

**METROCARE SERVICES**

**BOARD OF TRUSTEES  
MEETING MINUTES OF**

**April 22, 2010**

# METROCARE SERVICES

## REGULAR MONTHLY MEETING of the BOARD OF TRUSTEES

### MINUTES OF April 22, 2010

A Regular Meeting of the Board of Trustees of Metrocare Services convened at 1:40 p.m. on Thursday, April 22, 2010 at 1360 River Bend Drive, Dallas, Texas 75247.

#### I. **Call To Order/Roll Call**

Ms. Noble, Madame Chair, called the meeting to order at 1:40 pm. A quorum was present.

The following Trustees were present:

Ms. Julia P. Noble, Madame Chair  
Ms. Verlean Walton-Brooks, Secretary  
Mr. Greg Allbright  
Mr. Craig Jeffery  
Mr. Herbert Kamm  
Mrs. Jill Martinez  
Ms. Candy Sheehan

**Board Members Absent:** Carol S. North, MD, and Sue Ringle

**Staff Present:** Dr. James Baker, Linda Thompson, Kyle Munson, Dr. Judith Hunter, Tom Clark, Sandy Stephens, John Luna and other Metrocare staff.

**Guest Present:** Marilyn Little-Commissioner Mayfield's office and Chris B. Davis-Commissioner Dickey's office.

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:**

**Consideration of Approval of the Minutes of the Metrocare Services Board Meeting for March 25, 2010.** Mrs. Noble asked if there were any corrections to the meeting minutes of March 25, 2010. Hearing none the minutes were approved as printed.

#### Madame Chair's Report

**Announcement of Appointment of Mrs. Jill Martinez to the Metrocare Board of Trustees:** Ms. Noble introduced and welcomed Mrs. Jill Martinez to the Metrocare Board. Dr. Baker said Mrs. Martinez received her Board Training on April 14<sup>th</sup> and was sworn in at that time.

**Announcement of Advisory Committee Board Liaison Appointments in Accordance with Board Policy 1.08:** Mrs. Noble announced that Ms. Walton

Brooks agreed to stay on as the Board Liaison to the Intellectual and Developmental Disability Advisory Committee. Mrs. Noble said she is looking for someone in to fill the vacant position in the Mental Health Advisory Committee. She will report on this next month. Mrs. Noble said she will continue as the Board Liaison to the Texas Council.

**Announcement of Appointment of Committee Chairs in Accordance with Board Policy 1.06:** Mrs. Noble said that all the current standing Committee Chairs have agreed to continue in their present positions.

Dr. Carol North will continue as Chair of the Provider Services Committee with Mr. Craig Jeffery serving in this committee. There is still a vacant position to be filled in this committee.

Mr. Jeffery will continue as Chair of the Finance and Administration Committee with Mr. Greg Allbright and Mr. Herb Kamm as committee members.

Ms Verlean Walton-Brooks will continue to serve as Chair of the Quality and Authority Committee with Mrs. Sue Ringle and Mrs. Candy Sheehan as committee members.

Mrs. Sue Ringle will continue to serve as Chair of the Philanthropy Committee with Dr. North and Mr. Greg Allbright as committee members.

Mrs. Candy Sheehan will serve as Chair of the Legislative Action Committee with Mr. Greg Allbright and Mr. Herb Kamm as committee members.

Mrs. Noble said that as chair of the Board she will continue to serve as ex-officio to all the Committees. Ms Martinez is going to visit all of the committees and decide which of these she would like to serve on.

**Texas Council of Community MHMR Center's Meeting (Board Liaison: Ms. Julie Noble):** Ms. Noble presented a one page report of the Texas Council meeting that she attended on Friday, April 16<sup>th</sup>.

Ms. Noble referred to the handout and said she would like to change the format of the meetings to move away from the report-driven format to where there is discussion on the organizational strategy. She referred to the handout of the proposed agenda for next month's Board agenda.

**Next month's meetings:**

The Philanthropy Committee time will be announced later.

On Tuesday, May 18, 2010 here at the River Bend facility in the Charles Cooper Board Room, the Provider Services Committee will meet at 11:30 and immediately following, at approximately 12:15pm, the Finance and Administration Committee will meet.

On Thursday, May 27<sup>th</sup> here at the River Bend facility in the Charles Cooper Board Room, the Quality and Authority Committee will meet at 1:15 pm and the Board meeting will be held at 1:30 pm.

## **Chief Executive Officer's Report:**

**Consideration of Acceptance of Chief Executive Officer's Report:** Dr. Baker presented a verbal summary of the Centerwide Indicators for March 2010. There were no questions posed for Dr. Baker. Ms. Noble referred to page 7, item number 41. She asked the members of the Board to make contact with their elective officials. Mr. Allbright asked that Mr. Luna provide some type of communication or report that the Board members can present to their representatives when they do get to meet with them.

A motion was made by Mr. Jeffery to accept the Chief Executive Officer's Report for March 2010. Mrs. Sheehan seconded. The motion carried.

