



**Board Meeting  
February 17, 2022  
6:30 PM**

**Teleconference Via Zoom**  
<https://us02web.zoom.us/j/81918175675>  
Meeting ID: 819 1817 5675

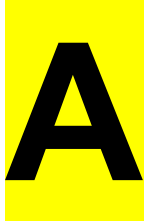
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**AGENDA**

**TABS**

1. CALL TO ORDER AND ROLL CALL – Chair Taverner
2. MISSION MOMENT – CEO Fecher
3. PUBLIC COMMENTS
4. APPROVAL OF JANUARY BOARD MINUTES – Chair Taverner **A**
5. NEW BUSINESS
  - A. Diversity Equity Inclusion Presentation – Elijah Barnard and Tanya Bluford
  - B. Update on Staffing – CEO Fecher
    - a. California State Required Sick Time for COVID
  - C. Bylaws Revision – ACTION Requested - CEO Fecher **B**
  - D. Cooking for a Cause 2022 ACTION Requested – Director Hinshelwood
  - E. Board Resolution to Continue Virtual Meetings ACTION Requested – Chair Taverner
6. OLD BUSINESS
  - A. Strategic Plan Update – Chair Taverner
  - B. FQHC Contract Update – CEO Fecher
7. REPORTS
  - A. CEO Report – CEO Fecher **C**
  - B. CFO Report – CFO Fama **D**
    - a. December 2021 Profit and Loss, Balance Sheet and Dashboards
  - C. Fundraising Report – Maura LeBaron-Hsieh **E**
  - D. Outreach Report– Dr. Bonnie Jue **F**
  - E. Board Nomination Committee – Director Young
8. SUGGESTED AGENDA ITEMS FOR NEXT MEETING – Chair Taverner
9. ADJOURN





**Board Meeting  
January 20, 2022  
6:30 PM**

**MINUTES**

1. **CALL TO ORDER AND ROLL CALL – Chair Taverner** called the meeting to order at **6:32PM**.
  - **Present:** Chair Nigel Taverner, Vice Chair Helen Galligan, Secretary Clyde Hinshelwood, CFO Cheryl Fama, Board Members: Larry Cappel, Larissa Cutler, Steve Stielstra, Sheryl Young.
  - **Also Present:** CEO Tracey Fecher, Director of Community Engagement Bonnie Jue, DDS, Director of Development Maura LeBaron-Hsieh, Executive Assistant Elijah Barnard, San Bruno Community Foundation representative Stephanie Ruckers.
  - **Absent:** Rick Navarro.

*[Director Young motioned to change the order of the meeting to review new business after the approval of board minutes. The motioned was seconded by **Director Hinshelwood** and unanimously approved.]*

2. **MISSION MOMENT – Maura LeBaron-Hsieh** welcomed **Stephanie Ruckers** from San Bruno Community Foundation (SBCF), who granted Sonrisas a second year of funding to help provide services to children living in San Bruno. Funding from SBCF will provide screenings for 60 children who attend school in San Bruno Park School District in 2022, as well as providing a dental home for nine children who reside in San Bruno. **Ms. Ruckers** presented Sonrisas Dental Health with a check for \$10,000 to increase access to dental care for low-income and marginalized children in the San Bruno Park School District. **Ms. Ruckers** expressed gratitude to Sonrisas' board and staff for their continued efforts.
3. **PUBLIC COMMENTS—No Public in Attendance.**
4. **APPROVAL OF NOVEMBER BOARD MINUTES**
  - **Director Cappel** motioned to approve the minutes for the board meeting on November 18, 2021. The motion was seconded by **Director Young** and approved by roll call. Ayes: **Helen Galligan, Clyde Hinshelwood, Larry Cappel, Larissa Cutler, Cheryl Fama, Sheryl Young, Steve Stielstra.** Abstained: **Nigel Taverner, Clyde Hinshelwood.**
5. **NEW BUSINESS**
  - **Annual Meeting**
    - **Chair Taverner** motioned that the slate of board members, whose 3-year terms have ended, be reappointed as board members. This motion was seconded by Vice Chair Galligan and was unanimously approved by roll call. Ayes: **Nigel Taverner, Helen Galligan, Clyde Hinshelwood, Larry Cappel, Larissa Cutler, Cheryl Fama, Clyde Hinshelwood, Steve Stielstra, Sheryl Young.**
    - **Director Young** asked the board to discuss the term of board officers, which is not defined in Sonrisas' bylaws: currently Sonrisas board members do not have term



limits. Board members supported a 2-year appointment of officers.

- **CEO Fecher** will present this change to the bylaws for board approval at the February regular board meeting.
- **Director Young** presented the following officer slate for board approval: Chair—Nigel Taverner, Vice Chair—Helen Galligan and Secretary—Clyde Hinshelwood. *She motioned for the approval of this slate. The motion was seconded by CFO Fama and unanimously approved by roll call. Ayes: Nigel Taverner, Helen Galligan, Clyde Hinshelwood, Larry Cappel, Larissa Cutler, Cheryl Fama, Clyde Hinshelwood, Steve Stielstra, Sheryl Young.*
- Conflict Of Interest Forms – As a best practice, moving forward, the Sonrisas board will be asked to confirm their Conflict of Interest status in January each year.
  - **Mx. Barnard** will send the forms to board members to be completed and signed electronically.
- **2022 Fundraising Plan Overview** – Sonrisas is on track to meet the FY22 fundraising goal of \$150K in donations. Director of Development, Maura LeBaron-Hsieh, predicts that Sonrisas will reach its grant goal by end of April or early May.
  - The Development Team is working on refining its individual giving program so that the program reliably increases year over year. Sonrisas’ work until now has involved standardized communications through emails and printed content. The Development Team segmented communications for the annual end of the year appeal, which had strong results.
  - Ms. LeBaron-Hsieh is working with a major donor consultant to train the team in major donor identification, cultivation, and stewardship. The role of board members to support this growth is in relationship building and connecting with individuals that have alignment with Sonrisas’ mission. A few small events will be hosted in February 2022 to show off Half Moon Bay’s refreshed center. Beginning in mid-April, the development team will launch its end of fiscal year appeal, which will include Coastsides Gives and other campaign communications. **CFO Fama** recommended reaching out to candidates for the U.S. congressional district 14 representative seat.
  - In the world of grants, funders are beginning to leverage their dollars to prompt large-scale changes in the non-profit sector. Grant applications increasingly require that organizations share client/patient, staff, leadership, and board demographic information. In addition, grant applications request information on patient involvement in organizational decisions and are valuing that the organization demonstrates a deep understanding of the lived experiences of patients, especially those that have been systemically marginalized. Sonrisas’ board and leadership team demographics do not reflect Sonrisas’ patient demographics. Based on these findings, Ms. LeBaron Hsieh recommended that Sonrisas create a Patient or Community Advisory Board and that within the next two years, the organization ramps up its DEI work. **Director Stielstra** suggested a plan (with regular checkpoints) to deliver such a Board. **CFO Fama** recommended inviting community members to Sonrisas’ regular board meetings. **Director Young** recommended that Sonrisas connect with groups that help to promote BIPOC in leadership as the board prospects for new board members. **Director Cappel** recommended working on becoming more adept at gathering patient data.



**Director Hinshelwood** suggested sampling could be a short-term solution to get a better idea of Sonrisas' patient demographics, subject to bandwidth. Board members voiced their support to cultivate diversity, equity, and inclusion across the organization. **CEO Fecher** commented that her highest priority is that any actions to move forward would be authentic to the organization, rather than a check mark.

- **Sequoia Healthcare District Update** – Sequoia Healthcare District (SHD) currently covers 80% of the uncompensated care costs of all Sonrisas' patient payer types in their district, up to \$240K per year. They have a priority to increase the amount of dental care in SHD and is to commission a study to understand the need for dental access among their residents. If the case for increased access to dental care can be made through this study, SHD would issue an RFP to find a dental organization to run a new clinic: they could have the option of turning one of their buildings into a dental clinic.
- **Board Resolution to Continue Virtual Meetings ACTION Requested**
  - **Chair Taverner** moved to continue board meetings virtually considering the current climate around Covid safety. The motion was seconded by **Secretary Hinshelwood** and unanimously approved by roll call. Ayes: **Nigel Taverner, Helen Galligan, Clyde Hinshelwood, Larry Cappel, Larissa Cutler, Cheryl Fama, Clyde Hinshelwood, Steve Stielstra, Sheryl Young.**
- **Strategic Plan Update** – **Chair Taverner** presented the 12-month process to build Sonrisas' strategic plan, as outlined in the PowerPoint attached to these minutes (slide 15-16).

## 6. OLD BUSINESS

- **HMB Renovations Update** – **CEO Fecher** shared a video of the recent refresh of the Half Moon Bay center. Two new dental chairs donated by Gurnick Academy replaced chairs in Room 2 and 3, which were donated 20 years ago. Bathroom and flooring have been updated. In the coming weeks, a mural painted by Susan and Mark Verlander will be installed on one of the hallway walls in addition to large posters for past Paella events. The board thanked the Sonrisas team, specifically Justine Howard, Pat Kinniburgh, and Tracey Fecher for leading this project so well.

**FQHC Contract Update** – Sonrisas has cleared 270 patients (providing 1200 patient visits in the last 12 months) from the SMMC waitlist, which currently numbers 1400.

## 7. REPORTS

- **CEO Report** – **CEO Fecher** commented that the Omicron Covid variant is affecting workflow and staff morale. At one time, six staff were out due to Covid exposure or the length of time it took to get PCR test results.
- **CFO Report** – No questions or comments.
- **Fundraising Report** – No questions or comments.
- **Outreach Report** – **Director of Community Engagement Dr Bonnie Jue** will lead several school screenings scheduled in the Sequoia Healthcare District. She is also finding that several kids have not seen a dentist for two years (if at all).
- **Board Nomination Committee** – No questions or comments.
- **Unaudited Financials** – No questions or comments.



8. SUGGESTED AGENDA ITEMS FOR NEXT MEETING – Chair Taverner

- Continued Virtual Meetings Vote
- Update on the Strategic Plan
- DEI Assessment Report
- **Director Young** asked CEO Fecher to prepare an update on the morale of staff and the strategies that she is implementing for retention
- Vote to Change Board Bylaws Regarding a 2-Year Appointment of Board Officers.

9. ADJOURN – Meeting was adjourned at **8:17pm**.



**AMENDED AND RESTATED BYLAWS  
OF  
SONRISAS DENTAL HEALTH, INC.  
A CALIFORNIA PUBLIC BENEFIT CORPORATION**

**ARTICLE 1  
OFFICES**

**SECTION 1.1 PRINCIPAL OFFICE**

The principal office of the corporation for the transaction of its business is located in San Mateo County, California.

