

~~DALLAS~~ METROCARE SERVICES

**BOARD OF TRUSTEES
MEETING MINUTES OF**

August 23, 2007

METROCARE SERVICES

REGULAR MONTHLY MEETING of the BOARD OF TRUSTEES

MINUTES OF August 23, 2007

A Regular Meeting of the Board of Trustees of Metrocare Services convened at 1:30 p.m. on Thursday, August 23, 2007 at 1360 River Bend Drive, Dallas, Texas.

I. Call To Order/Roll Call

Mr. Orr, Vice Chairperson chaired this Board meeting in the absence of its Chairperson, Mr. Cooper. Mr. Orr called the meeting to order at 1:30 pm.

Mr. Orr confirmed the presence of a quorum with 7 members in attendance.

The following Trustees were present:

Mr. Driver
Mr. Migl
Mrs. Noble
Mr. Orr
Mrs. Ringle
Ms. Rodriguez
Ms. Walton-Brooks

Board Member(s) Absent Excused: Mr. Cooper

Staff Present: Dr. Baker, Linda Thompson, Dr. Graves, Kyle Munson and other Metrocare staff.

II. **CITIZENS' COMMENTS:** The procedure for public comments was available at the meeting for those interested. No public comment was received.

III. ISSUES TO BE CONSIDERED:

1. Approval of the meeting Minutes of June 21, 2007 – Regular Board Meeting:

Board Action: Mr. Orr, vice chairperson, called for any comments or corrections to the meeting minutes of June 21, 2007. There were no comments or corrections presented. Mr. Driver made a motion to approve the minutes. The minutes were approved as presented.

2. Chairman's Report:

- **Consideration of Approval of Resolution of Appreciation:** Mr. Orr recommended the approval of the Resolution of Appreciation recognizing the following staff for their long and faithful service to Metrocare Services: On behalf of the Board Mr. Orr extended his sincerest appreciation and presented plaques to the following individuals:

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- Jerry Holacka
- Debra Wiggins
- Winona Smith
- Olayinka (Joe) Apena
- Dorothy Canady
- Jonathan McNorton
- Brenda Chism
- Dr. Judith Hunter
- Aleshia Lewis
- David Aston

Board Action: Mrs. Noble made a motion to approve the Resolution of Appreciation for all of the staff being honored today. All were in favor, motion carried.

- **MH Advisory Committee:** Mr. Keesee, Chairperson of the MH Advisory Committee said the MH Advisory Committee met on August 6. He said Mr. Brent Glass, Operations Manager for Child and Adolescent Services provided a thorough and insightful service descriptions of all these programs and answered questions.

Dr. Graves provided a division review as we enter FY08 and answered questions.

Mr. Tom Clark reported on the dual diagnosis capability and addiction treatment and the outcomes report on the Special Needs Offenders Program.

There were no questions posed for this item.

- **Texas Council of Community MHMR Center's Meeting:** Ms. Noble said she attended the Texas Council MHMR meeting on August 10th and 11th. She said it was a good meeting.

Representative Vickie Truitt was honored for her work on getting HB2439 the Provider of Last Resort passed. They also celebrated the success that came about in the 80th Legislative System.

A reception was held in honor of Texas Council CEO, Sandy Skelton to bid him goodbye.

A very good discussion was held on the difference between rural and urban centers. Ms. Noble said they both do business differently and perhaps dues and fees schedules should also be changed to reflect this.

The Legislative Committee recommended that the MHMR Centers continue to work with their local representatives between legislative sessions, because working with them before the session starts is important.

There were no questions posed for this item.

- **CEO Performance Evaluation Results:** Mr. Orr postponed the presentation of this item until next month saying Mr. Cooper will be here to present the results of the CEO evaluation at that time.

- **Success Story:** Therapeutic Nursery (Lesa Brown Valades, presenter). Dr. Baker introduced Ms. Brown-Valades from the therapeutic nursery. He said this program serves children ages 3 – 6 that have been struggling with disruptive behaviors in normal nursery school classes primarily head start, but referrals also come from Mi Escuelita, a program design for primarily Spanish speaking children trying to become bilingual.

Lesa spoke of a patient who was referred to Metrocare Services by Mi Escuelita and was described by his school as having oppositional behaviors towards adults, not following rules, having temper tantrums and would not share or socialize with other children very well. His grandmother described him as isolating himself from others. He did not understand directions, he would not participate or play with others.

