

METROCARE SERVICES

**BOARD OF TRUSTEES
MEETING MINUTES OF**

August 28, 2008

METROCARE SERVICES

REGULAR MONTHLY MEETING of the BOARD OF TRUSTEES

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A Regular Meeting of the Board of Trustees of Metrocare Services convened at 1:30 p.m. on Thursday, August 28, 2008 at 1353 N. Westmoreland, Dallas, Texas 75211.

I. Call To Order/Roll Call

Mr. Cooper, Chairperson, called the meeting to order at 1:30 pm. A quorum was present.

The following Trustees were present:

Mr. Cooper
Mr. Orr
Ms. Noble
Ms. Walton-Brooks
Ms. Rodriguez
Ms. Ringle

Board Members not Present: Dr. Carol North and Mr. Craig Jeffery.

Staff Present: Dr. Baker, Linda Thompson, Dr. Graves, Kyle Munson, Sandy Stephens 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:

Approval of the Meeting Minutes of June 26, 2008 – Regular Board Meeting:

Mr. Cooper called for comments or corrections to the meeting minutes of June 26, 2008. Dr. Baker pointed out that the last page on the Board Minutes was changed to reflect that Ms. Noble should sign the minutes as Board secretary. Mr. Cooper entertained a motion to accept the minutes as amended. Mr. Orr moved to adopt the minutes as amended. Ms. Ringle seconded. All were in favor. Motion carried.

Chairman's Report:

- **Presentation to Mr. Migl:** Mr. Cooper welcomed Mr. Migl and presented him with a plaque from the Board and the staff of Metrocare Services for four years of service to people with developmental and mental health challenges in Dallas County. Mr. Migl thanked the Board and staff.
- **Texas Council of Community MHMR Centers, Inc Report:** Ms. Noble presented a written report of the activities she attended at the Texas Council of

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MHMR Centers meeting in Austin. On a meeting she attended on August 7th through August 9th. Ms. Noble said Mr. Mike Maples, Assistant Commissioner of Mental Health and Substance Abuse Services for the Department of State Health Services encouraged everyone to continue to educate legislators about the needs of the people we serve and to provide them with facts on how effective the crisis funding is for consumers. He spoke of the turnover rate, hospitalizations going up and the no show rates. Mr. Maples spoke of statewide issues affecting most of the centers. Ms. Noble said these were some of the same issues affecting Metrocare.

On August 8th, Ms. Noble attended the Council's legislative retreat. She presented the list of general platform considerations and appropriations platform considerations for developmental disabilities and mental health and substance addiction services discussed at this retreat. These were voted on and accepted.

On August 9th, Ms. Noble attended the meeting of the Board of Directors where the legislative considerations were adopted. Mr. Hartley Sappington, Texas Council Board Chair, gave an executive Committee report on a voting methodology workgroup charge. Ms. Noble was asked to serve on this committee. Those assigned to the committee have to come up with suggestions and ideas to put forth at their next meeting on November 1st.

Ms. Ringle said that she had talked to Mr. Maples, too, and had asked about the legislative funding ideas DSHS would put forth in the upcoming legislative session. Mr. Maples told Ms. Ringle that DSHS will continue to seek crisis funding, and that they plan to ask for \$80-90 million to help transition people from the crisis system into the regular system, including ACT Teams. Mr. Maples told Ms. Ringle that he was meeting with the Legislative Budget Board to present some of the requests.

There were no questions posed for this item.

- ❖ **Consideration of Approval of Contract of Employment of Chief Executive Officer:** Mr. Cooper said that the chief executive officer's contract had expired, and that he proposed a new, three-year contract with an annual performance and salary review. Mr. Doug Barnes, legal counsel for Metrocare, has advised Mr Cooper that a multi-year contract is consistent with the practice of other MHMR centers. Mr. Cooper proposed a 5% increase in pay for the chief executive officer.

Ms. Ringle asked if comparison of the chief executive officer's salary with the salary of the leaders of other urban centers had been performed. Mr. Cooper responded that Metrocare's chief executive officer likely has the highest salary of any of the MHMR leaders, although data is not available for the past several years for several of the larger urban centers.

Ms. Ringle noted her concern about the chief executive officer's salary. ~~She said that she was unsure whether the Center could justify having the highest paid chief executive officer, especially as it attempted to negotiate a greater voice versus other centers in the Texas Council, being way ahead of the other Center Directors.~~ She said that if this Center is trying to convince the other centers and the legislature that we are under-funded in Dallas, it would not look great for the CEO to be making way more than everyone else. Mr. Cooper said that the circumstance was unique in that the chief executive officer had unique credentials versus other MHMR leaders in that he is a physician and an MBA.

