



## **REGULAR BOARD MINUTES**

August 24, 2023

**METROCARE**  
**Board Meeting Minutes**  
**August 24, 2023**

A Regular Meeting of the Board of Trustees of Metrocare convened on Thursday, August 24, 2023. 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 1:31 pm. A quorum was present with six board members in attendance.

**Board members in attendance:**

Kenneth Bernstein, Anthony Farmer, Dave Hogan, Noel Santini, M.D., Jaime Walkowiak, and Dr. Sam Yang.

**Trustees absent (excused):**

Stacy Cantu and Vickie Rice.

**Staff present:**

John W. Burruss, M.D., Judith Hunter, M.D., Lucas Wilson, Ikenna Mogbo, Jennifer Wadsworth, Carolina Lasso and Tate Ringer.

**Guest present:**

Joel Geary and other guests.

**CHAIRMAN UPDATES:**

**Board Retreat Update:**

Mr. Bernstein said that they had a very effective discussion at the August 19<sup>th</sup> Board retreat. They reviewed and set the targets for the Key Performance Indicators for the upcoming fiscal year 2024, they talked about the FY23 board attendance and reviewed and made changes to the board meeting calendar for FY2024.

**FY23 Board Attendance:**

A handout with the FY23 board attendance was included in each of the board members' folders.

**Ad-Hoc Committee to Review the Centers' Board Policies and Bylaws:**

Mr. Bernstein asked for a volunteer from the board to take the sit left vacant on the Ad hoc Committee now that Judge Lowy is no longer with us. He said the committee meets on a quarterly basis and the meeting takes approximately 1 – 1.5 hours. The committee is charged with reviewing and revising the Center's board policies that are presented at the board meeting for final board approval.

**Next board meeting:** Mr. Bernstein said the September 28<sup>th</sup> board meeting is special because on that morning at 10:00 am they will have the Groundbreaking at Hillside.

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

**CONSENT AGENDA ITEM(s): June 2023 Reports**

*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 requests, 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 the CEO Report for June 2023
2. Acceptance of the Human Resources Report for June 2023
3. Acceptance of the Facilities Services Report for June 2023
4. Acceptance of the Information Technology Report for June 2023
5. Acceptance of the Clinical Services Division Report for June 2023
6. Acceptance of the Mental Health Division Report for June 2023
7. Acceptance of the Housing Division Report for June 2023
8. Acceptance of the Quality Management and Compliance Services Report for June 2023
9. Acceptance of the Local Intellectual and Developmental Disability Report for June 2023
10. Acceptance of the Strategic Initiatives Report for June 2023

**CONSENT AGENDA ITEM(s): July 2023 Reports**

11. Acceptance of the July 7, 2023 Regular Board Meeting Minutes
12. Approval of Revisions to Administrative Procedure 2.04.02 on Public Health Provider-Charity Care Program (PHP-CCP)
13. Acceptance of the Human Resources Report for July 2023
14. Acceptance of the Clinical Services Division Report for July 2023
15. Acceptance of the Mental Health Division Report for July 2023
16. Acceptance of the Housing Division Report for July 2023
17. Acceptance of the Quality Management and Compliance Services Division Reports for July 2023

Mr. Bernstein requested moving the Housing Division Report to the Action Agenda.

**Motion:** Ms. Walkowiac moved to Approve the remaining Consent Agenda items for June and July 2023. Mr. Hogan seconded. The motion carried unanimously.

**Acceptance of the Housing Division Report for July 2023:**

Regarding the Housing report, Mr. Bernstein asked if the trustees could be of any assistance with getting the City of Dallas to sell us the three identified Land Bank lots? The Chief Housing Officer, Ikenna Mogbo, assured him that the delay was not due to the City of Dallas. Mr. Mogbo stated that communication lapses between Metrocare and our community partner resulted in the delay. This issue had been resolved and the application was to be submitted imminently.

**Motion:** Dr. Santini moved to Accept the Housing Division Report for July 2023 and Ms. Walkowiak seconded. The motion carried unanimously.

**Chief Executive Officer – Service Presentation:**

Seeking Safety Competency – Andrew Ahles presented the monthly success story regarding the MH training program.

