



**REGULAR BOARD MINUTES
December 1, 2022**

METROCARE
Board Meeting Minutes
December 1, 2022

A Regular Meeting of the Board of Trustees of Metrocare convened on Thursday, December 1, 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 1:43 pm. A quorum was present with six members of the Board in attendance.

Trustees in attendance:

Kenneth Bernstein, Noel O. Santini, M.D., Hon. Martin Lowy, Stacy Cantu, Jaime Walkowiak and Vickie Rice.

Trustees absent (excused):

Anthony Farmer, Dave Hogan, and Alejandro Zavala.

CITIZEN COMMENTS: No public comment was received.

Staff present:

Kelli Laos, Judith Hunter, M.D., Jennifer Wadsworth, Carolina Lasso, Ikenna Mogbo, Tate Ringer, Kevin Boyd, and other staff. John Burruss, CEO participated via zoom.

Guest present: Joel Geary, Brooks Love, Gabriela Lopez, and other staff were present.

CHAIRMAN UPDATES:

- **Legislative Breakfast Update:** Mr. Bernstein said this was a well-attended event and Ms. Ringer agreed with Mr. Bernstein saying that this is one of the best attended. She commended Joel Triska who covered three key areas at this event.

Introduction of new Chief Financial Officer: Mr. Bernstein introduced our new CFO, Mr. Lucas Wilson. Dr. Burruss said Mr. Wilson comes to us from Tarrant County MHMR where he worked for almost 5 years, he was also the Chair of the Consortia at the Tx Council of Community Centers.

Board meeting calendar changes: Mr. Bernstein said the June Board meeting has been moved from June 22nd to June 29th to accommodate the Annual Texas Council Conference which was schedule at the same time as our June board meeting.

Next board meeting: January 26, 2023.

BOARD LIAISON REPORTS:

Mental Health Advisory Committee:

Ms. Laos said the committee met in the month of November and she provided a short summary of the meeting.

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, October 27, 2022
2. Acceptance of Revision to Board Policies:
 - 4.10 Contributions to the Center
 - 5.01 Human Resources Management and Development
3. Acceptance of the Human Resources Report for October 2022
4. Acceptance of the Quality and Compliance Report for October 2022
5. Acceptance of the Clinical Division Report for October 2022.
6. Acceptance of the Local Intellectual and Development Disability Report for October 2022.

Ms. Cantu requested that item number three, the Human Resources report be moved to the Action Agenda.

Motion: Judge Lowy moved to Approve the Consent agenda as revised and Dr. Santini second. The motion carried unanimously.

CHIEF EXECUTIVE OFFICER REPORT – SERVICE PRESENTATION:

Eligibility Determination Unit – Dr. DeShea Gatti provided a Power Point Presentation detailing the services the EDU Program provides and fielded questions from the Board of Trustees.

ACTION AGENDA

CHIEF EXECUTIVE OFFICER REPORT:

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

These reports were made part of the Board packet. After a thorough “Success Story” presentation by Dr. Gatti out of the EDU, Dr. Burruss focused on a review of the history of the financing process for the LK/SNOP rebuild and the Southern Area Children & Family Center. Discussion of the efforts by Hilltop Securities and Forvis to develop the necessary documents ensued with emphasis on the fiscal viability as suggested by the (still draft) Feasibility Study. Ms. Laos explained the substantial clinical need and plans for sustained operations during construction. Questions from the trustees were fielded. The expected need for the projects is \$13,500,000 but there was a discussion of unforeseen contingencies that might necessitate a larger issuance.

Motion: Ms. Cantu moved to accept the Chief Executive Officer Report for the FY23 Key Performance Indicator through October 2022 and Dr. Santini second. The motion carried unanimously.

Authorization of the CEO to proceed with a bond issuance process through Hilltop Securities, to include a Bond Anticipation Note (BAN), for the purpose of:

- Renovation of the Lancaster Kiest Clinic
- Demolition and building of a new Special Needs Offender Program (SNOP) building
- Development of a Children & Family Center in the south/southeast sector of Dallas County

Motion: Judge Lowy moved for authorization of the CEO to proceed with negotiations to secure a Bond-Anticipation Note (BAN) and subsequent bond issuance up to a total value of \$20,000,000 and Ms. Cantu second. The motion carried unanimously.

FINANCE AND ADMINISTRATION REPORTS

Acceptance of the Center's Financial Statements for the period ending October 2022 (unaudited):

This report was made a part of the board packet. Dr. Burruss, said that we are behind in revenue due to slower Capital Campaign pledges than anticipated. He indicated that he and Ms. Ringer are working on the Campaign through the holidays but expect a return to robust giving only after the New Year when people return to work.

