



**BOARD OF TRUSTEES
MEETING MINUTES OF**

August 24, 2017

METROCARE SERVICES
Board Meeting Minutes
August 24, 2017

A Regular Meeting of the Board of Trustees of Metrocare Services convened on Thursday, August 24, 2017 at 1345 River Bend Dr., Dallas, TX 75247 (Mustangs Conference Room).

I. Call to Order/Roll Call:

Ms. Martinez welcomed everyone and called the meeting to order at 1:45 pm, a quorum was present.

Board Members Present:

Ms. Jill Martinez,
Corey Golomb, Board Secretary
Dee Salinas Gutierrez
Terry James
Jane Hamilton
Jasmine Crockett

Board Members Absent: Dr. Leslie Secrest and Dr. Irie Session.

Staff Present: Dr. John Burruss, Linda Thompson, Richard Buckley, Dr. Judith Hunter, Ken Medlock, Charlene Stark and Ratana DeLuca.

Guest present: Joel Geary, Brooks Love and Walter Taylor.

II. Citizen 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 Acceptance of the May 25, 2017 Board Meeting minutes. Ms. Martinez asked if anyone had any changes or corrections to the board minutes of May 25, 2017.

Motion: Ms. Golomb moved Acceptance of the May 25, 2017 board meeting minutes as printed. All were in favor, none opposed. The motion carried.

CHAIRMAN'S REPORT:

Annual Assignment of Board members to committees in accordance with Board Policy 1.06: Ms. Martinez made the following appointments.

- **Clinical Services committee:** Terry James will continue as the Chairman. Members: Jane Hamilton, Dr. Irie Session and Jill Martinez, *ex officio*.
- **Marketing and Development committee:** Jane Hamilton will Chair this committee. Members: Jasmine Crockett, Terry James and Jill Martinez, *ex officio*.
- **Finance and Administration:** Dr. Leslie Secrest will continue as the Chairman. Members: Terry James, Jane Hamilton, Jasmine Crockett and Jill Martinez, *ex officio*.

- **Quality & Authority committee:** Dee Salinas Gutierrez will continue as the Chairman. Members: Jasmine Crockett and Jill Martinez, *ex officio*.
- **Legislative Action committee:** Ms. Corey Golomb will continue as the Chairman. Jill Martinez, *ex officio*. Committee of the whole.

Board Liaison Appointments:

- Compliance: Ms. Corey Golomb
- IDD Planning Network Advisory Committee: Corey Golomb
- Mental Health Advisory Committee: Dr. Irie Session
- Texas Council of Community Centers: Ms. Jill Martinez
- Ms. Martinez will continue to serve in the capacity of ex-officio for all the committees.

Motion: Ms. Salinas Gutierrez moved Acceptance of the Annual Assignment of Board members to committees. All were in favor, none opposed. The motion carried.

AdHoc Committee on CEO Evaluation and Compensation: Ms. Martinez said the committee will not be dissolve at this time to take a proactive approach to revise the CEO evaluation and other applicable matters. Ms. Martinez invited the board to join this committee.

Upcoming meetings and events: The following committees will meet on Tuesday, September 19, 2017: The Clinical Services committee will meet at 11:30 am, followed by the Marketing and Development committee at approximately 11:50, and the Finance and Administration committee will follow immediately after at approximately 12:10 pm. On Thursday, September 28, 2017 the Quality & Authority committee will convene at 12:45 pm, immediately followed by a board training at 1:00, and the board meeting will follow immediately after at approximately 1:30 pm. The Legislative Action Committee will meet as a committee of the whole. All the meetings will be held at this same site.

Board Liaison Reports:

TX Council Quarterly Report: Ms. Martinez said the Texas Council quarterly meeting was held in Austin, TX from August 17-19. The meeting included the evaluation of CEO Danette Castle, installation of new officers and establishment of new formula for the commitment of dues. The TX Council board voted to allow the North Texas Behavioral Health Authority (NTBHA) to become an associate, non-voting member of the Council. Dr. Burruss endorsed NTBHA's appointment.

