

# The Healthcare Consortium

## Notes from the Board of Directors Meeting of December 3, 2025

### I. Call to Order and Roll Call

The meeting was called to order by President Becky Polmateer at 2:32 p.m.

The following members were present at Roll Call: Karen Amanna, Nina Benvenuto, Toni Carroll, Bob Gibson, PJ Keeler, Theresa Lux, Jack Mabb, Victoria McGahan, Marielle McKasty-Stagg, Maria Ostrander, Becky Polmateer, Jolene Race, John Thompson.

The following members were absent at roll call: Dan Almasi, Amanda Pierro, Art Proper, David Rossetti, Kathleen Eldridge, Dorothy Urschel.

Staff members present were Claire Parde, Greg Pettyjohn and Lisa Thomas.

Also present were guests Aaron Hahn and Bob Gramuglia of Bryans and Gramuglia CPAs, LLC.

### II. Service Story

Prompted by the Governance Committee, Service Stories are brief anecdotes that are meant to illustrate the nature of the Consortium's work and its impact on our clients. Claire provided a service story that illustrated our work with Greene County NY Connects and particularly collaboration with staff from the Greene County Department of Human Services and the Greene County Department of Social Services, with whom we have established positive working relationships.

*Dorothy Urschel arrived at 2:35 p.m.*

Amanda Lyons, the Director of Greene County Human Services, indicated her intention to renew the contract next year, as well as her interest in changing it from an annual to five-year contract at some point in the future. Now that the program has been successfully established, we are hoping to add another part-time person to the team.

### III. Reminder of the Duty to Disclose

Becky reminded the group to remember their duty to disclose any interests that may give rise to a conflict. No disclosures were made at this time.

*Maria Ostrander left the meeting at 2:41 p.m.*

### IV. Auditor Communications

A. Presentation on audit scope by Aaron Hahn and Bob Gramuglia of Bryans and Gramuglia CPAs, LLC

The Board of Directors convened an Audit Committee to review proposals submitted by auditing firms. The Committee decided to engage Bryans and Gramuglia CPAs, LLC.

Aaron and Bob provided a pre-audit communication. Their role is as follows:

- Audit financial statements
- Communicate risks
- Communicate what we can do better
- Issue client assistance letter in December
- Start audit in March and provide drafts in April
- Spend time on billing and cash disbursements
- Assess fraud risk and talk with staff and Board members

#### B. Executive Session

Becky requested an Executive Session so that Board members would have an opportunity to speak with the auditors in the absence of staff.

***The motion to enter an Executive Session was made by Theresa Lux, seconded by Toni Carroll, and unanimously approved.***

*[Staff members Claire Parde, Lisa Thomas and Greg Pettyjohn exited the meeting.]*

***The motion to exit the Executive Session was made by Theresa Lux, seconded by Bob Gibson, and unanimously approved.***

*[Staff members Claire Parde, Lisa Thomas and Greg Pettyjohn rejoined the meeting.]*

#### C. Ratifying the engagement of Bryans and Gramuglia, CPAs, LLC as External Auditing Firm

***The motion to ratify the engagement of Brans and Gramuglia, CPAs, LLC as the External Auditor was made by Karen Amanna and seconded by Bob Gibson. Nina Benvenuto, Victoria McGahan, Dorothy Urschel and PJ Keeler, who are all non-Independent Directors, abstained.***

*Aaron Hahn and Bob Gramuglia left the meeting at 2:53 p.m.*

Claire noted that she has worked with Bob Gramuglia in the past in her capacity as a board member for another organization. She is looking forward to working with a smaller firm and one that performs its work on-site.

### V. Consent Agenda

The Board considered the following meeting minutes:

- Board of Directors Meeting of October 9, 2025
- Executive Committee Meeting of November 5, 2025
- Audit Committee meeting of November 21, 2025
- Budget and Finance Committee Meeting of November 25, 2025

***The motion to accept the minutes/actions of the regular Board of Directors meetings of October 9, 2025, and all Committee meeting minutes was made by Jack Mabb, seconded by Toni Carroll, and unanimously approved.***

## **VI. Approval of CARTS Policies and Procedures**

- A. Revised policy on Client Eligibility
- B. New policy on Service Animals
- C. New policy on Reasonable Accommodation

Claire presented revisions to existing policies and proposed new policies that are needed to satisfy the requirements of the NYS Department of Transportation.

