



Metrocare
SERVICES

BOARD MINUTES
January 27, 2022

METROCARE SERVICES
Board Meeting Minutes

A Regular Meeting of the Board of Trustees of Metrocare Services convened on Thursday, January 27, 2022. The meeting was held at 1353 N Westmoreland, Dallas, TX 75211 (Bldg. D)

CALL TO ORDER:

Mr. James presided in the absence of Mr. Bernstein. The meeting came to order at 1:31 pm. A quorum of the Board was in attendance.

Board Members Present:

Terry James	Dave Hogan	Noel O. Santini, M.D.
(Judge) Martin Lowy (Ret.)	Stacy Cantu	Alejandro Zavala
Jaime Walkowiak		

Members Absent:

Kenneth Bernstein	Anthony Farmer
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Staff Present:

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

Guest: Joel Geary, Tzegabrhan Kidane, Shanon Rust and other staff and guest were present.

CITIZEN COMMENTS: No public comment was received.

CHAIRMAN UPDATES:

Welcome new Board member: Mr. James welcomed Mr. Alejandro Zavala to our Board. Mr. Zavala introduced himself and provided a brief background history.

BOARD LIAISON REPORTS:

Mental Health Advisory Committee (MHAC):

Ms. Laos said the committee met on January 10th and she provided a brief description of the meeting. There were no questions posed for Ms. Laos.

ACTION AGENDA ITEM(s):

Mr. James moved the sequence of the agenda to allow for the Audit Firm of BKD to provide the FY21 Audited Financial Statements. Mr. Buckley referred to Mr. Chris Clark from BKD.

Consideration to Receive the FY21 Audited Financial Statements:

This report was made a part of the board packet. Mr. Clark, Audit Partner for BKD, presented highlights of the FY21 Audit report. He provided a summary of the report and said that they issued a clean, unqualified opinion. He stated the financial statements are materially accurate and complete and the disclosures following the financial statements were also accurate and complete. Mr. Clark explained the Risk Assessment Process BKD employs to evaluate the Accounting Policies and Practices of Metrocare both for consistency and compliance with generally accepted

accounting principles. Mr. Clark also explained BKD's review of Metrocare's methodologies used to prepare any significant estimates in preparing the financial statements.

Mr. Clark spoke to the requirement of the auditors to report on the new GASB-84 rule regarding Fiduciary Activities and provided a brief description of what this means for our Center. He also noted GASB-87, new accounting rules relating to leases and that Metrocare will be required to implement this new GASB beginning in its Fiscal 2023. This standard requires that all lease obligations be reflected on the balance sheet with the impact being the economic value of the lease is recorded as an asset and with an equivalent amount (lease obligations) being recorded as a liability.

Mr. Clark ended his report stating there were no difficulties completing the audit and he thanked the management and finance teams for the assistance they provided in completing this audit.

Motion: Ms. Cantu moved to Receive the FY21 Audited Financial Statements. Judge Lowy second. All were in favor, and the motion carried.

Dr. Burruss said that under Texas Law we are only allowed to keep the Audit firm for 6 years, and we have had BKD for three years. After six years we will look for another firm.

RETURN TO THE REGULAR AGENDA:

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

❖ Proposed Revision and Approval of Board Policies:

- BP 4.01 Fiscal Management
- BP 4.04 Mileage and Travel Expenses
- BP 4.07 Real Property Acquisition and Disposition and Facility Construction
- BP 4.08 Leasing of Real and Personal Property
- BP 4.10 Contributions to Metrocare Services

Motion: Mr. James said this comes as a committee recommendation. All were in favor and the motion carried.

CONSENT AGENDA ITEMS:

All consent agenda items are considered to be routine by the Board and will be enacted with one motion. There will be no separate discussion of items unless a Board Member so request, 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 December 2, 2021, Board Minutes.

Motion: Mr. James moved Approval of the Consent Agenda items. The motion carried by unanimous consent.

CHIEF EXECUTIVE OFFICER

SERVICE PRESENTATION:

General Revenue: Ms. Sasha Willis, Program Manager for General Revenue provided the success story. Dr. Burruss said that when someone is determined to be eligible for services, they must go through our Eligibility Determination Unit (EDU) and the first level of services provided is General Revenue (GR). This program has an annual value of \$3,600. They then go into an interest list to move up to Texas Home Living Services (TxHmL) or Home and Community Based Services (HCS) which is the most robust amount of support. Ms. Thompson said that the current list for TxHmL is approximately 100,000 people, but this includes all the Health and Human Services (HHS) wait lists. Metrocare's individual interest list for Dallas County has approximately 5,800 people. Dr. Burruss said that the people that are receiving slots today went into these lists approximately 14 or 15 years ago and they enrolled in this program to receive a higher level of services.

ACTION ITEMS:

Approval of the Chief Executive Officer Report for the FY21 Key Performance Indicator Progress through December 2021:

This report was made a part of the Board Packet.

Approval of Contract:

Dr Burruss detailed the design changes represented by the extension contract for th+a architects. This includes at least 10 substantial benefits to the redesign as contemplated. Additionally, he updated the board on progress with financing options with focus on the Parkland partnership and explained the delayed groundbreaking estimate as related to the Sylvan lease and occupancy. Questions were answered.