Intellectual and Developmental Disability Planning and Network Advisory Committee: Ms. Thompson said the committee met on Tuesday, August 22, and provided highlights of the meeting. She said the committee discussed budget allocations and the lack of funding for waiver slots. The committee appointed two new members and recommended for board approval. Dr. Burruss said that the number of waiver slots available is very low, only 700 for the entire state of Texas and the wait list has over 100 thousand people waiting. Ms. Thompson said the last slots released were in September 2016 and these were for individuals that had been on the wait list since January 2004. Some of the community providers are starting to plan to support individuals in their group living situations as they age and suffer

from Alzheimers, many of whom have out lived their parents and do not have a living family member. She said this places more responsibility on the providers. Dr. Burruss said that in the past 15 years medical science has extended the life expectancy of these individuals. Ms. Golomb said that the parent advocacy voice is very strong.

Dr. Burruss requested permission to change the order of the agenda to allow for Mr. Gary Keep to present the following item.

Recognition of Lifenet Community Behavioral Health for their gift to Metrocare Services: Dr. Burruss introduced Mr. Gary Keep, Chairman of the Board of Lifenet Community Behavioral Services (LCBH). Mr. Keep said that LCBH has a partnership with Churchill Residential a for profit real estate developer. This year their board voted to give \$150K of their profits to Metrocare so that we can continue to serve the housing needs of this very vulnerable population. Mr. Keep said that they would like the money to continue to be used in the housing program. He said his board appreciates the work that Metrocare and our board does for this community and hopes to have more gifts like this in the future.

Dr. Burruss and the board thanked Mr. Keep and the LCBH board for their gift.

CHIEF EXECUTIVE OFFICER REPORT: Dr. Burruss introduced Crystal Garland, Case Manager for the Jail Diversion Program at the Special Needs Offenders Program (SNOP).

Services Presentation – Ms. Garland provided information on the services that are provided through this 12 – 18 month program. She said some of the typical offenses they see are drug charges or assault family charges, but by participating in this program these offenses can be expunge if the individuals complete the program.

The board and Dr. Burruss thanked Ms. Garland for her presentation.

Consideration of Acceptance of Chief Executive Officer Report for FY17 Key Performance Indicators through July 2017: Dr. Burruss referred to his report and presented information on the agreement between Metrocare and Netsmart. He said this was an important change for us and was pleased to report that Netsmart has entered into a license agreement with Metrocare for the Xenatix intellectual property. Netsmart has offered us cutting edge technology that we can build on for the future. Before Askesis' Psychconsult goes out of the market in 2019 we will replace this with Netsmart's MyAvatar. Dr. Burruss said his report was provided in the packet and asked if anyone had any questions. There were no questions posed for this item.

Motion: Ms. Crockett moved to accept the Chief Executive Officer Report for July 2017. All were in favor, none opposed. The motion carried.

REPORT OF THE FINANCE AND ADMINISTRATION COMMITTEE:

Ms. Martinez referred to Mr. Buckley to present the following reports.

Consideration of Acceptance of the Financial Report for May 2017 (unaudited): This report was made a part of the packet.

Consideration of Acceptance of the Financial Report for June 2017 (unaudited): This report was made a part of the packet.

Consideration of Acceptance of the Financial Report for July 2017 (unaudited): This report was made a part of the packet.

Mr. Buckley presented the following highlights. He said that for the months of May, June and July we exceeded revenues for each of the three months in comparison to the prior year in comparison to budget. We did the same on the bottom line of profit as mentioned by change in net assets as well as EBITDA for each of the three months. In July we exceeded budget of \$3.3 million. EBITDA performance \$5.5 M versus budget of \$4.M. He said this is due to the contract we negotiated with Netsmart. Discussion ensued.

Motion: Ms. James moved Acceptance of the May, June and July 2017 Financial Reports. All were in favor, none opposed. The motion carried.

Consideration of Acceptance of the Human Resource Report for July 2017: This report was made a part of the packet. Mr. Buckley said that agency-wide staff turnover is at 28 percent. He said we are working on tackling turnover and referred to the board training presented prior to the board meeting to show some of the ways we are planning to do this.

Motion: Ms. Martinez said this comes as a committee recommendation and a second is not required. All were in favor, none opposed. The motion carried.

Consideration of Acceptance of the FY18 Budget Plan: Dr. Burruss referred to the FY18 Budget Plan handout and provided highlights of the same. Important points include a continued year-over-year increase of about 8 percent in top line revenue and a margin of \$2.13 million which is slightly less than this year, but EBITDA is robust. He said he would not be surprised if by 2020 the Center's top line revenue doubles over the performance in FY2013. Dr. Burruss referred to the service area budget summary and asked if anyone had any questions.

