

NAFC BOARD MINUTES

Date: 08/15/2018

Time: 10:00am-11:30am Eastern Time

Location: Video Conference

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, Randy Jordan, Nancy Hudson, Larry Robins, Linda Wilkinson, Sheri Wood

Minutes

CALL TO ORDER/ATTENDANCE (2.6.2)

The meeting was called to order by Bobby Kapur at 9:03 AM ET.

Roll was called, Bobby welcomed the Board and thanked everyone for their willingness to use Zoom which will allow the Board more virtual face to face time.

APPROVAL OF THE MINUTES OF THE MAY 2018 BOARD MEETING ([ATTACHMENT A1](#))

Larry Robins made the motion to approve *the minutes from the May 2018 meeting*. Stephanie Garris seconded the motion. The motion carried unanimously.

CEO UPDATE QUESTIONS AND DISCUSSION ([ATTACHMENT B1](#))

Staff reminded the Board that the NAFC office will be moving to Suite 120 on August 31st and that not only will this move save the organization \$30,000+/year, it also provides much more functionality and gives the NAFC a better usability of space.

Staff reported the audit committee will meet in September to formally approve the audit, but that the review went well and there were no significant findings.

After another round of job postings and not the right candidate for the open NAFC positions, staff is reevaluating the current need and job responsibilities for all positions and will report back to the Board. There was general consensus among the Board that taking time is a much better plan than to rush and fill in positions with the wrong plan.

Staff reported an unexpected impact on the Symposium due to Nevada changing IRS tax exemption status rules in 2018. Each state has different tax-exempt status rules which identifies what items out of town non-profits have to pay taxes on during their meetings. As of now, the NAFC will have to pay taxes on those items. The staff explained that this has occurred in the past with other Symposiums and CARE Clinics, so the NAFC has addressed these unexpected changes and knows how to address next steps. With this information, staff is re-evaluating the budget and

where cuts can be made to the symposium budget to now plan for those costs. As a reminder, on Sunday night there is a clinic tour (4-6pm) with transportation to and from the hotel, Board members will be registered by staff for this tour. For future NAFC meetings, NAFC staff is researching costs of other conferences that NAFC members attend (and what they receive for those costs) and will bring forward a recommendation to the Board for 2019 registration costs.

Staff reminded the Board about the timeline for NAFC Standards Implementation. There are some language changes, but nothing major. One thing is the A, AA, and AAA will move to Gold, Silver, and Bronze. Full implementation is still scheduled for 2020.

Board set a goal of 28% operational revenue come from membership, staff reported that as of the end of 2018, this goal will not be met. Staff stated that they will follow up with the Board asking for volunteers to contact lapsed member clinics.

Staff reported that as of the conference call, the Board Approved Goal to Facilitate at least two (2) Policy Letter Writing Campaigns for NAFC member organizations has been met. In March - April 2018, a 340B letter was sent from NAFC Members to *Senate Committee on Health, Education, Labor and Pensions*. In June 2018, a FTCA and Corporation for National and Community Service Appropriations and Title X funding letters from NAFC members to Members of House of Representatives.

Additionally, the Board Approved Goals to conduct or facilitate for NAFC staff or NAFC representatives at least 50 meetings and/or conference calls with Federal policy makers has also been met. Staff asked the Board to forward any meetings that may be held in home districts to staff as well.

Stephanie Garris discussed her challenge with the Nurse Loan Repayment program and how the NAFC team assisted, a suggestion was made that the NAFC promote to members in material information about federal programs they are eligible to participate in for their reference.

Nancy joined the call at 10:35a.

REVIEW OF FINANCIAL REPORTS (POLICY 3.5) (ATTACHMENT C1)

Shannon Watson reported we are on track with the financials of the organization. There is nothing of concern or out of the ordinary. Shannon wants to give staff kudos for their strategic use of funds and strong negotiating skills to ensure great stewardship of funds. Shannon did ask about individual donations by the end of the year. Nicole is expecting about \$60-75k before the end of the year. She is working with one major donor prospect now.

Nancy Hudson moved to approve the financials report, Sheri Wood seconded the motion. The motion to approve financials carried unanimously.

MONITORING CEO PERFORMANCE (POLICY 4.4) (ATTACHMENT D1)

3.7 Emergency Management Succession

Shannon Watson moved to approve the monitoring report, Stephanie Garris seconded. The motion carried unanimously.

NOMINATION COMMITTEE REPORT

Larry Robins presented the report from the nominating committee. At this time the nominating committee is recommending that the Board be increased to 13 seats and that there is a call for nominations from the NAFC clinic membership category. This will allow the NAFC to remain in line with our current bylaws which state that at least 8 Board members must come from the clinic category. The committee also is recommending Angie be nominated to another term with the Board as her term expires at the end of the year and she will be coming from the clinic category. There is no member who would rotate off in 2019 so this would allow the committee to review the by-laws as they pertain to the membership requirements. Bobby asked the committee to bring those pieces of the by-laws to be reviewed with the full board at the October meeting. The committee will provide this information for a brief discussion. Nicole will provide a report to the nominating committee regarding the best-practices, best-fit board structure and board membership recommendations.

OPEN BOARD DISCUSSION

Shannon told her story with a local clinic she assisted in launching a year and a half ago that she misses the clinic involvement and the opportunities to help clinics work efficiently and effectively.

BOARD MEETING EVALUATION (2.1.8)

There is positive feedback for the Zoom video conferencing for our first video board meeting. Bobby encouraged all of the board members to travel to Nevada on Saturday, so we are present and prepared for Sunday's meeting. NAFC will be picking up the hotel costs for Saturday and Sunday evening.

ADJOURNMENT

Meeting adjourned at 11:19am Eastern Time.