



Board Meeting June 25, 6:30 PM

Location
Sonrisas San Mateo Conference Room
Zoom Teleconference

MINUTES

1. **CALL TO ORDER AND ROLL CALL** – **Chair Taverner** called the meeting to order at 6:36 pm.
 - A. **Present:** Board Chair Nigel Taverner, Vice Chair Henry Sanchez; Board Members: Larry Cappel, Larissa Cutler, Dennis Kneepfel, Rick Navarro, Steve Stielstra
 - B. **Also Present:** CEO Tracey Fecher, CFO Vickie Yee, Community Resources Director Spandan Chakrabarti, Administrative Assistant Veronica Le
 - C. **Absent:** Secretary Clyde Hinshelwood, Paramita Roy
2. **MISSION MOMENT** – **Maura LeBaron-Hsieh** collaborated with Dr. Bonnie to share their experience in using Listen4Good as the platform to collect patient feedback, following the initial survey in Half Moon Bay. The sharing was in the form of a video; the team hopes more staff can share their voices in a recording format in lieu of attending Board meetings in person.
3. **PUBLIC COMMENTS** - No public in attendance.
4. **APPROVAL OF MAY BOARD MINUTES**

*Director Rick Navarro moved to approve the minutes of the May 21st's meeting.
Director Steve Stielstra seconded the motion and was approved by roll call. Ayes:
Nigel Taverner, Larissa Cutler, Dennis Kneepfel, Rick Navarro, Steve Stielstra.
Abstain: Larry Cappel, Henry Sanchez*

[Vice Chair Henry Sanchez joined the meeting at 6:45 pm]

5. **STRATEGIC PLAN FY23-FY25**
 - A. **Sonrisas Culture**
 - a. **DEIJ Business Case Update ACTION REQUESTED** – **CEO Fecher** presented the updated business case to the Board focusing on the four questions on how the business case connects with Sonrisas' mission and its core values.
 1. **Director Stielstra** asked whether the business case, a document with living ideas, would be subject to annual revisions in order for the business case to be current and transparent.
 - On a needed basis, the business case will be reviewed towards the end of the calendar year for any necessary changes.
 2. **Director Kneepfel** wondered whether the staff are finding the DEIJ project and business case useful. **CEO Fecher** replied that frontline staff may not be aware of this work. Those who were involved are engaged and committed to its success. **Vice Chair Sanchez** pointed out that, after the pandemic, economics are changing; it's important that we set an example; the message is that we're committed to inclusion.

Director Larry Cappel moved to approve endorsing the DEIJ Business Case. Director Rick Navarro seconded the motion and was approved by roll call. Ayes: Nigel Taverner,

Henry Sanchez, Larry Cappel, Larissa Cutler, Dennis Kneappel, Rick Navarro, Steve Stielstra.

- b. **Succession Planning Update** – Succession Planning has focused on key positions: Board Chair, CEO, Dental Director, Outreach Director, Development Director and COO. Job descriptions have been updated accordingly for each position covering job duties, responsibilities and attributes to look for in candidates along with a description of Sonrisas' culture.

In addition:

1. **CEO Fecher** and Ms. Mimran researched the best practices and **CEO Fecher** utilized being a Grantee of CZI Foundation to meet with a consultant to get advice on how to approach succession planning.
2. The team has developed a list of recruiters to use in different scenarios. In case of an unexpected vacancy, the succession plan allows the saved salary to hire a recruiter. With a planned vacancy with notice, the succession plan includes going to the board for approval for the recruiting fees
3. For the next six months, **CEO Fecher** will be working with the Board Nominating Committee to define the Officer selection process, including board rotation and tenure for the Board Chair and other Officers. Once this is established, **CEO Fecher** and the Nomination Committee Chair will make recommendations to the Board.
 - **Director Kneappel** commented that this is a good discussion to have but we should be clear about what problem we are trying to solve. For example, if we agree term limits, why?
 - **Vice Chair Sanchez** suggested that we should have Job Descriptions for the Vice Chair and Secretary positions as well.

B. Sustainable Growth

- a. FQHC Project Update –
 1. Discussions with Samaritan House continue, **CEO Fecher** is scheduled to meet with Samaritan House's CEO, Laura Bent, for lunch.
 2. The contract with SMMC expanded and now includes pediatric patients, aged 8-20.
- b. Outreach Program Revenue Opportunities – A detailed proposal regarding a community health worker payment and potential screen code was submitted to HPSM (we could not bill FQHC sources for external work nor screening). The leadership team meets with the HPSM team to discuss next steps in the next month.