Ms. Ringle asked if Mr Cooper was proposing that the chief executive officer receive a 5% increase annually over the three years of the contract. Mr. Cooper replied that his recommendation was to review the salary annually.

There were no other questions posed for this item. (Please refer to the Board packet of August 28, 2008 for a detailed account)

Mr. Cooper asked for a motion to approve his recommendation. Mr. Orr moved to approve, seconded by Ms. Noble. All were in favor. Motion carried.

- **Next Committee/Board Meeting:** Mr. Cooper announced that the next committee meetings would take place on September 18th beginning at 11:30 am. The full Board will meet on September 25th starting at 1:30.

Chief Executive Officer's Report:

Consideration of Acceptance of Chief Executive Officer's Report: Dr. Baker referred to page 10603 of the centerwide benchmarks and presented some of the highlights for the month. He said that operationally the center stayed focused on mental health services performance, which had declined over the prior two months. The revenue in July was significantly improved and the pattern continued in August. Combined with staffing pattern changes in the proposed budget, mental health should get back to goal. Overall the center remained in the positive approximately \$1.0 million dollars for the fiscal year, even after excluding the sale of the ICF/MR homes.

The Center continues its effort to try to retain a consensus among multiple stakeholders in the community around legislative appropriations requests in the upcoming session, as previously mentioned by both Ms. Ringle and Ms. Noble. Dr. Baker listed ten areas in his report in which consensus was achieved. He said that the center intends to focus on education and advocacy in these areas going into the next session.

Dr Baker reviewed new clinical initiatives. The Center for Autism will open in September. In FY08 they opened the After Hours Clinic at Pathways, the PATH team's outreach services at the Bridge were expanded, and the center started a mobile crisis team for adolescents with developmental disabilities. ValueOptions (V/O) has asked the center to propose an expansion of that mobile crisis team to all of the adolescents in the community. A diversion program was started for developmental disability offenders. The center's pharmacy was expanded into Collin County. The Center's provider services increased the availability of respite services to meet a need in the community that was not being met by other providers. A peer services center was started at the Lancaster Kiest Clinic (L/K) clinic. Residency training program were significantly expanded. Dr. Baker is meeting with Dr. Paul Mohl from UT Southwest Medical Center to continue to explore the joint recruitment of a national leader in public psychiatry to work with the residents here as part of an effort to improve training in community psychiatry.

There were no other questions posed for this item. (Please refer to the August 28, 2008 Board packet for a detailed account of this report).

Mr. Cooper entertained a motion to accept the Centerwide Benchmark report. Ms. Ringle moved to approve, seconded by Ms. Walton-Brooks. All were in favor, motion carried.

Finance and Administration Committee

Mr. Orr said that the Finance and Administration Committee had met the prior Thursday. He asked Dr. Baker to present the report in the absence of Mr. Munson.

Consideration of Approval of Financial Report for June 2008 and July 2008 (unaudited): Dr. Baker said that the June and July financials continue to reflect underperformance in mental health services. The primary focus has been on how to improve this. The July financials were also impacted by increase in general revenue expenditures on summer respite program for children.

Ms. Noble asked if the center would be sending any GR funds back to the state. Dr. Baker said the center has \$400K dollars in reserve, but hopes it will be utilized by provider network prior to the end of the year. The providers have until September 30th to submit all of their billing for FY08.

There were no additional questions posed for this item. (Please refer to the August 28, 2008 Board packet for a detailed account of this report).

Mr. Orr moved to approve the Financial Reports as presented. All were in favor. Motions carried.

Consideration of Approval of FY09 Business Plan: Dr. Baker said that the FY09 business plan was previously distributed. This is based on feedback received from the Board after the initial draft was mailed out at the end of May. The business plan is the first step each year in developing the budget and the goals for the coming year. There were no significant changes from the goals of the previous fiscal year. The goals are mainly to focus on improvement in productivity, quality and the retention of staff, and to improve in the goals set up the previous year. Dr. Baker said the big changes in the strategic plan are done until after the legislative session.

There were no questions posed for this item. (Please refer to the August 28, 2008 Board packet for a detailed account of this report).

Mr. Orr said that the Finance and Administration Committee recommended the acceptance of this report. This was a committee recommendation and does not require a second. Motion carried.

