

**BEXAR COUNTY BOARD OF TRUSTEES FOR
MENTAL HEALTH MENTAL RETARDATION SERVICES d/b/a
THE CENTER FOR HEALTH CARE SERVICES**

Regular Board Meeting

Tuesday, December 1, 2015
Central Administration Offices
3031 IH 10 West
San Antonio, Texas 78201
6:00p.m.

TRUSTEES PRESENT:

Daniel T. Barrett, Chairman
Charles S. Bowker, Vice Chairman
Graciela A. Cigarroa, Secretary
Judge Polly Jackson Spencer, Ret.
Margaret Kelley, M.D.
Margaret M. Vera
Ruben D. Zamora

TRUSTEES ABSENT:

Mary Rose Brown
Richard Usatine, M.D.

STAFF PRESENT:

Leon Evans, President/Chief Executive Officer
Scott Ackerson, Vice President/Transformation Services
Allison Greer, Vice President/Communications
Robert Guevara, Vice President/Finance & Technology
Cynthia Martinez, Vice President/Restoration Center
Melissa Tijerina, VP/Children's BH Services
Trey Tschoepe, Vice President/Organizational Development
Marshall Millard, General Counsel
Dr. Dorcas Adepoju, Prospects Courtyard
Dr. Ruth Morgan, Prospects Courtyard
Teshina Carter, Clinical Services Director, Prospects Courtyard
Linda Rodriguez, Senior Executive Assistant/Board Liaison

The regular meeting of the Bexar County Board of Trustees for Mental Health Mental Retardation Services d/b/a The Center for Health Care Services was held on Tuesday, December 1, 2015, at 3031 IH 10 West, San Antonio, Texas.

**CALL MEETING TO ORDER
CERTIFICATION OF QUORUM**

Upon certification of a quorum by General Counsel, Board Chairman Dan Barrett called the meeting to order at 6:04 p.m. with the following members present: Dr. Kelley, Judge Spencer, Mesdames Cigarroa and Vera, and Messrs. Bowker and Zamora.

PLEDGE OF ALLIGIANCE - Led by Charles Bowker

CITIZENS TO BE HEARD – There were no citizens to be heard.

1. APPROVAL OF MINUTES

Mr. Bowker moved for approval of the minutes from the October 6, 2015 board meeting as presented; Mr. Zamora seconded the motion. Motion carried.

IN RECOGNITION OF MS. LUPE TORRES FOR HER YEARS OF SERVICE TO THE CENTER FOR HEALTH CARE SERVICES

The Board recognized Ms. Lupe Torres for years of service to the Center for Health Care Services. Ms. Torres was employed with the Center from September 1976 to September 2015.

2. PRESENTATION OF THE CENTER'S INTEGRATED CARE UNIT AT PROSPECTS COURTYARD

Teshina Carter, Clinical Services Director at Prospects Courtyard, provided the Board with a presentation of the services being provided under the Integrated Care Unit at Prospects Courtyard. Those services being: The Courtyard, the Welcome Center, mental health (psychiatric) services, primary care services, integrated care services, In-House Wellness, In-House Recovery, Safe Haven, housing, and veteran services. Additionally she outlined improvements and needs at the Courtyard. Mr. Barrett added that he and staff had met with Secretary of Housing Julian Castro to discuss possible transitional housing in Bexar County.

Also introduced were the two providers at the Integrated Care Unit: Dr. Ruth Morgan, primary care physician; and Dr. Dorcas Adepoju, psychiatrist.

3. BOARD CHAIRMAN'S REPORT

- Board By-laws, Policies and Committee Authority

Mr. Barrett announced that based on recommendations from the Finance and Planning & Operations committees, the Executive Committee has decided to appoint a Board Policy subcommittee to review and determine final product of the Board by-laws, policies and committee authorities.

Mr. Barrett thanked members of the Board for their positive response to serving on this subcommittee and stated that he would appoint members after the holidays.

