

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

Regular Board Meeting
Tuesday, February 12, 2019
Administrative Offices
6800 Park Ten Blvd., Suite 200-S
San Antonio, Texas 78213
6:00p.m.

TRUSTEES PRESENT: Daniel T. Barrett, Chairman
Donnie W. Whited, Secretary
Margaret A. Kelley, M.D., Treasurer
Graciela A. Cigarroa
Polly Jackson Spencer, Ret. Judge
Richard P. Usatine, M.D.

TRUSTEES ABSENT: Mary Rose Brown, Vice Chairman
Laura L. Parker, Judge
Margie Vera

STAFF PRESENT: Jelynne LeBlanc Burley, President/Chief Executive Officer
Noah Almanza, Director/CHCS Foundation
Rick Brown, VP/People & Culture
Teshina Carter, VP/Restoration & Transformation
James Chapman/Chief Compliance Officer
Tom Cobb, Director/Financial Planning & Analysis
Frank Garza, General Counsel
Allison Greer, VP/External Relations
Robert Guevara, Chief Operating Officer
April Johnson-Calvert, Chief Financial Officer
Cynthia Martinez, VP/Strategic Planning
Rene Olvera, M.D./Chief Medical Officer
Linda Rodriguez, Senior Executive Assistant/Board Liaison

GUESTS PRESENT: Kim Lopez- Gonzales, Partner, Garza/Gonzales & Associates

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, February 12, 2019, at the Center's Administrative Offices located at 6800 Park Ten Blvd., Suite 200-S, San Antonio, Texas 78213.

**CALL MEETING TO ORDER
CERTIFICATION OF QUORUM**

Upon certification of a quorum, Chairman Dan Barrett called the meeting to order at 6:00 p.m. with the following trustees present: Ms. Cigarroa, Judge Spencer, and Drs. Kelley and Usatine; thereby establishing a quorum.

PLEDGE OF ALLIGIANCE - Led by Mr. Barrett

CITIZENS TO BE HEARD – Dr. John Tennison – addressed the Board in regards to an arbitration agreement that employees are mandated to sign as a requirement for employment.

1. APPROVAL OF MINUTES

The Minutes of the December 10, 2018 meeting were presented for review and approval. Dr. Kelley moved for approval of the minutes as presented; Dr. Usatine seconded the motion. Motion carried.

2. BOARD CHAIRMAN'S REPORT

- Annual Board Training

Members of the board received their annual training on the following:

- Cultural Competency and Consumer Rights
- Consumer Rights, Advocacy, and the Prevention of Abuse, Neglect & Exploitation
- Confidentiality/HIPAA Privacy
- Ethical Conduct/Corporate Compliance

Also in accordance with CARF accreditation requirements, the board received the Annual Board Self-Assessment and Annual Board Assessment forms to be filled out and returned to the CEO's office.

Ms. Whited arrived during this time.

- CHCS Foundation Report – Graciela Cigarroa, Chairman

Ms. Cigarroa introduced the Foundation's new Director, Noah Almanza, and proceeded to report on the following:

- Being more visible in the community
- Being more involved in advocacy activity during the legislative session
- State of Mental Health Awareness luncheon May 22nd, a signature event
- Board Retreat
- Developing a report card

- Mr. Barrett also announced that the Executive Committee had discussed scheduling a Board Retreat sometime in April and once dates are decided upon, we will be polling board members for availability.

Ms. Burley added that a draft agenda had been included in the board packet, and if any member of the board had anything they would like to add to the agenda, please let her know.

Ms. Burley also stated that in response to a request from the Finance Committee, staff would begin working on scheduling a tour for members of the board interested in visiting Center facilities.

- Mr. Barrett also announced the following recognitions:
 - Ms. Jelynne LeBlanc Burley – Being inducted into the SA Business Hall of Fame on Thursday, February 21st
 - Ms. Donnie Whited – Being inducted into the SA Women’s Hall of Fame on Saturday, February 23rd.

3. PRESIDENT/CHIEF EXECUTIVE OFFICER’S REPORT

- Leadership Briefing – *Jelynne LeBlanc Burley*
- 1st Quarter Tier 1 Metrics

Ms. Burley reported on the following:

Business Plan projects which are focused on the following six areas of the Center’s Strategic Plan: Patient Experience, Patient and Community Outcomes, Community Perception, Workforce Engagement, Safety and Risk, and Sustainable Growth and Finance.

The productivity of direct service time, and the revenue and expense targets vs. the actual budget. Upon discussion, Ms. Burley stated that staff was currently working on filling vacant positions and restructuring the intake and scheduling processes in an effort to enhance the productivity level.

Injury and illness rates and vehicular accident rates were both reported to be well below our target rates.

