



Board Meeting November 19th 6:30 PM

Location
Sonrisas San Mateo Conference Room
Zoom Teleconference

MINUTES

1. **CALL TO ORDER AND ROLL CALL** – **Secretary Clyde Hinshelwood** called the meeting to order at 6:34 pm.
 - A. **Present:** Secretary Clyde Hinshelwood, Board Members: Larry Cappel, Larissa Cutler, Rick Navarro, Paramita Roy, Steve Stielstra
 - B. **Also Present:** CEO Tracey Fecher, CFO Vickie Yee, COO Prasanthi Patel, Community Engagement Director Dr. Bonnie Jue, Development Director Spandan Chakrabarti, Administrative Assistant Veronica Le
 - C. **Absent:** Chair Nigel Taverner, Dennis Kneappel

2. **MISSION MOMENT** – **CEO Fecher** took a moment to appreciate Sonrisas' Development Associate, Dalia Lai, and COO, Prasanthi Patel, writing quotes from patient satisfaction surveys, conducted on Qualtrics, on the whiteboards in the employee breakrooms in San Mateo and Half Moon Bay. Quotes ranging from patients' appreciation with the quality dental treatment received to describing in length of their comfort with staff members. A word cloud is included in this year's holiday letter to staff, showcasing their dedication to Sonrisas' mission and goals.

[Vice Chair Henry Sanchez joined the meeting at 6:35 pm.]

3. **PUBLIC COMMENTS**—No public in attendance.
4. **APPROVAL OF OCTOBER 1ST BOARD MINUTES AND NOVEMBER 2ND BOARD RETREAT MINUTES**

Director Rick Navarro moved to approve the minutes of October 1st's meeting. Secretary Clyde Hinshelwood seconded the motion and was approved by unanimously. Ayes: Henry Sanchez, Clyde Hinshelwood, Larry Cappel, Larissa Cutler, Rick Navarro, Paramita Roy, Steve Stielstra.

Director Rick Navarro moved to approve the minutes of November 2nd's Board Retreat. Secretary Clyde Hinshelwood seconded the motion and was approved by roll call. Ayes: Henry Sanchez, Clyde Hinshelwood, Larissa Cutler, Rick Navarro, Paramita Roy, Steve Stielstra. Abstained: Larry Cappel

5. **STRATEGIC PLAN FY23-FY25**
 - A. **Sonrisas Culture**—No updates at this time.
 - B. **Sustainable Growth**
 - a. **FQHC Pathways Project Update** – CEO Fecher would like feedback from the Board members on the revised FQHC Pathways Project Dashboard.
 - b. There were conversations about developing relationships with FQHC potential partners.
 - c. It was recommended that the dashboard be updated regularly with any progress.
 - C. **Community and Patient Engagement**—No updates at this time.
6. **Financial Audit APPROVAL REQUESTED** – CFO Yee shared with the Board that the audit

was clean, no adjustments were made, and it was clear of material misstatement. The positive commentary from the auditors, JWT & Associates, is meaningful to the Finance team as it represents that the organization and accounting team are doing a great job.

- A. The year ended with a positive variance.
- B. There was a discussion about the audit report including a comparison of this audit year and the prior year and the revenue.

Director Larry Cappel moved to approve the Financial Audit. **Director Rick Navarro** seconded the motion and was approved by unanimously. Ayes: **Henry Sanchez, Clyde Hinshelwood, Larry Cappel, Larissa Cutler, Rick Navarro, Paramita Roy, Steve Stielstra**

7. **Board Nominating Committee** – **Director Hinshelwood** shared the revisions to Sonrisas' Bylaws with the Board, regarding the election and terms of Officers. It was recommended the term limits for Board Officers be changed to an election of Officers every three years instead of two years. It was also proposed that the Chair and Vice Chair positions include a succession plan where the Vice Chair is designated as the Chair's successor at the end of the Chair's term.

- A. **Director Hinshelwood** also shared provisions of the plan, such as a director serving partial portion of their term and the duties of Vice Chair.

Secretary Clyde Hinshelwood moved to approve implementing the revisions made to the Bylaws. **Director Rick Navarro** seconded the motion and was approved by unanimously. Ayes: **Henry Sanchez, Clyde Hinshelwood, Larry Cappel, Larissa Cutler, Rick Navarro, Paramita Roy, Steve Stielstra**

8. REPORTS

- A. **CEO Report** – **CEO Fecher** mentioned that with **COO Patel** on board, her CEO Report will be structured differently in the next few months. **COO Patel** will work with the Clinical team to submit a clinical/operations report. The CEO Report will shift to other operations and strategic topics.
- B. **CFO Report** – **CEO Yee** highlighted the good standing status on the year-to-date numbers, confirming financials are net positive net income.
- C. **Fundraising Report** – **Mr. Chakrabarti** informed the Board of the progress on the Pescadero RV project, including **HPSM** generously investing in the project and the Fundraising team are making progress in connecting with other donors.
 - a. A venue will soon be finalized for next year's Cooking for a Cause event on September 27th.
 - b. **Mr. Chakrabarti** thanked the Board for their commitment to making this year's Cooking for a Cause a success.
 - c. **Mr. Chakrabarti** also thanked the Spanish Table's continued sponsorship since Cooking for a Cause's inception.
- D. **Outreach Report**– **Dr. Bonnie** informed the Board of a farm workers health and community event on Saturday in Half Moon Bay, welcoming all in attendance to join. The event is sponsored by **ALAS**, Senator **Josh Becker**, Assembly Member **Mark Berman**, and Supervisor **Ray Mueller**.
- E. **Quality Committee Report** – No comments or questions.
- F. **Board Nomination Committee** – No comments or questions.

9. SUGGESTED AGENDA ITEMS FOR NEXT MEETING

- A. Annual Meeting
 - a. Conflict of Interest forms signed before January meeting
 - b. Elections of Officers
 - c. Reappointments of Officers
- B. Update on FQHC Pathways Project
- C. No meeting in December.

10. ADJOURN—The meeting was adjourned at 7:32 pm.

Written by
Veronica Le

Approved by


Henry Sanchez, Vice Chair