- **Construction Financing of the Westside Building**

Mr. Guevara reported that the construction project at the Westside Building had reached \$50 million. However, after meeting with the Center's financial and legal advisors, the decision was made to phase down the project and focus primarily on the clinic. This scaled down the cost to about \$24-25 million. Financing discussions are currently underway with Frost Bank.

- **1115 Waiver Projects**

Mr. Guevara reported that the Center would be meeting all of its required metrics for the DY4 period and should be receiving around \$15 million in January 2016.

- **Fundraising Activities**

On behalf of Sheila Marlow-Due, Ms. Greer reported on the Center's Foundation fundraising activities in detail. (A copy of the report is on file in the Executive Offices). The Foundation has applied for funding of several projects. Total amount applied for was reported at \$4 million; funding received to date was reported at \$3.1 million. This does not include SAMHSA and other grants.

Additionally, she announced that Ms. Marlow-Due had requested to have the Center's Foundation Board added to the United Way donor form. They not only agreed but also waived the 6% administrative fee. Employees are now able to donate to the Foundation.

4. PRESIDENT/CHIEF EXECUTIVE OFFICER'S REPORT

- **President/CEO's Report of Activities for the months of October & November 2015**

- Mr. Evans was invited to participate in a Data Driven Justice Workshop hosted by The Justice Management Institute at the White House on October 28th.
- Texas Health & Human Services Executive Commissioner Chris Traylor visited the Restoration Center on November 16th.
- House Speaker Joe Strauss appointed a committee to look at the current state of mental health care in Texas. Rep. Rick Galindo of District 117 was one of the members appointed to this committee and has already reached out to the Center.
- Miami-Dade County Judge Steve Leifman was honored at the U.S. Supreme Court for his advocacy on behalf of mental health.
- The Center was visited by Scott Helman, a writer for the Boston Globe last month. He is currently working on a mental health series in which the Bexar County story will be highlighted.

- Mr. Evans was invited to present in New Hampshire on December 3rd to the following groups – A Legislative Task Force, providers/stakeholders, and the Aldermanic Special Committee on Alcohol, Other Drugs & Youth Services. He was also invited to meet with New Hampshire’s Governor Maggie Hassan.

- Medical Director’s Report – Dr. Camis Milam

Due to Dr. Milam’s absence, there was no report at this time.

- Strategic Development & Implementation of LEAN Management System

Mr. Guevara reported in the absence of Ms. Nathalie Khodr:

- There are 90 A3’s and other LEAN projects to date.
- Savings identified to date are at about \$2 million.
- Realized savings were reported at \$1.3 million.

- Contracts Executed by the President/CEO over \$50,000 and under \$100,000 for the months of October & November 2015

- Grants & Awards Submission Report

- HR Metrics Report for the months of September & October 2015

Trey Tschoepe reported that staff was currently in the process of benefit enrollment. He stated that although changes in benefits were minimal, there was a slight increase in health insurance premiums.

- Best Value Exception Waiver to Data Warehouse Solutions

Mr. Guevara reported on the Center’s best value exception waiver for procurement on data warehouse services. The steering committee appointed to review solution products selected iCentrix as the best vendor meeting the Center’s needs and goals. This would also satisfy the Center’s performance obligations for some of its’ funding grants.

CONSENT AGENDA

Mr. Bowker moved that the Consent Agenda be approved as presented; Dr. Kelley seconded the motion. Motion carried.

