

REDWOODS RURAL HEALTH CENTER

BOARD OF DIRECTORS MEETING

Wednesday, February 23, 2022 at 3:00 PM

Join Zoom Meeting

<https://us02web.zoom.us/j/87454276763?pwd=V3hQcUdGMkdpMHBFS0I2Y25DbFFsQT09>

1-669-900-9128 US (San Jose)

Meeting ID: 874 5427 6763

Passcode: 878241

MISSION: Redwoods Rural Health Center will provide responsive, preventive, high quality primary health care services, through a variety of healing disciplines, to all people without regard to social or economic status.

Board Members Present: Christina Huff, Erica Boyd, Marcia Mendels, Shanon Taliaferro, Janet Fitzgerald, Scott Bliss, Marcia Mendels, Pam Moore, Elise Sauer, Sheila O'Toole.

Members of the Public Present: Stella Gerkin (KMUD), Lisa Crenshaw (Redheaded blackbelt), Lisa Music, and Rick Cooper.

Staff Members Present: Tina Tvedt, Michele Hernandez, Cheri Swan taking meeting minutes.

The meeting commenced at 3:17 pm.

AGENDA

Call to Order & Assign Sheila O'Toole as the Time-Keeper

Approve Agenda – The Board agreed to rearrange the agenda to allow for the Executive session before several members needed to leave. Members of the public, staff and others will be notified via text or phone when they can rejoin. Added Delta Dental Foundation Grant to the Action Items and Driver Safety Policy to the Discussion Items.

Correspondence/Public Comment – Tina stated that Rick Cooper wanted the letter read into the meeting minutes and Christina said that there wasn't time and she will include it as part of the meeting minutes. Marcia stated that she appreciated Rick Cooper reaching out and his input but the letter is too long to read and will be included as part of the meeting minutes. The Board accepted Rick Cooper's letter to be included with the meeting minutes.

Action Items for Review and Approval

- A. **Approve Membership Vote for Bylaws Change** –173 ballots were mailed to the membership and out of those 94 yes votes were returned, 3 No votes were returned, 5 ballots returned as bad addresses. Christina acknowledged Ricks input. **ACTION: Janet moved to approve Bylaws Change, Elise seconded and the motion passed unanimously.**
- B. **Approve Amended Bylaws (pgs 17-23)** – **ACTION: Shelia moved to approve the Amended By-laws, Janet seconded and the motion passed unanimously.**
- C. **Approve Updated Telecommuting P&P (pgs. 24-17)** Tina summarized the updates to the policy. **ACTION: Marcia moved to approve Updated Telecommuting Policy, Scott seconded and the motion passed unanimously.**
- D. **Approve Updated Patient Dismissal P&P (pgs. 28-31)** Janet asked about how this has changed and Tina summarized the changes to the policy and how the current procedures were updated to be more detailed and specific. **ACTION: Janet moved to approve Updated Patient Dismissal Policy, Elise seconded and the motion passed unanimously.**
- E. **Approve Updated COVID Vaccine and Mask Requirement P&P - (pgs. 32-34)** Tina stated that the previous two policies were combined into a single policy and clarifications have been made. **ACTION: Scott moved to approve Updated COVID Vaccine & Mask Requirement Policy, Marcia seconded and the motion passed unanimously.**
- F. **Approve Good Faith Estimate Policy (pgs. 35-36)** Tina explained that this is a new policy to align with Federal law. **ACTION: Janet moved to approve Good Faith Estimate Policy with typo correction, Marcia seconded and the motion passed unanimously.**

- G. **Approve Application for the Delta Dental Foundation Grant** - Tina summarized the grant which RRHC will applying for and how it will benefit our community. Action item is to approval to the apply for the grant.

ACTION: Elise moved to approve the Application for the Delta Dental Foundation Grant, Marcia seconded and the motion passed unanimously.

The Board of Directors went into Executive Session at 3:41pm

The Board of Directions meeting re-convined at 4:06pm

Board Members Present: Christina Huff, Erica Boyd, Janet Fitzgerald, Scott Bliss Pam Moore, Elise Sauer, Sheila O'Toole,

Members of the Public Present: ; Stella Gerkin (KMUD) and Lisa Music

Staff Members Present: Tina Tvedt, Cheri Swan taking meeting minutes.

