ETHAN Health Meeting Minutes

Date: 06/11/25
Time: 8:00-8:45AM
Location: Virtual- Teams
Facilitator: Dr. Tran/Gaby Rowe
Note Taker: Jessica Coffey & Hima Brahmbhatt

Attendees:
Dr. Theresa Tran, Lindsay Lanagan, Lori Upton, Dr. Esmaeil Porsa, Raamel Mitchel, Dr. David Persse, Gaby Rowe, Varun Garg, Hima Brahmbhatt, Jessica Coffey

Absentees:
Chris Newport, LaShonda Holcomb, Brittany Sutton

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1. **Agenda**

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1. Call to Order

2. Ratify 04/25/25 ETHAN Health Board Meeting minutes

3. Discussion and Possible Action Concerning:

    a. Appointment of External Auditor

4. Other Business

    a. Other business

    b. Set date for next board meeting

5. Adjourn

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2. Key Discussion Points

1. Appointment of External Auditor

    a. Grow Associates interviewed a selection of Auditors referred by our Legal Team. The firm is called Weaver. We will need a motion by the board after discussion to enter into this Audit contract. Once Firm is confirmed, we can share with the COH comptroller so they can approve it.

    b. The auditor contract will be 2 years, this stub year, the audit needs to begin in 3 weeks and then for the next full fiscal year. Going forward, we will be turning our financial statements to them every quarter.

    c. ETHAN cannot use an independent auditor - we have discussed that with our Legal Team and they suggested 5 firms - Weaver was most reasonably priced and also the auditor for the COH.

    d. Board Members are concerned about the monthly fees from Weaver. Gaby recommends that we can discuss with Weaver about negotiating the fees for this current first year and then we can extend the search process for next year.

    e. No extensions are available. The review should not take very long. The audit is due 45 days after year's end.

    f. Grow will look into independent Auditors to use for this year.

2. Other Business
    a. ETHAN Navigation 2
        i. Grow watched a demo from Digital Glyde on current progress.
        ii. Changes were made to toggle between location types, in and out of network providers.
        iii. Daily Scrums 4 times a week are starting next week - Digital Glyde, Grow,
        iv. UBER interface is going well. We will practice with a test patient ride (Dr. Porsa) prior to going live.
        v. Demo at the next board meeting.
    b. Third Party Conversations
        i. Two Proposals have been written for one location and one special event.
        ii. Conversations with Insurance Providers are being set up for the first week in July.
    c. Dr. Persse at the EAGLE Meeting
        i. Based on conversations he has been having about ETHAN at meetings, he has concerns on how we will handle high growth.

ii. SYNAPSE 2 - from a technical standpoint will be easy. The lift will be on a customer service standpoint. We need to also set up pools of Dr.s that will be able to practice in specific states.

d. CEO Search
    i. TImeline for Interviews and Hiring
        1. Interviews can happen now but hiring can be in the first quarter (September 2025-January 2026)
        2. Until we bring on another client, we are holding off on hiring immediately.
e. Patient Volume Increase- Hold Time Updates
    i. Initial Hold Time - 5 minute wait time is the maximum for a call pickup
    ii. Calls have all been analyzed over the last 4 months.
    iii. Digital Glyde is working on a call hold notification system after 3 minutes that should be in place by next week.
    iv. Call volume is continuing to go up.
        1. Framework for on call backup doctors is being developed.
        2. The Backup Doctor will pick up only if primary Dr is on another call for longer than expected.
    v. Last week, Dr. Persse held 3 Teams meeting to discuss updates with the ETHAN Doctors and coach this 5 minute wait time maximum.
    vi. Digital Glyde can put concerns in an email and Raamel will discuss this with the TEAMS Health team/technical team.
    vii. Next Board Meeting, we will review report of wait times.
    viii. Possibility of using a nurse line - Dr. Persse confirmed that this was done before with negative results.
        1. Lindsay - Is it possible to use nurses for intake?
        2. Dr. Persse - We use Memorial Herman nurse helpline
            a. EMS is the triage and helpline is there if any issues arise after EMS leaves.
        3. Lori - Emergency PA or Nurse Practitioner could be an option?
            a. Dr. Persse - The ability to quickly determine if this is something safe for a waiting room.
            b. Dr. Porsa - It's more than just training, licensure is a big difference. Strongly believes that we should not go the direction with Nurses and we do not want to risk an emergency situation.
            c. ETHAN is the only telemedicine company only using Doctors.
    ix. Currently testing the ability to bypass the 911 Ambulance Ride

3. Next Board Meeting
    a. End of July
        i. ETHAN Navigation Demo
        ii. Review of report of wait times.
    b. Lindsay will step in as chair if Dr. Tran is out on maternity leave.

3. Motions and Decisions

The board discussed the following Motions and Decisions and voted in favor of each action as follows:

- **Ratify 04/25/25 ETHAN Health Board Meeting minutes**
  - Board Vote
    - **For:** Dr. Theresa Tran, Ms. Lindsay Lanagan, Ms. Lori Upton, Mr. Raamel Mitchell, Dr. Esmil Porsa
    - **Against:** None
    - **Abstain:** None
    - **Motion Passed:** 5-0-0

- **Interim CEO or Board Chair to be able to ratify the Auditor contract.**
  - Board Vote
    - **For:** Dr. Theresa Tran, Ms. Lindsay Lanagan, Ms. Lori Upton, Mr. Raamel Mitchell, Dr. Esmil Porsa
    - **Against:** None
    - **Abstain:** None
    - **Motion Passed:** 5-0-0

- **Interim CEO to have the ability to negotiate terms and contracts for Digital Glyde and Grow.**
  - Board Vote**For:** Dr. Theresa Tran, Ms. Lindsay Lanagan, Ms. Lori Upton, Mr. Raamel Mitchell, Dr. Esmil Porsa
    - **Against:** None
    - **Abstain:** None
    - **Motion Passed:** 5-0-0

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5. Next Steps & Future Meetings

- **Next Meeting:**
  - July 21, 2025, 8:00-9:00AM - SETRAC

Meeting Adjourned: 8:53AM
Minutes Submitted by: Jessica Coffey