He was in the Day Treatment Program for 5 months. At the end of that time he was referred to the Birth to Six Program so that he would continue with services at home and maintain the gains he had obtained.

When Lesa last spoke with his grandmother she described him as perfect. His vocabulary has improved and his speech is much better, he is better able to communicate in both English and Spanish. His teachers commented that academically he is doing very well in head start. He has developed a distinct personality and has also developed insight into his actions. His grandmother said without this program he would probably be frustrated with school and significantly behind his age group developmentally and he would not have the outgoing personality that he now has. The grandmother is very grateful because she considers that her grandson is now content and happy.

There were no questions posed for this item.

- **Foster Care Oversight Report** (Drew Dixon, presenter): Dr. Baker said when the Center moved into the Foster Care model for its HCS program one concern was how to provide adequate oversight to make sure that problems around abuse and neglect did not escalate. He said even though Metrocare provided announced and unannounced visits to these homes the Center decided to hire someone external to provide oversight for us as well.

Mr. Dixon from the Arc of Dallas spoke of the partnership between Metrocare Services and the Arc of Dallas in providing this foster care oversight. He said they developed a survey parallel of what Metrocare is already using looking primarily for health and safety issues. Beyond the survey the Arc wants to be there to be supportive of the families, they want to make sure the families have access to information that otherwise they might not have, and they also want families to be aware of community services available beyond Metrocare for the person they are fostering.

The Arc wants to be there to help brainstorm if they have problems or challenges to help them work this out. They also want to be their independent voice should there ever be a reason that a problem needed to be mediated between Metrocare and the provider.

Mr. Dixon said they've been in constant dialogue with Metrocare staff to make sure they were fulfilling Metrocare needs as well. They now have found other ways to get more quality of life questions. They wanted to make sure the individual's life is being enhanced in this environment. Mr. Dixon said they have not found any health and safety issues and overall they are very pleased that everything is going so well with the partnership between the Arc and Metrocare. The families have access to Arc staff in case of any problems or questions they might have.

There were no questions posed for this item.

❖ **COMMITTEE ACTION ITEMS:**

Business and Finance Committee

Mr. John Driver, Business and Finance Committee Vice-Chair asked Dr. Baker to present his report.

Fiscal Management Reports:

Consideration of Acceptance of Chief Executive Officer Report: Dr. Baker referred to page 9878 of the Centerwide Benchmarks and said this report was presented in its entirety at the Business and Finance meeting. He said the main issue during the month of July and August has been the process between ValueOptions and the Department of State Health Services (DSHS) around the ValueOptions contract that delays completing an agreement between ValueOptions and this Center. Dr. Baker said Metrocare received a proposal from ValueOptions and sent back a counterproposal. Their response has been held back due to the ongoing funding issues between ValueOptions and DSHS.

In July the Early Childhood Intervention (ECI) program was removed from its "high-risk" status. The Center continues to work with the Department of Assistive and Rehabilitative Services (DARS) in Austin and they are comfortable with some of the initiatives started with this program. The numbers in ECI have improved in the last month. The Center will continue to work to develop this program and to make it better.

The process for completion of sale of the Intermediate Care Facilities (ICF/MR) homes continues.

All the issues pertaining to recoupments primarily from the Department of Aging and Disability Services (DADS) are at a standstill.

In response to Ms. Ringle's question, Dr. Baker said the Center continues to expand its pharmacy services.

Committee Recommendation/Board Action: Mr. Orr entertained a motion to accept the CEO's report. This was a committee recommendation and does not require a second. The Board approved the Committee recommendation, motion carried.

There were no other questions posed for this item. (Please refer to the August 23, 2007 Board packet for a detailed account of this report).

Consideration of Approval of Ratification of Chair's Signature on the FY08-FY09 DADS Performance Contract: Dr. Baker reported that each year the Center enters into a "performance contract" with the Department of Aging and Disability Services (DADS) to provide Mental Retardation Authority Services for Dallas County. For the first time this contract is a biennial one and needs to be in to DADS today to assure that the first quarter allocation is received. Mr. Cooper signed the contract and this was sent off to Austin to meet that deadline. The Center is now requesting ratification of the Chair's signature.

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Committee Recommendation/Board Action: Mr. John Driver, Business Committee Vice Chair, reported that the Business and Finance Committee recommended approval of the ratification of chair's signature on the FY08 – FY09 DADS Performance Contract. The Board approved the Committee recommendation, motion carried.