**SECTION 1.2 CHANGE OF ADDRESS**

The county of the corporation's principal office can be changed only by amendment of these Bylaws and not otherwise. The Board of Directors may, however, change the principal office from one location to another within the named county by noting the changed address and effective date below, and such changes of address shall not be deemed an amendment of these Bylaws:

**SECTION 1.3 OTHER OFFICES**

The corporation may also have offices at such other places, within or without the State of California, where it is qualified to do business, as its business may require and as the board of directors may, from time to time, designate.

**ARTICLE 2  
PURPOSE**

**SECTION 2.1**

The primary objectives and purposes of this corporation shall be to establish and maintain health clinics providing dental services and education for underserved residents of San Mateo County through clinics operated in various locations to include: 1) the coastside area including the area extending from Montara at the northern end to the Santa Cruz County line on the southern end; and 2) the bayside area in and around the city of San Mateo and particularly within the areas served by the Peninsula Health Care District and the Sequoia Health Care District.

The corporation shall take no action that is inconsistent with the Articles of Incorporation.

**ARTICLE 3  
MEMBERSHIP**

**SECTION 3.1 Sonrisas Dental Health, Inc.** shall have no members as defined in Section 5056 of the California Nonprofit Public Benefit Corporation Law.

**ARTICLE 4  
BOARD OF DIRECTORS**

**SECTION 4.1 POWERS**

Subject to the provisions of the California Nonprofit Corporation law and any limitations in the Articles of Incorporation and Bylaws relating to action required or permitted to be taken or approved by the members, if any, of this corporation, the activities and affairs of this corporation shall be conducted and all corporate powers shall be exercised by or under the direction of the Board of Directors of the Corporation



(the “**Board**”). Directors shall have no power as individual directors and shall act only as members of the Board.

#### **SECTION 4.2. NUMBERS**

The authorized number of directors shall be nine ( 9).

#### **SECTION 4.3 APPOINTMENT**

Peninsula Health Care District, a political subdivision of the State of California (“**PHCD**”) shall have the right to appoint five (5) of the nine (9) directors. ~~The three (4) directors not appointed by PHCD shall be elected by action of the directors who were not appointed by PHCD.~~ Appointments or elections to fill expiring terms shall be made at the Board’s annual meeting.

#### **SECTION 4.4 ELECTION AND TERMS OF OFFICE**

Each director shall be appointed or elected for a term of three (3) years and shall hold office until a successor has been appointed or elected and qualified. Notwithstanding the foregoing and the provisions of Section 4.3, new directors may be appointed or elected at any time to fill vacancies in accordance with this Article 4, including PHCD’s appointment rights. If a director is appointed or elected at a time other than the annual meeting, his or her term shall be calculated starting from the date of the most recent annual meeting.

#### **SECTION 4.5 DUTIES**

It shall be the duty of the directors to:

- (a) Perform any and all duties imposed on them collectively or individually by law, by the Articles of Incorporation of this corporation, or by these Bylaws;
- (b) Appoint and remove, employ and discharge, and, except as otherwise provided in these Bylaws, prescribe the duties and fix the compensation, if any, of all executive, Board appointed officers of the corporation;
- (c) Supervise all executive officers of the corporation to assure that their duties are performed properly;
- (d) Meet at such times and places as required by these Bylaws;
- (e) Register their addresses with the Secretary of the corporation and notices of meetings mailed or telegraphed to them at such addresses shall be valid notices thereof.

#### **SECTION 4.5 COMPENSATION**

Directors shall, in their capacity as directors, serve without compensation except that they shall be allowed reasonable advancement or reimbursement of expenses incurred in the performance of their regular duties. Any Director who is an officer may be compensated in that capacity, with the approval of a majority of the remaining Directors.

#### **SECTION 4.6 RESTRICTION REGARDING INTERESTED DIRECTORS**

Notwithstanding any other provision of these Bylaws, not more than forty-nine percent (49%) of the persons serving on the board may be interested persons, or as to any transaction where a board member is deemed to be interested, the interested director shall not vote or otherwise act on such matter and the transaction shall be approved by disinterested directors and otherwise in compliance with applicable California law.

## **SECTION 4.7 RESIGNATION**

A director may resign at any time by giving written notice to the chair of the board or the Secretary or the Board. Any resignation shall take effect upon receipt of notice or at any later time specified in that notice. Unless otherwise specified in the notice of resignation, affirmative acceptance shall not be necessary. If the resignation specifies a later effective date, a successor may be elected prior to such effective date to take office when the resignation becomes effective.

## **SECTION 4.8 VACANCIES**

A vacancy in the Board shall be deemed to exist in the event that the actual number of directors is less than the established number for any reason. If a vacancy is created by a director who was appointed by PHCD, the vacancy shall be filled by PHCD appointing the replacement. All other vacancies may be filled by the approval of the Board in accordance with Section 4.3 above, or, if the number of directors then in office is less than a quorum, by 1) unanimous written consent of the directors then in office, 2) a vote of the majority of the directors then in office at a meeting or 3) a sole remaining director. Each director elected or appointed to fill a vacancy shall hold office for the unexpired portion of the term or until his or her death, resignation or removal from office. The Board of Directors may declare vacant the office of a director who has been declared of unsound mind by a final order of court, or convicted of a felony or been found by a final order of judgment of any court to have breached any duty under Section 5230 under the Nonprofit Corporation Law.

## **SECTION 4.9 REMOVAL**

A director may be removed from office at any time with or without cause by a vote of a majority of the directors.

## **SECTION 4.10 BOARD COMMITTEES**

The Board may, by a resolution of a majority of the directors then in office, create and appoint directors to one or more Board Committees, each consisting of two or more directors and only of directors, to serve at the pleasure of the Board. Board committees may be given off the authority of the Board, subject to the limitations specified on Section 5212 of the Nonprofit Corporation Law. The Board may at any time revoke or modify any or all of the authority delegated to the Board Committee. Non Directors may attend meeting of the Board committees with the prior knowledge of the Board. The Board shall create an audit committee if required by the California Nonprofit Integrity Act of 2004.

## **SECTION 4.11 ADVISORY COMMITTEES**

The Board may create and appoint individuals to one or more Advisory Committees, each consisting of two or more directors, non-directors or a combination of directors and non-directors. Advisory Committees may not exercise the authority of the Board to make decisions on behalf of the Corporation. Advisory Committees shall be restricted to making recommendations to the Board or Board Committees and implementing Board or Board committee decisions and policies under the supervision and control of the Board or Board committees. The Board, at any time, may revoke or modify any or all of the authority delegated to the Advisory Committee.

## **SECTION 4.12 ADVISORY BOARD**

The Board may create and appoint individuals to an Advisory Board, consisting of persons who are not officers or directors of the Corporation, to serve at the pleasure of the Board and to report its findings and recommendations on subjects of interest to the Board. Any such Advisory Committee shall act only in an advisory capacity to the Board, shall have no legal authority to act for the Corporation, and shall clearly be titled and held out as an "advisory board." The Board may, at any time, revoke or modify any or all of the authority delegated to the Advisory Board.

### **SECTION 4.13 CONFLICT OF INTEREST POLICY**

The Board shall adopt a Conflict of Interest Policy that requires directors, officers and key employees to disclose interests that constitute or could result in a conflict of interest. The Conflict of Interest Policy shall also specify, in accordance with Sections 5233 and 5234 of the Nonprofit Corporation Law, the steps that must be taken by the Board to approve a decision or transaction that involves an actual or apparent conflict of interest. The Board shall regularly and consistently monitor and enforce compliance with the Conflict of Interest Policy.

## **ARTICLE 5 MEETINGS**

### **SECTION 5.1 REGULAR MEETINGS**

Regular meetings of Directors shall be held at dates, times and places as determined by the Board.

Any meeting, regular or special, may be held by conference telephone, electronic video screen communication, or other communications equipment. Participation in a meeting through use of conference telephone constitutes presence in person at that meeting so long as all directors participating in the meeting are able to hear one another. Participation in a meeting through use of electronic video screen communication or other communications equipment (other than conference telephone) constitutes presence in person at that meeting if all of the following apply:

- a). Each director participating in the meeting can communicate with all of the other directors concurrently;
- b) Each director is to provide the means of participating in all matters before the board, including, without limitation, the capacity to propose, or to interpose an objection to, a specific action to be taken by the corporation;
- c) The corporation adopts and implements some means of verifying 1) that all persons participating in the meeting are directors of the corporation or are otherwise entitled to participate in the meeting, and 2) that all actions of, or votes by, the board are taken and cast only by directors and not by persons who are not directors.

### **SECTION 5.2 ANNUAL MEETINGS**

An annual meeting of the Board shall be held each year in January and will coincide with one of the regular meetings. At the annual meeting, on even years, there will be an election of officers. Officers shall be elected for two-year terms. Candidates receiving the most votes shall be elected. Each director will cast one vote.

### **SECTION 5.3 SPECIAL MEETINGS**

Special meetings of the Board of Directors may be called by the Chair of the Board, the Treasurer, or by any two directors, and such meetings shall be held at the place, within or without the State of California, designated by the person or persons calling the meeting, and in the absence of such designation, at the principal office of the corporation.

### **SECTION 5.4 NOTICE OF MEETINGS**

All meeting notifications will adhere to the Ralph M. Brown Act.

“Regular Meetings” are subject to 72-hour posting requirements. Notices and Agendas will be posted to the corporation’s website and also to the PHCD website and in a location accessible to the public 24-hours a day.

“Special Meetings” can be called by the presiding officer or majority of the body to discuss only discrete items on the agenda under the Brown Act’s notice requirements for special meetings and are subject to 24-hour posting requirements.

“Emergency Meetings” can be called when prompt action is needed due to actual or threatened disruption of the facilities and are held with little notice.

“Adjourned Meetings” are regular or special meetings that have been adjourned or re-adjourned to a time and place specified in the order of adjournment, with no agenda required for regular meetings adjourned for less than five calendar days as long as no additional business is transacted.

“Closed Session Meetings” can be called in compliance with the Ralph M. Brown Act

## **SECTION 5.5 QUORUM**

A quorum shall consist of four (5) directors to include at least one director who was not appointed by PHCD.

Except as otherwise provided in these Bylaws or in the Articles of Incorporation of this corporation, or by law, no business shall be considered by the board at any meeting at which a quorum, as herein defined, is not present, and the only motion which the Chair shall entertain at such meeting is a motion to adjourn. However, a majority of the directors present at such meeting may adjourn from time to time until the time fixed for the next regular meeting of the board.

