

**North Country Health Consortium
Board of Directors Meeting
November 15, 2019
12:30 P.M. – 1:15 P.M.**

Present: Michael Counter, Ed Duffy, Kristina Fjeld-Sparks, Suzanne Gaetjen-Oleson, Mike Lee, Tara MacKillop, Rev. Curtis Metzger, Jeanne Robillard, Ed Shanshala, Karen Woods

Staff: Nancy Frank, Colleen Gingue, Karen Hoyt

Meeting called to order at 12:40 by Ed Shanshala.

Consent Agenda

- October 11, 2019 Board Meeting Minutes

Jeannie Robillard made motion to approve the Consent Agenda.

Rev. Curtis Metzger seconded the motion.

Motion passed unanimously.

Financial

September 2019 Financials

Colleen Gingue presented the September Financials and highlighted the following:

- Auditing will start next week and go into December.
- Prevention surplus is due to training revenue
- Loss in Clinical Services due to lower census (but has recently increased to 24 to 26) and also overtime which is being addressed.

Michael Lee made the motion to approve the September Financials

Rev. Curtis Metzger seconded the motion.

Motion passed unanimously.

FY 2020 Budget

Colleen Gingue presented the Fiscal Year 2020 Budget and highlighted the following assumptions in building the budget:

Increases:

- Increase in training revenue
- Increase in IOP, MAT and Commercial Insurance
- Projecting an average census of 24 clients at Friendship House

Expenses:

- Reduction in Professional fees
- Event Expenses

Michael Counter made the motion to approve the FY 2020 Budget

Suzanne Gaetjen-Oleson seconded the motion.

Motion passed unanimously.

Nominating Committee Report

Karen Woods made the following motion:

Be it resolved that an exception will be made to the North Country Health Consortium By-Laws to allow Ed Shanshala to serve a fifth consecutive term as President of the Board of Directors from November 2019 to November 2020.

*Mike Counter made a motion to approve Ed Shanshala for a 5th term as Board President
Mike Lee seconded the motion.*

Abstentions: Ed Shanshala

Motion passed

Karen Woods then brought forth the following slate of officers:

- President – Ed Shanshala
- Vice President – Mike Lee
- Treasurer – Michael Counter
- Secretary – Karen Woods

Rev. Curtis Metzger made a motion to elect the slate of offices.

Kristina Fjeld-Sparks seconded the motion.

Abstentions: Ed Shanshala, Mike Lee, Mike Counter & Karen Woods

Motion passed

Appoint Finance Committee

Tara MacKillop and Suzanne Gaetjens-Oleson volunteered to be on the Finance Committee as Sharon Beaty has left her position on the Board.

Ed Shanshala, as president and Mike Counter as treasurer are also on the Finance Committee

Mike Lee made the motion approve the Finance Committee.

Karen Woods seconded the motion.

Abstentions: Tara MacKillop and Suzanne Gaetjens-Oleson

Motion passed

Bank Resolutions

Nancy presented Bank Resolution for Mascoma Savings Bank:

The Board resolves that effective November 15, 2019 the agents to sign at Mascoma Savings Bank will be Nancy Frank, Ed Shanshala, Michael Lee, and Michael Counter.

Ed Shanshala made the motion to approve the Mascoma Savings Bank resolution

Curtis Metzger seconded the motion.

Motion passed unanimously.

Nancy presented a Bank Resolution for Passumpsic Bank as follows:

The Board resolves that effective November 15, 2019 the agents to sign at Passumpsic Savings Bank will be Nancy Frank, Ed Shanshala, Michael Lee, and Michael Counter.

Ed Shanshala made the motion to approve the Passumpsic Savings Bank resolution