There were no questions posed for this item. (Please refer to the August 23, 2007 Board packet for a detailed account of this report).

Consideration of Approval of Financial Report for June 2007 (unaudited): Mr. Munson referred to pages 9892 through 9895 of his written report and said this report was discussed in its entirety at the Business and Finance Committee. He said for the month of June the center did not meet its expected plan reporting a loss of approximately \$18K due in large part to the clean-up of some old Medicaid claims. He said this normally has to wait until after the year-end close, but they have done some considerable strides in improving the accounts receivable processes and cash flow processes which can now be done on a monthly basis. There was a reported loss of approximately \$80K or \$10K a month out of 1.5 or 1.8 millions dollars in total collections. Overall the collection rates were running at 95%.

Consideration of Approval of Financial Report for July 2007 (unaudited): Mr. Munson said for the month of July the Center exceeded plan. The center reported \$118K above plan for the year. Overall everything is running as expected. Mr. Munson said the Center did run behind on the HUD Grant due to the ramp-up process and this had a year-to-date impact.

Committee Recommendation/Board Action: Mr. John Driver, Business Committee Vice Chair, reported that the Business and Finance Committee recommended approval of the financial reports for June and July of 07. The Board approved the Committee recommendation, motion carried.

There were no questions posed for this item. (Please refer to the August 23, 2007 Board packet for a detailed account of this report).

Consideration of Acceptance of the FY 08 Budget: Mr. Munson said the annual budget was prepared as required by the contract with the Department of Aging and Disability Services (DADS) and the Department of State Health Services (DSHS) with the beginning date of September 1st, 2007 and ending on August 2008. Mr. Munson referred to a summary of his report on page 9896. He also attached the breakdown of revenues and cost categories for the three primary groups. Mr. Munson included a summary of position changes from the current budget. The FY08 budget has an indirect rate of 9.7%, this is compared to an actual rate of 10.1% for this fiscal year. The goal is 10%. They are also lowering the administrative overhead rate to 14.9% from the current rate of 15.5%. Discussion ensued.

Committee Recommendation/Board Action: Mr. John Driver, Business Committee Vice Chair, reported that the Business and Finance Committee recommended acceptance of the FY 08 budget. The Board approved the Committee recommendation, motion carried.

There were no questions posed for this item. (Please refer to the August 23, 2007 Board packet for a detailed account of this report).

Consideration of Approval of Articles of Incorporation & By-Laws for Metrocare Foundation: Dr. Baker said there are two resolutions related to the formation of the foundation. The first is a resolution approving the Articles of Incorporation and the By-Laws. He said these were written pro-bono by external attorneys. These were discussed in their entirety at the Business and Finance Committee.

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Committee Recommendation/Board Action: Mr. John Driver, Business Committee Vice Chair, reported that the Business and Finance Committee recommended acceptance of the Articles of Incorporation & By-Laws for Metrocare Foundation. The Board approved the Committee recommendation, motion carried.

There were no questions posed for this item. (Please refer to the August 23, 2007 Board packet for a detailed account of this report).

Consideration of Approval of Transfer of Donations to Metrocare Foundation: Dr. Baker said since the beginning of September the Center kept a liability account in the local income line of all dollars that were contributed to the Center through the efforts of the philanthropy department. This is money raised separately from any other funding and is not related directly or indirectly to DADS, DSHS or DARS. He said they were holding these dollars waiting on the foundation to start. He'd now like to obtain the Board's approval of moving these dollars from Metrocare Services into the Metrocare Foundation.

Committee Recommendation/Board Action: Mr. John Driver, Business Committee Vice Chair, reported that the Business and Finance Committee recommended the approval of transfer of donations to the Metrocare Foundation. The Board approved the Committee recommendation, motion carried.

There were no questions posed for this item. (Please refer to the August 23, 2007 Board packet for a detailed account of this report).

❖ **COMMITTEE ACTION ITEMS:**

Service and Program Committee

Mrs. Noble, Service and Program Committee Chair asked Dr. Graves to present his report.

Service Delivery Report:

Consideration of Acceptance of Service Delivery Report for July 2007: Dr. Graves said the most significant events for the month of July have already been discussed by Dr. Baker and Mr. Munson. He said the Katrina Grant and the Olmstead Grants were completed and ended at the end of July 31st. The required documentation has been submitted to HUD.

The Efficiency Apartment grant achieved its target of 85% of total census at the end of August and this was accomplished by the 7th of the month. These are 52 apartments set-up for individuals who have been essentially homeless over a period of one year.