Consideration of Approval of the FY09 Budget: Dr. Baker said the FY09 budget was presented and discussed in detail at the Finance and Administration Committee meeting the prior week. He said that each year the budget has a goal of having a 4% net margin so that the center can rebuild its reserve fund. Using the state's measure, it also has an administrative overhead goal of approximately 10%. This year's budget is based upon mental health's performance at its lowest for the past six months and projecting where the staffing and expenses need to be to assure the center is financially stable given that level of performance. Dr. Baker said this is a conservative approach and also takes into account the difficulty the center had in recruiting physicians for FY08. He said that for FY09, the center realigned its staffing so that it need not recruit so many physicians.

Ms. Ringle referred to page 10617 and asked if Dallas County's allocation to the Center was decreasing for FY09. Dr. Baker said that it had not.

There were no other questions posed for this item. (Please refer to the August 28, 2008 Board packet for a detailed account of this report).

Mr. Cooper said the committee recommended the approval of the FY09 Budget. This was a committee recommendation and does not require a second. Motion carried.

DADS Contract Amendment, Allocation and Summary: Dr. Baker said that historically the Department of Aging and Disability Services (DADS) had sent the Mental Retardation

Authority (a part of Metrocare Services) an annual performance contract, but last year DADS decided to do a two-year contract. Typically the center would have brought a contract for approval, but this year it is presenting the amendments that were made effective the first of the fiscal year. There are no significant changes to those amendments from the original contract. The allocation remained substantively unchanged for the coming year. Dr. Baker said that this report is for information only to provide the Board information on the allocation for FY09.

There were no questions posed for this item. (Please refer to the August 28, 2008 Board packet for a detailed account).

Update on the Possible Sale of the Hillside Campus: Dr. Baker said this is an item that was presented at the Finance and Administration Committee at the request of Commissioner Mayfield to assure that the Board is aware that Metrocare management was approached regarding the potential sale of the Hillside Campus in July of 2007 and again in July 2008. At that time the interested party made an offer of \$1.0 million dollars. Metrocare declined the offer.

Dr. Baker said there had been no further interaction between the interested party and Metrocare until last month when Commissioner Mayfield was also approached. Dr. Baker said the center will continue to meet with the representatives of the interested party to see if they can come up with a plan that is workable for Metrocare.

Mr. Orr said the committee had requested at least two appraisals or two opinions on the value of the property to Metrocare before the Board would consider a petition to sale. Ms. Ringle said that valuation must include the replacement cost for the space.

Dr. Baker said that the campus is almost full, because many of its programs were relocated to this owned space in order to improve the financial picture of the organization 3 or 4 years ago. Therefore replacement space would need to be found for approximately twelve programs.

There were no questions posed for this item. (Please refer to the August 28, 2008 Board packet for a detailed account of this report).

Consideration of Approval of Revision to Board Policy 5.06 on Productive Work Environment: Dr. Baker referred to page 10627 and said that there were no significant changes to this board policy.

Consideration of Approval of Revision to Board Policy 8.03 on Usage on Management of Computers and Information Systems: Referring to page 10632 Dr. Baker said there were no significant changes to this policy.

Revision to Administrative Procedure 4.01.02 on Cash Deposits and Financial Investments: Dr. Baker said that administrative procedures are not normally presented, but that this one requires a formal resolution from the Board. Dr. Baker said that there are some significant changes in order to make this policy consistent with the revision of the Public Funds Investments Act (PFIA). These changes are listed on page 10637. Dr. Baker said Board approval is required on this procedure by the Investment Act.

Ms Ringle suggested a process whereby Centers would share language on administrative procedures such as this one.

Mr. Orr referred to Section II-B on page 10646 and said this should read "market price" and not "market prince." Referring to page 10640 under item four, "Certificates of Deposit,"

Mr. Orr asked why the word "domiciled" in Texas was added. Dr. Baker said he would try to find out.

There were no other questions posed for these three items. (Please refer to the August 28, 2008 Board packet for a detailed account).

Mr. Cooper said the committee recommended the Approval of Revision to Board Policy 5.06, Board Policy 8.03 and Administrative Procedure 4.01.02. This was a committee recommendation and does not require a second. Motion carried.

Report of the Provider Services Committee

Mr. Cooper asked Ms. Rodriguez to present the Provider Services Committee report. Ms. Rodriguez said that the committee had met the prior Thursday. She asked Dr. Graves to present a summary of his report.