## **SECTION 5.6 VOTING**

The vote of a majority of the directors present at a meeting at which a quorum is present shall be the act of the Board of Directors, except as otherwise provided in these Bylaws or as provided by Section 5211 of State of California Nonprofit Corporation Law.

Except as otherwise provided in these Bylaws or by law no business shall be considered by the Board at any meeting at which a quorum is not present although discussion may take place. A meeting at which a quorum is initially present may continue to transact business notwithstanding the withdrawal of directors, if any action taken is approved by at least a majority of the required quorum for such meeting or such greater percentage as may be required by law, or the Articles of Incorporation or Bylaws of this corporation.

## **SECTION 5.7 CONDUCT OF MEETINGS**

Meetings of the Board of Directors shall be presided over by the Chair, or, if no such person has been so designated or, in his or her absence, Secretary or Treasurer or other Director shall preside over the meeting.

## **SECTION 5. TELEPHONE AND ELECTRONIC MEETINGS**

Directors may participate in a meeting through use of conference telephone or electronic video screen communication. Such participation constitutes presence in person at that meeting so long as all members participating in the meeting are able to hear one another. Teleconferencing and electronic meetings will comply with the Brown Act requirements, as applicable to the Board of Directors’ meetings.

## **ARTICLE 6 OFFICERS**

## **SECTION 6.1 OFFICERS**

The officers of the corporation shall be a Chair of the Board, a Vice Chair, a Chief Executive Officer ("CEO"), a Secretary, a Chief Financial Officer who shall be designated the Treasurer, and a Dental Director. The Chair of the Board and the Vice Chair each must be a director, and the other officers may or may not be directors. The Corporation may also have such other officers as may be determined by the Board. One person may hold two or more offices, except that neither the Secretary nor the Treasurer may serve concurrently as the Chair of the Board. The Dental Director need not be a director.

## **SECTION 6.2 ELECTION, AND TERM OF OFFICE**

The officers of the Corporation shall be elected annually by the Board at the annual meeting and shall serve at the pleasure of the Board, subject to the rights, if any, of an officer under any contract of any officer under employment.

## **SECTION 6.3 RESIGNATION**

Any officer may resign at any time by giving written notice to the Board of Directors or to the Chair or Secretary of the corporation. Any such resignation shall take effect at the date of receipt of such notice or at any later date specified therein, and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective. The above provisions of this Section shall be superseded by any conflicting terms of a contract which has been approved or ratified by the Board of Directors relating to the employment of any officer of the corporation.

## **SECTION 6.4 REMOVAL**

An officer may be removed from office with or without cause by the Board or by an officer on whom such power of removal may be conferred by the Board.

## **SECTION 6.5 VACANCIES**

A vacancy in any office for any reason shall be filled by the Board.

## **SECTION 6.6 DUTIES OF THE CHAIR OF THE BOARD**

The Chair of the Board shall, if present, preside at all meetings of the board and shall be an ex-officio member of all board committees. The Chair shall serve as official representative of the Board of Directors and shall oversee the activities of the Board. The Chair shall exercise and perform such other powers and duties as may be prescribed by these Bylaws or by the Board.

## **SECTION 6.7 DUTIES OF VICE CHAIR**

In the absence of the Chair, or in the event of his or her inability or refusal to act, the Vice Chair shall perform all the duties of the Chair, and when so acting shall have all the powers of, and be subject to all the restrictions on, the Chair. The Vice Chair shall have other powers and perform such other duties as may be prescribed by law, by the Articles of Incorporation, or by these Bylaws, or as may be prescribed by the Board of Directors.

## **SECTION 6.8 DUTIES OF SECRETARY**

The Secretary shall keep or cause to be kept a full and complete record of the proceedings of the Board and its committees, shall give cause or cause to be given notice of all Board meetings as required by law or by these Bylaws, and in general shall exercise and perform such other powers and duties as may be prescribed by these Bylaws or by the Board. The Secretary shall at all reasonable times exhibit to any

director of the Corporation or to his agent or attorney on request the By-Laws and the minutes of the proceedings of the Corporation.

#### **SECTION 6.9 DUTIES OF TREASURER**

The Treasurer shall be the Chief Financial Officer of the Corporation. The Treasurer shall keep and maintain or cause to be kept and maintained, adequate and correct books and records of account. The Treasurer shall give or cause to be given to the directors such financial statements and reports as are required to be given by law, and as may be prescribed by these Bylaws or by the Board. The books of accounts shall be open to inspection by any director upon request at all reasonable times. The Treasurer shall deposit, or cause to be deposited, all money and other valuables in the name and to the credit of the Corporation with such depositories as designated by the Board, shall render to the Chief Executive Officer and Board, upon request, an account of the Treasurer's transactions as Treasurer and of the financial condition of the Corporation and shall exercise and perform such other powers and duties as may be prescribed by these Bylaws or by the Board.

#### **SECTION 6.10 DUTIES OF CHIEF EXECUTIVE OFFICER.**

A Chief Executive Officer shall provide overall management and supervision of the business and operations of the Corporation. The CEO shall have authority to appoint and remove clinic or dental center executive directors, officers and managers as may be necessary or helpful in managing and operating the Corporation and its various dental centers.

#### **SECTION 6.11 DUTIES OF DENTAL DIRECTOR**

A Dental Director who shall be a duly licensed and properly trained dentist and who shall provide supervision of the professional practice of all dentists and related professionals employed by Corporation at both the Corporation or San Mateo Centers, or any other dental care center operated by Corporation. The Dental Director shall report to and be under the supervision of the Chief Executive Officer, except that the such supervision shall not interfere with, control or otherwise direct the professional judgment of the Dental Director in his or her capacity as a licensed dentist in California.

### **ARTICLE 7 INDEMNIFICATION AND INSURANCE**

#### **SECTION 7.1 DEFINITIONS**

For purposes of the Article "Agent" means any person who is or was a director, officer, employee or other agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee or other agent of another foreign or domestic corporation, joint venture, partnership, trust or other enterprise, or was a director, officer, employee or agent of a predecessor corporation of the Corporation or another enterprise at the request of such predecessor corporation; "Proceeding" means any threatened, pending or completed action or proceeding, whether civil, criminal, administrative or investigative; and "Expenses" includes, without limitation, attorneys' fees and any expenses incurred in establishing a right to indemnification under Section 7.2 of this Article.

#### **SECTION 7.2 RIGHT TO INDEMNIFY**

The Corporation may, to the fullest extent permitted by law, indemnify any person who was or is a party or is threatened to be made a party to any Proceeding by reason of the fact that such person is or was an Agent of the Corporation, against Expenses, judgments, fines, settlements and other amounts actually and reasonably incurred in connection with the Proceeding.

#### **SECTION 7.3 APPROVAL OF INDEMNITY**

On written request to the Board by any Agent seeking indemnification, to the extent that the Agent has been successful on the merits, the Board shall promptly authorize indemnification in accordance with Section 5238(d) of the Nonprofit Corporation Law. Otherwise, the Board shall promptly determine, by a majority vote of a quorum consisting of directors who are not parties to the Proceeding, whether, in the specific case, the Agent has met the applicable standard of conduct stated in Section 5238(b) or section 5238(c) of the Nonprofit Corporation Law, and, if so, may authorize indemnification to the extent permitted thereby.

#### **SECTION 7.4 ADVANCING EXPENSES**

The Board may authorize the advance of Expenses incurred by or on behalf of an Agent of the Corporation in defending any Proceeding before the final disposition of such Proceeding, if the Board finds that:

- (a) the requested advances are reasonable in amount under the circumstances; and
- (b) before any advance is made, the Agent submits a written undertaking satisfactory to the Board, in its sole discretion, to repay the advance unless it ultimately is determined that the Agent is entitled to indemnification for the Expenses under this Article.

#### **SECTION 7.5 INSURANCE**

The Board shall have the power to purchase and maintain insurance on behalf of any Agent against any liability asserted against or incurred by the Agent in such capacity or arising out of the Agent's status as such, whether or not the Corporation would have the power to indemnify the Agent against such liability under this Article; provided, however, that the Corporation shall not have the power to purchase and maintain such insurance to indemnify any Agent of the Corporation for a violation of Section 5233 of the Nonprofit Corporation Law.

### **ARTICLE 8 FISCAL YEAR AND REPORTING OBLIGATIONS**

#### **SECTION 8.1 FISCAL YEAR**

The fiscal year of the Corporation shall begin on the first of July and end on the thirtieth of June in each year.

#### **SECTION 8.2 FINANCIAL REPORTING**

The Corporation shall produce and distribute the financial and other reports required by the Nonprofit Corporation Law, including, without limitation, the annual report required by Section 6321 and the statement of transactions or indemnification required by Section 6322, and, if required, produce and make publicly available the financial statements required by the Nonprofit Integrity Act.

### **ARTICLE 9 GIFTS, GRANTS, CONTRACTS AND INVESTMENTS**

#### **SECTION 9.1 GIFTS**

The Board may accept on behalf of the Corporation any contribution, gift, bequest or devise for the general purposes or for any specific purpose of the Corporation. The Corporation shall retain complete control and discretion over the use of all contributions it receives.

## **SECTION 9.2 GRANTS**

The Board shall exercise itself or delegate, subject to its supervision, control over grants, contributions and other financial assistance provided by the Corporation, including, without limitation, fiscal sponsorship relationships.

## **SECTION 9.3 CONTRACTS**

The board may authorize any officer(s) or agents(s), in the name of and on behalf of the Corporation, to enter into any contract or execute any instrument. Any such authority may be general or confined to specific instances, or otherwise limited. In the absence of any action by the Board to the contrary, the Chair of the Board, the Chief Executive Officer, or the Treasurer are authorized to execute such instruments on behalf of the Corporation.

## **SECTION 9.4 PAYMENT OF MONEY**

Unless otherwise determined by the Board, all checks, drafts or other orders for payment of money out of the funds of the Corporation and all notes or other evidences of indebtedness of the Corporation may be signed on behalf of the Corporation by the Chief Executive Officer or, in the Chief Executive Officer's absence, by the Chair of the Board or the Treasurer.

## **SECTION 9.5 DEPOSITS**

The funds of the Corporation not otherwise employed, including any amounts in any reserve fund, shall be deposited from time to time to the order of the Corporation in such banks, trust companies or other depositories as the Board may select.

