



Metrocare
SERVICES

BOARD MINUTES
May 27, 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, May 27, 2021.

CALL TO ORDER:

Mr. James called the meeting to order at 1:28 pm. A quorum of the Board was in attendance.

Board Members Present:

Terry James	Leslie Secrest, M.D.	Dalia Salinas Gutierrez
Jill Martinez	Kenneth Bernstein	Peter Schulte
Dave Hogan	Anthony Farmer	

Not present:

Noel O. Santini, M.D.

Staff Present:

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

Guest: Joel Geary, Karen Waller, and other guests were present.

CITIZEN COMMENTS: None.

Chairman Updates: Mr. James moved the order of the agenda to accommodate a guest speaker.

Board Liaison Reports:

MH Advisory Committee: Ms. Laos said the committee met on May 3rd and presented a brief report of the MHA meeting. There were no questions posed for this item.

IDD Planning Advisory Committee: Ms. Thompson said the committee met on May 11th. She provided a brief update of the meeting. She said a pack member recommended cross training for mental health staff in the event that an AB IDD person shows up at one of the clinic sites with a behavioral emergency. The next meeting will take place on August 10th. There were no questions posed for this item.

Strategic Initiative Report:

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

Tameka Cass, Chief Development Officer, introduced Karen Waller of **Corder and Waller Consulting** who updated the board on the successful progress of the Capital Campaign for the Hillside project to date. Ms. Cass presented the Strategic Initiatives report as stands in the board packet. Ms. Cass discussed the TV+FA budget update to HHSC that was necessary due to the

pandemic. She highlighted The Cohen Clinic's designation as a partner with Carry the Load. As a partner, The Cohen Clinic at Metrocare will be participating in the annual event to commemorate Memorial Day and reminded the board to check out the event on Facebook.

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

CHIEF EXECUTIVE OFFICER

SERVICE PRESENTATION:

Aging and Disability Resource Center: Ms. Regina Wearden, Options Counselor, provided the success story of a 77 year-old.

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

This report was made a part of the Board Packet. Dr. Burruss discussed the DPP-BH payment program and the IRS refund process as presented in the board packet and accepted questions on both of those items and the KPIs.

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

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 Members 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.

- Approval of the April 22, 2021 Board meeting minutes.

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

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

Dr. Secrest said the committee has been meeting on a weekly basis with Consultant, Dr. Cynthia St. John and provided an update on the progress the committee has made. He said the committee has been working diligently.

Board Retreat: Mr. James said that the Board retreat will occur on Saturday, June 12th and he will use that opportunity to take a deep dive on the Hillside project and obtain guidance from the Board to reply to the bid process.

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

Mr. James said that as part of our accreditation they as the Board must be taking steps to make sure that they are fulfilling their role and overseeing generally the administration of the Center. One way in which they do this is by looking at the Bylaws and the Board policies on a

regular basis, keeping this up to date and changing them as needed to make sure that they are appropriate and responsive to the circumstances that they face as a Board.

Mr. James proposed that every two years the Bylaws come back before the Board for possible revisions so that they are indeed fulfilling their role in this particular purpose. An Ad hoc committee was put together, and they reviewed the bylaws and made some revisions that were circulated to the Board. A redline copy was circulated to Dr. Burruss, Ms. Thompson, as well as Mr. Joel Geary for additional information of potential revisions pertaining to the accreditation purposes or changes in the law.

Discussion ensued on the three two-year terms (six-year service) that the Dallas County Guidelines have in place for Board members. Mr. James went over some of the changes proposed by Mr. Geary. Mr. Geary provided a scenario on the Board being able to vote with a lapse term and no Re-Appointment Orders. Mr. James said that there is no language included in the Bylaws and creating a Board Policy to address this.

Mr. James said he will include the edits he received from the Board and Mr. Geary in his revision of the Bylaws and said Ms. Martinez and he will go over them and clean them up before sharing with the rest of the Board.

❖ **Approval of Amendment to the Center Bylaws**

Motion: Mr. James Moved to Approve the Amendment to the Center Bylaws with the additional revisions proposed. Mr. Hogan second. All were in favor, and the motion carried.

