

District Clinic Holdings, Inc.
d.b.a. C.L. Brumback Primary Care Clinics
Board of Directors Meeting
Summary Minutes
1/30/2019

Present: James Elder, Chairperson; Joseph Morel, Vice Chairperson; John Casey Mullen, Secretary; Joan Roude, Treasurer; Cory Neering; Irene Figueroa
Excused: Shanti Howard; Valerie Shahriari, General Counsel
Staff: Darcy Davis, CEO; Dr. Belma Andric, CMO, VP & Executive Director of Clinical Services; Pamela Ryan, General Counsel; Dawn Richards, Chief Financial Officer; Thomas Cleare, VP of Strategy; Terry Megiveron, Director of Operations; Dr. Tamara-Kay Tibby, Dental Director; Dr. Noelle Stewart, Medical Director; Ellen Pentland, Chief Compliance & Privacy Officer; Cindy Yarborough, Chief Information Officer; Sarah Gonzalez, Director of Credentialing & Provider Services; Steven Hurwitz, VP of Human Resources & Communications
Minutes Transcribed By: Alena Ranucci
Meeting Scheduled For 12:48PM
Meeting Began at 2:09PM

AGENDA ITEM	DISCUSSION	ACTION
1. Call to Order 1A. Roll Call 1B. Affirmation of Mission	Mr. James Elder called the meeting to order. Roll call was taken. Mr. James Elder read the Affirmation of Mission	The meeting was called to order at 12:48pm.
2. Agenda Approval 2A. Additions/Deletions/Substitutions	Mr. James Elder called for an approval of the meeting agenda. No additions/deletions/substitutions	
2B. Motion to Approve Agenda Items	The agenda for the January 2019 meeting was approved as mailed in the board package.	

<p>3. Awards, Introductions and Presentations</p> <p>3A. Compliance and Cultural Competency Board Training</p> <p>3B. Medical/Dental Integration</p>	<p>Ellen Pentland, Chief Compliance Officer, educated the Board Members on Cultural Competency for Florida Community Care, Annual Board Compliance & Privacy Education and Abuse, Neglect and Exploitation.</p> <p>Mr. Neering asked if we provide training on implicit bias and cultural competencies. Ms. Pentland replied that Victoria Pruitt, the Director, Corporate Risk Management, implements these mandatory trainings to all required individuals on a rotating basis.</p> <p>Dr. Duclos Dessalines, Pediatric Program Director and Dr. Tamara-Kay Tibby, Dental Program Director presented to the board their new program Medical and Dental Integration (MDI) for pediatric patients. The purpose of this implementation was to raise overall awareness of the importance of oral health, improve communication between departments and increase the number of pediatric medical and dental patients. The communications department assisted in creating a video highlighting the benefits of integrating these services.</p>	<p>No action necessary.</p>
<p>4. Disclosure of Voting Conflict</p>	<p>None.</p>	<p>No action necessary.</p>
<p>5. Public Comment</p>	<p>None.</p>	<p>No action necessary.</p>
<p>6. Meeting Minutes</p> <p>6A Staff Recommends a MOTION TO APPROVE: Board Meeting Minutes of December 12, 2018</p>	<p>There were no changes or comments to the minutes dated December 12, 2018.</p>	<p>VOTE TAKEN: Mr. Neering made a motion to approve the minutes of December 12, 2018 as presented. The motion was duly seconded by Mrs. Roude. A vote was called, and the motion passed unanimously.</p>
<p>7. Consent Agenda – Motion to Approve Consent Agenda Items</p>		<p>VOTE TAKEN: Mr. Neering made a motion to approve the consent agenda as presented. The motion was duly seconded by Mrs.</p>

