

Family Centers Inc.

Meeting of Board of Directors and Trustees

June 9, 2026 (Facilitated in Person and Virtually Via Zoom)

DIRECTORS PRESENT: Marge Berkley, Kate Clark, Carl Goodnow, Nisha Hurst, Kim Kispert, Mike McKeever, Nicki Rose, John Straus, David Van Dyke, Kevin Walsh

TRUSTEES PRESENT: Ashley Fox, Bri Hart, Sara Peters, Bish McDonnell, Mike McKeever, Ashley Reid, Abby Ritman, David Tuttle, Susan Yonce

STAFF PRESENT: Marion Beale, Louis Josephson, Shawn-Ann Mullen, Leslie Sexer, Tyler Shanafelt, Dennis Torres, Jim Vivier

TOPIC		ACTION	OUTCOME
Minutes Approval	Board Chair Kate Clark welcomed everyone and asked if there were any corrections to the minutes emailed to Directors and Trustees prior to the meeting. Having no corrections or edits offered, Kate requested a motion to approve the minutes from the Board meeting held on May 12, 2026.	Motion to approve made by John Straus, Seconded by Bri Hart.	Approved unanimously
Resolution for Increased Line of Credit	Board Chair Kate Clark read the following resolutions: RESOLVED: That the Company shall enter into a certain Amended and Restated Loan and Security Agreement for a business line of credit in the principal amount of \$3,000,000 with Connecticut Community Bank, N.A. (“CCB”), together with related documents, including an Account Control Agreement granting CCB a first-priority lien and security interest in the Company’s TIFF Account. RESOLVED: That the Company shall enter into and deliver to CCB any and all notes, security agreements, assignments, guaranties, indemnities, waivers and other documents, instruments or agreements contemplated by the terms of the Amended and Restated Loan and Security Agreement or otherwise evidencing, securing or required in connection with the loans made by CCB thereunder (collectively, the “Loan Documents”). RESOLVED: That upon execution and delivery of the Loan Documents, the Loan Documents and any and all assignments, guaranties, indemnities, waivers and other agreements contained therein, including, without limitation, any waivers of redemption, jury trial and any other matters set forth in the Loan Documents, shall constitute binding obligations of the Company. RESOLVED: That Louis Josephson be, and hereby is, authorized and empowered, acting in his capacity as Chief Executive Officer, to negotiate, enter into, execute and deliver the Loan Documents and	Motion to approve made by Nisha Hurst, seconded by John Straus	Approved unanimously

	such other instruments, documents and agreements, and to perform such other acts, as he may deem necessary or appropriate in connection with the implementation of the Loan Documents and the foregoing resolutions, and his execution and delivery thereof shall be conclusive evidence of his authority hereunder. Afterwards, she called for a motion to approve the resolutions for an increased line of credit.		
Approval of FY 27 Budget	CEO Louis Josephson provided an overview of the FY 27 Budget Draft and after some discussion, Board Chair Kate Clark called for a motion to approve the budget.	Motion to approve made by John Straus, seconded by David Tuttle.	
Health Care Connections Report	Board Member David Van Dyke provided an overview of the past month's happenings within the Health Care Connections programs (see HCC report). Highlights were pointed out and the Board had the opportunity to ask questions. After questions, answers-and a lively discussion on the items contained within the report, David called for a motion to approve the following reports: • FCHC Medical/Dental • SBHC Medical, Mental Health, and Dental • FCHC Mental Health • FCHC Enrollment, Administration, and Outreach • FCHC QA/QI/Compliance • FCHC Local Anesthesia Management • FCHC Medication Reconciliation • FCI Acceptable Use Policy • FCI Device and Media Controls Policy	Motion to approve made by Kate Clark, seconded by Nisha Hurst.	Approved unanimously
Development Report	CEO Louis Josephson presented the Development Report, which provided an update of recent grants received, proposals in process, upcoming events and communications/marketing initiatives.	n/a	
Treasurer's Report	Treasurer John Straus presented the Treasurer's report. After a robust board discussion and questions answered, Board Chair Kate Clark called for a motion to approve the Treasurer's Report including: • The Financial Report Dated April 30, 2026. • The FQHC Financials Dated April 30, 2026.	Motion to approve made by David Tuttle, seconded by Nisha Hurst.	Approved unanimously

Investment Report	Investment Committee Chair David Tuttle presented the Investment Report. After questions were answered, Investment Committee called for a motion to approve the Treasurer's Report including: The Investment Report dated April 30, 2026	Motion to approve made by Carl Goodnow, seconded by Nisha Hurst.	
CEO Report	CEO Louis Josephson started his report by speaking about the popularity and success of the recent Women in Leadership event led by staff featuring Financial Journalist Stacey Tisdale as its speaker. He also mentioned that he, Chief Health Officer Dennis Torres, and Director of Family Centers Health Care John Midy spoke to the Retired Mens Association of Greenwich. It went well and they asked us to return to present the various volunteer opportunities across the organization. He finished his report by mentioning that the Greenwich Sentinel also ran an article about the visit and promoting the work Family Centers does in the community. We reached out to the paper to thank them, and they asked if we could write articles for them to post in the paper. Louis is writing the first one about the pros and cons for in-person therapy vs. remote therapy.		

Respectfully Submitted,

Meredith Pyne
Secretary

Date Minutes Accepted:

Signature: _____