Discussion Items

- A. **Board Training Topic(s) of the Month** – Chapter 10: Additional Effective Governance Practices (board self-assessment, annual board work plan) *previously emailed earlier this month.*
- B. **Virtual Dental Home** (pg. 37) – Tina explained the concept of the Virtual Dental Home which is being developed by the County of Humboldt to address the severe shortage of dentists in Northern Humboldt County. The Board was concerned that participation in this program may impact the services we are currently offer to the Southern Humboldt community but if RRHC can participate without impacting our current services it should be something we explore more at the Strategic Planning Event in March. The Board asked if we could look into our ability to offer dental services the Southern Humboldt Senior population since Medicare doesn't cover dentistry.
- C. **RRHC Internal Newsletter** (pgs. 38-40) – Tina presented the first issue of the RRHC Employee Newsletter, and a new patient newsletter is currently being worked on.
- D. **COVID Operational Impact, Testing & Vaccinations** (pgs. 41-42) – Testing and vaccination appointments are decreasing, and free at-home testing may be impacting the appointments.
- E. **HRSA OSV Final Report – Summary** (pgs. 43-45) – The updated P&P with signatures will be uploaded to satisfy HRSA requirements.
- F. **HRSA 330 Grant Notice of Award** (pgs. 46-51) – Decrease in funding from HRSA of 280K. Base grant award on unique patients served. Tina will inquire as to why such a significate funding decreased for the service period.
- G. **CPCA Telephonic Billing Guide** (pgs. 52-53) – Tina explained about the how RRHC can provide Behavioral Health services via telephone and virtual visits to our patients. April 16th guidelines will require an in-person yearly visit with some exceptions. Elise is concerned that telephone and virtual visits are impersonal and will affect patients when behavioral health is such a personal concern. Tina stated that the telephone and virtual visits have had many positive impacts with no-show rate dropping, savings for the patients in gas and childcare costs and it is more convenient for rural community members. Christina asked about exploring options for outdoor visits or having clinicians come in to see patients one day a week. Tina understands the Boards concerns and will inform the Behavioral Health director about these matters. Christina asked about telephone and virtual visits this will affect reimbursement and Tina said that our computer systems will need to be updated for the coding changes, but payments will not be impacted after that occurs.
- H. **RRHC Housing Fund Expenses to date** (pg. 54) – The Board discussed the \$10K fund and \$6,374 has already been spent. Should they replenish the fund or wait until June? The Board discussed alternate funding sources, so patients don't rely on this fund exclusively. The Board would like follow-up reports on the recipients to make sure that the monies do make a difference long-term for those they help. Erica will look into other options, like the credit union and models other agencies are using and present that information to Tina.

Future Agenda Items & Next Board Meeting

- A. Approve Contracted Billing Service

- B. Approve Annual Financial Audit Service
- C. Approve Diversity, Equity, and Inclusion policy
- D. Approve updated Risk Management policy
- E. Driver Safety Policy

Tina informed the Board that the new doctor's flight was canceled due to snow and the lunch will be rescheduled for Tuesday March 1st 12:30 to 1pm at the Lost Frenchman.

We will be sending the Strategic Planning agenda out by the 10th of March. Scott informed the Board that he would like to take advantage of the virtual option.

Next Board Meeting will be held Wednesday, March 23, 2022 at 3:15 pm after the Finance Committee meeting at 3:00pm. Strategic Planning in Shelter Cove – March 18-19, 2022. Please watch the following video in advance of the meeting: https://www.youtube.com/watch?v=2v-VsWPKj_g

The meeting adjourned at 4:41 pm

Dear Board Members;

First, I want to thank you for your service to the community.

Next, I ask that you consider my message and the points I hope to make, rather than finding any disregard for my comments for any personal or social reasons.

I am here today, like you, I assume, with the motivation to make my best efforts for positive contributions to the community. I recognize the part each of you plays with your volunteer service. In return I ask that you recognize my part, as a Lifetime Member of RRHC, with a role of oversight, and as a 49 year community member.

I want to speak to the proposal to eliminate member voting rights.

After reviewing the circumstances surrounding the request for member votes, **I am calling on the Redwoods Rural Health Center Board to postpone the vote.** I believe the process has been handled poorly on many levels. And, as **it has been determined that there is no rush to respond to the HRSA,** taking more time would be a way to demonstrate respect for the community, for the people who created, and have, in various ways, long supported this vital institution. Doing so would also help demonstrate that you truly care about community involvement.