## **ARTICLE 10 OTHER PROVISIONS**

### **SECTION 10.1 RIGHTS OF INSPECTION**

Every director shall have the right at any reasonable time to inspect and copy all books, records and documents and to inspect the physical properties of the Corporation.

### **SECTION 10.2 ELECTRONIC TRANSMISSIONS**

Unless otherwise provided in these Bylaws, and subject to any guidelines and procedures that the Board may adopt from time to time, the terms "written" and "in writing" as used in these Bylaws include any form of recorded message in the English language capable of comprehension by ordinary visual means, and may include electronic transmissions such as facsimile or email, provided (1) for electronic transmissions from the Corporation, the Corporation has obtained an unrevoked written consent from the recipient to the use of such means of communication; (2) for electronic transmissions to the Corporation, the Corporation has in effect reasonable measures to verify that the sender is the individual purporting to have send such transmission; and (3) the transmission creates a record that can be retained, retrieved, reviewed and rendered into clearly legible form.

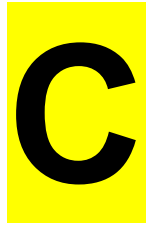
## **ARTICLE 11 AMENDMENT OF BYLAWS**

### **SECTION 11.1 AMENDMENTS**



Subject to any provision of law applicable to the amendment of Bylaws of public benefit nonprofit corporations, these Bylaws, or any of them, may be altered, amended, or repealed and new Bylaws adopted by approval of the Board of Directors, provided that any such amendment must be approved with the vote of at least a majority of the Directors, which majority must include a majority of those directors who are not among the directors who were appointed by PHCD.

DRAFT





**DATE:** February 10, 2022

**TO:** SDH Board of Directors

**FROM:** Tracey Fecher, CEO

**RE: CEO Report**

---

1. Clinic Operations:

- In January, the clinics were behind budget for a total of (95) visits, with San Mateo being behind by (126) visits and HMB ahead by 33 visits. San Mateo had a no-show rate 6% higher than forecasted with patients cancelling due to COVID/symptoms. Year to date (July to January), the clinics are ahead of budget by 27 visits.
- Direct care staff continue to be out due to having COVID or symptoms.
- Stress levels for all staff who support the clinics remain very high.
  - i. Multiple hourly staff who have been out due to COVID or having symptoms have no PTO left and are having to take time without pay
  - ii. Staff who can work feel the stress of their coworkers being out of the office
  - iii. The clinical management team has been and will continue cancelling patient appointments when staffing levels warrant it

2. FQHC and Farmworkers Contract Update:

- The FQHC contract continues with a strong partnership with SMMC.
- SMMC has asked Sonrisas to consider extending the Farmworker contract, being delivered with mobile equipment at a Puente building in Pescadero, until December 31, 2022. Our clinical management team is confirming the contract can be staffed beyond the end of the current contract (April 2022).

3. HPSM Dental Integration Pilot:

- The HPSM Dental Integration Pilot has gotten off the ground well. The Sonrisas' team feels HPSM is responsive and helpful with pre-authorizations. There has been a learning curve for our team in some of the new processes as well as new services being covered by Medi-Cal Dental. For example, the State now pays for caries risk assessments and nutritional counseling for children 6 and under. Our team has implemented the service to support parents to improve their young child's dental health.

4. Sonrisas' Strategic Plan:

- The all-day Strategic Planning retreat will be held on April 26<sup>th</sup>. Location, agenda, and logistics for the day are still being determined.

5. Half Moon Bay Clinic Refresh:

- Finishing touches on the clinic refresh, including the installation of the artwork, have been recently completed.
- The first tour for a major donor of the clinic has been scheduled for mid-February and other tours for major donors and partners are being planned.

6. Financial Updates:

- The 2<sup>nd</sup> PPP loan forgiveness application was submitted, and we anticipate our loan will be forgiven by the next board meeting.
- In March, the team will be transferring between \$110-120K from Merrill Lynch account balance of \$167K to the Boston Private checking account for the HMB clinic capital improvement projects.
- On February 9<sup>th</sup>, Sonrisas' current cash position was \$1,503,000.





**DATE:** February 9th, 2021  
**TO:** SDH Board of Directors  
**From:** Cheryl Fama, CFO  
 Tina Wang, Senior Accountant  
**RE:** **December Unaudited Financials, YTD Performance to Budget and Quarterly Cash Forecast**

---

**December PERFORMANCE:**

**A. Revenue:** Net Patient Revenue was **\$167,282.**

- 1,016 visits - 85 visits more than budget, HMB clinic closed for renovation.
- Total gross revenue was \$429,536 - \$10K more than budget
- Total uncompensated care deductions were **(\$262,254)** – 60% of gross revenue.

**B. Total Expense:** **(\$393,079)** – \$17,558 Less than budget

- Direct Expense- \$3,466 better than budget because of a mix of savings in PPE & Covid expenses and overspending in dental supplies due end of the year discounts available and supplies for mobile. Dental supplies included \$3,000 miscellaneous donated supplies.
- Indirect Expense- \$21,024 less than budget because of higher spending in recruitment advertisement due to a tight job market and professional consulting services for business and fundraising.

**C. Donations/Grants & Other Income:** **\$199,564**

- Grants and Donations - \$89,916 released from restricted grants including \$60,000 accrued for service provided from October to December from Sequoia Health District, \$8,132 was received for individual donations, \$75,000 from PHCD
- In-kind Donations- \$26,335 in-kind donations from Gurnick Academy were received including \$23,335 dental equipment, which will be capitalized beginning January 2022 and \$3,000 dental supplies expensed in December, 2021
- \$181 Interest Income

**D. \$44k cash was paid back to IRS for Social Security Tax Deferral and the remainder of \$40K to be paid by 12/31/2022.**

**Net Income:** **(\$26,233)**



### Year to Date PERFORMANCE TO BUDGET

YTD net income is **\$311,944** better than budget. Estimated Cash-flow is **\$248K** better than budget. PHCD grant received to date is \$450,000.

	YTD Actual	YTD Budget	Performance
<i>Visits</i>	<i>6,790</i>	<i>6,671</i>	<i>119</i>
Gross Patient Revenue	\$2,797,874	2,861,282	(-2%)
Uncompensated Care (Deductions)	\$(1,603,293)	\$(1,623,280)	1%
Grants/Donations/Other Income	\$1,288,449	\$1,029,082	25%
Direct Cost	\$(1,430,462)	\$(1,534,342)	7%
Indirect Cost	\$(782,010)	\$(772,877)	(-1%)
<b>Net Income</b>	\$270,559	\$(40,135)	774%
<i>Non-cash items adj.</i>			
Depreciation	\$143,561	\$151,441	5%
Capital Expenditure	\$(265,218)	\$(211,112)	(4%)
<b>Estimated Cash Flow</b>	\$148,902	\$(99,806)	249%



### Quarterly Cash FORECAST

Each quarter, a cash forecast will be included in the financial memo provided to board members the first month of the quarter. The forecast below is through the current quarter ending 3-31-22. The next quarter's forecast will be provided in the April financial memo.

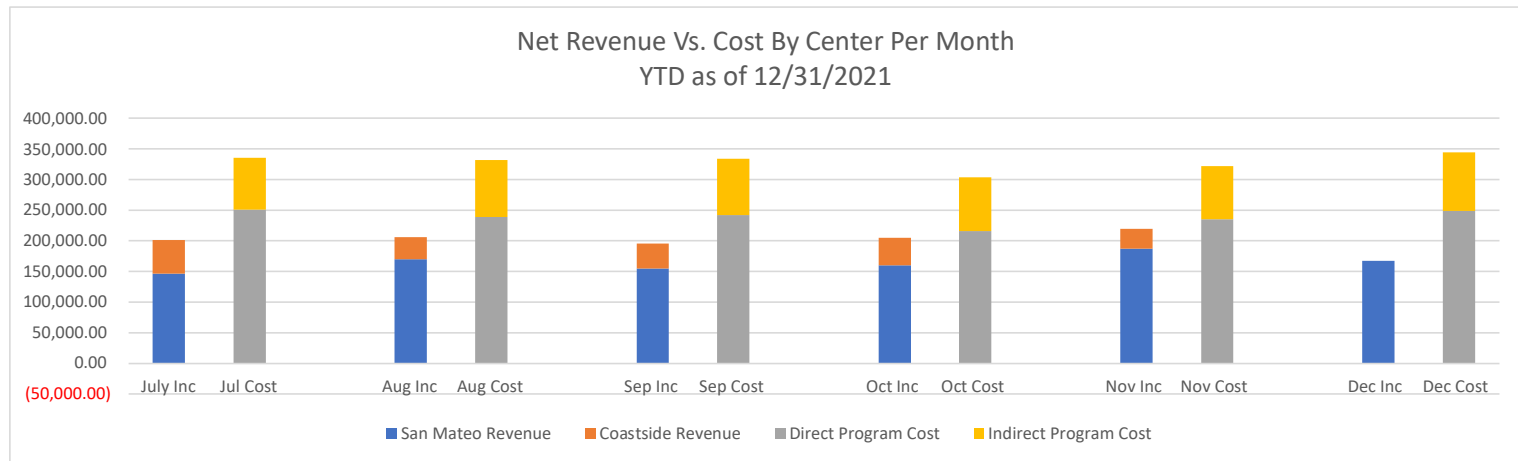
### **Cash Forecast 3rd Quarter FY 22**

<b>Cash Balance as of 12/31/2021</b>	<b>\$ 1,546,748</b>
<b>Estimated Cash Revenue from Operating</b>	
Patient Services	\$ 655,424
Estimated Grants Received	\$ 130,000
Estimated Donations	\$ 15,000
PHCD Grant	\$ 225,000
Interest Income	\$ 540
<b>Total Revenue</b>	<b>\$ 1,025,964</b>
<b>Estimated Cash Expenses from Operating</b>	
Salaries, Benefits, 401K	\$ 800,402.39
Dental Supplies	\$ 54,259
Lab Fees	\$ 28,179
PPE & COVID Related	\$ 17,263.01
Fundraising Expenses	\$ 23,174
Outreach Expenses	\$ 180
Other Clinic Expenses	\$ 7,067
Indirect Expenses	\$ 77,095.28
<b>Total Expenses</b>	<b>\$ 1,007,620</b>
<b>Projected Cash Operating Income</b>	<b>\$ 18,344</b>
Estimated Capital Spending	<b>\$ (78,762)</b>
Planned Social Tax Payback	<b>\$ -</b>
<b>Estimated Cash as of 03/31/2021</b>	<b>\$ 1,486,330</b>



