

NAFC BOARD MINUTES

Date: 10/27/2019

10:00am – Eastern Time

Location: In-Person

Meeting called by:	Board Chair	Type of meeting:	Regular
Facilitator:	Board Chair	Note taker:	NAFC Secretary

Attendees: NAFC Staff, Bobby Kapur, Stephanie Garris, Shannon Watson, Angie McLaughlin, Beth Armstrong, Randy Jordan, Maureen Tomoschuk, Larry Robins, Johanna Henz, Nancy Hudson

Minutes

1. CALL TO ORDER/ATTENDANCE (2.6.2)

- a. Bobby Kapur called the meeting to order at 10:03 am and wished everyone a Happy Navali and Festival of Lights. Bobby then asked the Board to share how we are connecting the dots at our organizations. For example, his ED diversion program got a huge press article in Miami Herald that showed \$3 million in cost savings.
- b. Beth Armstrong shared the People’s Health Clinic was chosen as a healthcare hero for Readers Digest.
- c. Stephanie Garris moved into their new clinic within 4 days and started dental. They are debt free and beat their fundraising goal.
- d. Shannon Watson’s share that the clinic she helps was gifted money from the Franciscan Sisters to do \$250k for capital improvements.
- e. Randy Jordan shared that they were contacted by the Gremeem Bank regarding healthcare access for their micro lending customers.
- f. Johanna Henz’s clinic hosted the huge kickoff for the NAFC - CVS partnership with the Ohio state association.
- g. Maureen Tomoschuk’s clinic rented out some of their building and were able to expand their office space.
- h. Linda Wilkinson discussed her experience in Idaho with the clinics there and how little people truly understand Medicaid and Free Clinics.
- i. The group discussed Medicaid expansion within states and how to navigate those conversations.

2. APPROVAL OF MINUTES of the July 2019 Board Meeting (ATTACHMENT A1)

- a. Shannon Watson made the motion to approve the minutes from the July meeting. Johanna Henz seconded the motion. Motion carried unanimously.

3. CEO UPDATE DISCUSSION (ATTACHMENT B1) and 2020 NAFC Operational Goals (ATTACHMENT B2)

- a. Stephanie Garris asked for clarification on the Texas ruling. Staff noted the ruling is anticipated for October but stressed the ruling could be later in the year.
- b. Staff reported that given the Congressional focus on the Impeachment, there is limited action taking place on our policy objects through the end of the year. As the possible Impeachment moves forward and the Presidential campaign moves into high gear, our public policy strategy may shift throughout the next year.

- c. Stark Law: Staff reported that the NAFC will submit comments on the 2 CMS proposed rules on the Stark Law. The current rules do not offer a safe harbor for free and charitable clinics because the rules are specific to Physician Medicare payments, but we will submit our comments with specific information on challenges that clinics with hospital stating the Stark Law is the reason they can't donate. Randy had a legal concern at a clinic and a hospital, and it may be more of a kick-back issue. The group discussed the complexity of the issue and how we need to engage.
- d. Staff reported that this is the largest Symposium in NAFC history and asked that Board members please say thank you to sponsors while here.
- e. Staff reported that the NAFC standards have finished the 2nd year and the members have responded positively.
- f. The ER Case Study is moving forward, and members are very interested in next steps. Staff will continue to report to the Board.
- g. 48 clinics were selected for the pilot program for Roadmap. Grants are expanding and opportunities for NAFC and members are very strong.
- h. 2021 is 20th anniversary of NAFC.

4. 2020 PUBLIC POLICY PRIORITIES (ATTACHMENTS F1-F2)

- a. Nicole reviewed the 2019 Goals. Achieved or on track to achieve all goals.
- b. Nicole shared her concerns that funding and staff workload need to be strongly considered when looking forward. She also looks to the NAFC board to commit to health equity and diversity.
- c. 2020 goals laid out in a linear picture that end at revenue for organization. Mission to revenue outlines and then Nicole reviewed Ends Priorities.
 - The group discussed adding a goal regarding the DNC and RNC platforms and how we're included in those discussions. Let's add these within the public policy agenda.
 - Nicole reviewed 2020 goals. The board discussed what we can do to help move them from threats to opportunities. We will discuss them at future meetings once more discussions occur with leaders from other organizations.
- d. Bobby asked for a motion. Stephanie motioned to approve the NAFC 2020 goals and Randy seconded. Motion to approve 2020 Goals carries unanimously. The group should look at 3-5 years goals and budget planning.

