



REGULAR BOARD MINUTES

March 23, 2023

Transcribed by:

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

148046

asked the board members to reach out to him if there was any interest. Ms. Rice volunteered to fill this vacancy.

CONSENT AGENDA ITEM(s):

All consent agenda items are considered to be routine by the Board and will be enacted with one motion.

- ~~1. Approval of Minutes – Regular Board meeting February 23, 2023~~
2. Approval of the FY23 2nd 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)
3. Approval of the FY23 Second Quarter Report on Salary Adjustments over \$5,000
- ~~4. Approval of the Clinical Services Division Report for February 2023~~
5. Approval of the Housing Division Report for February 2023
6. Approval of the Quality and Compliance Division Report for February 2023
7. Approval of the Local Intellectual and Developmental Disability Report for February 2023
8. Approval of the FY23 Second Quarter Report on Services Delivery
9. Approval of the FY23 Second Quarter Report on Quality Management and Research

The following items were removed from the Consent Agenda and placed on the Action Agenda:

Item 1: Approval of the Regular Board meeting minutes from February 23, 2023 - Mr. Bernstein. Item 4: Approval of the Clinical Services Division Report for February 2023 - Dr. Santini.

Mr. Bernstein requested a motion and a second to Approve the Consent Agenda with the exclusion of the two items that were removed.

Motion: Ms. Rice moved to Approve the Consent agenda as revised and Ms. Walkowiak second. The motion carried unanimously.

1: Approval of Minutes - Regular Board meeting February 23, 2023:

CHIEF EXECUTIVE OFFICER REPORT:

These reports were made part of the Board packet.

Dr. Burruss requested that items 5B and 5C from the agenda be brought forward to ensure quorum. Regarding Item **5B**, he explained that this was the current annual renewal for the UMB operating capital and IGT support. Metrocare is entering into the 6th year of this relationship with this year structured very much like the previous years. After brief discussion, the trustees voted unanimously to support the resolution. Subsequently, Dr. Burruss turned his attention to item **5C**, which is the resolution approving Metrocare entering into a Bond Anticipation Note (BAN) with Texas Capital Bank (TCB). The timeline of this process was reviewed verbally, reminding the trustees of the discussions in January and February. In summary, Hilltop presented an initial RFP that was approved in pursuit of up to \$20 million. Responses to the RFP were reviewed and TCB had the most favorable proposal with a maximum potential of \$26 million. This was presented to the Board at the February meeting and was approved for continued finalization. The only difference for today's meeting is that the current resolution allows broader flexibility for Metrocare to include potential use of the funds for housing, cost overruns at LK and the proposed Southside Family Center, as well as capital support for the Hillside project. After discussion amongst the trustees, the resolution passed unanimously.

Dr. Burruss returned to his report and mentioned that a mid-year review of KPIs was on the schedule for the following week to determine which were in need of greater attention to try to realize favorable outcomes. There were no further questions or discussion.

5B: Approval of Resolution Delineating the Board's Awareness and Approval of the Chief Executive Officer to negotiate, execute and sign certain collateralized Amended and Restated Loan Agreement dates December 26, 2019, by and between Metrocare Services and UMB Bank, N.A.:

Motion: Ms. Cantu moved to Approve and Dr. Santini second. The motion carried unanimously.

5C: Resolution Delineating the Board's Awareness and Approval of the Chief Executive Officer's Execution of a Bond Anticipation Note with Texas Capital Bank:

Motion: Ms. Cantu moved to Approve and Ms. Rice second. The motion carried unanimously.

Approval of the Chief Executive Officer Report for the FY23 Key Performance Indicator through February 2023:

Motion: Ms. Walkowiak moved Approval and Dr. Santini second. The motion carried unanimously.

FINANCE AND ADMINISTRATION REPORTS

staff. To date, ASIST training is scheduled every two weeks and has currently trained the crisis team and majority of the ACT team staff. We now have a Nurturing Parenting trainer on staff and the first cohort of staff were trained. Ms. Wadsworth reviewed the current KPIs. She reports a drop in service volume but collaboration with IT to text individuals without services this fiscal year and with SI for promotional/marketing campaigns. Dr. Santini asked a clarifying question about the 30-hospital discharge fu KPI and was answered.

Motion: Dr. Santini moved to Approve and Ms. Cantu second. The motion carried unanimously.

STRATEGIC INITIATIVES REPORT:

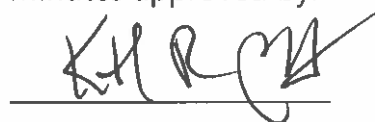
Approval of the Strategic Initiatives Report for February 2023:

This report was made a part of the board packet. The chief strategy officer, Ms. Ringer presented the Strategic Initiatives Report as provided in the board packet. She noted that Meal for the Minds speaker is now officially actress Holly Robinson Peete who has a son with Autism. The team will be promoting the event as usual but with additional opportunities in April because it is Autism Awareness Month. Save the Date notices were delivered to donors last week. Ms. Ringer reported that Crystal Charity Ball will be doing a photoshoot of our clients at the Sylvan Child and Teen clinic and Early Childhood Intervention programs. The agency will have use of those photos and Crystal Charity will use them in their funding book provided to potential donors. Finally, Ms. Ringer reported on the success of our grants department this year. So far in FY23, Metrocare has been awarded \$6.7M in grants. We currently have outstanding requests for \$13.7M and proposals in process due by May for \$7.7M.

Motion: Ms. Cantu moved to Approve and Ms. Walkowiak second. The motion carried unanimously.

Meeting Adjournment: There being no further business to come before the Board, Mr. Bernstein adjourned the meeting at 2:57 p.m.

Minutes approved by:



Kenneth R. Bernstein, Chairman