In order to make the points about the way this has been handled, ones I hope will resonate with you, I offer a bullet point list:

- To my understanding, other than contacting 'members', there has been no effort to notify the community about making this consequential. I have not seen nor heard any story or discussion about this.
- There is no information about making an important bylaw change on the RRHC website.
- The letter was dated and sent out on January 14, 2022, yet it did not arrive to my office in Los Angeles by the 25th, when my mail was last forwarded to me here in Humboldt. As such, I was unable to vote.
- I wonder if there was any mention of this matter in the your newsletter.
- The letter sent to the 'membership' speaks of how 'the Board has been self-appointed for decades'. Yet, it appears to me that is due in large part by the lack of outreach and engagement with the community. Having one member meeting a year (as I assume is

- required by the bylaws) is not enough to help people feel 'invested' nor that their opinion will be respected.
- With regard to membership participation, the letter sent to the 'membership' makes clear that RRHC has not been abiding the bylaws for years. It is not that bylaws are to be 'not reflective of the operations'. Rather the operations should reflect the bylaws. And it can be argued that is due to a lack of a quorum can be directly attributed to the lack of effort to energize the community/ membership.
 - The letter, while asking for members to give up their rights, offers only the possibility of participation on the CAC to those who are "interested in maintaining engagement with RRHC". That 'offer' leans itself to the concept that the (current) Board and/or Tina thinks they know best and don't want 'outsiders'. In order to avoid that I suggest that RRHC make clear that all interested community members (who can become members for free) make clear their interest and their ideas for how they think they can best serve the community as a volunteer at RRHC.
 - (While possibly of less importance) There are issues with the ballot and the voting process. 1). The ballots seem to not be numbered, which could prevent tampering. 2). RRHC did not chose, as has KMUD during their important elections (at least of the past) to have the ballots returned to a neutral party to be steer clear of any allegation of improper handling. (KMUD often used Jim Lamport Legal Services). 3). When sending the proposed bylaw changes, 'members' were not provided with a copy of the current bylaw section in question, so they could compare the language.

If nothing else there is a number of optics issues here. For so many reasons it does not appear the Board truly cares, nor that you may understand the value of member / community driven / supported institutions. Beyond those above, the Board wants us to surrender our right(s) to eliminate membership and ask us to trust you now that RRHC has \$1.5M from just one single source funder?

When asking members to give up their voting rights so that the Board can (continue) be self-appointing, you are asking for a lot of trust.

If the HRSA language in fact does prevent RRHC from having members elect the Board, it is disappointing (or telling) that Management or the Board has not developed and proposed simple workaround(s), to abide HRSA regulations while still engaging with and a system that allows for approving of the wishes of the members / community.

If, in fact, as the letter to membership says (“We continue to have the deeply held belief that it is vital for the success of the health center to have patient and community input”), one simple solution for that would be to engage the community to seek candidates and nominations for people to serve on the Board and the CAC (etc.). Then to simply poll members (annually) to get their guidance. Next, the Board could still appoint who they believe is best, hopefully with deference to who the membership supports.But that, of course, would only apply as a ‘simple solution’ if the Board truly wants community input. If it does not, tell us. Let us know up front that you think you’ve got this handled and we should ‘just trust you’.

Over decades I have followed some of RRHC Board’s status and struggles. Kathy Epling and I used to talk. One issue is that your Board has always appeared to be, and could reasonable be accused of being very insular. This is in stark contrast to sister organizations KMUD and the MCC. Fairly or unfairly seen as such, it’s another optics issue.

With the funding opportunities at hand these days, our health center could do more. Consider creating a position for someone to sincerely manage outreach and community relations. The money is there. And that expense, should there be one, might even be more important than, say, providing chiropractic services in Fortuna.

I hope this becomes a growth opportunity for RRHC. For it’s not about you ‘doing wrong’, it’s more about the opportunity to do better. **To show the community about your caring. The opportunity to show that caring is to take a pause, delay the vote about the bylaw change(s).** That will offer time to look at other solutions, to move forward in a way that will best serve all.

As of now, the community will be watching. The media is aware of this bylaws issue and some may be attending this meeting.

In this country, an independent health care system is appreciated and needed more now than ever! Having to change bylaws in order to conform to the rules of a large entity is not encouraging for those of us who value institutions that have roots in and are influenced to serve, a (particular) community. I hope Redwoods Rural Health Center can remain true to their roots.

With Appreciation for your efforts and your courage to do the right thing.

- Rick