		Roude. A vote was called, and the motion passed unanimously.
7A. ADMINISTRATION		
7A-1. Receive & File: January 2019 Internet Posting of District Public Meeting	The meeting notice was posted.	Receive & File. No further action necessary.
7A-2. Receive & File: Attendance tracking	Attendance tracking was updated.	Receive & File. No further action necessary.
7A-3 Receive & File Summary of Board Member Self-Evaluations	The C.L. Brumback Primary Care Clinics Board completed an annual self-evaluation yearly. A tally was created and presented to the board summarizing the Board Members Evaluations to establish areas of improvement and relay feedback.	Receive & File. No further action necessary.
7B. POLICIES		
7B-1. Staff recommends a MOTION TO APPROVE: Referral Tracking Policy	Dr. Noelle Stewart presented to the board the revised Referral Tracking Policy 831-14 that tracks referrals to specialists generated by all our service lines.	Motion referenced above, no further action necessary.
7C. CREDENTIALING AND PRIVILEGING		
7C-1. Staff recommends a MOTION TO APPROVE: Modification of General Dentistry Privileges	Sarah Gonzalez, Director of Credentialing presented a practitioner recommended by the Dental Director for modification of their current General Dentistry privileges to include sectioning of bridge(s) to facilitate removal of teeth.	Motion referenced above, no further action necessary.
8. Regular Agenda		
A. ADMINISTRATION		
8A-1. RECEIVE AND FILE: Board Member Resignation- Joan Roude	Thomas Cleare presented to the board that Ms. Joan Roude has notified the C.L. Brumback Primary Care Clinics that she is resigning from her position on the Board as treasurer. He thanked for her time and dedication to the Clinics and the Health Care District. Michael Smith will take her place as the treasurer of the Clinic Board.	Receive & File. No further action necessary.
8A-2. Staff Recommends a MOTION TO APPROVE:	The 3-year Board Membership term ended December 31, 2018. All Board Members eligible for re-appointment	VOTE TAKEN: Mr. Morel made a motion to approve the Board Member Re-Appointments as presented. The motion

Board Member Re-Appointments	must be re-appointed to another 3-year term. All Board Members re-applied and were re-appointed.	was duly seconded by Mr. Mullen. A vote was called, and the motion passed unanimously.
8A-3. Staff Recommends a MOTION TO APPROVE: Appointment of Julia Bullard and Michael Smith to the Clinic Board	A Nominating Committee meeting was held on January 15 th , 2019 at 10:30am where Julia Bullard and Michael Smith were nominated to the C.L. Brumback Primary Care Clinic Board. The Nominating Committee recommends the Board to approve Mrs. Bullard and Mr. Smith to join the Clinic Board.	VOTE TAKEN: Mr. Neering made a motion to approve the Appointment of Julia Bullard and Michael Smith to the Clinic Board as presented. The motion was duly seconded by Mr. Morel. A vote was called, and the motion passed unanimously.
8A-4. Staff Recommends a MOTION TO APPROVE: Committee Assignments	Thomas Cleare discussed with the board that the recent term limits for 3 Board Members have created vacancies on some of the Clinic and District committees. James Elder, Michael Smith and Joseph Morel volunteered to join the Finance Committee. Julia Bullard volunteered to join the Quality Council.	VOTE TAKEN: Ms. Roude made a motion to approve Committee Assignments as presented. The motion was duly seconded by Mr. Morel. A vote was called, and the motion passed unanimously.
8B. FINANCE		
8B-1. Staff Recommends a MOTION TO APPROVE: C.L. Brumback Primary Care Clinics Finance Report December 2018	Clinic volumes (medical, dental, and MAT combined), are below budget by 1,957 visits or 5.9%. MAT clinic visits of 872 were above budget of 824 by 48 or 5.8%. All other medical clinics combined (net of MAT) were below budgeted volume by 573 visits or 2.4%. Mobile van visits of 544 were above budget of 520 by 24 or 4.6%. Total revenues are below budget by \$196k or 4.3% due to less than anticipated grants revenue for the Belle Glade Construction and Quality Incentive. Total operating expenses are below budget by \$378k or 6.1%. Net operating margin is a loss of \$2.5M compared to a budgeted loss of \$2.8M. The Health Care District has subsidized the Primary Care Clinics with \$2.6M.	VOTE TAKEN: Ms. Roude made a motion to approve C.L. Brumback Primary Care Clinics Finance Report December 2018 as presented. The motion was duly seconded by Mr. Neering. A vote was called, and the motion passed unanimously.
C. EXECUTIVE		
8c-1. RECEIVE AND FILE: Executive Director Informational Update	Dr. Andric provided an Executive Director informational update: Lakeside Medical Center Clinic (Belle Glade) Mechanical, electrical and plumbing are well underway. There have been changes to the plans to maximize patient	Receive and file. No further action necessary.