Motion: Ms. Salinas Gutierrez moved Acceptance of the FY18 Budget Plan. All were in favor, none opposed. The motion carried.

REPORT OF THE CLINICAL SERVICES COMMITTEE: Ms. Martinez referred to Mr. James for this report. Mr. James said the committee met on August 19th and referred to Dr. Hunter.

Consideration of Acceptance of Clinical Services Division Reports for July 2017: This report was made a part of the packet. Dr. Hunter said this report was presented in detail at the Clinical Services committee and it remains unchanged.

Motion: Ms. Martinez said this comes as a committee recommendation and a second is not required. All were in favor, none opposed. The motion carried.

REPORT OF THE QUALITY & AUTHORITY COMMITTEE: Ms. Martinez referred to Ms. Salinas Gutierrez for this report. Ms. Salinas Gutierrez said the committee met prior to the board meeting and referred to Ms. Thompson.

Consideration of Acceptance of the Quality Management Report for July 2017: This report was made part of the packet. Ms. Thompson said this report was provided in detail at the Quality and Authority committee and asked if anyone had any questions.

Motion: Ms. Martinez said this comes as a committee recommendation and a second is not required. All were in favor, none opposed. The motion carried.

Consideration of Acceptance of Revision to Board Policy 1.06 on Board Organizational Structure: This report was made part of the packet. Ms. Thompson said this report was provided in detail at the Quality and Authority committee and asked if anyone had any questions.

Motion: Ms. Martinez said this comes as a committee recommendation and a second is not required. All were in favor, none opposed. The motion carried.

Consideration of Acceptance of Appointment to the Intellectual and Developmental Disability Planning and Network Advisory committee: This report was made part of the packet. Ms. Thompson said this report was provided in detail at the Quality and Authority committee and asked if anyone had any questions.

- Saba Yoseph
- Elvia Espino

Motion: Ms. Martinez said this comes as a committee recommendation and a second is not required. All were in favor, none opposed. The motion carried.

Consideration of Acceptance of engagement Letter for the External Firm of Davis Kinard and Co, PC for Fiscal Year 2017: Dr. Burruss said with the resignation of the auditing firm of Scott, Singleton and Fincher, the auditing firm of Davis Kinard and Co has been hired to do the Fiscal Year 2017 audit. There were no questions posed for this item.

Motion: Ms. Martinez said this comes as a committee recommendation and a second is not required. All were in favor, none opposed. The motion carried.

REPORT OF THE MARKETING & DEVELOPMENT COMMITTEE: Ms. Hamilton referred to Ms. Stark for this report.

Consideration of Acceptance of the Marketing and Development Report for July 2017: This report was made a part of the packet. Ms. Stark said this report was provided in detail at the committee and remains unchanged. She provided several highlights on the Fox 4 coverage of the Cohen Clinic.

Motion: Ms. Martinez said this comes as a committee recommendation and a second is not required. All were in favor, none opposed. The motion carried.

REPORT OF THE LEGISLATIVE ACTION COMMITTEE:

Ms. Golomb called on Ms. Stark for this report.

Consideration of Acceptance of the Legislative Action Report for July 2017:

This report was made a part of the packet. Ms. Stark referred to her report and said the regular legislative session has ended and the new session begin on July 18th. She said that the following Senate Bills and House Bills passed; SB 292, HB 13, SB 1849 and Rider 46.

Motion: Ms. Golomb moved to accept the Legislative Action Committee Report for July 2017. All were in favor, none opposed. The motion carried.

- IV. **Executive Session:** Announcement of Closed Session in Accordance with Subchapter D. Section 551.071 of the Texas Open Meetings Act (Chapter 551 of the Government Code) to receive advise from counsel about pending or contemplated litigation and/or settlement. The meeting closed at 2:41 pm.
- Metrocare vs Mulvaney
- V. **Return to Open Session:** Dr. Secrest open the meeting at 2:51 pm and declared that no action was taken during closed session.
- VI. **Meeting Adjournment:** There being no further business to come before the Board, Dr. Secrest adjourned the meeting at 2:52 pm.

Minutes approved by:



Ms. Corey Golomb, Secretary

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