Consideration of Acceptance of Service Delivery Report for July 2008: Dr. Graves said the center has done very well in recruiting Advance Nurse Practitioners (APN's) and Physicians Assistants (PA's). To date there have been ten hires. This will be a positive impact on budget. It will also significantly increase access for the consumers and this access will prevent as many visits to emergency room. Psychiatrists are a limited resource and are being used to supervise APN's and PA's. To do this safely there has to be adequate supervision. The center is to provide the less-experienced APN's with an extensive training program in psychiatry over a six-month period. The APN's will also be assigned a lower caseload than the experienced APN's in the first six months. Dr. Graves said the psychiatrists feel very comfortable with this plan to deal with the psychiatrist shortage.

Efficiency Apartments census continues to climb as well as that of the external partner's organization.

Metrocare was awarded the Juvenile Department's (JD) contract by the Texas Council on Offenders with Medical and Mental Impairments (TCOOMMI). Dr. Graves and Dr. Baker met with Judge Lewis to get her feedback on the program. Dr. Baker continues to interact with ValueOptions (V/O) and Mr. Mike Griffith's from JD regarding program needs. A meeting is scheduled for next week.

Clinical Outcomes: Dr. Graves said next month the Medical Directors will begin presentations to the Provider Committee on clinical outcomes. The information will be available in the sub-committee, but will not be presented at the full Board.

Ms. Ringle said that Dr. Teresa Williams had informed Ms. Ringle about the improvement Metrocare had made in its offender program. Dr. Graves said that Dr. Hunter was instrumental in this.

Development Disabilities Provider Services showed some slight deficits relative to revenue goals due to vacant positions. He said that the programs have made progress towards filling vacancies. Behavioral and Psychiatric Services program (BPS) has hired two additional behavioral intervention specialists

The Texas Home Living Program (TxHmL) census has remained at 50 with a target of 60. This will most likely never reach the contracted 60 due mainly to the state not releasing any Home Living slots. This has been taken into consideration in the FY09 budget.

Center for Children with Autism: Dr. Graves said Ms. Thompson will comment more on this, but he wanted to say the center is very excited about the opening of this program.

There were no questions posed for this item. (Please refer to the August 28, 2008 Board packet for a detailed account of this report).

Ms. Rodriguez said the committee recommended the approval of the service delivery report for July 2008. Mr. Cooper said this was a committee recommendation and does not require a second. All were in favor. Motion carried.

Report of the Quality and Authority Services Committee

Mr. Cooper asked Ms. Walton-Brooks to present the Quality and Authority Services Committee report. Ms. Walton-Brooks said that the committee had met the prior week and asked Ms. Thompson to present her report.

Consideration of Acceptance of Quality Management Report for July 2008: Ms. Thompson said the MR Authority is finishing the enrollments of individuals that received HCS slots for FY09. There are approximately 8 or 10 individuals whose enrollment will roll into FY09 due to Medicaid eligibility issues. MR Authority is currently working with 91 individuals identified for enrollment for FY09 in order to get them in place by November.

The Center continues to work on improving services for people with developmental disabilities within the judicial system. Previously the Sheriff's Department would transport these individuals to our Eligibility Determination Unit for their evaluations, but now Metrocare staff goes to the jail to complete the eligibility examination (DMR). Since last week, the Center has received three referrals.

Metrocare submitted a joint proposal to the Department of Aging and Disability Services (DADS) for an Aging and Disability Resource Center (ADRC) Grant for the Dallas area. The award is schedule to be announced by September 1st.

Ms. Thompson said that her report also lists some of the efforts that were put in place to assure that the Center does not need to return any general revenue to the state.

There were no questions posed for this item. (Please refer to the August 28, 2008 Board packet for a detailed account).

Ms. Walton-Brooks said the committee recommended the approval of the Quality and Authority service report for July 2008. Mr. Cooper said this was a committee recommendation and does not require a second. All were in favor. Motion carried.

Recommendation of Approval of Revision of Center Plan, in Accordance with Section 534.001 of the Texas Health & Safety Code and Titles 25 and 40 of the Texas Administrative Code: Ms. Thompson said in March of 2007 this plan was updated when the center decided to become known as "Metrocare Services." The center now seeks to amend the plan to include the NorthSTAR area as the catchment area for Metrocare's mental health services. As the MR Authority, the Center will continue to be limited to Dallas County.

Ms. Thompson said that this is prompted by a request from ValueOptions to provide a pharmacy in the Plano area.

The Plan requires Board approval and the Chairman's signature before it can be submitted to DADS and DSHS, asking for their review and approval.