5. PLANNING & OPERATIONS COMMITTEE (Ruben D. Zamora, Chair)

1. Approval of the Contract Amendment with Nix Hospitals System, LLC. d/b/a Nix Health Care System, for the provision of Adult Inpatient Psychiatric Services
– Cynthia Martinez
2. Approval of the Contract with Southwest General Hospital, LP for the provision of Adult Inpatient Psychiatric Services – Cynthia Martinez

6. FINANCE COMMITTEE (Charles “Sam” Bowker, Chair)

1. Acceptance of the 2015 Third Quarter Performance Report of the Center’s 401(a) and 457(b) Accounts from Morgan Stanley – Robert Guevara
2. Approval to add Ms. Christina R. White, Compensation & Benefits Manager as a Trustee for the Center’s 401(a) and 457(b) plans – Trey Tschoepe
3. Approval for the President/CEO to negotiate and execute a contract with the Selected Firm under the Center’s Request for Proposal for the Provision of Pest Control Services to Center facilities – Robert Guevara
4. Approval for the President/CEO to negotiate and execute a contract with the Selected Firm under the Center’s Request for Proposal for the provision of linen services to two Center residential facilities – Robert Guevara

INDIVIDUAL ITEMS FOR REPORT, DISCUSSION & APPROPRIATE ACTION

7. EXECUTIVE COMMITTEE (Daniel T. Barrett, Chair)

1. Approval of a Resolution to commend the Texas Council of Community MHMR Centers, Inc. for its extraordinary and successful efforts in raising the level of equity funding for The Center for Health Care Services and other similarly situated community centers – Daniel T. Barrett

Mr. Bowker moved that the Board of Trustees approve the resolution commending the Texas Council of Community MHMR Centers, Inc. for its’ efforts in raising the level of equity funding for The Center for Health Care Services as well as other similarly situated community centers.

Dr. Kelley seconded the motion; motion carried.

2. Approval of the Third Extension of the ~~Secondment~~ Agreement with Haven for Hope for the position of Transformational Vice President – Robert Guevara

Mr. Zamora moved that the Board of Trustees approve the Third Extension of the ~~Secondment~~ Agreement with Haven for Hope for the position of Vice President of Transformational Services. Judge Spencer seconded the motion; motion carried.

Mr. Guevara briefly reported that this would extend the agreement through July 2016. However, there is no increase in the agreement; therefore, the rate will remain the same.

8. PLANNING & OPERATIONS COMMITTEE (Ruben D. Zamora, Chair)

Ratification of the Contract Renewal with Bexar County Hospital District d/b/a University Health System, for the provision of Pharmacotherapy Treatment Services – Cynthia Martinez

Mr. Zamora moved that the Board of Trustees ratify the contract renewal with the Bexar County Hospital District d/b/a University Health System, for the provision of Pharmacotherapy Treatment Services.

Ms. Cigarroa seconded the motion; motion carried.

9. FINANCE COMMITTEE (Charles S. Bowker, Chair)

1. Acceptance of the Center's Financial Statements for the period ending September 30, 2015 – Robert Guevara

Mr. Guevara reported that the Center's financials for the month of September 2015 had ended with a negative contribution to fund balance of (\$310,270); bringing the year-to-date total to a negative contribution of (\$310,270). This does not include an additional \$228,000 in General Revenue available to recognize and an additional \$65,000 in UHS local match that can be recognized. With recognition of funds from these sources, the actual loss for the month was (\$17,270). 1115 Waiver recognition was also reported at about \$1 million.

Service Revenue for the month of September was reported at about \$1.2 million; billable service revenue per day averaged at \$56,000; and Medicaid Rehab and Case Management revenue averaged at \$499,000. It was averaging at about \$500,000 before the Center moved over to Managed Care contracts with health maintenance organizations (HMOs).

The Center's financials for the month of October 2015 ended with a negative contribution to fund balance of (\$166,653); bringing the year-to-date total to a negative contribution of (\$476,923). This does not include \$409,385 in General Revenue and \$100,000 in UHS local match. With recognition of revenue from these two sources, the actual loss year-to-date was (\$32,462). 1115 Waiver recognition was also reported at \$2.1 million.

Service Revenue for the month of October was reported at about \$1.5 million; billable service revenue per day averaged at \$61,305; and Medicaid Rehab and Case Management revenue averaged at \$475,000.

In conclusion, Mr. Guevara reported that the Center was in good shape although they were looking at an increase in expenses but staff will keep a close watch on that.

