



REGULAR BOARD MINUTES

August 22, 2024

METROCARE
Board Meeting Minutes
August 22, 2024

A Regular Meeting of the Board of Trustees of Metrocare convened on Thursday, August 22, 2024. The meeting was held at 1345 River Bend Drive, Dallas, TX 75247 (Mustangs Conference Rm.)

CALL TO ORDER:

Mr. Bernstein, Chairman, called the meeting to order at 1:43 pm. A quorum was confirmed with 8 board members in attendance.

Trustees Present:

Kenneth Bernstein, Anthony Farmer, Dave Hogan, Noel O. Santini, M.D., Stacy G. Cantu, Jaime Walkowiak, Vickie Rice and Sonnia R. Ortega.

Trustee absent:

Dr. Sam Yang

Public Comment: No public comment was received.

Staff present:

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

Guest present:

Joel Geary, Tzegabrhan Kidane, Coco Sanchez and Metrocare staff were in attendance.

Chairman updates:

Board Retreat: Mr. Bernstein said they had a good board retreat this past Saturday and thanked everyone that was present. He referred to the FY2025 Board meeting calendar stating that they will keep the same calendar as FY2024 except for May. It was agreed to keep the fourth Thursday (May 22nd) for the board meeting.

Texas Council of Community Centers Annual Conference: Next year's annual conference will be hosted by Metrocare at the Sheraton Hotel in Downtown Dallas. The event will run from Monday, June 25 through Wednesday, June 27th. He encouraged the trustees to take advantage of the many board training sessions that are offered.

Meal for the Minds: Our annual "Meal for the Minds" will take place on Thursday, October 24th, same day as our board meeting at the Renaissance hotel located on I-35. The board meeting will follow at the same site at approximately 1:30 pm and there will be no board training on that day.

Board Liaison Reports:

Mental Health Advisory Committee:

Ms. Wadsworth, Chief Clinical Officer reported that the Mental Health Advisory Committee met July 15. A new member that was approved by the board was present for orientation and attended her first meeting. Andrew Ahles, Specialty Manager of Clinical Training, made a presentation on the division's evidence-based training.

Ad Hoc Committee to Review the Center's Board Policies and Bylaws:

Mr. Farmer said the committee met in July and reported that they should be done reviewing all the board policies by their next meeting. The Board Policies that were reviewed and revised are in the Consent Agenda for board approval.

CONSENT AGENDA: May 2024 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 Chief Executive Officer Report
2. Acceptance of the Human Resources Report
3. Acceptance of the Facilities Division Report
4. Acceptance of the Information Technology Report
5. Acceptance of the Clinical Services Division Report
6. Acceptance of the Mental Health Services Division Report
7. Acceptance of the Housing Division Report
8. Acceptance of the Quality Management and Compliance Report
9. Acceptance of the Local Intellectual and Developmental Disability Report
10. Acceptance of the Strategic Initiatives Report

CONSENT AGENDA: June 2024 Reports

11. Acceptance of the Chief Executive Officer Report
12. Acceptance of the Human Resources Report
13. Acceptance of the Facilities Division Report
14. Acceptance of the Information Technology Report
15. Acceptance of the Clinical Services Division Report
16. Acceptance of the Mental Health Services Division Report
17. Acceptance of the Housing Division Report
18. Acceptance of the Quality Management and Compliance Report
19. Acceptance of the Local Intellectual and Developmental Disability Report
20. Acceptance of the Strategic Initiatives Report

Consent Agenda: July 2024 Reports

21. Acceptance of the May 16, 2024, Regular Board Meeting Minutes
22. Recommendation to Accept the Revisions made to Board Policies:
 - BP 1.06 Board Organization Structure
 - BP 2.04 Fees for Services
 - BP 2.05 Rights of Persons Served
 - BP 3.01 Compliance
 - BP 3.05 Administration, Safeguard and Security of PHI
 - BP 5.12 Policy on Arbitration
 - BP 6.01 Quality Management
 - BP 6.02 Notification of Deaths of Persons Served and Unusual Incidents
23. Acceptance of the Human Resources Report
24. Acceptance of the Information Technology Report
25. Acceptance of the Clinical Services Division Report
26. Acceptance of the Mental Health Services Division Report
27. Acceptance of the Housing Division Report
28. Acceptance of the Quality Management and Compliance Report
29. Acceptance of the Local Intellectual and Developmental Disability and ACER Report
30. Acceptance of the Strategic Initiatives Report

Motion: Ms. Cantu moved to Accept the Consent Agendas for May, June and July 2024 as presented and Ms. Walkowiak second. The motion was unanimously approved.

Chief Executive Officer – Service Presentation:

Mr. Abercrombie, Chief Informatics Officer, presented a success story detailing Metrocare’s solid response to the CrowdStrike cyber-event that took place on Friday, July 19th. He thanked the IT team for their hard work and getting everyone’s computers up and running as quickly as they did.

ACTION AGENDA

CHIEF EXECUTIVE OFFICER REPORT:

Acceptance of the Chief Executive Officer Report for the FY24 Key Performance Indicator Progress through July 2024:

Dr. Burruss explained that the L/K Campus rebuild has been halted temporarily to allow for further architectural and engineering analysis of the proposed demolition and renovation. He invited Dr. Hunter to announce Metrocare’s upcoming IDD Dual Diagnosis conference on September 24th and Ms. Laos to stress the importance of the CARF-required Board self-assessment that will be completed in the coming weeks.