## Sonrisas Dental Health Operations

	Jul 21	Aug 21	Sep 21	Oct 21	Nov 21	Dec 21	YTD	YTD Budget	B(W)
San Mateo Revenue	146,167	169,861	154,995	160,237	187,118	167,317	985,695	1,082,582	(96,887)
Coastside Revenue	55,195	36,338	40,578	44,708	32,102	(35)	208,886	155,420	53,466
<b>Total Net Revenue</b>	<b>201,362</b>	<b>206,199</b>	<b>195,573</b>	<b>204,945</b>	<b>219,220</b>	<b>167,282</b>	<b>1,194,581</b>	<b>1,238,002</b>	<b>(43,421)</b>
<b>Direct Program Cost</b>	<b>250,922</b>	<b>238,541</b>	<b>241,643</b>	<b>215,696</b>	<b>234,792</b>	<b>248,764</b>	<b>1,430,358</b>	<b>1,534,342</b>	<b>103,984</b>
<b>Indirect Program Cost</b>	<b>121,699</b>	<b>126,951</b>	<b>137,369</b>	<b>124,935</b>	<b>125,595</b>	<b>144,315</b>	<b>780,864</b>	<b>772,877</b>	<b>(7,987)</b>
<b>Total Cost</b>	<b>372,621</b>	<b>365,492</b>	<b>379,012</b>	<b>340,631</b>	<b>360,388</b>	<b>393,079</b>	<b>2,211,222</b>	<b>2,307,219</b>	<b>95,997</b>
<b>TOTAL</b>	<b>(171,259)</b>	<b>(159,293)</b>	<b>(183,439)</b>	<b>(135,686)</b>	<b>(141,168)</b>	<b>(225,797)</b>	<b>(1,016,642)</b>	<b>(1,069,218)</b>	<b>52,576</b>
<b>Dividend/Other Income</b>	<b>67,000</b>	<b>70,003</b>	<b>67,292</b>	<b>344</b>	<b>154</b>	<b>181</b>	<b>204,974</b>	<b>201,084</b>	<b>3,890</b>
<b>Donations Received</b>	<b>223,149</b>	<b>86,942</b>	<b>50,901</b>	<b>52,967</b>	<b>95,133</b>	<b>124,383</b>	<b>633,475</b>	<b>377,998</b>	<b>255,477</b>
<b>Grant from PHCD</b>	<b>75,000</b>	<b>75,000</b>	<b>75,000</b>	<b>75,000</b>	<b>75,000</b>	<b>75,000</b>	<b>450,000</b>	<b>450,000</b>	<b>0</b>
<b>OTHER INCOME</b>	<b>365,149</b>	<b>231,945</b>	<b>193,193</b>	<b>128,311</b>	<b>170,287</b>	<b>199,564</b>	<b>1,288,450</b>	<b>1,029,082</b>	<b>259,368</b>
<b>NET INCOME</b>	<b>193,890</b>	<b>72,652</b>	<b>9,754</b>	<b>(7,374)</b>	<b>29,119</b>	<b>(26,233)</b>	<b>271,808</b>	<b>(40,136)</b>	<b>311,944</b>



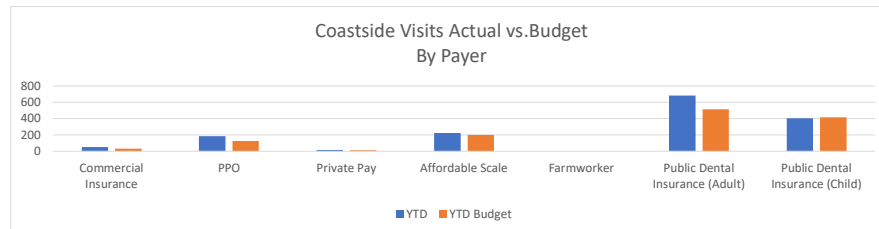
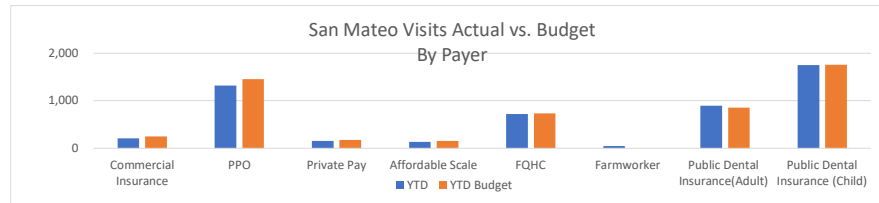
	Jul 21	Aug 21	21-Sep	21-Oct	21-Nov	21-Dec	YTD	Budget	Variance
San Mateo Visits	839	855	836	845	841	1,016	5,232	5,378	(146)
Coastside Visits	340	322	339	302	255		1,558	1,293	265
<b>Total Visits</b>	<b>1179</b>	<b>1177</b>	<b>1175</b>	<b>1,147</b>	<b>1,096</b>	<b>1,016</b>	<b>6,790</b>	<b>6,671</b>	<b>119</b>

## Visits by Payer -San Mateo

	Dec 21	Dec Budget	Variance	YTD	YTD Budget	Variance
Commercial Insurance	50	43	7	210	247	(37)
PPO	233	252	(19)	1,318	1,454	(136)
Private Pay	18	30	(12)	153	174	(21)
Affordable Scale	49	27	22	133	157	(24)
FQHC	97	127	(30)	723	735	(12)
Farmworker	9		9	47		47
Public Dental Insurance(Adult)	256	148	108	896	854	42
Public Dental Insurance (Child)	304	304	0	1,752	1,757	(5)
<b>Total Visits</b>	<b>1,016</b>	<b>931</b>	<b>85</b>	<b>5,232</b>	<b>5,378</b>	<b>(146)</b>

## Visits by Payer -Coastside

	Dec 21	Dec Budget	Variance	YTD	YTD Budget	Variance
Commercial Insurance	0	0	0	51	30	21
PPO	0	0	0	185	125	60
Private Pay	0	0	0	14	9	5
Affordable Scale	0	0	0	220	200	20
Farmworker	0	0	0			
Public Dental Insurance (Adult)	0	0	0	684	515	169
Public Dental Insurance (Child)	0	0	0	404	414	(10)
<b>Total Visits</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>1558</b>	<b>1293</b>	<b>265</b>



Avg. Income (Loss) per Visit		
	YTD	
Net Revenue per Visit	\$	175.97
Direct Cost per Visit	\$	(211.38)
*Indirect Cost	\$	(79.98)
Net Income per Visit	\$	(115.39)

True Income (Loss) per Visit by Payer		
Payer	Avg. YTD	
Farmworker	\$	120.05
Commercial Insurance	\$	59.74
PPO	\$	(13.25)
Public Dental Insurance	\$	(220.41)
Private Pay	\$	182.25
FQHC	\$	11.02
Affordable Scale	\$	64.81

\* Indirect cost represents clinic overhead cost and excludes fundraising program cost and outreach program cost

Sonrisas Dental Health Operations FY21 VS. FY20						
	Dec 21	Dec 20	Variance B(W)	YTD 22	YTD 21	Variance B(W)
<b>Visits</b>	<b>1,016</b>	<b>833</b>	<b>183</b>	<b>6,790</b>	<b>4,790</b>	<b>2,000</b>
<b>San Mateo Revenue</b>	\$167,317	\$134,840	\$32,477	\$985,695	\$658,261	\$327,433
<b>Coastside Revenue</b>	(\$35)	\$30,796	(\$30,831)	\$208,886	\$203,445	\$5,441
<b>Total Net Revenue</b>	\$167,282	\$165,636	\$1,646	\$1,194,581	\$861,702	\$332,879
<b>Direct Program Cost</b>	\$248,764	\$212,719	\$36,045	\$1,430,358	\$1,137,492	\$292,866
<b>Indirect Program Cost</b>	\$144,315	\$98,212	\$46,102	\$780,864	\$565,867	\$214,997
<b>Total Cost</b>	\$393,079	\$310,932	\$82,147	\$2,211,222	\$1,703,359	\$507,863
<b>TOTAL</b>	<b>(\$225,797)</b>	<b>(\$145,296)</b>	<b>(\$80,501)</b>	<b>(\$1,016,642)</b>	<b>(\$841,657)</b>	<b>(\$174,984)</b>
<b>Dividend/Other Income</b>	\$181	\$65,976	(\$65,795)	\$204,974	\$329,883	(\$124,909)
<b>Donations Received</b>	\$124,383	\$52,261	\$72,122	\$633,475	\$316,973	\$316,503
<b>Grant from PHCD</b>	\$75,000	\$0	\$75,000	\$450,000	\$100,000	\$350,000
<b>OTHER INCOME</b>	\$199,564	\$118,237	\$81,327	\$1,288,450	\$746,856	\$541,594
<b>NET INCOME</b>	<b>(\$26,233)</b>	<b>(\$27,059)</b>	<b>\$826</b>	<b>\$271,808</b>	<b>(\$94,801)</b>	<b>\$366,609</b>

**Sonrisas Dental Health**  
**Balance Sheet**

As of Date:

12/31/2021

Location:

Sonrisas Dental Health

Year To Date

12/31/2021

Current Year Balance

**Assets**

Current Assets

Cash and Cash Equivalents

11205 - Operating - Boston Private Checking 654,096.69

11211 - Boston Private-CD 1 200,293.60

11213 - Boston Private-CD 3 500,629.09

11600 - Petty Cash 398.84

Total Cash and Cash Equivalents 1,355,418.22

Accounts Receivable, Net 411,618.26

Other Current Assets 22,223.49

Total Current Assets 1,789,259.97

Long-term Assets

Property & Equipment

17300 - Improvements 1,165,055.17

17400 - Equipment 1,243,659.25

17500 - Furniture/Fixtures 128,309.06

17600 - Vehicle 111,934.08

17999 - Accum Depreciation (1,581,695.63)