**Staff Recognition:**

Dr. Burruss and the board acknowledged the 25, 30 and 50-year employees.

**ACTION AGENDA**

**CHIEF EXECUTIVE OFFICER REPORT:**

**Acceptance of the Chief Executive Officer Report for the FY23 Key Performance Indicator Progress through July 2023:**

Dr. Burruss pointed out that the Hillside financing agreement was complete with Parkland and the expected first draft against the \$50 million should now happen in FY24. An updated funding schedule is being developed. He also discussed additional \$100 million funding that the Texas Legislature included for MH and IDD services, noting that we are waiting for updated contracts from NTBHA to understand how this might impact Metrocare.

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

**FINANCE AND ADMINISTRATION REPORTS:**

**Acceptance of the Financial Report for July 2023 (Unaudited):**

Chief Financial Officer, Mr. Wilson discussed the variances to budget for the month of July 2023 & YTD 2023. The key variances were the increases in revenue in the month of July by \$195k due to Pharmacy & DPP Revenues. YTD revenues are higher than budget by \$3.5M due to Pharmacy & DPP Revenues.

Mr. Wilson also discussed that expenses are higher than budget YTD due to the increases in salaries related to compression changes in the amount of \$3.5M & medical claims running higher than budget by \$3.5M. He also discussed the analysis performed by Gallagher, Metrocare's new health insurance broker. Gallagher estimates approximately a \$1.0M savings going into FY24 due to pre-negotiated credits from Cigna & a reduction in the Stop Loss Renewal. Mr. Wilson discussed the status of the Finance KPI's stating that KPI 13 is ahead of goal, however, KPI 14 is behind goal.

**Motion:** Ms. Walkowiak moved Acceptance of the July Financial Reports and Dr. Santini second. The motion carried unanimously.

**Approval of the FY24 Operating, Cash, Capital, and Grants Budgets under the Finance Section:**

Metrocare is budgeted to earn \$151M in operational revenue while operating expenses are budgeted at \$145M equating to a budgeted net operating income of \$5.89M before one-time events such as revenues expected from Dallas County & the Hillside Capital Campaign.

Mr. Wilson answered questions from the board specifically regarding the budget for salaries & benefits. Anticipated medical claims are higher than in FY23 to account for the additional staff that have been hired & overall participation in the medical plan. Enrollment has grown throughout the year from just over 500 enrollees to 770. Compensation is higher as well because of an increase in total FTE's & substantially decreased turnover.

**Motion:** Mr. Farmer moved Approval of the FY24 Operating, Cash, Capital, and Grants Budgets and Ms. Walkowiak seconded. The motion carried unanimously.

**Consideration of Approval of Resolution Delineating the Board's Awareness of the Chief Executive Officer to negotiate, execute and sign a Line of Credit with UMB Banks, N.A.**

Dr. Burruss reminded the board that this resolution is presented to the trustees each year for renewal of the UMB working capital loan.

**Motion:** Ms. Walkowiak moved Approval of the Resolution delineating the Board's awareness of the Chief Executive Officer's negotiation and execution of a FY24 credit facility with UMB Banks, N.A., and Mr. Hogan seconded. The motion carried unanimously.

**FOR INFORMATION ONLY:**

**Texas Veterans + Family Alliance Contract (TV+FA Contract):**

Dr. Burruss explained that this item and the FY24 LIDDA contract were included as informational items.

**Acceptance of the Engagement Letter with the External Audit Firm of Forvis for FY2023:**

Lucas Wilson, Chief Financial Officer provided information on the engagement letter with Forvis for the FY 2023 Audit indicating that this will be our 5<sup>th</sup> year we utilize their services. State law requires that an RFP be performed every 6 years through the competitive bid process.

**Motion:** Dr. Santini moved Acceptance of the Engagement Letter with the External Audit Firm of Forvis for FY2023 and Mr. Hogan seconded. The motion carried unanimously.

### **Acceptance of the Facilities Services Report for July 2023:**

Kevin J. Boyd, Chief Facilities Planning & Construction Officer, presented the July 2023 Facilities Update including an update on the Hillside & LK-SNOP Campus redevelopment projects. He also provided an update on facility enhancements occurring at the Samuel & Skillman campuses. In reply to Judge Lowy, he said that work was being coordinated around staff & services. Mr. Boyd added that he very much appreciated the staff's patience and understanding. All other facility operations continue per routine.