Acceptance of a Program Related Investment from the Meadows Foundation for the Hillside Campus project (verbal report):

Dr. Burruss explained the proposed Program Related Investment (PRI) from The Meadows Foundation to be used for the Hillside project. This would amount to a commitment of \$250,000 to Metrocare to be repaid in 5 years at 0% interest. Questions were answered around reporting requirements and failure to repay the note followed by a unanimous decision to accept the PRI.

Motion: Ms. Rice moved Acceptance of the Chief Executive Officer Report for the FY24 Key Performance Indicator Progress through July 2024 and the Project Related Investment from the Meadows Foundation for the Hillside Campus project. Mr. Hogan second. The motion was unanimously approved.

Acceptance of the FY25 Key Performance indicators:

Dr. Burruss asked Dr. Hunter to explain the proposed alternative FY25 KPI #4 which measures late charting in the DDP provider group. The baseline is 93.5% timely completion, and the goal is to reach 96%.

Motion: Dr. Santini moved Acceptance of the FY25 Key Performance Indicators as amended and Ms. Walkowiak second. The board unanimously approved the nine FY25 KPIs with this substitution.

FINANCE AND ADMINISTRATION REPORTS

Acceptance of the Financial Report for May, June and July 2024:

Mr. Wilson, Chief Financial Officer, referred to page 149780 of the Statement of Activities for July stating that a detailed account of these activities can be found in the Management Discussion & Analysis report. Next, he referred to the Fee for Service revenue line reporting a \$35.2MM dollar increase compared to last year which was \$30MM. He attributed this change to the hiring of a Director of Revenue Cycle who came in to evaluate and oversee the Netsmart Operation as well as a Director of Business Operation that between the two of them have been able to make systematic changes.

Mr. Wilson referred to the Direct Payment Program (DPP) line stating that in FY23 Metrocare made \$9.1MM and should make \$18.9MM in FY24. Metrocare exceeded the benchmarks for the DPP, to which we are contributing approximately 14% of the whole eligible services statewide. Mr. Bernstein asked if 1 out of 7 is us. Dr. Burruss said this is not NTBHA, and not across the region, this is just Metrocare.

Dr. Burruss gave Kudos to the staff that are involved in running those programs.

Motion: Ms. Cantu moved Acceptance of the Financial Reports for May, June and July 2024 and Mr. Farmer second. The motion was unanimously approved.

Acceptance of the FY25 Operating, Cash, Capital, and Grants Budgets:

Questions were answered from various trustees. Mr. Wilson reported that the Budget does not include the full LIDDA match pending meetings with the County to determine if they will commit the funds.

Dr. Burruss provided the trustees the FY25-FY29 proposed Parkland budget as presented to Commissioner's Court on the Tuesday prior, pointing out that Parkland presented a negative net bottom line beginning in FY26 much as Metrocare has done in the 10-year projections shared with the Board on many occasions. He pointed out that this was not uncommon in healthcare for institutions to present forecasts in this manner, knowing that there will have to be management intervention if the situation unfolds as presented to avoid negative results.

Motion: Ms. Walkowiak moved to Accept FY25 Budgets and Mr. Hogan second. The motion was unanimously approved.

Acceptance of the Engagement Letter with the External Audit Firm of Forvis Mazars, LLP for FY2024:

The FY2024 External Audit will again be performed by the firm of Forvis Mazars, LLT. This will be Forvis' fifth year performing the audit for Metrocare.

Motion: Ms. Walkowiak moved to Accept the Engagement Letter with the External Audit Firm of Forvis Mazars, LLP for FY2024. Ms. Cantu second. The motion was unanimously approved.

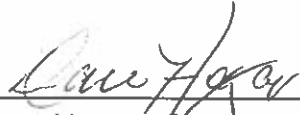
Acceptance of the Facilities Division Report for July 2024:

Mr. Boyd, Chief Facilities Planning & Construction Officer, provided a video with the day-to-day progress taking place at the Hillside Campus. He also provided an update on the Lancaster Kiest/Special Needs Offenders Program construction progress and some delays that have been necessitated by architectural and engineering questions. A handout with information on the MWBE Analysis and Breakdown on the Hillside project was provided to the board. Dr. Santini initiated a discussion regarding the percentage of construction contracts awarded to Hispanic subcontractors and asked about Metrocare's procurement efforts surrounding the Hillside project. Dr. Burruss described the efforts to complete a thorough, broadly inclusive procurement process with extensive input from the Dallas County Office of Small Business Enterprise. The Hispanic Contractors Association was included at every step of the process and Metrocare also included information provided to us by Parkland Health and Human Services. Whiting Turner conducted the interviews with scrupulous attention to the expectation that Metrocare include small and historically underutilized businesses as much as possible and the process has resulted in over 40% participation to date, higher than the threshold of 30% in the contract. Discussion ensued.

Motion: Mr. Farmer moved Acceptance of the Facilities Division Report for July 2024 and Mr. Hogan second. The motion was unanimously approved.

Meeting Adjournment: There being no further business to come before the Board, Mr. Bernstein adjourned the meeting at 3:34 p.m.

Minutes approved by:



Dave Hogan, Secretary