Total Property & Equipment 1,067,261.93

Other Long-term Assets 16,297.00

Total Long-term Assets 1,083,558.93

Investments

Long Term Investments

11410 - Investment Acct. - Merrill Lynch 167,275.05

Total Long Term Investments 167,275.05

Total Investments 167,275.05

**Total Assets 3,040,093.95**

**Liabilities and Net Assets**

Liabilities

Short-term Liabilities

Accounts Payable

21110 - Accounts Payable 51,683.06

23100 - Patient Prepayments 18,372.28

23200 - Patient Refunds Payable 2,935.41

Total Accounts Payable 72,990.75

Accrued Liabilities

22210 - Accrued Payroll 120,779.84

22220 - Accrued PTO 96,952.46

22250 - Accrued 401k Funds Payable	13,816.42
22260 - Accrued HSA Fund Payable	2,266.47
22320 - FSA Employee Account	850.70
<b>Total Accrued Liabilities</b>	<b>234,665.89</b>
Withholding Tax Payable	
22230 - Accrued Payroll Taxes	51,728.63
<b>Total Withholding Tax Payable</b>	<b>51,728.63</b>
<b>Total Short-term Liabilities</b>	<b>359,385.27</b>
<b>Long Term Liabilities</b>	
Notes Payable - Long Term	
28000 - PPP Loan	402,210.00
28001 - Estimated PPP Loan Forgiveness	(402,210.00)
<b>Total Long Term Notes Payable</b>	<b>0.00</b>
Other Long-term Liabilities	8,143.23
<b>Total Long Term Liabilities</b>	<b>8,143.23</b>
Other Liabilities	39,596.89
<b>Total Liabilities</b>	<b>407,125.39</b>
Net Assets	2,632,968.56
<b>Total Liabilities and Net Assets</b>	<b>3,040,093.95</b>

Created on: 02/10/2022 3:46 PM PDT

Sonrisas Dental Health  
 Revenues and Expenditures - Budget vs Actual  
 As of December 31, 2021

As of Date: 12/31/2021  
 Location: Sonrisas Dental Health  
 Restriction: Unrestricted

	Month Ending 12/31/2021			Year To Date 12/31/2021		
	Actual	2021 2022 BUDGET	Budget Diff	Actual	2021 2022 BUDGET	Budget Diff
Revenue and Expenditures						
Net Program Income						
Patient Revenue						
Patient Services						
Commercial Insurance	18,706.00	15,511.71	3,194.29	94,516.00	98,973.59	(4,457.59)
PPO	97,995.93	107,395.52	(9,399.59)	598,512.60	663,057.58	(64,544.98)
Public Dental Insurance	246,181.00	216,429.42	29,751.58	1,593,573.80	1,576,626.79	16,947.01
Private Pay	5,318.00	9,036.90	(3,718.90)	43,194.00	53,870.04	(10,676.04)
Affordable Scale	12,311.00	9,370.52	2,940.48	117,248.00	113,767.57	3,480.43
Farmworker	3,097.00	0.00	3,097.00	15,870.00	0.00	15,870.00
FQHC	45,927.00	61,465.08	(15,538.08)	334,710.00	354,986.81	(20,276.81)
Gross Patient Revenue	429,535.93	419,209.15	10,326.78	2,797,624.40	2,861,282.38	(63,657.98)
Uncompensated Care						
Prior Period Adjustment	(8,129.15)	(3,200.00)	(4,929.15)	(11,966.51)	(19,200.00)	7,233.49
Uncompensated Care - Commercial Insurance	(4,075.30)	(2,136.68)	(1,938.62)	(16,754.00)	(14,389.19)	(2,364.81)
Uncompensated Care - PPO	(44,490.81)	(45,858.08)	1,367.27	(264,758.88)	(284,712.76)	19,953.88
Uncompensated Care - Public Dental Insurance	(180,091.70)	(151,415.23)	(28,676.47)	(1,116,648.00)	(1,099,484.25)	(17,163.75)
Uncompensated Care - Affordable Scale	(5,634.00)	(4,216.73)	(1,417.27)	(54,328.00)	(52,885.02)	(1,442.98)
Uncompensated Care - Farmworker	(657.00)	0.00	(657.00)	(1,840.00)	0.00	(1,840.00)
Uncompensated Care - FQHC	(18,417.00)	(24,579.88)	6,162.88	(126,945.00)	(141,959.21)	15,014.21
Fee Adjustments	(966.68)	(1,775.00)	808.32	(10,249.41)	(10,650.00)	400.59
Patient Account - Bad Debt Write-off	207.70	0.00	207.70	196.77	0.00	196.77
Total Uncompensated Care	(262,253.94)	(233,181.60)	(29,072.34)	(1,603,293.03)	(1,623,280.43)	19,987.40
Other Program Revenue						
Other Program Revenue	0.00	0.00	0.00	250.00	0.00	250.00
Total Other Program Revenue	0.00	0.00	0.00	250.00	0.00	250.00
Net Patient Revenue	167,281.99	186,027.55	(18,745.56)	1,194,581.37	1,238,001.95	(43,420.58)
Total Expenses						
Direct Expenses						
Direct Personnel Expense						

Direct Program Salaries	186,708.12	190,492.12	3,784.00	1,068,895.44	1,142,952.72	74,057.28
Payroll Taxes	13,349.71	13,486.85	137.14	75,750.42	80,921.10	5,170.68
Unemployment Taxes	5,269.76	2,285.90	(2,983.86)	8,086.57	13,715.40	5,628.83
Benefits	6,229.56	6,171.94	(57.62)	31,638.93	37,031.64	5,392.71
401k Match	5,087.88	5,200.43	112.55	25,346.22	31,202.58	5,856.36
Worker's Comp	829.12	662.30	(166.82)	4,974.72	3,973.80	(1,000.92)
Continuing Education	205.00	50.00	(155.00)	1,610.00	300.00	(1,310.00)
License and Registration	649.19	1,075.00	425.81	3,808.25	6,450.00	2,641.75
Total Direct Personnel Expense	218,328.34	219,424.54	1,096.20	1,220,110.55	1,316,547.24	96,436.69
Clinic Expenses						
Sterilization Services	756.00	756.00	0.00	4,791.00	4,536.00	(255.00)
Shredding	67.00	67.00	0.00	433.00	402.00	(31.00)
Dental Supplies	19,413.29	12,335.81	(7,077.48)	112,850.63	92,444.48	(20,406.15)
Small Dental Equipment	0.00	1,000.00	1,000.00	945.72	6,185.00	5,239.28
Dental Equipment Repair	0.00	5,000.00	5,000.00	6,183.61	10,684.00	4,500.39
Lab Fees	7,208.03	8,528.00	1,319.97	57,110.99	57,267.44	156.45
Uniforms	0.00	92.00	92.00	150.00	552.00	402.00
PPE& Covid Related	2,991.52	5,027.43	2,035.91	28,222.32	45,724.01	17,501.69
Total Clinic Expenses	30,435.84	32,806.24	2,370.40	210,687.27	217,794.93	7,107.66
Total Direct Expenses	248,764.18	252,230.78	3,466.60	1,430,797.82	1,534,342.17	103,544.35
Indirect Expenses						
Indirect Personnel Expenses						
Salaries/Wages	61,981.44	57,699.20	(4,282.24)	350,890.25	346,195.20	(4,695.05)
Payroll Taxes	4,629.27	4,085.11	(544.16)	26,050.32	24,510.66	(1,539.66)
Unemployment Taxes	2,057.04	761.63	(1,295.41)	2,057.04	4,569.78	2,512.74
Benefits	1,713.03	1,246.30	(466.73)	8,204.94	7,477.80	(727.14)
401k Match	564.78	1,730.98	1,166.20	11,007.01	10,385.88	(621.13)
Worker's Comp	352.88	519.70	166.82	2,117.28	3,118.20	1,000.92
Total Indirect Personnel Expenses	71,298.44	66,042.92	(5,255.52)	400,326.84	396,257.52	(4,069.32)
Facility Expenses						
Auto Expenses	264.84	110.00	(154.84)	728.59	660.00	(68.59)
Building Maintenance	919.06	899.00	(20.06)	5,770.77	5,494.00	(276.77)
Janitorial Service	2,055.00	2,260.00	205.00	14,620.00	13,560.00	(1,060.00)
Rent	3,484.00	3,600.00	116.00	20,536.00	21,300.00	764.00
Phone/Internet	1,669.31	1,833.00	163.69	10,085.50	10,998.00	912.50
Utilities	3,239.38	2,850.00	(389.38)	18,137.57	17,100.00	(1,037.57)
Total Facility Expenses	11,631.59	11,552.00	(79.59)	69,878.43	69,112.00	(766.43)
Office Expenses						
Claims Processing	161.22	156.00	(5.22)	1,170.82	936.00	(234.82)
Patient Notification	485.00	230.00	(255.00)	2,655.00	1,380.00	(1,275.00)
Office Supplies	1,518.66	1,000.00	(518.66)	6,264.77	6,000.00	(264.77)

Postage and Shipping	226.08	200.00	(26.08)	1,813.49	1,200.00	(613.49)
Printing Costs	0.00	355.00	355.00	641.30	1,680.00	1,038.70
Property Taxes	0.00	0.00	0.00	367.00	250.00	(117.00)
Dues, Fees & License	0.00	0.00	0.00	0.00	4.00	4.00
Employee Goodwill	2,282.06	290.85	(1,991.21)	3,041.27	2,105.10	(936.17)
Recruitment Expense	2,765.56	208.00	(2,557.56)	5,825.83	1,248.00	(4,577.83)
Total Office Expenses	7,438.58	2,439.85	(4,998.73)	21,779.48	14,803.10	(6,976.38)
Insurance						
Insurance - Auto	317.92	317.92	0.00	1,907.52	1,907.52	0.00
Insurance - Malpractice	514.33	514.33	0.00	3,085.98	3,085.98	0.00
Insurance - Liability & Property	761.68	761.67	(0.01)	4,570.08	4,570.02	(0.06)
Insurance - Directors & Officer Liability	498.82	345.50	(153.32)	3,055.06	2,073.00	(982.06)
Total Insurance	2,092.75	1,939.42	(153.33)	12,618.64	11,636.52	(982.12)
Fundraising Department						
Fundraising Expenses	2,867.50	682.66	(2,184.84)	10,194.37	10,032.98	(161.39)
Fundraising Consulting	9,342.00	4,513.00	(4,829.00)	38,445.25	36,293.00	(2,152.25)
Total Fundraising Department	12,209.50	5,195.66	(7,013.84)	48,639.62	46,325.98	(2,313.64)
Professional Fees						
Consultant - Professional Fees	5,425.00	2,900.00	(2,525.00)	27,650.00	19,900.00	(7,750.00)
Consultant - Legal	340.00	0.00	(340.00)	340.00	0.00	(340.00)
Total Professional Fees	5,765.00	2,900.00	(2,865.00)	27,990.00	19,900.00	(8,090.00)
General						
Depreciation Expense	24,351.66	25,240.21	888.55	143,560.96	151,441.26	7,880.30
Marketing Expense	741.10	390.00	(351.10)	1,191.10	4,814.00	3,622.90
Meeting & Travel Expenses	16.37	27.00	10.63	176.70	960.00	783.30
Fees and Interest	1,031.87	1,200.00	168.13	4,927.13	7,200.00	2,272.87
Merchant Processing	1,267.75	880.00	(387.75)	6,479.34	5,280.00	(1,199.34)
Outreach Supplies	(188.85)	0.00	188.85	902.57	4,469.00	3,566.43
Training & Membership	0.00	0.00	0.00	1,465.05	1,180.00	(285.05)
Board Expense	0.00	414.00	414.00	3,554.63	2,484.00	(1,070.63)
Total General	27,219.90	28,151.21	931.31	162,257.48	177,828.26	15,570.78
Computer expense						
Computer Support	5,079.76	4,270.00	(809.76)	26,534.16	26,620.00	85.84
Software Support	1,579.00	799.00	(780.00)	10,399.40	10,394.00	(5.40)
Total Computer expense	6,658.76	5,069.00	(1,589.76)	36,933.56	37,014.00	80.44
Total Indirect Expenses	144,314.52	123,290.06	(21,024.46)	780,424.05	772,877.38	(7,546.67)
Total Total Expenses	393,078.70	375,520.84	(17,557.86)	2,211,221.87	2,307,219.55	95,997.68
Total Net Program Income	(225,796.71)	(189,493.29)	(36,303.42)	(1,016,640.50)	(1,069,217.60)	52,577.10
Grants and Other Income						
Grants and Donations						
Fundraiser	0.00	0.00	0.00	36,140.80	15,000.00	21,140.80



