



**Metrocare**  
SERVICES

**BOARD MINUTES**  
**May 26, 2022**

**METROCARE SERVICES**  
**Board Meeting Minutes**

A Regular Meeting of the Board of Trustees of Metrocare Services convened on Thursday, May 26, 2022. The meeting was held at 1345 River Bend Dr., Dallas, TX 75247 (Mustangs Rm.)

**CALL TO ORDER:**

Mr. Bernstein called the meeting to order at 1:40. There was a quorum of the board in attendance.

**Trustees in Attendance:**

|                    |                               |             |
|--------------------|-------------------------------|-------------|
| Kenneth Bernstein  | Anthony Farmer                | Dave Hogan  |
| Noel Santini, M.D. | Honorable, Martin Lowy (Ret.) | Stacy Cantu |
| Jaime Walkowiak    |                               |             |

**Trustees Absent:**

Anthony Farmer and Vickie Rice

**Staff Present:**

|                    |                |                     |
|--------------------|----------------|---------------------|
| John Burruss, M.D. | Linda Thompson | Judith Hunter, M.D. |
| Richard Buckley    | Kelli Laos     | Tate Ringer         |
| Ariana Guilford    | Karen Moore    |                     |

**Guest:** Joel Geary, Shanon Rust and other staff were present.

**CITIZEN COMMENTS:** No public comment was received.

**CHAIRMAN UPDATES:**

**Board Recognition** – Mr. Mark Edery- Retirement Award.

Mr. Bernstein and Dr. Burruss recognized Mr. Edery and presented him with a Service Award for the 28 years of service he dedicated to our pharmacy department. Dr. Burruss thanked Mr. Edery for his contributions to the pharmacy and his introduction of robotics that made our pharmacies what they are today. He said that Metrocare will be forever grateful to Mr. Edery.

**Meal for the Minds:**

Mr. Bernstein recognized Ms. Tate Ringer and Ms. Tameka Cass for the wonderful job they did at our Meal for the Minds event.

**Board Retreat:**

Mr. Bernstein said that this year's board retreat will take place on Saturday, September 10th from 8:30 am to noon at this same site.

**Texas Council 35<sup>th</sup> Annual Conference:**

Mr. Bernstein reminded the board that the Texas Council's Annual Conference will be held from June 21 – 23, in Fort Worth. He said our own Ms. Jill Martinez, former Trustee and Board Chair will be honored and he invited all the board members to register for this event as we celebrate Ms. Martinez.

### **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 Members 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 April 28, 2022, Board Minutes.

Approval of the Human Resources Report for April 2022

Approval of the Facilities Services Report for April 2022

Approval of the Clinical Services Division Report for April 2022

Approval of the Mental Health Division Report for April 2022

**Motion:** Mr. Bernstein moved Approval of the Consent Agenda items. Dr. Santini second. The motion carried unanimously.

### **CHIEF EXECUTIVE OFFICER**

#### **SERVICE PRESENTATION:**

Summary of the housing report by Victor Smeltz.

#### **ACTION ITEMS:**

#### **Approval of the Chief Executive Officer Report for the FY21 Key Performance Indicator Progress through April 2022:**

This report was made a part of the Board Packet Dr. Burruss invited Victor Smeltz to the podium to present his report on housing initiatives for Metrocare. The report, detailing a strategy to develop up to 1000 units of owned housing within 5-7 years, was well received by the trustees and all questions were answered. Attention was called to the finalization of the purchase of "Triangle Property" adjacent to the Hillside Campus as well as to the option for a Bond Anticipation Note to support initial funding for the LK/SNOP refurbishment project and the South-side Family Center. Finally, Dr. Burruss alerted the board to the impending retirement of COO Linda Thompson on August 19<sup>th</sup> after 46 years of service to the agency.

**Motion:** Judge Lowy moved Acceptance of the Chief Executive Officer Report and Dr. Santini second. The motion carried unanimously.