Dr. Graves and Mr. Mark Edery, the head of the pharmacy department, have been in discussion with the Medical Directors about the possibility of doing mail refills to the consumers. Many of our consumers have no transportation or have to take public transportation thus making it very difficult for them to get back to the clinics to get their refills and this would simplify their lives. One of the difficulties around this is that it requires a license to be able to do this, but Mr. Edery has been in contact with that Board and due to the nature of the consumers we serve there is a possibility that we may be authorized to proceed with this.

Committee Recommendation/Board Action: Mrs. Noble, Service and Program Committee Chair, reported that the Service and Program Committee recommended the acceptance of the service delivery report for July 2007. The Board approved the Committee recommendation, motion carried.

There were no questions posed for this item. (Please refer to the August 23, 2007 Board packet for a detailed account of this report).

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Quality Management Reports:

Mrs. Noble, Service and Program Committee Chair asked Mrs. Thompson to present her report.

Consideration of Acceptance of Quality Management Report for July 2007:

Mrs. Thompson said that current Home Community Based Services (HCS) placements should be completed by September 1st. They continue to spend time with families that were not able to attend the information session to explain to them the Benefits Plan for FY08. The rest of the QM report remains as presented in its entirety at the Service and Program Committee. Ms. Ringle asked Mrs. Thompson for a brief explanation of the Data Chart, she said she did not understand this. Discussion ensued.

Committee Recommendation/Board Action: Mrs. Noble, Service and Program Committee Chair, reported that the Service and Program Committee recommended the acceptance of the quality management report for July 2007. The Board approved the Committee recommendation, motion carried.

There were no questions posed for this item. (Please refer to the August 23, 2007 Board packet for a detailed account of this report).

Consideration of Approval of Revision to Board Policy 2.03 on Client Abuse, Neglect and Exploitation: Mrs. Thompson said that there were no significant changes to this Board Policy, the only revisions include the name change of the Center and to change and update the statutory references.

Committee Recommendation/Board Action: Mrs. Noble, Service and Program Committee Chair, reported that the Service and Program Committee recommended the approval of revision to Board Policy 2.03. The Board approved the Committee recommendation, motion carried.

❖ **COMMITTEE ACTION ITEMS:**

Audit Committee

Mr. Migl, Chairperson of the Audit Committee asked Mr. Munson to present his report.

Report of the Audit Committee:

Consideration of Acceptance of Engagement Letter from the External Audit Firm of Scott, Singleton, Fincher and Company, P.C. for FY07. Mr. Munson said this engagement letter is consistent from the previous five years engagement letters. The only major change is the wording related to fees.

Committee Recommendation/Board Action: Mr. Migl, Audit Committee Chair, reported that the Audit Committee recommended the acceptance of the engagement letter from the external audit firm of Scott, Singleton, Fincher and Company for FY07. The Board approved the Committee recommendation, motion carried.

There were no questions posed for this item. (Please refer to the August 23, 2007 Board packet for a detailed account of this report).

Consideration of Acceptance of Internal Audit Report on Grants: Mr. Munson said the Center contracted with Weaver and Tidwell to provide internal auditing services for the Center. At the recommendation of the audit committee a risk assessment was performed on grant procurement and grant management. Weaver and Tidwell completed that assignment and attended the Audit Committee to provide a report to that Committee. Referring to page

9952 of his report, Mr. Munson said this report includes a comprehensive discussion of the scope and objectives of the audit, their recommendations and findings. The Center is preparing responses to those recommendations. In conclusion our business processes are satisfactory, they did not find any misappropriation of grant funds. Their next project will be HIPAA.

Committee Recommendation/Board Action: Mr. Migl, Audit Committee Chair, reported that the Audit Committee recommended the acceptance of the Internal Audit report on grants. The Board approved the Committee recommendation, motion carried.

There were no questions posed for this item. (Please refer to the August 23, 2007 Board packet for a detailed account of this report).

IV. **EXECUTIVE SESSION:** There were no issues to discuss.

V. **MEETING ADJOURNMENT:** There being no further business to come before the Board, on motion duly made, seconded and carried, the meeting adjourned.

Minutes approved by:



Charles M. Cooper, Chairperson



Vice-Chairman of the Board

Minutes recorded, transcribed and distributed by:
Martha L. Toscano
Assistant to the CEO and DMS Board of Trustees