

REVISED



REGULAR BOARD MINUTES
September 22, 2022

METROCARE SERVICES
Board Meeting Minutes
September 22, 2022

A Regular Meeting of the Board of Trustees of Metrocare Services convened on Thursday, September 22, 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 1:20 pm. A quorum was present with eight members of the Board in attendance.

CITIZEN COMMENTS: No public comment was received.

Trustees in attendance:

Kenneth Bernstein, Anthony Farmer, Dave Hogan, Noel O. Santini, M.D., Stacy Cantu, Alejandro Zavala, Jaime Walkowiak and Vickie Rice.

Trustees absent (excused):

Hon. Martin Lowy

Staff present:

John Burruss, M.D., Kelli Laos, Tate Ringer, Kevin Boyd, and Ariana Guilford.

Guest present: Joel Geary, Tzegabrhan Kidane, Noemi Gonzalez.

CHAIRMAN UPDATES:

- **FY22 Board Attendance:** Mr. Bernstein referred to the Attendance Report and thanked the board members for their continued engagement, involvement, and participation at our board meetings. He said he looked forward to Fiscal Year 2023.
- **Board Retreat:** Mr. Bernstein said that they had a very effective retreat in terms of going through the KPIs and introductions by several individuals in the C-Suite. They worked through eighteen KPIs and we will begin to see those at the October board meeting.
- **Update from the Mental Health Advisory Committee and the Intellectual and Developmental Disability Planning Advisory Committees:** Ms. Laos said there was a combined meeting held to present branding presentation that the board had previously received. We wanted to get feedback from the stakeholder and individual service perspective. The group was very well represented, and the feedback received had very positive reactions to the new brand and the Logo.

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.

1. Acceptance of Minutes – Regular Board Meeting, August 25, 2022
2. Acceptance of Minutes – Board Retreat Meeting, September 10, 2022
3. Acceptance of the FY22 Fourth Quarter Reports on Finance

- Quarterly Investment Report
 - Community Service contracts over \$100,000 & Non-Community Service Contracts over \$25,000
 - Lease Obligations over \$25,000
 - Legal Expenses
 - Purchases of Goods, Services and Equipment over \$15,000
 - Participation by Historically Underutilized Businesses (HUB)
4. Acceptance of the Human Resources Report for August 2022
 5. Acceptance of the FY22 Fourth Quarter Report on Salary Adjustments over \$5,000
 6. Acceptance of the Quality and Authority Report for August 2022
 7. Acceptance of the Local Plan for FY2023
 - ~~8. Acceptance of the FY22 Fourth Quarter Reports on Services Delivery~~
 - ~~9. Acceptance of the FY22 Fourth Quarter Reports on Quality Management and Research~~
 10. Acceptance of the Strategic Initiatives Report for August 2022

Mr. Bernstein removed items 8 and 9 from the Consent agenda and said they would be presented at the October board meeting.

Motion: Mr. Zavala moved to Approve the Consent Agenda and Mr. Mr. Hogan second. The Consent agenda was approved with the changes made. The motion carried by unanimous consent.

CHIEF EXECUTIVE OFFICER REPORT – SERVICE PRESENTATION:

Cohen Clinic – Dr. Chelsea Fiduccia, Director of the Cohen Veteran’s Clinic at Metrocare, provided the success story and answered questions posed by the Board members.

ACTION AGENDA

CHIEF EXECUTIVE OFFICER REPORT:

Employee Tenure Recognitions 25+: The trustees were able to meet and thank the 25-year and beyond anniversary employees.

Acceptance of the Chief Executive Officer Report for the FY22 Key Performance Indicator through 2022:

This report was made part of the Board packet. Dr. Burruss alerted the board to the Commissioners Court passing the Metrocare-Parkland Hillside financial arrangement during open court on Tuesday, two days prior. He then explained the full-year outcome of KPIs 1, 9, 11 and 13 and their relevance to the FY23 KPIs, which will be in place for the October meeting.

Motion: Ms. Walkowiak moved to Accept the Chief Executive Officer Report for the FY22 Key Performance Indicator through August 2022, and Dr. Santini second. The motion carried by unanimous consent.

FINANCE AND ADMINISTRATION REPORTS:

Acceptance of the Center's Financial Statements for the period ending August 2022 (unaudited): This report was made a part of the board packet. Dr. Burruss said that 2022 is in the books, but they have not closed for auditing purposes, yet. Last year, we had a little bit over \$11MM of net bottom line. This year it is \$10.4MM. It is hard to be disappointed with results this strong, but we had anticipated a little bit more. The timing of Capital Campaign gifts led to some differences between budget and actual. We were about \$2MM short of what we had budgeted for FY22, but the Capital Campaign has been a notable success to date.