**Motion:** Dr. Santini moved Acceptance of the Facilities Services Report for July 2023 and Mr. Hogan Seconded. The motion carried unanimously.

### **LOCAL INTELLECTUAL AND DEVELOPMENTAL DISABILITY AUTHORITY SERVICES REPORT:**

#### **Acceptance of the Local Intellectual and Developmental Disability Report for July 2023:**

The Chief Authority Officer, Ms. Lasso highlighted the Eligibility Determination Unit exceeding KPI expectations for completion of DIDs while also noting that type A contacts lag KPI 5 and are not expected to meet target for FY23. LIDDA's collaboration with the Aging and Disability Resource Center (ADRC) for a vaccination drive and summer respite hours was also discussed.

Dr. Santini asked Ms. Lasso about barriers to achieving KPI 5 and whether this was attainable. Ms. Lasso explained that 36,000 face-to-face contacts is attainable within the fiscal year as LIDDA has sufficient active cases to meet the requirements monthly. Turnover has affected numbers in the past and LIDDA is pursuing measures to reduce turnover through improvements to the service coordination academy, mentorship and team building activities.

**Motion:** Dr. Santini moved Acceptance of the Local Intellectual and Developmental Disability Report for July 2023 and Mr. Hogan Seconded. The motion carried unanimously.

#### **Consideration of Approval of the Texas Department of Health and Human Services Commission (HHSC) Performance Contract Allocation and Summary for FYs 2024 and 2025:**

A substantial discussion ensued regarding the FY24 Request for Support from Dallas County as expected by the THSC. The board heard history of the Dallas County LIDDA match which has been \$352,463 for twelve consecutive years after being reduced between 2010 and 2011. Ms. Lasso described what this annual half million-dollar deficit meant in lost crisis, educational and intake resources for Dallas County citizens with IDD. A written request has been approved by the board that will ask for the entire contractually expected LIDDA local match of over \$868,000.

**Motion:** Dr. Santini moved Acceptance of the Local Intellectual and Developmental Disability Report for July 2023 and Mr. Hogan Seconded. The motion carried unanimously.

**STRATEGIC INITIATIVES REPORT:**

**Consideration of Acceptance of the Strategic Initiatives Report for July 2023:**

Ms. Ringer – Chief Strategy Officer - provided a presentation on Metrocare’s community engagement over FY23. Highlights include outreach to over 6980 individuals who received information about mental health, substance use, disability services and other programs. Over the past fiscal year, 35 different experts from the Agency were speakers or panelists at over 45 events throughout the County. Ms. Ringer highlighted that this agency-wide effort is not only successful because of the number of individuals reached, but also the depth of the expertise from the Agency who are visible in the community. Both internally and externally, Metrocare’s culture is getting stronger every day.

**Motion:** Ms. Walkowiak moved to Accept the Strategic Initiatives Report for July 2023 and Dr. Santini seconded. The motion carried unanimously.

**EXECUTIVE SESSION: (Discussion only – Closed to the Public)**

Announcement of Close Session in Accordance with Texas government Code: Section § 551.074 – Deliberation regarding the CEO’s FY24 compensation as contemplated within the 8/25/2022 Employment Agreement.”

Mr. Bernstein closed the meeting at 3:40 pm.

**RETURN TO OPEN SESSION:**

Mr. Bernstein returned the meeting to open session at 3:50 pm.

**ACTION TAKEN AS A RESULT OF EXECUTIVE SESSION:**

Mr. Farmer departed but a quorum remained. Dr. Santini moved and Ms. Walkowiak second for a 3% salary increase for Dr. Burruss to take effect on September 1, 2023. The motion passed unanimously. The ad hoc CEO Compensation Committee will be scheduled to meet in the coming weeks to update Dr. Burruss’s Incentive Structure for FY24.

**Meeting Adjournment:** There being no further business to come before the Board, Mr. Bernstein adjourned the meeting at 4:05 p.m.

Minutes approved by:

  
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Dave Hogan, Secretary