- Contracts executed by the President/CEO over \$50,000 and under \$100,000 for the months of December 2018 & January 2019

4. REVIEW AND APPROVAL OF THE CENTER’S FINANCIAL AUDIT REPORT FOR FISCAL YEAR 2018 INDEPENDENT AUDIT REPORT CONDUCTED BY GARZA/GONZALEZ & ASSOCIATES

Ms. Lopez-Gonzales reported that the Center’s financial statements for the period ending August 31, 2018 had been audited in accordance with generally accepted auditing standards, Government Auditing Standards, Uniform Guidance, and the State of Texas Single Audit Circular.

An unmodified opinion was issued in that all financial statements presented fairly in all material respects. There were no material weaknesses or significant deficiencies to be noted. This audit

included the National Center and the pension plan. This is the first time that the National Center was included in the audit.

There were three major Federal programs and four State programs audited. An unmodified opinion was also issued in that the Center complied in all material aspects, with the types of compliance requirements of each major federal and state program required by the Uniform Guidance and the State of Texas Single Audit Circular, and there were no findings to report.

The report of Conduct of Audit noted that there were no difficulties encountered in performing and completing the audit. In the Internal Control over State and Federal Requirements, there was only one previous comment on procurement.

In conclusion, Ms. Lopez-Gonzalez acknowledged staff on the preparation of the audit with an unmodified opinion and no material weaknesses or significant deficiencies, the first in five years. Mr. Barrett also acknowledged the staff and Ms. Burley for her oversight. Ms. Burley stated that she also wanted to acknowledge James Chapman and the Contracts & Compliance Department for resolving outstanding procurement matters.

Ms. Whited moved that the Board of Trustees accept the Center's Independent Financial Audit Report for FY 2018 as presented; Dr. Kelley seconded the motion. Motion carried unanimously.

5. REVIEW AND APPROVAL OF THE BOARD BY-LAWS – *Laura Parker, Chair*

In the absence of Judge Parker, Mr. Garza reported that the Board Policy Committee was recommending that the Board of Trustees review and approve the amended CHCS Bylaws as presented.

Major changes made were highlighted as follows:

- Two members will now constitute a quorum for any committee.
- The Chairman of the Board will serve as an ex-officio member on all committees.
- The Chairman of the Board can also serve as an acting member of any committee if necessary.
- New section under Item XI. – The Chairman of the Board will appoint the chairman of the Nominating Committee. The Nominating Committee Chairman will appoint two other members to serve on the committee.
- Upon inquiry, Mr. Garza stated that a board member can participate in a meeting via video conferencing; however, everyone in the room must be able to see those members conferencing in. Members of the board must let staff know in advance so that it can be posted on the agenda.

Dr. Usatine moved that the Board of Trustees approve the amended CHCS Bylaws as presented; Judge Spencer seconded the motion. Motion carried.

6. CONSENT AGENDA

Judge Spencer moved for approval of the Consent Agenda as presented; Dr. Usatine seconded the motion. Motion carried.

PLANNING & OPERATIONS COMMITTEE (*Polly Jackson Spencer, Chair*)

1. Approval for the President/CEO to execute an agreement for CareLink Detoxification and Substance Abuse Services with the Bexar County Hospital District d/b/a University Health System – *Adam Velez*
2. Approval for the President/CEO to execute the CareLink Member Service Agreement with the Bexar County Hospital District d/b/a University Health System – *Adam Velez*
3. Approval for the President/CEO to execute the Mommies Program Agreement with the Bexar County Hospital District d/b/a University Health System – *Adam Velez*
4. Approval for the President/CEO to execute a Memorandum of Understanding for FY 2019 Local Match Funding with Bexar County Hospital District d/b/a University Health System – *Adam Velez*
5. Approval of the Community Alternatives to Incarceration Agreement with Bexar County Hospital District d/b/a University Hospital System – *Adam Velez*

FINANCE COMMITTEE (*Mary Rose Brown, Chair*)

1. Approval for the President/CEO to execute a contract with Canon U.S.A. Inc., for the provision of printers for the Center – *Tremaine Butler*
2. Approval for the President/CEO to execute a contract with Pamela W. Deegear for the provision of Business Development Services – *Adam Velez*
3. Ratification of the execution of a lease agreement renewal with the Texas Department of Health and Human Services Commission for the lease of space at 6711 S. New Braunfels Street, San Antonio, Texas 78223 – *Robert Guevara*
4. Ratification of the execution of the lease agreement renewal with Cn REI, LLC for lease of space at 1123 N. Main Avenue, San Antonio, Texas 78212 – *Robert Guevara*
5. Approval for the Center to cover the cost of participating employees premium contribution to the Self-Funded Health Insurance Plan for the month of March 2019 – *April Johnson-Calvert*

