



BOARD MINUTES
April 22, 2021

METROCARE SERVICES
Board Meeting Minutes

A Regular Meeting of the Board of Trustees of Metrocare Services convened via a zoom conference meeting on Thursday, April 22, 2021.

CALL TO ORDER:

Mr. James called the meeting to order at 1:34 pm. A quorum of the Board was in attendance.

Board Members Present:

Terry James	Leslie Secrest, M.D.	Jill Martinez
Kenneth Bernstein	Dave Hogan	Noel O. Santini, M.D.
Anthony Farmer		

Not present:

Dalia Salinas Gutierrez and Peter Schulte

Staff Present:

John Burruss, M.D., CEO	Linda Thompson	Judith Hunter, M.D.
Richard Buckley	Kelli Laos	Tate Ringer
Ariana Guilford		

Guest: Joel Geary and other guests were present.

CITIZEN COMMENTS: None.

Chairman Updates:

Mr. James tabled this item and moved the order of the board agenda to allow time for Mr. Bernstein to arrive.

CONSENT AGENDA:

All consent agenda items are routine by the Board and will be enacted with one motion. There will be no separate discussion of items unless a Board Member so requests, in which event, the item will be removed from consideration as an item of consent business and considered in its normal sequence with the other action items listed below in which case full discussion of the item may occur, as necessary.

Motion: Mr. James moved to Approve the Consent Agenda as presented. There were no dissenting votes. The motion carried.

CHIEF EXECUTIVE OFFICER

Dr. Burruss referred to the earlier mention of the acronym CPC and said that this stands for City Planning Commission. The information was provided by Ms. Karen Moore, our new Chief Compliance Officer. Ms. Thompson made the introduction and said that Ms. Moore came to us from Medical City Plano. She has extensive experience in the world of compliance and graduated from the Southern University School of Law. Ms. Thomson said that Ms. Moore looks forward to

meeting our Board members and being responsive to any questions the Board may have as it relates to our Compliance Department.

Dr. Burruss said he that we will arrange for a direct Board Liaison for the Compliance Program, as we had with Ms. DeLuca. This level of oversight happens to make sure that everybody, including himself, is monitored by the Compliance Program.

In reply to Mr. James request to explain what a Direct Liaison does. Dr. Burruss said that if he, the CEO is non-compliant, there needs to be a mechanism by which that noncompliance can be over seen and corrected by the agency. This means the Compliance Officer needs to have a direct conduit to the Board of Trustees for that purpose. There must be some remedy for the Chief Executive Officer if he is behaving in ways that are consider non-compliant. The rest of the Compliance Program is spelled out in the Compliance Policy and we will adhere to that.

SERVICE PRESENTATION:

Dr. Burruss said that in the month of February we provided a video presentation with a success story of one of our consumers. Today we will present a second video with the story of Maria and Enrique from our Early Childhood Intervention Program (ECI).

Dr. Burruss said that many people that he runs into do not always appreciate the breadth and depth of services that Metrocare provides to the community. We provide services from birth to death and today's video is an example of this. As soon as a child is born that we know they are going to have a challenge to hit their school age years with their peers, that is when the ECI Program and Ms. Carrie Parks and her Team step in and we make sure this happens all through the remainder of their life. From here on out this will change Enrique's life forever.

Ms. Carrie Parks said that it is very rewarding to see how the Team helps the families. In the month of June, we will begin our Family Connects Program, while we do our Visiting Nurses Programs, and they will be seeing babies and their mothers starting at 3 weeks of life. After they have gone home to do assessments and link them with necessary resources to address any issues.

ACTION AGENDA ITEM(s):

Consideration to Approve the Chief Executive Officer Report for the FY20 Key Performance Indicator Progress through March 2021:

This report was made a part of the Board Packet. Dr. Burruss called attention to his written report and gave notice of the openings of the new Grand Prairie Clinic and Cohen Community Room. He then gave details of the recent CMS decision to rescind approval of the ten-year, 1115 Waiver extension and the potential implications for Metrocare.