## **Finance and Administration Committee**

**Consideration of Acceptance of the Financial Report for March 2010 (unaudited):** Mr. Munson presented a verbal summary of the written financial statements for the month of March 2010.

Mr. Munson introduced the new format he will be using for presenting the financial reports starting in the month of May replacing the former financial packet. Mr. Munson said a table in accounts receivable will be added to delineate real accounts payable current and non-current.

Mr. Jeffery said the committee recommended the acceptance of the Financial Report for March 2010. Ms. Noble said a second is not required, as the recommendation came from the committee. Motion carried.

**Consideration of Approval of Revision to Board Policy 4.06:** Mr. Munson said the only changes recommended for Board Policy 4.06 is the restatement of the mission statement and replaced reference to the Texas Building & Procurement Commission with the Texas Comptroller of Public Accounts.

Mr. Jeffery said the committee recommended the approval of the revision to Board Policy 4.06. Ms. Noble said a second is not required, as the recommendation came from the committee. Motion carried.

## **Report of the Provider Services Committee**

**Consideration of Acceptance of Medical Staff Services Report for March 2010:**

**Consideration of Acceptance of Behavioral Health Service Delivery Report for March 2010:**

**Consideration of Acceptance of the Developmental Disabilities Provider Services Report for March 2010:**

Ms. Noble said the committee met on Tuesday and all these reports presented by Dr. Hunter, Brenda Cosens and Tom Clark were approved by the committee. She asked if anyone had comments or questions on any of these reports. Hearing none Ms. Noble moved to the Quality and Authority Services reports.

## **Report of the Quality and Authority Services Committee**

## **Consideration of Acceptance of the Quality Management Report for March 2010**

### **Texas Life Span Respite Care Program Request for Proposal from Texas Health and Human Services Commission.**

Ms. Noble said the committee met just before the Board meeting and the reports were approved. She said Ms. Thompson explained the Texas Life Span Respite Care Program report for a proposal. Ms. Noble moved to the Philanthropy Committee report.

### **Report of the Philanthropy Committee**

#### **Consideration of Acceptance of the Development and Community Education Report for March 2010:**

Ms. Noble said the Philanthropy committee met on Tuesday, April 13<sup>th</sup> and the Philanthropy report was approved.

Ms. Noble led a discussion of the issue of the formation of a foundation. She said discussion of the formation of a foundation originally started three years ago, but there was not enough money to proceed. She asked if the Board felt that they should actually decide to do this or take a month to think about it and come back and make a decision about this or alternative fundraising approaches.

Mr. Allbright recommended the Philanthropy Committee be moved to twelve o'clock next month and that all Board members be invited to discuss this issue.

### **Report of the Legislative Committee**

#### **Consideration of Acceptance of the Legislative Action Report for March 2010:**

Mr. Luna presented a verbal summary of the Legislative Action Report for March 2010.

Ms. Sheehan moved for the acceptance of the Legislative Action Report as presented. Mr. Allbright seconded. Motion carried.

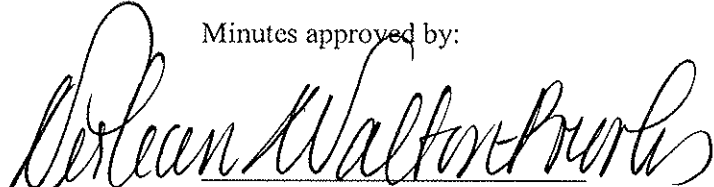
Ms. Noble moved for the acceptance of all five committee reports presented earlier in the meeting, as the committees had reviewed them and recommended their approval. Mr. Allbright moved to accept. Ms. Walton-Brooks seconded and the motion carried.

- IV. EXECUTIVE SESSION:** Ms Noble announced that a Closed Session would be held in Accordance with Subchapter D, Section §551.072 of the Texas Open Meetings Act (Chapter 551 of the Government Code) to deliberate the purchase, exchange, lease, or value of real property; specifically, Metrocare property at 1353 North Westmoreland, Dallas, Texas 75211 because deliberation in an open meeting would have a detrimental effect on the position of the center in negotiations with a third person. The Board went into closed session at 2:30 pm.
- V. RECONVENE INTO OPEN SESSION:** At 3:05 pm the presiding officer reconvened the Board into open session and said that no action requiring a vote was taken during closed session.

In open session, Mr Jeffery said that the Finance and Administration Committee recommended that the full Board authorize Grubb & Ellis to prepare a counteroffer regarding the Westmoreland, and that the Board authorize Metrocare management to subsequently continue property negotiations. The staff was directed to meet with Grubb & Ellis and prepare a counteroffer on the Westmoreland property

- VI. MEETING ADJOURNMENT:** There being no further business to come before the Board, the meeting adjourned at 3:06 pm.

Minutes approved by:

A handwritten signature in cursive script that reads "Verlean Walton-Brooks". The signature is written in black ink and is positioned over a horizontal line.

Verlean Walton-Brooks, Secretary

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