5. MONITORING CEO PERFORMANCE (Policy 4.4) (ATTACHMENTS C1-4)

- a. Management Parameters Monitoring - Board acts to accept/reject the following performance monitoring reports due/submitted since last meeting:
 - 3.3 Financial Condition and Activities: Motion by Johanna. Second by Stephanie. Motion carries unanimously.
 - 3.5 Financial Planning and Budget: Motion by Beth. Second by Nancy. Motion carries unanimously.
 - 3.6 Compensation and Benefits: Motion to approve by Johanna. Second by Nancy. Motion carries unanimously.
- b. **Approval of 2020 CEO Monitoring Report Schedule (ATTACHMENT C5)**
Shannon moved to approve the Monitoring Report Schedule. Maureen seconded. Motion carried unanimously.

6. REVIEW OF FINANCIAL REPORTS (Policy 3.5) (ATTACHMENT D1)

Shannon reviewed the financials. \$382k are restricted grant funds to be distributed. The

organization currently has \$80k in unrestricted funds. More funds deposited in October. Announcements on financials: Joe's Restaurant housed their equipment outside the NAFC office and it's very loud. The restaurant will pay the NAFC rent until the HVAC system is fixed. State leaders meeting will be funded by the NAFC through Direct Relief. Huge win for everyone. The CVS Health Foundation launched an additional \$500k, for a total of \$1M of grants in Ohio with the potential for more. This strengthened relationship is a direct result of Nicole's leadership. The NAFC was awarded a \$3M 3-year food insecurity grant in California funded through CVS Health. All these awards will allow NAFC funding for the grant management.

Motion to approve the Financial Reports made by Linda. Seconded by Stephanie. Motion carries unanimously.

7. 2020 NAFC BUDGET REVIEW (Policy 3.5) (ATTACHMENT E1)

- a. The group discussed the budget. Staff has met and does not believe they currently need more staff at this time. They would much rather pay existing staff at the appropriate amounts and develop internship programs.
- b. Stephanie moves to approve 2020 budget. Angie seconded. Motion carries unanimously.

8. 2020 PUBLIC POLICY PRIORITIES (ATTACHMENTS F1-F2)

- a. Goals remain the same with the exception of formally including social determinants of health. Randy moves to include free and charitable clinics as essential community benefits. Johanna seconded and motion carries unanimously.

9. BOARD COMMITTEE APPOINTMENT (Policy 2.9) (ATTACHMENT G1-G2)

- a. The Nominating Committee met and interviewed candidates. Johanna interviewed Adam. He is outstanding in his role and his drive and energy make a perfect fit. Kat was interviewed by Sheri. She is very active and wants to be at the table. She is currently running a free clinic in Oregon. Stephanie motioned to approve the recommended slate. Angie seconded. Motion carries unanimously.
- b. The group also discussed the makeup of the board. 60% of board must reflect NAFC membership. The group needs to have future discussions on board membership and what expertise is needed moving forward. The board culture committee will take this on and focus on this moving forward.

10. DISCUSS ENDS PRIORITY (Policy 1.3) (ATTACHMENT H1)

- a. No changes.

11. DISCUSS ENDS PRIORITY (Policy 1.5) (ATTACHMENT I1)

- a. No change but a recognition that this will be a huge priority that will take up significant time and resources over the next 12 months.

12. EXECUTIVE SESSION - CEO Evaluation (Policy 2.8.3)

- a. BOARD MEETING EVALUATION (Policy 2.1.8)

Adjournment – Shannon motioned; Linda seconded. Meeting adjourned at 4:25p Eastern Time.