ACTION AGENDA ITEM(s):

Finance and Administration Reports:

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

This report was made a part of the Board packet. Mr. Buckley began the Finance report by referencing to Page 146944 (Management Discussion and Analysis) and highlighted the section for Aged Accounts Receivables. Since the implementation of the MyAvatar Electronic Health Record (EHR) application and the transition of Metrocare's Patient Financial Services (Claims/Billing Processing) to Netsmart's Revenue Cycle Management (RCM) group, material efforts have been expended to increase Metrocare's overall A/R collection rate as reported upon monthly in our KPI's 12 and 13 as reported on Page 146945. Having achieved and exceeded KPI 12 for most of FY 2021, discussion focused mostly on KPI 13 with Mr. Buckley stating he would report back to the Board prior to the end of FY 2021 with a new target for KPI 13 more reflective of our collection rates. Ms. Martinez thanked Mr. Buckley for his efforts and agreed with his approach on KPI 13.

Mr. Buckley then referenced the financial statements on Pages 146946 thru 146948 with particular emphasis on the Forecast Statement which shows Metrocare is forecasted to exceed its full year Budget exclusive of the Philanthropic Donations which are not part of the Budget.

Using Page 146947 (Statement of Activities), Mr. Buckley then explained the accounting rules for the Philanthropic Donations and how they impact the financial statements. As the Philanthropic

Donations are not budgeted as part of our Annual Approved Budget, Mr. Buckley stressed he will be emphasizing 2 KPI's on a go forward basis: Changes in Net Assets which include Philanthropic Donations; this is required as part of standard financial reporting. And Net Operating Income which is a direct comparison to our Annual Budget.

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

Consideration of Approval of Resolution Delineating the Board's Awareness and Approval of the Chief Executive Officer, the Chief Operating Officer, and the Chief Financial Officer, Execution of a Loan with BOKF, NA d/b/a Bank of Texas.

Mr. Buckley discussed with the Board the Resolution on Page 146950 approving the \$3M Loan from the Bank of Texas for the purpose of our Architectural contract on the Hillside Project.

Motion: Mr. James moved Approval of the Resolution Delineating the Board's Awareness and Approval of the Chief Executive Officer, the Chief Operating Officer, and the Chief Financial Officer, Execution of a Loan with BOKF, NA dba Bank of Texas. Dr. Secrest second. All were in favor, and the motion carried.

Consideration to Approve the Human Resources Report for April 2021:

This report was made part of the Board packet. Ms. Guilford noted that turnover has been stable and right under the KPI standard. The Recruiting team has explored creative options to recruit for difficult to fill positions, including training events and mailers. In person Exit interviews have begun. In reply to Mr. Hogan's question, Ms. Guilford said that we should allow for a few months of interviews to have sufficient data to report trends. The HR department will aim to have that gathered by August reporting.

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

Consideration to Approve the Facilities Services Report for April 2021:

This report was made a part of the board packet. Mr. Buckley began his report referencing Page 146952 and further discussed the \$3M Loan for the Architectural Fees on the Hillside Project. From this loan discussion, an expanded discussion was had with many, if not all, Board members asking many questions related to the entire Hillside project. Almost all the items discussed were related to all the items presented on Page 146952.

Motion: Mr. James moved to Approve the Facilities Services Report for April 2021. Mr. Hogan second. All were in favor, and the motion carried.

Quality and Authority Report:

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

This report was made part of the board packet. Ms. Thompson referred to the FY21 Board Self-Assessment and asked the Board to review and return to her by June 28th. Ms. Thompson said the rest of her report is in the packet and stands as is. There were no questions posed for this item.

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

Provider Services Report:

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

This report was made part of the board packet. Dr. Hunter referred to KPI 3 and said this has the best percentage rate for 12 days. We are seeing more clients coming to the clinic and receiving face to face services. There were no questions posed for this item.

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

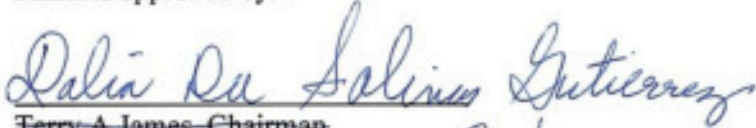
Consideration of Approval of the Mental Health Division Report for April 2021:

This report was made part of the board packet. Ms. Laos presented the Mental Health metrics, highlighting the continued superior performance of the clinical staff to exceed given metrics.

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

Meeting Adjournment: There being no further business to come before the Board, Mr. James adjourned the meeting at 3:09 pm.

Minutes approved by:


~~Ferry A. James, Chairman~~
Dalia "Dee" Salinas Gutierrez

Minutes transcribed by:

Martha L. Toscano

Executive Assistant to the CEO/Board Liaison