



### **Minutes Board Conference Call**

Friday, December 28, 2012

10:00 a.m. CST

**Present:** Beth Stewart, Sharon Dickinson, Michelle Landrum, Dr. Whitney Payne, Dr. Angela Barnes, Daniel Snare, Dr. Sarah Dirks, Nancy Cline, and Cathy Blunck

**Absent:** Rex Law, DDS and Shirley Miranda, DDS

Chairperson, Beth Stewart called the meeting to order at 10:03 a.m. CST

#### **Additions to the agenda**

Daniel Snare mentioned he would not be on the conference call the entire time and would need to disconnect from the call around 10:45 am due to other obligations.

#### **I. D&O and Crime insurance renewal**

Each board member, prior to the conference call, had the opportunity to review the agenda and information regarding the renewal of our crime insurance.

Travelers want to retain us and will offer the same Crime insurance and premium as we are currently paying.

- Hanover A is a \$1,000,000 limit. Deductible is \$1,000 D& O Annual Premium is \$588
- Travelers / A+ is a \$200,000 limit and is the minimum amount. Beth asked if we could go to a \$50,000 limit. Deductible is \$1,000 Crime Annual Premium \$202

The insurance companies have asked us to tighten up our controls by going to dual signatures and putting these procedures in place. Recommendations are as follows:

1. Countersign checks over \$1,000.00 – our board already discussed doing this at post-summit and named a \$500 maximum which works.

2. Segregate financial duties: individual that reconciles back account is not allowed to sign checks, accept deposits or prepare deposits.

Daniel Snare moved to approve the renewal of our insurances with the discussed limits and amounts. This motion was seconded by Sharon Dickinson and the board decided unanimously to approve the motions.

#### **II. Changing Banks**

Chase does not offer dual signatures at all.

Wells Fargo does and has a Gold Business Package that would fit our needs.

Based on the synopsis of what Chase Bank and Wells Fargo offers, Beth Stewart recommended that we change the use of our current bank and go with using Wells Fargo because it meets more of our needs. She further mentioned that a CPA will be at our strategic meeting on February 1, 2013. It was recommended that we need to file the 1023 form with the IRS if we change our purpose, but we do not have any information regarding our Articles of Incorporation. Beth will follow up with Dr. Bolin regarding to see if we can get more information.

Daniel Snare suggested that we should be able to get some of the information from the state online via the state cooperation bureau. Daniel Snare motioned that we transfer our business to Wells Fargo. The motion was seconded by Sharon Dickinson and it was approved by the board unanimously.

### **III. Facilitator's Proposal for the Feb. 1<sup>st</sup> meeting.**

The board unanimously agreed not to go with the proposed facilitators for the strategic planning session on February 1, 2013 (Breland and Greenlights webinar). Most of the persons Beth has enlisted are participating at no cost and many of the current board members shared some of their leadership expertise that could assist with the meeting. Daniel Snare mentioned he has experience with doing workshops discussing board roles, responsibilities and legal aspects. Michelle Landrum mentioned she has experience with strategic planning and management plan development. Each offered their assistance if needed at the meeting on February 1, 2013.

The Board discussed the DentaQuest Grant – webinar Jan 8, 2013 2-3 pm ET. It was discussed that we need a grant writer. Beth Stewart mentioned that we have a new member Sheila Vandebush, PhD, RDH, CDA from Sanford-Brown College of Dental Hygiene in Dallas who was the former Oral Health Director for the State of Michigan and helped start the Michigan OHC with funding from grants.

Daniel Snare recommended that we reach out to Shelia Vandebush and be prepared to offer her compensation for her work.

Beth Stewart encouraged all board members to listen to the upcoming webinars (January 8 and 9, 2013).

We will discuss the purchasing of QuickBooks program with the CPA at our meeting February 1, 2013 to ascertain programs which will help with financial documentation.

The Board of Director unanimously approved to pay a \$50.00 deposit for the February 1, 2013 meeting room and sleeping rooms are \$109.00 a night. There will be a \$1,000.00 deposit for the summit and the room rate to stay at the hotel is \$89.00 a night.

The TxOHC Summit 2013 is tentatively scheduled for November 22-23, 2013. This year's theme is "Linking Interprofessionals Together to Achieve Total Health."

**IV. Budget & Finance**

Beth mentioned that her printer died and that she needs to purchase some supplies for TxOHC. Nancy Cline motioned that we approve \$500.00 for the printer/supplies purchase. This motion was seconded by Dr. Sarah Dirks and unanimously approved by the board.

Beth Stewart went over several announcements: ANOHC conference call for all members

Tuesday, January 15<sup>th</sup> at 11 am Central time. The topic will be Medicaid managed care – Several other states are making the transition, so that is what it is about. Beth Stewart will send out the email regarding this conference call to all board members

Beth Stewart also asked that members forward her any additional agenda items for February 1, 2013 strategic planning. Michelle Landrum wanted to add that that we discuss further the paid coordinator position at the upcoming strategic planning meeting.

The Conference call was adjourned at 10:54 am.

Signature: \_\_\_\_\_  
Angela F Barnes, DDS (Secretary)

\_\_\_\_\_  
Signature

Date approved: \_\_\_\_\_