Donations	8,132.23	10,000.00	(1,867.77)	25,889.46	42,000.00	(16,110.54)
In-Kind Donations	26,335.00	0.00	26,335.00	26,335.00	0.00	26,335.00
Incentives	0.00	0.00	0.00	690.00	1,000.00	(310.00)
Grants	89,915.70	53,333.00	36,582.70	544,419.80	319,998.00	224,421.80
PHCD Grants	75,000.00	75,000.00	0.00	450,000.00	450,000.00	0.00
Total Grants and Donations	199,382.93	138,333.00	61,049.93	1,083,475.06	827,998.00	255,477.06
Other Income						
Estimated PPP Loan Forgiveness	0.00	0.00	0.00	201,105.00	201,000.00	105.00
Interest Income	181.03	4.00	177.03	1,070.66	24.00	1,046.66
Dividends	0.00	10.00	(10.00)	13.94	60.00	(46.06)
Other Income	0.00	0.00	0.00	2,784.51	0.00	2,784.51
Total Other Income	181.03	14.00	167.03	204,974.11	201,084.00	3,890.11
Total Grants and Other Income	199,563.96	138,347.00	61,216.96	1,288,449.17	1,029,082.00	259,367.17
Net income	(26,232.75)	(51,146.29)	24,913.54	271,808.67	(40,135.60)	311,944.27

Total grants and donations includes \$140k which is restricted to San Mateo Build Out capital expenditures and \$23K in-kind donations which will be capitalized monthly.





**DATE:** February 10, 2022  
**TO:** SDH Board of Directors  
**FROM:** Maura LeBaron-Hsieh, MPH, Director of Development  
**RE:** **Development Update**

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In January, the Development Team focused on stewardship for Fall Giving Program donors, early planning for 2022's 8<sup>th</sup> Annual Cooking for a Cause Signature Fundraiser and firming major donor program infrastructure in anticipation of several upcoming major donor meetings and conversations.

**As of January 31, 2022, we have raised \$1,466,460/\$1,690,000 (87%) of our FY21-22 fundraising goal (includes PHCD). Please see the attached Fundraising Report for visual overview of progress toward our overall fundraising goals.**

### 1. Individual Donations

- As of January 31, 2022, we have received \$51,438 in individual donations and sponsorships this fiscal year.
- Upcoming fundraising appeals include:
  - A February 2022 "Pop-Up" appeal to support screenings, in honor of National Children's Dental Health Month. Messaging will start on February 14<sup>th</sup> with a message of gratitude, and seven solicitation emails will go to our donor base between Feb 14<sup>th</sup> and Feb 28<sup>th</sup> with a range of information about Sonrisas' screening program and its impact. Board members will also receive these messages so that you know what Sonrisas' supporters are receiving. A preview of the fundraising appeal theme is in the header of this memo.
  - In May – June 2022, we will conduct a Fiscal Year-End Appeal (including Coastsides Gives, but broadening focus for the Appeal to include the Peninsula as well). Further details TBD.
- Our Major Donor program continues to develop. We have invited several donors to visit the recently refreshed Half Moon Bay clinic to view the art installation, followed by donor meetings. The first of these visits is in mid-February.

### 2. Grant-seeking

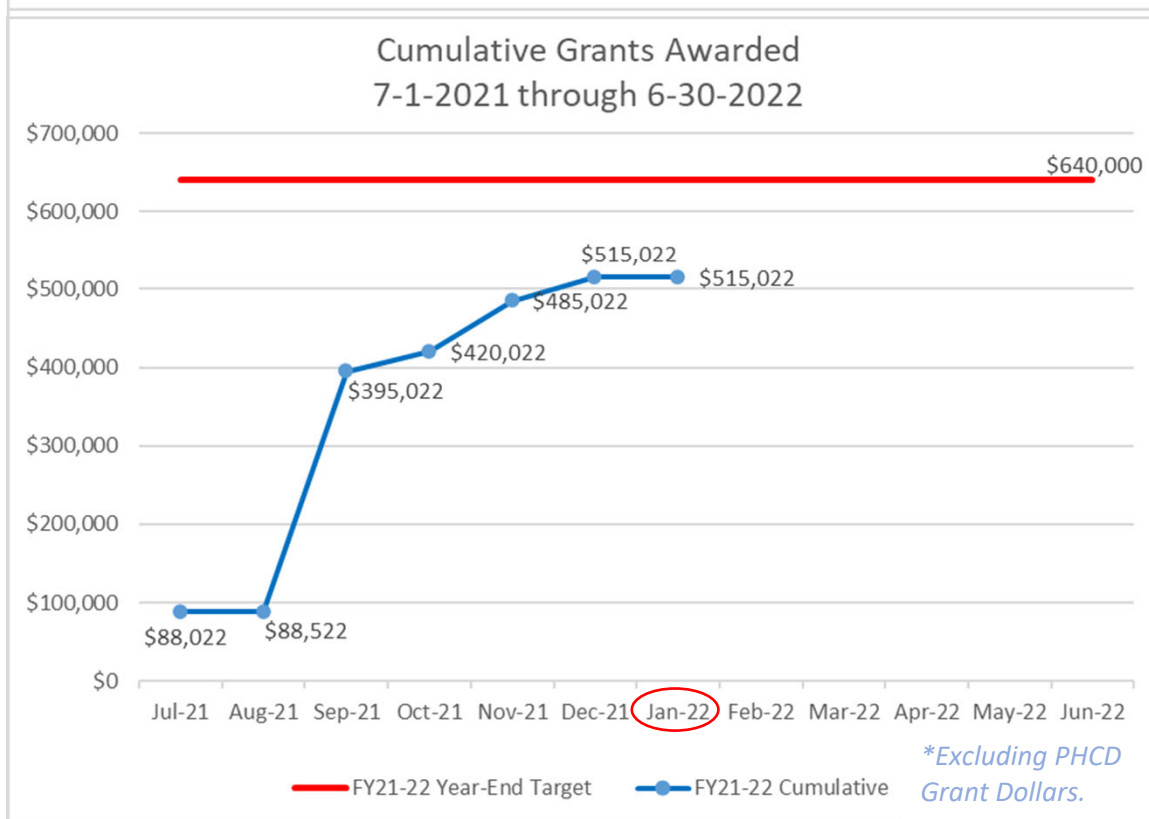
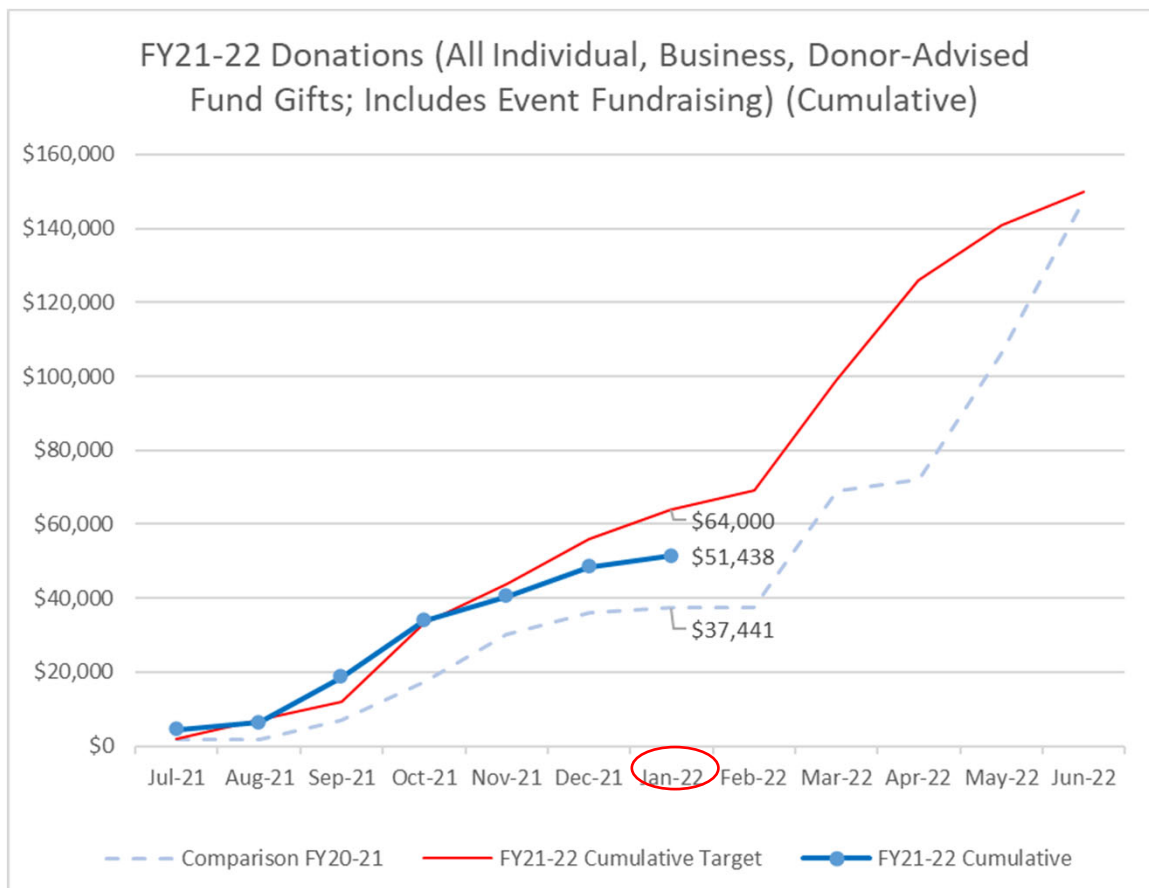
- Sonrisas has been awarded \$515,022 in grants as of January 31, 2022. We are currently in consideration for \$168,000 in grant funding and have several upcoming proposals in planning.