Motion: Mr. James moved Acceptance of the Chief Executive Officer Report for the FY21 Key Performance Indicator Progress through March 2021. Dr. Secrest second. All were in favor, and the motion carried.

Finance and Administration Reports:

Consideration to Accept the Financial Report for March 2021 (unaudited):

This report was made a part of the Board packet. Mr. Buckley began his report by referencing to page 146879 to begin a summarization of the financial results through March stating Metrocare is having a good financial year. Noting that complete DSRIP programs will be recorded in April, Mr. Buckley stressed that we are forecasting a positive variance for full year results for the critical Key Performance Indicator of Change in Net Assets as compared to both Budget and Prior Year.

Mr. Buckley then presented that a final accounting of the Grand Prairie new facility showed that we had completed the project under budget by almost 5%. A lively conversation ensued led by Dr. Burruss and Mr. James congratulating Mr. Kevin Boyd (Director of Facilities) on his leadership of this project.

Mr. Buckley ended his presentation by stating the Grand Prairie Clinic had its Virtual Grand Opening on Friday, April 2nd and was led by Mr. James, Dr. Burruss and the Chief Clinical Officer, Ms. Kelli Laos. The clinic officially opened its doors on the following Monday.

Mr. James said he was at the Grand opening of Grand Prairie and said this is a facility that will be serving consumers for a good time into the future and gave kudos to Dr. Burruss, Mr. Buckley and Mr. Boyd and his Team and everyone that worked hard to bring this about.

Motion: Mr. James moved Acceptance of the Financial Reports for March 2021 (unaudited). Mr. Hogan second. All were in favor, and the motion carried.

Consideration to Approve the Human Resources Report for March 2021:

This report was made part of the Board packet. Ms. Guilford presented shared data from other Centers and detail on Employee demographics by staff level as requested from the previous Board Meeting. Discussion of the details led to the conclusion that Metrocare represents a diverse workforce in all levels of staff in the organization.

Metrocare turnover was within averages of most Centers but we could aim to reduce turnover to be more comparable to similarly located and sized Centers.

Motion: Mr. James moved to Approve the Human Resources Report for March 2021. Dr. Secrest second. All were in favor, and the motion carried.

Consideration to Approve the Facilities Services Report for March 2021:

This report was made a part of the board packet. Mr. Buckley began his report by referencing back to his financial report as it related to the new Grand Prairie facility. Mr. Buckley then stated that he had begun communications with the Bank of Texas for a \$3M Loan specifically for Architectural Fees related to the Hillside Project. This loan would be collateralized by Philanthropic Commitments. Although Mr. Buckley had expected to be able to have had a Bank Resolution for Board Approval for the April meeting, he expressed confidence one would be presented at the May Board meeting. Ms. Martinez referred to the Bank loan and a Credit Committee meeting previously mentioned and asked if the delay was an indication that we might not receive approval on the loan.

Dr. Burruss said the Board has already given their approval for us to move forward with this loan. The Credit Committee that is meeting is not us, but the Banks. Mr. Buckley said he is very comfortable, and the delay was just due to timing at this point from the Bank side.

Motion: Mr. James moved Approval of the Facilities Services Report for March 2021. Ms. Martinez second. All were in favor, and the motion carried.

Quality and Authority Report:

Consideration of Approval of the Quality and Authority Report for March 2021:

This report was made part of the board packet. Ms. Thompson reviewed the Quality and Authority Services report and responded to questions from board members.

Motion: Mr. James moved Acceptance of the Quality and Authority Report for March 2021. Dr. Secrest second. All were in favor, and the motion carried.

Provider Services Report:

Consideration of Approval of the Clinical Services Division Report for March 2021:

This report was made part of the board packet. Dr. Hunter provided a summary of her report. There were no questions posed for this item.

Motion: Mr. James moved Acceptance of the Clinical Services Division Report for March 2021. Mr. Hogan second. All were in favor, and the motion carried.