Ms. Ringer announced a new gift of \$400K over 4 years from an anonymous donor at the Dallas Foundation. We are now over \$11MM and have substantial proposals that we are hopeful will lead to additional gifts in the coming months.

Wrapping up, Dr. Burruss stated that the last two years have been the strongest the agency has ever seen.

Motion: Ms. Cantu moved Acceptance of the Financial Statements for the period ending August 2022 and Mr. Zavala second. The motion carried by unanimous consent.

Acceptance of the Facilities Department Report for August 2022:

This report was made part of the Board packet. Dr. Burruss reported that they provided a tour of the Bowser and Rawlins sites to Commissioner Koch, Ms. Walkowiak and Ms. Rust last week. An RFP was completed for the architecture firm to lead remodeling of the LK and Special Needs Offenders Program (SNOP), and we are down to two finalists. Remodeling is taking place at Bowser.

Motion: Mr. Farmer moved to Accept the Facilities Department Report for August 2022 and Mr. Hogan second. The motion carried by unanimous consent.

Consideration of Acceptance of the Metrocare-Parkland multi-year agreements for development of the Hillside Campus Innovation Center. Dr. Santini and Mr. Zavala recused themselves from acting on this item. Dr. Burruss reminded the trustees that the four agreements were the same in substance to those presented and explained by Mr. Geary and Jon Leatherberry earlier in the year. Additional effort has been applied to ensure that the two parties are protected in the event of changes in management while also allowing Parkland the necessary rights should there be an event of default on the part of Metrocare. Mr. Geary described the four agreements and answered questions.

1. Interlocal Operating Agreement
2. Funding & Development Agreement
3. Ground Lease
4. Deed of Trust

The board discussed the approvals from Parkland's trustees in August and the Commissioners Court earlier in the week.

Motion: Mr. Farmer moved to Accept the Metrocare-Parkland multi-year agreements for development of the Hillside Campus Innovation Center, and Ms. Rice second. The motion carried with six votes.

QUALITY AND AUTHORITY SERVICES REPORT:

Acceptance of the FY22 Fourth Quarter Report on Compliance:

This report was made a part of the board packet. Ms. Moore said her report stands as presented, and provided the following highlights:

- Compliance will go live on 10/1/22 with the new incident management system affectionately named MORIS (Metrocare Online Reporting Incident System.)
- The new policy management repository is in its final phase with an anticipated go live date in early November. Go lives for each are anticipated for late Spring.
- Additional coaching and training are being administered for Phishing exercises by the Information Security Team, and the Compliance Team is providing additional training and coaching on accessing policies and procedures.
- Nine complaints received; 6- closed (4 -referred out, 1-substiated, 1-unsubstantiated) and 3-open.

Motion: Dr. Santini moved Acceptance of the FY22 Fourth Quarter Report on Compliance, and Mr. Hogan second. The motion carried by unanimous consent.

PROVIDER SERVICES REPORT:

Acceptance of the Clinical Services Division Report for August 2022:

This report was made a part of the board packet. Dr. Hunter presented her report as written with no changes. She did add that Metrocare, under the direction of Senior Project Manager Gala Dunn, MBA, had started working on the recertification process for CCBHC. This will include some updates to relevant Policies and Procedures and obtaining information for formulation of a new Community Needs Assessment.

Motion: Ms. Walkowiak moved Acceptance of the Clinical Services Division Report for August 2022, and Ms. Rice second. The motion carried by unanimous consent.

Acceptance of the Mental Health Division Report for August 2022:

This report was made a part of the board packet. Ms. Laos provided end of year summary regarding CCBHC related accomplishments including Crisis Services, Care Coordination, and extended hours. Ms. Laos informed the staff that, due to recent grant award, extended hours would be enhanced to 7 days per week and include pharmacy services!

Motion: Mr. Zavala moved Acceptance of the Mental Health Division Report for August 2022, and Mr. Hogan second. The motion carried by unanimous consent.

EXECUTIVE SESSION:

Discussion only: Closed to the Public.

Mr. Bernstein made the following announcement prior to going into Executive Session:

Announcement of Closed Session in Accordance with Texas Government Code § 551.074 to Discuss Personnel Matters:

Closed Session: Mr. Bernstein closed the meeting at 2.29: p.m.

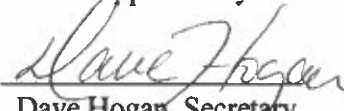
Open Session: Mr. Bernstein returned to open session at 3:18 p.m.

ACTION TAKEN AS A RESULT OF EXECUTIVE SESSION:

Mr. Bernstein said that there was no action taken during closed session.

Meeting Adjournment: There being no further business to come before the Board, Mr. Bernstein adjourned the meeting at 3:19 p.m.

Minutes approved by:


Dave Hogan, Secretary

Transcribed by:

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