Mr. Wilson said that we are behind related to component 2 of the DPP payments, but this is the case across all community centers. The state has asked Texas Council to report which MCO's are not paying timely with specific amounts that are due. Ms. Wadsworth reported that \$1.4 MM of Metrocare's Component 2 DDP payments remain in A/R at this time.

Motion: Judge Lowy moved Acceptance of the Financial Statements for the period ending October 2022 and Ms. Walkowiak second. The motion carried unanimously.

Acceptance of the Human Resources Report for October 2022:

This report was made a part of the board packet. Ms. Guilford fielded questions from the Board of Trustees regarding the "Time to Fill" metric; explaining that the data tracks the number of days from a job posting to hire. Ms. Guilford reviewed HR initiatives that will impact the time to fill number including a recruiting strategy that will launch in January. The Board requested that detailed information regarding "time to fill" per difficult-to-hire positions be added to the monthly report going forward.

Motion: Ms. Cantu moved acceptance of the Human Resources Report for the period ending October 2022 and Judge Lowy second. The motion carried unanimously.

Facilities Department Report for October 2022:

This report was made part of the Board packet. Kevin Boyd announced that programming & site planning for the LK/SNOP project was scheduled to start Dec. 5th with an on-site kick-off

meeting. Mr. Boyd also announced the \$1.4M agreement with Whiting-Turner for the abatement & demolition phase of the Hillside project was executed and that Disadvantaged Business Enterprise participation in the agreement was 42%, exceeding our DBE objective of 30%. Abatement & demolition for the Hillside project was scheduled to begin December 12th.

Motion: Judge Lowy moved to Accept the Facilities Department Report for October 2022 and Dr. Santini second. The motion carried unanimously.

PROVIDER SERVICES REPORT:

Acceptance of the Mental Health Division Report for October:

This report was made a part of the board packet. Ms. Wadsworth reviewed the agency KPIs and fielded questions from the Board of Trustees.

Consideration and Approval of the North Texas Behavioral Health Authority (NTBHA) Comprehensive Mental Health Provider Contract (CMHP) (verbal report):

Consideration and Approval of the Texas Correctional Office on Offenders with Medical or Mental Impairments Contract (TCOOMMI): (verbal report)

Ms. Wadsworth discussed two pending NTBHA amendments to existing contracts needing approval, the CMHP and TCOOMMI contracts. Ms. Wadsworth fielded questions from the Board of Trustees.

Motion: Mr. Bernstein moved to Accept the Mental Health Division Report for October 2022, Approval of the NTBHA Comprehensive Mental Health Provider Contract (CMHP) and Approval of the Texas Correctional Office on Offenders with Medical or Mental Impairments (TCOOMMI) contract and Judge Lowy second. The motion carried unanimously.

Acceptance of the Housing Division Report for October 2022:

This report was made a part of the board packet. Mr. Mogbo reviewed his report with specific attention to the new Living Room Drop In Center at the St. Jude – Park Central property run in partnership with Catholic Charities. He also announced the promotion of Ms. Zamora to Director of Housing and Homeless Services. He finished with an explanation of a donation of 1.3 million dollars by LifeNet Community Behavioral Healthcare.

Motion: Judge Lowy moved to Accept the Housing Division Report for October 2022 and Dr. Santini second. The motion carried unanimously.

Acceptance of the Strategic Division Report for October 2022:

This report was made a part of the board packet. Ms. Ringer provided updates on the outstanding grant submissions as well as discussed new awards that have been notified since the report was written, including two recommendations of awards with the City of Dallas and a confirmed award from Texas Council for Developmental Disabilities totaling nearly \$1.25 million. Metrocare received an additional \$500,000 from the McDermott Foundation for the Hillside Capital Campaign. Ms. Ringer also noted that the diversity, equity and inclusion training with Exeter Consulting began November 29th. All of the senior managers and the

administrative staff at 1345 River Bend have completed the training. The remaining managers in the agency will receive the training in January and March.

Motion: Ms. Cantu moved Acceptance of the Strategic Initiatives Report for October 2022, and Dr. Santini second. The motion carried unanimously.

Meeting Adjournment: There being no further business to come before the Board, Mr. Bernstein adjourned the meeting at 3:26 p.m.

Minutes approved by:



Kenneth R. Bernstein, Chairman of the Board

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