffing. **CEO Fecher** requested that Sonrisas use the Delta Dental grant to add two additional partial FTEs: .2 expansions of the Community Engagement Director's FTE and .4 for an outreach coordinator, totaling \$52K. The goal of this planning stage of the grant is to conduct a community needs assessment for senior dental services. **Director Hinshelwood** asked that the Board be provided with a written cost/income estimate in advance of such funding requests.
 - ***Director Cappel** motioned to provide the additional staffing needed for the grant deliverable up to the amount of the grant funds received. The motion was seconded by **Chair Taverner** and approved by roll call. Ayes: **Nigel Taverner, Helen Galligan, Clyde Hinshelwood, Larissa Cutler, Cheryl Fama, Sheryl Young, Larry Cappel, Steve Stielstra.***

8. OLD BUSINESS

- **HMB Lease and Renovations Update** – Sonrisas will be signing the new lease with the property manager – three years with an option to renew for another three. The new HVAC will be installed in mid-October. The renovations will take place starting the week of Thanksgiving, through the end of December. During this time, Half Moon Bay patients will be rescheduled at the San Mateo center.
- **FQHC Contract Update** – No Update.

9. SUGGESTED AGENDA ITEMS FOR NEXT MEETING – No Suggested Items.

10. Meeting was adjourned at **8:29pm**. Written and Submitted by
Elijah Barnard

Approved by

Nigel Taverner