There were no questions posed for this item. (Please refer to the August 28, 2008 Board packet for a detailed account).

Ms. Walton-Brooks said the committee recommended the approval of the revision of center Plan, in accordance with Section 534.001 of the Texas Health & Safety Code and Titles 25 and 40 of the Texas Administrative Code. Mr. Cooper said this was a committee recommendation and does not require a second. All were in favor. Motion carried.

Consideration of Approval of Proposed Center for Children with Autism:

Ms. Thompson said in the fall of 2007, Metrocare and Autism Treatment Center submitted a grant proposal for autism services in response to a Request For Proposal (RFP) the state put out. Metrocare was not selected to receive one of these awards.

Metrocare decided to move forward because of the great need. Ms. Thompson said that the MR Authority provides behavioral support services through its provider network, but the network did not have a program specific to treat individuals with autism.

The Center is now asking permission to be able to expand the current service array to include a Center for Children with Autism. The proposal has been reviewed with members of the MR planning and advisory committee

In response to Ms. Noble's question, Ms. Cosens said the Center will start five consumers from 1-3 in the afternoon and another five consumers from 3-5 in the afternoon. Ms. Ringle suggested that Metrocare let the autism program at Children's Hospital know about our services and request referrals from them.

There were no additional questions posed for this item. (Please refer to the August 28, 2008 Board packet for a detailed account of this report).

Ms. Walton-Brooks said that the Quality and Authority Services Committee recommended the approval of the proposed Center for Children with Autism. Mr. Cooper said this was a committee recommendation and does not require a second. Motion carried.

Report of the Philanthropy Committee

Mr. Cooper asked Ms. Ringle to present the Philanthropy Committee report. Ms. Ringle said that the Philanthropy Committee had met the prior Thursday. She asked Ms. Stephens to present a summary of her report.

Consideration of Acceptance of Development and Community Education Report for July 2008: Ms. Stephens referred to page 10680 of her written report.

Ms. Stephens said the first part of her report presents applications for funding. The second part of this report shows the applications that have been approved. She said that funding from foundations takes time and on many occasions may not get any results for months or even as long as a year.

Ms. Stephens said that the Gaston Episcopal Hospital application was approved and she thanked Mr. Cooper for his help in obtaining these funds. The funding will be used at the Pathways Clinic for the construction and renovation of a nursing station.

Ms. Stephens said that the new budget included new individuals on the developmental team. So far two individuals have been hired, the plan is to hire six more to be consumer advocates. These individuals will be a voice for Metrocare, providing information in the community and

educating people in Dallas County on how people can turn their lives around when they receive treatment.

Ms. Stephens said that Metrocare is one of seventy-five non-profits that received funding from Mobil-Exxon for a summer intern.

Ms. Stephens said that the department created flyers in English and Spanish for the new after-hours clinic. These are been seen all over town and are directing people to the clinic.

Brochures were also developed for the SNOP program and distributed amongst law enforcement people, judges and judicial courts.

Ms. Stephens said that the L/K lobby has been completely renovated. She said once the clinic is completely renovated they will have a grand opening. They hope to have everything finished in the medical wing by the end of the month.

Funding was received by a donor to allow the center to do a mass mailing for the CDDS program.

The latest newsletter was recently sent out, this included an article about the Crisis Clinic with stats provided by Dr. Graves back in June.

Ms. Stephens provided information about the upcoming luncheon at the Belo Mansion, about the seating capacity, and about how many tables they expect to fill. Ms. Stephens said the reservations they have now have more than covered the cost. Discussion ensued regarding the budget associated with this function.

Mr. Cooper read a letter dated August 21, 2008 sent by Judge Foster regretting not being able to attend this event, congratulating the center for the quality of its service to the residents of Dallas County.

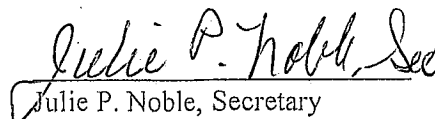
There were no questions posed for this item. (Please refer to the August 28, 2008 Board packet for a detailed account of this report).

Ms. Ringle said that the Philanthropy Committee recommended the acceptance of the Development and Community Education Report for July 2008: Mr. Cooper said this was a committee recommendation and does not require a second. All were in favor, motion carried.

EXECUTIVE SESSION: There were no issues requiring an executive session.

IV. MEETING ADJOURNMENT: There being no further business to come before the Board, on motion duly made, seconded and carried, the meeting adjourned at 2:44 pm.

Minutes approved by:


Julie P. Noble, Secretary

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

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