**Approval of Resolution Delineating the Board's Awareness of the Chief Executive Officer, John W. Burruss, M.D., and/or Chief Administrative Officer, Richard Buckley, on behalf of Metrocare Services, is authorized to negotiate and execute a real estate purchase contract for the land and premises described as 4202 and 4227 Bowser Avenue, Dallas, TX.**

Dr. Burruss and Mr. Buckley provided information on these two properties indicating that each one of these two building has 10 units each or 20 Units of housing combined. They are 100 percent occupied and half of these occupants are our consumers. The purchase price of \$3,150,000 exceeds the appraisal value by \$35K (1.1%).

Due to timing of the UMB Credit Committee, we are paying for this transaction in cash at closing. Subsequently, we will obtain a mortgage and construction loan from UMB with a

80/20 leverage ratio. Once financing is completed, Metrocare will have provided \$800,000 of equity and a mortgage of ~ \$3,200,000. Closing on the purchase is expected in mid - June and financing to be completed in early July.

**Motion:** Ms. Walkowiak moved Approval of Resolution Authorizing the Purchase of Real Property located at 4202 and 4227 Bowser Avenue, Dallas, TX., and Dr. Santini second. The motion carried unanimously.

#### **FINANCE AND ADMINISTRATION REPORTS:**

##### **Acceptance of the Financial Report for April 2022 (unaudited):**

This report was made a part of the Board Packet. Mr. Buckley started his report by referencing Dr. Burruss' CEO report in relation to the Real Estate transactions of the Bowser and Triangle properties. Mr. Buckley then stated that the final semi-annual DSRIP reporting of Revenue and Accounts Receivable was recorded in April. Mr. Buckley then emphasized that Metrocare would not receive the DSRIP cash funds until late July and that this is the time of year where cash flow tightens for Metrocare.

Mr. Buckley then went on to explain Cash Reporting to the CEO on a daily, weekly, etc. basis inclusive of material up-coming cash transactions. Dr. Burruss also provided some input to this discussion. There were no questions posed for this item.

**Motion:** Judge Lowy moved Acceptance of the Financial Reports for April 2022 (unaudited), and Ms. Walkowiak second. The motion carried unanimously.

#### **QUALITY and AUTHORITY SERVICES REPORT:**

##### **Approval of the Quality and Authority Services Report for April 2022:**

This report was made a part of the Board Packet: Ms. Thompson presented an overview of the General Revenue Benefits Plan which included the management of dollars provided by the Health and Human Services Commission (HHSC) through the Performance Contract. The monthly Q&A report provided information on activities for the month of April.

**Motion:** Dr. Santini moved Approval of the Quality and Authority Report for April 2022. Ms. Walkowiak second. The motion carried unanimously.

##### **Approval of the Strategic Initiatives Report for April 2022:**

This report was made a part of the Board Packet. Ms. Ringer reviewed the success of Meal for the Minds, the highest grossing event in the 13-year history. She reviewed short-term plans for the department to increase engagement internally and externally and also provided an outline of the annual calendar of events and significant activities for the department. In partnership with CFO Rich Buckley and CIO Gabriela Lopez, Ms. Ringer announced culmination and near completion of two-year initiative to restructure the IT network and implement a new VOIP phone system that provides needed reporting and service to support our operations' Mobile Crisis Outreach Team and agency operations.

**Motion:** Judge Lowy moved Acceptance of the Strategic Initiatives Report for April 2022, and Mr. Hogan second. The motion carried unanimously.

#### **EXECUTIVE SESSION:**

Announcement of Closed Session in Accordance with Chapter 551 of the Texas Government Code - Section § 551.074 – personnel matters.

- Discussion regarding the Chief Executive Officer Contract

Mr. Bernstein excused staff and guests from the meeting and closed the meeting at 3:26 pm.

**Return to Open Session:**

Mr. Bernstein resumed open session at 3:34 p.m.

**Action Taken as a Result of Executive Session:**

**Motion:** Judge Lowy Moved to Approve the Extension of the CEO Contract through August 31, 2022. Ms. Walkowiak second, and the motion carried unanimously.

**Meeting Adjournment:** There being no further business to come before the Board, Mr. Bernstein adjourned the meeting at 3:35 pm.

Minutes approved by:

  
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Kenneth R. Bernstein, Chairman

Transcribed by:

Martha L. Toscano/Executive Assistant to the CEO/Board Liaison

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