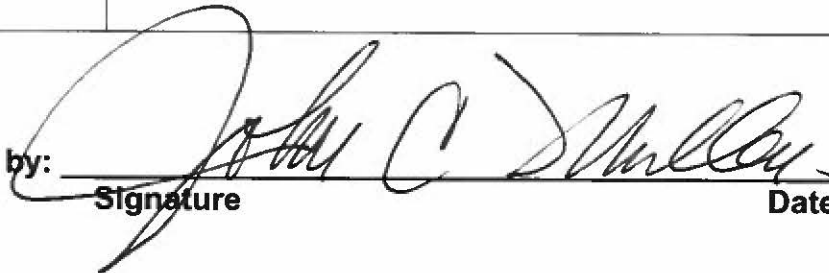
	<p>flow. Construction manager still expects to meet our completion timeline of 4/1/2019.</p> <p>Mangonia Park - Construction has begun at the new clinic with expectation that we will open within a few months.</p> <p>FY2019 Service Area Competition Grant - On 12/20/2018 we received our Notice of Award from HRSA confirming our grant continuation through 12/31/2021. Our current approved grant budget is \$7,617,174.00.</p>	
8D. CREDENTIALING AND PRIVILEGING		
<p>8D-1. Staff recommends a MOTION TO APPROVE:</p> <p>Licensed Independent Practitioner Credentialing and Privileging – Duclos Dessalines, MD</p>	<p>The FQHC Medical Director presented Dr. Duclos Dessalines, pediatrician and Pediatric Director for re-credentialing and privileging.</p>	<p>VOTE TAKEN: Ms. Roude made a motion to approve Licensed Independent Practitioner Credentialing and Privileging as presented. The motion was duly seconded by Mr. Morel. A vote was called, and the motion passed unanimously.</p>
8E. OPERATIONS		
<p>8E-1. Staff recommends a MOTION TO APPROVE:</p> <p>Operations Reports – November & December 2018</p>	<p>Terry Megiveron presented to the Board with operations reports for November & December 2018 as included in the board package.</p>	<p>VOTE TAKEN: Mr. Morel made a motion to approve the Operations Reports as presented. The motion was duly seconded by Mr. Mullen. A vote was called, and the motion passed unanimously.</p>
8F. QUALITY		
<p>8F-1. Staff recommends a MOTION TO APPROVE:</p> <p>Quality Council Reports</p>	<p>Dr. Noelle Stewart presented to the board UDS dashboard for 2018 which was submitted for our annual UDS report. Our final report demonstrated that we had 9 metrics that exceeded our Goals, 1 that was at goal and 2 that were below goal. Immunization was below the goal that we set for this measurement year, however it is higher than National and States rates and because of this we have adjusted our goal for the 2019 measurement year. The new goal for immunization in children turning two will be 60%. In HIV we were also below goal at 60%. We have also adjusted this measure to align more with National and</p>	<p>VOTE TAKEN: Mr. Neering made a motion to approve the Quality Council Reports as presented. The motion was duly seconded by Mr. Morel. A vote was called, and the motion passed unanimously.</p>

	State Rates and will have a goal of 85% for this measure in 2019.	
9. CMO, VP and Executive Director of Clinical Services Comments	Dr. Andric had no additional comments.	No action necessary.
10. Board Member Comments	<p>Mr. Mullen wanted to know how many vacant clinic positions we have at the moment.</p> <p>Dr. Andric replied that our clinical recruiters are actively recruiting for 9 vacant positions.</p>	No action necessary.
11. Establishment of Upcoming Meetings	<p>2019 Board of Directors Meetings were approved at the November 28, 2018 Board meeting. All meetings start at 12:45 PM:</p> <ul style="list-style-type: none"> • February 27, 2019 • March 26, 2019 (2:00 PM start) Joint with HCD • March 27, 2019 (12:15 PM) Strategic Planning • April 24, 2019 • May 29, 2019 • June 26, 2019 • July 31, 2019 • August 28, 2019 • September 25, 2019 • October 30, 2019 • November 27, 2019 • December 18, 2019 	No action necessary.
12. Motion to Adjourn	There being no further business, the meeting was adjourned.	Mr. Mullen made a motion to adjourn and Mr. Morel seconded. The meeting was adjourned at 2:09 p.m.

Minutes Submitted by:

Signature

Date

 3-26-19