Consideration of Approval of the Mental Health Division Report for March 2021:

This report was made part of the board packet. Ms. Laos reported her monthly metrics, highlighting that the division served over 14,000 individuals; provided almost 30,000 duplicated services and continues to meet or exceed all other measures. She addressed two board questions, telling members that some CCBHC positions have been filled by internal applicants to Metrocare and that the staff at Grand Prairie is settling into their new clinic.

In reply to Ms. Martinez question, Ms. Laos said that that we have been able to keep our numbers up with our housing program, according to HUD. Last year, because of Covid and the shelter in place, we were not able to relocate some of our consumers, but that restriction has been lifted. She said we are very lucky to have Mr. Ikenna Mogbo with us. He knows what we need to do, and he will let us know where to engage and where not to engage.

Motion: Mr. James moved Acceptance of the Mental Health Division Report for March 2021. Dr. Santini second. All were in favor, and the motion carried.

Strategic Initiative Report:

Consideration of Approval of the Strategic Initiative Report for March 2021:

This report was made a part of the board packet. Ms. Ringer noted that April is Autism Awareness month. Staff at CCAM (Center for Children with Autism at Metrocare) wanted to help do a fundraiser in honor of the month. Autism Awareness t-shirts are being sold on the Metrocare Webstore <https://metrocare.advancedgraphix.net/autism-awareness-tshirt/> with \$3 from every shirt sold going to CCAM. Also Raising Cane's has agreed to support a fundraising day for 15% of the proceeds to go to CCAM. On April 23rd at the Mockingbird location by Love Field nearest

the River Bend clinic and a date for next week to be confirmed for the Hampton Road location (nearest the DeSoto clinic) from 12 pm to 7 pm. Ms. Ringer noted that two groups of SMU Cox MBA students have taken on an internship with Metrocare through ACER to develop a branding and marketing plan for FY22. The teams made presentations Tuesday April 20th and will complete work products through the end of the semester. Lastly, The Mike and Mary Terry Foundation pledged \$150,000 (over three years) toward the Capital Campaign.

Motion: Mr. James moved Acceptance of the Strategic Initiative Report for March 2021. Mr. Bernstein second. All were in favor, and the motion carried.

Chairman Updates:

Update from the Ad Hoc Committee to Review the Center Bylaws and Board Policies:

Mr. James apologized for not sending out the revised Bylaws to the Board members last month and said he will do so tomorrow in time to review and discuss them at our next Board meeting.

Update from the Ad hoc committee on CEO Evaluation and Compensation:

Dr. Secrest said the committee has begun to meet and that they will continue to meet routinely. They plan to look at the whole process and to re-assess it.

Hillside Project Presentation:

Mr. James provided information on the Board Training presented by Mr. Todd Howard last month and said that Dr. Burruss and Senior Management would like to take time with the Board and do a deep dive on the different funding mechanisms, walk them through all the potential contingencies, and answer all of the questions the Board may have as we go in to do the final bids and get the final number so that the Board may provide insight and direction. The bids will come in in September and the Board retreat normally meets in August which may be too short of a time for the Board to give full input.

Dr. Burruss said traditionally this takes place on a Saturday and proposed Saturday, June 12th, but said this could also be held on a weekday. He proposed June 5th as the backup day.

Mr. James said a poll will be circulated on the days proposed to see which day works best for the Board members.

Mr. James said that June is the month when our virtual meetings will come to an end so this Board retreat will be a face-to-face meeting and we will use all the necessary safety precautions.

Capital Campaign: Trustee Bernstein made an appeal to the remainder of the Board emphasizing the importance of their support in the Capital Campaign and signifying his intent to give along with his wife."

Meeting Adjournment: There being no further business to come before the Board, Mr. James adjourned the meeting at 3:31 pm.

Minutes approved by:



Terry A. James, Chairman

Minutes transcribed by:
Martha L. Toscano
Executive Assistant to the CEO/Board Liaison