Motion: Ms. Walkowiak moved Approval of the Chief Executive Officer Report for the FY22 Key Performance Indicator Progress through December 2021, and Approval of the Additional Services included in the Contract with Todd Howard + associates architects. Ms. Cantu second and the motion carried.

FINANCE AND ADMINISTRATION REPORTS:

Approval of Bond Reimbursement Resolution:

The resolution relates to the Hillside Project and, if the project is eventually funded wholly or partially by a bond issuance, it will allow Metrocare to reimburse itself (from bond proceeds) for any construction expenditures made prior to the bonds being issued. At present, the principal goal is to fund this project with the combination of a Parkland "loan" and Metrocare's own money; but in the event we have to resort to bonds, we need to get this resolution in place.

Motion: Judge Lowy moved to Approve the Bond Reimbursement Resolution. Dr. Santini second and the motion carried unanimously.

Acceptance of the Financial Report for November 2021 (unaudited)

Acceptance of the Financial Report for December 2021 (unaudited):

This report was made a part of the Board packet. Mr. Buckley started his report stating that the DPP program finally commenced and Metrocare received \$1.1 million from Molina. Mr. Buckley

stated that thru December Metrocare had budgeted ~ \$3.6 million for this program and the ~ \$2.5 million shortfall is the primary reason why Metrocare's Net Income and Total Revenue is trailing budgeted amounts. Mr. Buckley stated as Metrocare continues to receive past due DPP payments he expects actual results will exceed budgeted results as soon as maybe with February reporting. Mr. Buckley then asked if there were any questions. None being asked, Mr. Buckley closed his report.

Motion: Mr. James moved Acceptance of the Financial Reports for November and December 2021 (unaudited). Judge Lowy second and the motion carried unanimously.

Approval of the Human Resources Report for December 2021:

This report was made part of the Board packet. This report was made part of the Board packet. Ms. Guilford began her report by summarizing the on-going recruiting efforts needed for the additional hiring due to the CCBHC certification. Ms. Guilford then followed with a summarization of the Compensation Analysis that was completed for the Agency. Ms. Guilford referred to page 147378 and noted that under open enrollment for the new benefits for the upcoming year staff did not experience any increases in contributions. Ms. Guilford then asks if there were any questions. Hearing no questions, Ms. Guilford ended her report.

Motion: Mr. James moved to Approve the Human Resources Report for December 2021. Mr. Hogan second and the motion carried unanimously.

Approval of the Facilities Services Report for December 2021:

This report was made a part of the board packet. Mr. Buckley started his report by jokingly referring that the CEO had covered the Facilities report within the CEO Report provided earlier in this Board meeting which included comments from Mr. Kevin Boyd (Facilities Director), as well as the tour he provided to Board Members of the Hillside Campus where we were conducting this month's Board Meeting. Numerous Board Members continued the levity by noting that they felt we had fully discussed the material issues within the Facilities department and that there was no need for further questions.

Motion: Mr. James moved to Approve the Facilities Services Report for December 2021. Dr. Santini second and the motion carried unanimously.

Quality and Authority Report:

Approval of the Quality and Authority Report for December 2021:

This report was made part of the board packet. Ms. Thompson reviewed the enhancements released for the Long-term Care Online Portal used by the PASRR staff, to enter assessment information for individuals identified for nursing home placement. Key Performance Indicators remained as presented in the packet.

Motion: Mr. James moved to Approve the Quality and Authority Report for December 2021. Judge Lowy second and the motion carried unanimously.

Provider Services Report:

Approval of the Clinical Services Division Report for December 2021:

This report was made part of the board packet. Dr Hunter said that the one vacancy for the Advance Practice Registered Nurse was re hired. We don't have any vacancies. Our ECI program provided

services to 538 children which is extraordinary. We are only required to provide 504. We are in the Southwest Quadrant of Dallas County, and we provide more hours of services compared to anyone else in Texas.

Motion: Mr. James moved to Approve the Clinical Services Report for December 2021. Ms. Cantu second and the motion carried unanimously.

Approval of the Mental Health Division Report for December 2021:

This report was made part of the board packet. Ms. Laos presented her board report, underscoring that the division continues to meet and/or exceed key performance indicators. Ms. Laos addressed one question regarding contractual requirement for open authorizations.

Motion: Mr. James moved Acceptance of the Mental Health Division Report for December 2021. Mr. Hogan second and the motion carried unanimously.

Strategic Initiatives Report:

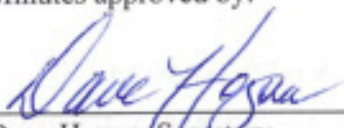
Approval of the Strategic Initiative Report for December 2021:

The Strategic Initiatives report was made part of the board packet. Ms. Ringer highlighted a few notable activities of the department in January including the Texas Toy Run and the launch of the new website. The new website has improved optimization as planned notably response from public contacts to Metrocare through the site have increased from 20 per week to 40 per day. Meal for the Minds is still tentatively scheduled for May 10th. Metrocare has an existing offer out to a keynote speaker. If agreement is not reached by the deadline of February 2, Meal for the Minds will be postponed for a later date in 2022 or 2023.

Motion: Mr. James moved Acceptance of the Strategic Initiative Report for December 2021. Judge Lowy second and the motion carried unanimously.

Meeting Adjournment: There being no further business to come before the Board, Mr. James adjourned the meeting at 2:46 pm.

Minutes approved by:



Dave Hogan, Secretary

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