***The motion to approve the revision to the policy on Client Eligibility and approve the new policies on Service Animals and Reasonable Accommodation was made by Bob Gibson, seconded by Nina Benvenuto, and unanimously approved.***

## **VII. Adoption of Title VI Plan**

***The motion to adopt the Title VI Plan was made by Theresa Lux, seconded by Karen Amanna, and unanimously approved.***

*Jack Mabb left the meeting at 3:04 p.m.*

## **VIII. Treasurer's Report**

- A. Fiscal Highlights Report

Greg Pettyjohn reviewed the Fiscal Highlights Report. He noted that our cash position is strong. Investment accounts continue to go up with an unrealized gain, year-to-date, of \$60,000. There is \$271,000 outstanding in grants receivable, largely due to the Navigator budget not being approved yet.

*Jack Mabb rejoined the meeting at 3:08 p.m.*

- B. Seeking approval for the updated 2026 Annual Operating Budget

*Maria Ostrander rejoined the meeting at 3:10 p.m.*

*Amanda Pierro arrived at 3:15 p.m.*

*Bob Gibson left the meeting at 3:21 p.m.*

Greg provided an overview of the proposed budget. It is honest, conservative and transparent. The grant from the Mother Cabrini Health Foundation isn't being renewed, but we received funds from the Home for the Aged which will help to offset this loss. We have dedicated \$40,000 to support a new financial assistance fund, which seemed appropriate given our strong fund balance and cash position. People are struggling right now, so we want to ensure that the Fund helps meet their needs without being duplicative of other resources. Claire will consult with partners about how best to direct them. She will also ensure that the application process is not too cumbersome.

Claire reminded the Board that it has approved negative operating budgets in the past that were far more bleak in their projections than our actual financial performance at year-end; the change was largely due to foundation support that was secured throughout the year. The 2026 proposed budget is similar in that it only accounts for revenue that has already been secured or highly likely; in that sense, it is very conservative and we do expect to "outperform it."

***The motion to approve the 2026 Annual Operating Budget was made by Amanda Pierro, seconded by Marielle McKasty-Stagg, and unanimously approved.***

## IX. Executive Director's Report

Claire provided verbal highlights from her more detailed written report:

### Highlights:

- We haven't been able to increase wages for Navigator staff as the budget hasn't been approved. Once approved, staff will receive enhanced pay retroactive to August 1<sup>st</sup>.
- Greene County NY Connects is going well. We now are administering the Senior Angels and Veterans' Relief funds as well. Claire met with the Coxsackie Athens Rotary to present on the two funds. They provided us with a check this week. Donations can be made through the portal on our website.
- The CHAR 500 and IRS 990 have been filed.
- Medicaid billing is going well. There is now a good system in place.
- We are sorry to report that our declaration of being fully staffed in Navigator did not last long. Rosalva Flores separated, but we have a new hire, Mary Suelflow. She is doing well.
- Development and Communications:
  - As a fundraiser, our most recent Charity Night at Night School wasn't very successful. It could have been promoted by Night School better. It was also at a difficult time of year.
  - Match for Mobility, the Rip Van Winkle Foundation challenge grant, is underway. They will match dollar for dollar up to \$25,000 but have indicated we will receive that amount regardless of the amount raised from other sources.
  - Our fourth quarterly newsletter will be issued shortly.
  - The Corporate Sponsorship package is being worked on and will be distributed in January.
- The Board and Committee meeting calendar will be sent out in January. The Executive Committee meeting is still the first Wednesday in January.

### Strategic Plan:

Claire will send out a written report to all Members, and there will be further discussion at the February meeting.

## X. President's Report

- A. Becky is seeking members for the Development Committee. Nina and Jolene have volunteered. Meetings will begin in the new year.
- B. Becky requested an Executive Session in order to discuss the Executive Director's evaluation .

***The motion to enter Executive Session was made by Becky Polmateer, seconded by Theresa Lux, and unanimously approved.***

*[Staff members Claire Parde, Lisa Thomas and Greg Pettyjohn exited the meeting.]*

## XI. Adjournment

The business of the regular Board meeting being concluded, the meeting was adjourned at 4:00 p.m. following a motion made by Nina Benvenuto.

**Respectfully submitted,**

*Maria Ostrander, RN*

**Maria Ostrander, Board Secretary**