6. FY25 Budget and 5 Year Cash Forecast ACTION REQUESTED – CEO Fecher requested the Board to approve the FY25 Budget.

- A. The focus of FY25 is strengthening clinic operations, incorporating the DEIJ Business Case, continuing to work on the FQHC Pathways Project, enlarging the major donor program, implementing the Quality Committee and developing a special needs Outreach program.
- B. Capital budget includes additional funding for IT and facility improvements, such as replacing the flooring in HMB.
 - a. A capital plan to build out a 10th operatory in the San Mateo clinic is underway and will be presented to the Board for approval.
 - b. Although Sonrisas was not selected for a Measure K grant, **CEO Fecher**, Mr. Chakrabarti and the team at Puente are committed to fundraising for a Pescadero clinic.
- C. **CEO Fecher** shared risks and contingencies for the FY25 budget.
- D. **CEO Fecher** presented two 5-year cash forecast scenarios, one assuming no change to current activities and revenue resources (resulting in a serious depletion of cash reserves) and a second incorporating current actions to improve revenues (e.g. higher proportion of subcontracted FQHC patients, payments for the community health worker and more screenings).
- E. **Director Kneappel** thanked all who participated in preparing the budget and forecast.

Chair Taverner extended his appreciation to Senior Accountant, Tina Wang, who took the lead with the budget this year for the first time, as well.

Vice Chair Sanchez asked whether we could increase capacity with the 10th operatory in action. **CEO Fecher** explained that there would be no appreciable increase but less cramped working conditions. She pointed out that we already serve patients on Saturdays in San Mateo and were looking at increasing that to three dentists and three hygienists; the issue is finding more staff willing to work that day.

Vice Chair Henry Sanchez moved to approve the FY25 Budget and 5 Year Cash Forecast. **Director Rick Navarro** seconded the motion and was approved by roll call. Ayes: **Nigel Taverner, Henry Sanchez, Larry Cappel, Larissa Cutler, Dennis Kneepfel, Rick Navarro, Steve Stielstra.**

7. **Discussion of CEO Review Process** – **Director Stielstra** reviewed the schedule of the CEO Review and the criteria. **Director Stielstra** will distribute the schedule to the rest of the Board members.

- A. Closed session to start before board meeting at 6 pm
- B. Criteria similar to prior years but reprioritized for clarity.
- C. It was agreed that **Director Stielstra** did an excellent job with refining the process.

8. **REPORTS**

- A. **CEO Report** – **CEO Fecher** notified the Board of a personnel change with the Practice Manager but interviews to fill this position are underway. In the meantime, Dr. Rothstein and **CEO Fecher** are covering the Practice Manager's duties.
- B. **CFO Report** – **CFO Yee** mentioned the clinical trends were like prior months but for May, the difference was the timing in receiving grants/donations.
 - a. **Chair Taverner** inquired on the reason AR increased significantly since December.
 - 1. CFO Yee will investigate and follow up.
- C. **Fundraising Report** – Mr. Chakrabarti added that interviews for the Development Associate were going well and we should be in the final stages of selecting a candidate.
 - a. Woodlawn Foundation, a donor, held its board meeting at San Mateo, which included a presentation from Sonrisas, the event and location leaving a good impression.
 - b. We received a large donation from an individual which has pushed us over our Donations Target for the year.
 - c. Less than 3 months away from Cooking for a Cause.
 - d. The previous week, Mr. Chakrabarti was interviewed by a rep from KHMB for one of their weekly features.
- D. **Outreach Report** – As of the time of this meeting, almost 3,700 screenings were concluded for FY24.
- E. **Board Nomination Committee** – No comments or questions.

9. **SUGGESTED AGENDA ITEMS FOR NEXT MEETING**

- A. No board meeting in July.
- B. Closed session to start at 6 pm in August
- C. Board Nominating Committee
- D. Cash Reserve Policy
- E. Year end results in August
 - a. July and August Financials in September

10. **ADJOURN** - The meeting was adjourned at 8:07 pm.

Written by
Veronica Le

Approved by

Nigel Taverner, Board Chair