Mr. Bowker briefly stated that he wanted to discuss an item that was not included in the financials – the financial stability of certain programs, i.e. Long Term Care. Mr. Evans responded that was a strategic discussion for a board retreat.

Mr. Bowker moved that the Board of Trustees accept the Center's Financial Statements for the period ending September 30, 2015 and October 31, 2015 as presented; Mr. Zamora seconded the motion. Motion carried.

2. Approval of the Center's Budget Amendments for the months of September and October 2015 – Robert Guevara

Mr. Bowker pointed out that the original budget included \$5,373,299 from fund balance as revenue. With these two amendments, this amount has been reduced by \$3,518,323 to \$1,054,976. There is a plan in place to reduce dependence on fund balance each month.

Mr. Bowker moved that the Board of Trustees approve the Center's budget amendments for the months of September and October 2015. These amendments will decrease the Center's budget by \$145,347 for a revised budget of \$104,814,487.

Dr. Kelley seconded the motion; motion carried.

3. Approval of the Fourth Amendment to the Amended and Restated Collaborative Services Agreement and Premises' License with Haven for Hope of Bexar County – Robert Guevara

Mr. Bowker moved that the Board of Trustees approve the fourth amendment to the amended and restated collaborative services agreement and premises' license between the Center and Haven for Hope of Bexar County. This agreement provides facilities for the Center's Transformation Program at Haven for Hope.

Mr. Zamora seconded the motion; motion carried.

EXECUTIVE SESSION (DISCUSSION ONLY; CLOSED TO THE PUBLIC)

Mr. Barrett moved that the Board of Trustees go into Executive Session at 7:50 p.m., pursuant to Chapter 551, Texas Government Code:

551.071 (Consultation with General Counsel): Advice on matters agendized in which the duty of the General Counsel to the Center under the Texas Disciplinary Rules of Professional Conduct of the State Bar of Texas clearly conflicts with Chapter 552 of the Texas Government Code

551.072 (Real Estate): For the purpose to deliberate and take appropriate action on purchase, exchange, lease or value of real property matters relating to:

- Property located at 3031 IH 10 West, 1302 West Summit, and 1201 West Summit, San Antonio (Bexar County), Texas 78201

OPEN SESSION

The Board reconvened into open session at 8:10 p.m. with Mr. Barrett announcing that no formal action had been taken during closed session.

Ms. Vera moved that the Board of Trustees recommend further action in procession with the sale of 3031 IH 10 West, 1302 West Summit, 1201 West Summit, and the triangle property located in San Antonio (Bexar County), Texas for the sale price of \$2.8 million; and furthermore, to negotiate acceptable terms of a lease-back agreement, under terms and conditions acceptable to the Center and subject to review by General Counsel.

Mr. Zamora seconded the motion; motion carried.

REPORT FROM MR. CHARLES "SAM" BOWKER ON THE ACTIVITIES OF THE TEXAS COUNCIL OF COMMUNITY MHMR CENTERS, INC. BOARD

Mr. Bowker stated that the Texas Council is scheduled to meet at the end of this week.

REPORT ON THE ACTIVITIES OF THE TEXAS COUNCIL RISK MANAGEMENT FUND BOARD

Mr. Barrett reported that he had attended the last TCRMF Board meeting with Mr. Guevara where discussions revolved around where the Fund was and the activities thereof.

ADJOURNMENT

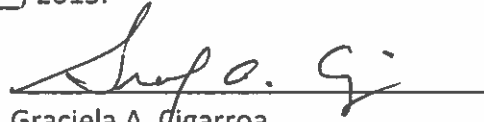
There being no further business to discuss, Mr. Barrett called for a motion to adjourn.

Ms. Vera moved for adjournment; Dr. Kelley seconded the motion. The meeting was adjourned at 8:15 p.m.

Passed and approved this 2nd day of February, 2015.



Daniel T. Barrett
Board Chairman



Graciela A. Cigarroa
Board Secretary