### 3. Events

- Early planning is underway for Sonrisas' Cooking for a Cause Signature Fundraiser (Paella), with exciting opportunities for growth that will be brought forth by the Board Development Committee for consideration at the February Board meeting.

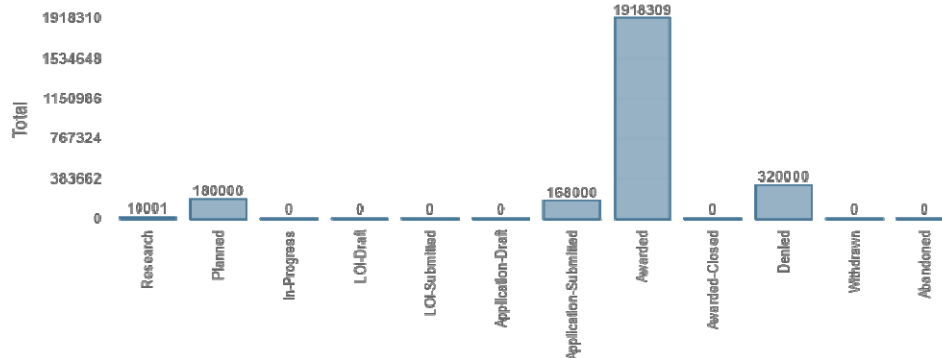


## SDH Fundraising Report FY21-22 Through January 31, 2021



## Opportunities By Status

3/1/2021 - 6/30/2022



Funder	Funding Opportunity	Funding Category	Deadline	Amount Requested	Amount Awarded	Status
William G Irwin Charity Foundation	2020 William G Irwin Charity Foundation Grant	Capital Project	8/14/2020	\$30,000	\$30,000	Awarded
Patterson Foundation	2021 Patterson Application	School Screenings, Access to Care Children	1/8/2021	\$35,000	\$0	Denied
Sequoia Healthcare District	FY 20-21 Sequoia Healthcare District Q2 Grant	Access to Care	1/8/2021	\$45,648	\$45,648	Awarded
Atkinson Foundation	2021 Senior Programs Grant	Access to Care, Seniors, Outreach	2/1/2021	\$12,500	\$12,500	Awarded
The Comcast Nbcuniversal Foundation	2021 Community Impact Grant - Program Innovation	School Screenings, Access to Care Children	2/12/2021	\$40,000	\$0	Denied
Rotary Club of San Mateo	2021 Rotary Club of San Mateo	School Screenings	3/15/2021	\$3,000		Application-Submitted
Sobrato Family Foundation	2021-2022 Sobrato Essential Human Services Grant	Access to Care, General Operations, Capital Project	3/19/2021	\$50,000	\$123,000	Awarded
America's ToothFairy: National Childrens Oral Health Foundation	March 2021 Tooth Fairy In The Gap	Access to Care Children	3/31/2021	\$500	\$500	Awarded
Sand Hill Foundation	2021 Sand Hill Foundation	Access to Care	4/1/2021	\$50,000	\$25,000	Awarded
Sequoia Healthcare District	FY 20-21 Sequoia Healthcare District Q3 Grant	Access to Care	4/9/2021	\$64,839	\$64,839	Awarded
First 5 San Mateo County	2021 First Five Oral Health RFP	School Screenings, Access to Care Children	4/13/2021	\$70,000	\$70,000	Awarded
City of Burlingame	2021 Community Funding Information	Access to Care	4/16/2021	\$5,000	\$1,800	Awarded
City of Half Moon Bay	FY21-22 CSFA Grant	Access to Care, Covid 19	4/16/2021	\$20,000	\$20,000	Awarded
Stanford Health Care	FY21 Capital Grant for SM Operatory Build-Out	Capital Project	5/14/2021	\$75,000	\$110,000	Awarded
Delta Dental Community Care Foundation	2021 Delta Dental Community Care Grant	Access to Care, Seniors, Outreach	5/31/2021	\$130,000	\$100,000	Awarded
Peninsula Health Care District	FY 20 PHCD 3-Year Grant, Year 2	Access to Care, General Operations	6/30/2021	\$900,000	\$900,000	Awarded
Sunlight Giving	FY21-22 Sunlight Giving COVID-19 Recovery Grant	General Operations, Covid 19	7/6/2021	\$0	\$25,000	Awarded
Sequoia Healthcare District	FY 20-21 Sequoia Healthcare District Q4 Grant	Access to Care	7/9/2021	\$63,022	\$63,022	Awarded
AstraZeneca Corporate Contributions Program	2021 Health Equity Community Solutions Challenge	Access to Care	7/16/2021	\$25,000	\$0	Denied
America's ToothFairy: National Childrens Oral Health Foundation	July 2021 Tooth Fairy In The Gap	Access to Care Children	7/30/2021	\$500	\$500	Awarded
Kaiser Permanente Community Health	2022 Kaiser Safety Net Grant	Access to Care	8/5/2021	\$25,000	\$25,000	Awarded
Children's Health Initiative / HPSM	San Mateo Children's Health Initiative FY22-24 Dental Capacity Grant	School Screenings, Access to Care Children, Capital Project, Outreach	8/19/2021	\$105,000	\$105,000	Awarded
Stanford Health Care	2021-22 Stanford RFP	Access to Care	8/20/2021	\$61,000	\$61,000	Awarded
Chan Zuckerberg Initiative Foundation	FY21-22 CZI Community Fund	General Operations	8/27/2021	\$200,000	\$0	Denied
Lucile Salter Packard Childrens Hospital at Stanford	2021-22 LPH RFP	School Screenings, Access to Care Children	9/8/2021	\$40,000	\$40,000	Awarded
Network for Good, Inc.	FY 21-22 Network For Good RFP	General Operations	9/15/2021	\$5,000	\$500	Awarded
The San Bruno Community Foundation	2022 San Bruno Community Foundation	School Screenings, Access to Care Children	9/22/2021	\$10,000	\$10,000	Awarded
Cigna Foundation	FY21-22 Health and Well-Being Grant	Access to Care	9/24/2021	\$65,000		Application-Submitted
Touchpoint Foundation	2021-22 Touchpoint Foundation	Access to Care, Seniors, Outreach	9/30/2021	\$3,000	\$5,000	Awarded
Dignity Health-Sequoia Hospital	2022 Dignity Health Grant	School Screenings, Access to Care Children	9/30/2021	\$20,000	\$20,000	Awarded
Sequoia Healthcare District	FY21-22 Sequoia Healthcare District ATC Q1 Invoice	Access to Care, General Operations	10/1/2021	\$60,000	\$60,000	Awarded
American Academy of Pediatric Dentistry	AAPD 2021-2022 RFP	School Screenings, Access to Care Children	10/1/2021	\$20,000	\$0	Denied
America's ToothFairy: National Childrens Oral Health Foundation	Closing the Smile Gap Grant	School Screenings, Materials and Supplies	12/20/2021	\$5,000		Application-Submitted
Adobe Employee Community Fund	Adobe ECF 2021 Proposal	Access to Care	12/31/2021	\$20,000		Application-Submitted
Sequoia Healthcare District	FY21-22 Sequoia Healthcare District ATC Q2 Invoice	General Operations	1/3/2022	\$60,000		Application-Submitted
Atkinson Foundation	2022 Senior Programs Grant	Access to Care, Seniors, Outreach	2/1/2022	\$15,000		Application-Submitted
COASTSIDE WOMENS CLUB	FY20 Coastside GO Grant	General Operations	3/1/2022			Research
Mills Peninsula Hospital (Sutter Health)	2022 RFP Mills Sutter Health	Access to Care, School Screenings	3/1/2022	\$20,000		Planned
Millbrae Community Foundation	MCF Community Program Grant	School Screenings, Access to Care Children	3/4/2022	\$5,000		Research
Oral Health Foundation of the Pierre Fauchard Academy	2021 RFP	Access to Care	3/15/2022	\$5,000		Research
Delta Dental Community Care Foundation	FY22-23 Senior ATC Grant	Access to Care, Seniors, Outreach	3/25/2022	\$100,000		Planned
Sequoia Healthcare District	FY21-22 Sequoia Healthcare District ATC Q3 Invoice	General Operations	4/4/2022	\$60,000		Planned
Totals				\$ 2,364,009	\$ 1,918,309	42





**DATE:** February 11, 2022  
**TO:** SDH Board of Directors  
**FROM:** Bonnie Jue, DDS  
**RE:** **Community Engagement Director Report – February 2022**

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This month has been one of the busiest that Sonrisas Dental Health's (SDH) Community Programs team has experienced, just in time to celebrate National Children's Dental Health month!

SDH held our first school screening of the year at Hoover Community School in Redwood City, where we provided free dental screenings for 167 students (preschool-1<sup>st</sup> grade). In addition to identifying dental issues and providing referrals to follow-up care as needed, these screenings are aligned with the county's and state's oral health strategic initiatives by aiding families in completing their state-mandated Kindergarten Oral Health Assessment forms. We were appreciative that representatives from the Sequoia Healthcare District (Pamela Kurtzman, Karen Li, Jenny Bratton, Luz Garcia) and SDH's own Nigel Taverner and Tracey Fecher came to visit and see SDH in action!

On the Coast, SDH launched our collaborative "Introduction to Dental Assisting Course" with La Costa Adult School for which Sonrisas has been given approx. \$14,000 to develop and pilot this career tech education program with 5 residents of Half Moon Bay and Moss Beach. Coastside Hope assisted in raising awareness of this program with local community members by promoting it through their Facebook page, which garnered much interest.



SDH also conducted our first focus group for the Senior Oral Health Program at Senior Coastsiders in Half Moon Bay which went smoothly thanks to support from their leadership team and staff. We benefitted from the direction of Erika Pretell, independent marketing research consultant, who donated additional time to help lead this first group in person and create a written survey instrument, thereby providing the means to obtain both qualitative and quantitative data for our program.

Upcoming focus groups are scheduled at Burlingame Parks/Rec and Little House in Redwood City.

SDH Community Programs is poised to have a busy and impactful spring season!