



REGULAR BOARD MINUTES

September 28, 2023

METROCARE
Board Meeting Minutes
September 28, 2023

A Regular Meeting of the Board of Trustees of Metrocare convened on Thursday, September 28, 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 1:43 pm. A quorum was present with eight board members in attendance.

Board members in attendance:

Kenneth Bernstein, Anthony Farmer, Dave Hogan, Noel Santini, M.D., Stacy G. Cantu, Jaime Walkowiak, Vickie Rice, and Dr. Sam Yang.

PUBLIC COMMENTS:

There was no public comment received.

Staff present:

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

Guest present:

Brooks Love and other staff and guests.

CHAIRMAN UPDATES:

New Board Appointee: Mr. Bernstein announced the appointment of Ms. Sonnia Ortega to our board and said Ms. Ortega works for Grand Prairie, ISD Student Population and Homeless Foundation. Ms. Ortega will receive her board training in October prior to our October Board meeting.

Update on the Meetings with County Commissioners: Mr. Bernstein provided an update on the meetings that Dr. Burruss and various trustees had with four of our County Commissioners. He thanked the trustees that were able to accompany Dr. Burruss in person: Dr. Santini, Mr. Farmer and Mr. Hogan. The last meeting will be held a week from Friday with Judge Jenkins.

Mr. Bernstein reported that a key point from these meetings has been consideration of the LIDDA contract from HHSC and the "expected local match" funding. Metrocare has received roughly \$350,000 annually for the last 11 or 12 years. This is more than \$500,000 short of the expected HHSC match each year. The trustees are trying to impress upon the County the importance of this funding to help them understand the need for the full expected match, just as NTBHA receives every year as the LBHA.

BOARD LIAISON REPORTS:

Update from the Ad hoc Committee to Review the CEO's Compensation:

Dr. Santini said the committee has met on several occasions since the last board meeting and he will provide a report under Executive Session.

Ad-Hoc Committee to review the Centers' Board Policies and Bylaws: Ms. Cantu said the committee met and reviewed the board policies that are being presented today for board approval. She said the committee is still looking for another committee member and issued an invitation to Ms. Rice.

Mental Health Advisory Committee:

The Chief Clinical Officer, Ms. Wadsworth reported that the Chief Authority Officer, Carolina Lasso, presented on LIDDA. She reported that the advisory council continues to receive education on the services in the mental health division and gets updated on the FY 2023 KPIs. There were no questions posed for this item.

Next board meeting: Thursday, October 26th at this same site.

CITIZEN COMMENTS: No public comment was received.

CONSENT AGENDA ITEM(s): August 2023 Reports

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

1. Acceptance of the August 24, 2023 Regular Board Meeting Minutes
2. Proposed Revision and Approval of Board Policies:
 - BP 1.05 Trustees Relationship with County Commissioners
 - BP 1.08 Advisory Committees Involvement
 - BP 1.09 Service Recipients Family on Center Committees
 - BP 2.01 Client Service Delivery
 - BP 2.08 Records Management
3. Acceptance of the FY23 Fourth Quarter Reports on Finance
 - Quarterly Investment Report
 - Community Service Contracts over \$100,000 & Non-Community Services Contracts over \$25,00
 - 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
5. Acceptance of the FY23 Fourth Quarter Report on Salary Adjustments over \$5,000
6. Acceptance of the Facilities Division Report
7. Acceptance of the Housing Division Report
8. Acceptance of the Local Intellectual and Developmental Disability Authority Report

9. Acceptance of the LIDDA FY23 Fourth Quarter Performance Measure Report
10. Acceptance of the Quality Management and Compliance Services Report
11. Acceptance of the FY23 Fourth Quarter Reports on Internal Review Board Approvals
12. Acceptance of the Strategic Initiatives Report

Motion: Mr. Farmer moved to Accept the Consent agenda for August 2023 as presented, Mr. Hogan second. The motion carried unanimously.

ACTION AGENDA

CHIEF EXECUTIVE OFFICER REPORT:

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

After a success story from the Complex Childhood Trauma Unit, Dr. Burruss discussed the importance of community engagement by Metrocare staff. He then reported on the \$100 million potentially available statewide for permanent supported housing (among other projects) as well as Metrocare's withdrawal from the offer on the Elam Rd. clinical site. Mr. Bernstein confirmed that the KPI results included in the report are the final FY23 results.

Motion: Dr. Santini moved Acceptance of the August 2023 Chief Executive Officer Report and Ms. Walkowiak seconded. The motion carried unanimously.

FINANCE AND ADMINISTRATION REPORTS

Acceptance of the Center's Financial Statements for the periods ending June 2023 (unaudited):

Mr. Wilson informed the board members that the June financials were presented at last month's board meeting, but there was a failure to move acceptance and that's why they are back in today's board agenda so that this can take place.