7. INDIVIDUAL ITEMS FOR REPORT, DISCUSSION & APPROPRIATE ACTION

FINANCE COMMITTEE (*Mary Rose Brown, Chair*)

1. Acceptance of the Center's Financial Statements for the periods ending November 30, 2018 and December 31, 2018 – *Tom Cobb*

Mr. Cobb reported that the Center's financials for the month ending November 30, 2018

had ended with a positive contribution to fund balance of \$73,967; bringing the total Y-T-D fund balance to a negative (\$1,136,988). Unrecognized revenue was reported at \$1,048,919; and 1115 waiver funding recognized at \$1.9 million Y-T-D; approximately \$798,769 below the expense budget for the year. Plan reserves spending for the month was reported at \$812,000 - which consisted of capital outlay and furniture for the Inner City Clinic and a mediation settlement; bringing the operating gain net of planned reserve spending to \$724,000.

For the month of December 2018, the Center's financials ended with a negative contribution to fund balance of (\$427,098); bringing the total Y-T-D fund balance to a negative (\$1,564,009). Unrecognized revenue was reported at approximately \$1.4 million; and 1115 waiver funding at \$2.5 million Y-T-D. Plan reserves spending for the month was reported at approximately \$1 million; bringing the operating gain net of planned reserve spending to \$829,924.

Mr. Cobb reported that there would be additional planned spending and budget adjustments forthcoming. The board authorized \$3 million in capital outlay expenditures for roofing, HVAC, and the compensation study. The Center also had \$9.7 million in reserves from last year that had not been spent.

Dr. Usatine moved for acceptance of the Center's financials as presented; Judge Spencer seconded the motion. Motion carried.

2. Ratification of the execution of the contract with the National Council for Behavioral Health for the provision of consultant services in order to respond to Certified Community Behavioral Health Clinic (CCBHC) conversion – *Jelynne LeBlanc Burley*

That the Board of Trustees ratify the execution of the contract with the National Council for Behavioral Health for the provision of consultant services in order to convert to a Certified Community Behavioral Health Clinic.

The consultant is MTM Services, a subcontractor of the National Council, and is assisting Center staff with process improvement, i.e., scheduling, intake, billing, so that they can work in unison with our Electronic Medical Record. This contract went into effect January 22, 2019.

Judge Spencer moved for ratification of the executed contract as presented; Dr. Kelley seconded the motion. Motion carried.

3. Ratification of the execution of the contract with Elevate Healthcare Consultants for the provision of consultant services for Medical Director and Addictionologist – *Jelynne LeBlanc Burley*

That the Board of Trustees ratify the execution of the contract with Elevate Health for the provision of consultant services for the positions of Medical Director at the Restoration/Crisis Center and Addictionologist.

Dr. Usatine moved for ratification of the executed contract as presented; Ms. Whited seconded the motion. Motion carried.

EXECUTIVE SESSION (DISCUSSION ONLY: CLOSED TO THE PUBLIC)

There was no Executive Session held at this time.

REPORTS

- Texas Council of Community MHMR Centers, Inc. Board – *Daniel T. Barrett*
Mr. Barrett reported that he and Allison had visited with nine out of ten legislators while in Austin and discussions included:

- 1115 waiver going away
- Conversion to CCCBHC
- SB 292 funds and the funds to rebuild SASH

Mr. Barrett also acknowledged Allison for her hard work in preparing for the meetings with legislators.

He also reported that he had spoken with Greg Womack, TCRMF, in regards to property insurance.

- Texas Council Risk Management Fund Board – *Robert Guevara*

Mr. Guevara reported the following:

- A performance management firm was selected – Operational Risk Management Solutions – they conduct performance and accountability audits.
- They will audit the Fund’s claim handling process.
- The Fund did make an amendment to their bylaws to perform an actuarial study. That will give members a better indicator of where our claims are at and whether we need to increase or decrease our IBNR
- In response to an inquiry from the Board Chair, Mr. Guevara reported that the fund balance was upward of \$20 million.

- Tejas Health Management Board – *Robert Guevara*

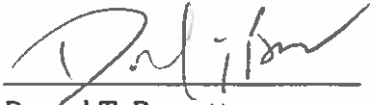
Mr. Guevara reported that the next board meeting is scheduled for April 3, 2019; and the Executive Committee is March 13th, at which time they will elect officers for the coming year.

ADJOURNMENT

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

Dr. Kelley moved for adjournment; Dr. Usatine seconded the motion. The motion carried and the meeting was adjourned at 8:04 p.m.

Passed and approved this 9th day of April, 2019.



Daniel T. Barrett
Board Chairman



Donnie W. Whited
Board Secretary