Acceptance of the Center's Financial Statements for the periods ending August 2023 (unaudited):

Mr. Lucas Wilson, Chief Financial Officer, discussed the month to date revenues coming in higher than budget due to the accrual of the FY23 Charity Care Cost Report revenue that will be more definitive in November when the report is submitted. He also discussed the increase in DPP revenues for FY23 because of the favorable Year 1 Component 1 reconciliation that was received in FY23.

Mr. Wilson discussed the primary reason for the EBITDA being \$4.7M lower than budget was directly related to increases in salary & benefits expenses including a one-time retention payment made to all staff in the month of August equating to approximately \$4.0M of unanticipated operating expenses.

Motion: Mr. Farmer moved to Accept the Financial Statements for June and August 2023 and Ms. Cantu seconded. The motion carried unanimously.

New Banking Relationship with Raymond James Investments:

Mr. Wilson discussed the need to open a Brokerage Account with Raymond James Investments in order to process a stock transfer from Lyda Hill Philanthropy as a contribution to the Hillside Capital Campaign. He also discussed how this account will give Metrocare options to pursue a ladder investment approach to fixed investments such as Treasury Bills & Fixed Annuities.

Motion: Dr. Santini moved to Ratify the Approval of the Banking Relationship with Raymond James Investments and Ms. Cantu second. The motion carried unanimously.

Acceptance of the Information Technology Report for August 2023:

Mr. Wilson made reference to the various initiatives that are in progress & made comment on the RCM Bot Refinement as being completed. He also gave an update on the CIO recruitment stating that 4 candidates were selected for panel interviews with the C-Suite team. A decision to hire is expected in October with an anticipated start date in November.

Motion: Ms. Cantu moved Acceptance of the Information Technology Report for August 2023 and Ms. Walkowiak seconded. The motion carried unanimously.

PROVIDER SERVICES REPORTS:

Acceptance of the Clinical Services Division Reports for August 2023:

Chief Medical Officer, Dr. Hunter reported no changes or updates to her report as submitted. She indicated that the Clinical Services Division finished FY 2023 with strong Key Performance Indicators, while noting that rehiring the vacant Child and Adolescent Medical Director position was proving to be a slow process.

Motion: Ms. Rice moved Acceptance of the Clinical Services Division Reports for August 2023 and Dr. Santini seconded. The motion carried unanimously.

Acceptance of the Mental Health Division Reports for August 2023:

Chief Clinical Officer, Ms. Wadsworth gave an update on the organizational success of CCBHC recertification. Metrocare received verbal notification from HHSC of the 3-year recertification and a score of 98%. Ms. Wadsworth outlined how all departments are part of the CCBHC success of the organization.

Ms. Wadsworth delivered the Mental Health Division Report. She outlined the successes of the division associated with the four pillars. Ms. Wadsworth reviewed the final FY 2023 KPIs. Ms. Rice asked a question about a housing ACT team, which was answered by Chief Housing Officer, Ikenna Mogbo. Ms. Rice asked a question about county funding for MAT. Ms. Wadsworth advised Ms. Rice she was not aware of additional funding being offered.

Motion: Dr. Santini moved Acceptance of the Mental Health Services Division Reports for August 2023 and Ms. Walkowiak seconded. The motion carried unanimously.

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

Announcement of Close Session in Accordance with Subchapter D., Texas Government Code Section § 551.074 – Personnel Matters

❖ CEO's incentive payment as outlined in the August 2022 contract.

MEETING CLOSED AT: 2:49 pm.

RETURN TO OPEN SESSION:

Mr. Bernstein opened the meeting at 3:52 pm and declared that there was no action taken during the closed session.

ACTION TAKEN AS A RESULT OF EXECUTIVE SESSION:

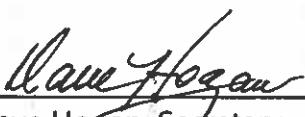
Approval of incentive payment as outlined in the August 2022 contract:

Motion: Mr. Bernstein moved to Approve the CEO's incentive payment as outlined in the August 2022 contract and Mr. Farmer seconded to authorize Finance (Mr. Wilson) and HR (Ms. Laos) to pay Dr. Burruss the FY23 contractual incentive payment of \$85,000 as soon as practical and within the 30-day expectation of the contract.

Dr. Santini reported that the ad hoc committee has arrived at an updated incentive structure for FY24, and this will be executed by Mr. Bernstein and Dr. Burruss in the coming weeks.

Meeting Adjournment: There being no further business to come before the Board, Mr. Bernstein adjourned the meeting at 2:07 p.m.

Minutes approved by:


Dave Hogan, Secretary