

METROCARE SERVICES

**BOARD OF TRUSTEES
MEETING MINUTES OF**

January 27, 2011

METROCARE SERVICES

REGULAR MONTHLY MEETING of the BOARD OF TRUSTEES

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A Regular Meeting of the Board of Trustees of Metrocare Services convened at 1:40 p.m. on Thursday, January 27, 2011 at 1360 River Bend Drive, Dallas, Texas 75247.

I. Call To Order/Roll Call

Ms. Noble, Madame Chair, called the meeting to order at 1:40 pm. A quorum was present.

The following Trustees were present:

Ms. Julia P. Noble, Madame Chair
Ms. Sue Ringle, Vice-chair
Ms. Verlean Walton-Brooks, Secretary
Mr. Greg Allbright
Mr. Craig Jeffery
Mr. Herbert Kamm
Ms. Jill Martinez
Dr. Carol S. North
Ms. Candy Sheehan

Staff Present: Dr. James Baker, Linda Thompson, Kyle Munson, Dr. Judith Hunter, Tom Clark, Brenda Cosens, Sandy Stephens and other Metrocare staff.

II. CITIZENS' COMMENTS: The procedure for public comments was available at the meeting for those interested. No public comment was received.

III. ISSUES TO BE CONSIDERED:

Consideration of Approval of the Minutes of the Metrocare Services Board Meeting for December 2, 2010.

Motion: Ms. Sue Ringle moved approval of the minutes of December 2, 2010, board meeting. Mr. Craig Jeffery seconded the motion, and the motion carried.

Madame Chair's Report

Board Liaison Report(s):

Mental Health Advisory Committee (Chairperson: Leonard Keese, Board Liaison: Jill Martinez). Mr. Keese said the MH Advisory Committee convened on January 10th. A quorum was present. The committee welcomed

its newest member, Ms Marilu Velez Thorn. Ms. Diane Partin provided a review of Metrocare's Child and Adolescent Mental Health Services and answered questions. Tom Clark presented a brief summary of the Town Hall meeting held by the Mental Health Association of Greater Dallas to gather input from the community on the 9-point system redesign proposed by the managed care organization ValueOptions. Discussion ensued on the committee's opposition to the proposed cuts.

Intellectual and Developmental Disability Planning/Network Advisory Committee (Chairperson: Ralph Long, Board Liaison: Verlean Walton-Brooks). Ms. Gracie Sifuentez presented the IDD PAC/NAC report on behalf of Mr. Long. Ms. Sifuentez said the IDD PAC/NAC committee met on Tuesday, January 11th. A quorum was present. Linda Thompson reviewed with the committee the Health and Human Services Commission (HHSC) budget reductions for this fiscal year. Ms. Thompson said that a service questionnaire was mailed out to families to get their input and gather information on future services in the event of budget reduction by the state. The majority of the families indicated that a limited range of services was preferred. The committee recommended the appointment of Ms. Gloria Stuart to the IDD PAC/NAC. There were no questions posed for Ms. Sifuentez.

Texas Council of Community Centers Meeting (Board Liaison: Ms. Noble). Ms. Noble provided a brief summary of the Texas Council of Community Centers Board meeting she attended on January 20-22, 2011. She said on Friday, January 21st, 153 visits were made in the Capitol with legislators' staff in a 6-hour period. The Texas Council prepared packets to be delivered to the legislative offices.

Ms. Noble referred to the Board members and said several of the handouts were placed on each of their folders to be used in educating our legislators and others in the months to come. Another Capital Day has been scheduled for April when the Texas Council plans to meet again.

Ms. Ringle took this opportunity to say that this would be her last board meeting and say goodbye. She thanked the Board members and the Metrocare staff for their commitment to our clients.

Chief Executive Officer's Report:

Consideration of Acceptance of Chief Executive Officer's Report:

Dr. Baker presented a verbal summary of the centerwide indicators for the month of December.

Motion: Ms. Martinez made a motion to accept the Chief Executive Officer's Report for December 2010. Ms. Ringle seconded, and the motion carried.

Finance and Administration Committee: Mr. Jeffery called on Mr. Munson to present his reports.

Consideration of Acceptance of the Financial Report for November 2010 (unaudited):

Consideration of Acceptance of the Financial Report for December 2010 (unaudited): Mr. Munson presented a brief summary of the November and December 2010 financials. He said both months showed consistent improvement.

Mr. Jeffery said the committee recommended the acceptance of the Financial Reports for November and December 2010. Ms. Noble said a second is not required, as the recommendation came from the committee. Motion carried.

Consideration of Acceptance to Receive FY2010 Audited Financial Statements: Mr. Munson introduced Ms. Diane Terrell from the Auditing Firm of Davis, Kinard & Co., P.C. Ms. Terrell presented a verbal summary of the FY10 Audited Financial Statements. Ms. Terrell said that her firm has issued an unqualified opinion on the financial statements of Metrocare Services for the year ending August 31, 2010.

She said part of the audit is also reports on compliance with certain grants and it reports no findings in the testing of grants compliance. The audit also has no findings regarding internal control over financial reporting.

Ms Terrell said that the financial statements were presented in all material respects in accordance with generally accepted accounting principles (GAAP).

Ms. Terrell said that her firm is reporting no disagreements with management on accounting issues or regarding estimates made in the financial statements. There were no difficulties in performing nor completing their audit. There were no proposed audit adjustments. She said this was very commendable.

No misstatements were identified. There were no material weaknesses reported.

Ms Terrell reminded the Board that had there been any audit adjustments, her firm would have been required to go over those with the governing board or to report the event.

Ms. Jeffery said the committee recommended the acceptance of the FY2010 Audited Financial Statements. Ms. Noble said a second is not required, as the recommendation came from the committee. Motion carried.

Report of the Provider Services Committee: Dr. North referred to Dr. Hunter to present her report.

Consideration of Acceptance of Medical Staff Services Report for December 2010: Dr. Hunter said her report was presented at the Provider Services committee and asked if there were any questions. There were no questions posed for this item.

Dr. North said this comes as a committee recommendation. Ms. Noble said a second is not required, as the recommendation came from the committee. Motion carried.

Consideration of Acceptance of Behavioral Health Service Delivery Report for December 2010: Mr. Clark presented a brief summary of the Behavioral Health Service Delivery report for December. There were no questions posed for this item.

Dr. North said this comes as a committee recommendation. Ms. Noble said a second is not required, as the recommendation came from the committee. Motion carried.

Consideration of Acceptance of the Developmental Disabilities Report for October 2010: Ms. Cosens presented a brief summary of the Developmental Disabilities report for the month of December.

Dr. North said this comes as a committee recommendation. Ms. Noble said a second is not required, as the recommendation came from the committee. Motion carried.

Report of the Quality and Authority Services Committee: Ms. Walton-Brooks said the Quality and Authority Committee met earlier today and asked if there were any questions for the following reports. Ms. Walton-Brooks said the following reports were recommended for approval by the committee.

Consideration of Approval of the Quality Management Report for December 2010:

Consideration of Approval of Revision to Board Policy on Rights of Persons Served 2.05:

Consideration of Appointment to the IDD PAC/NAC Committee:

- **Gloria Stuart**

Ms. Noble said the Quality Management Report for December 2010, the Approval of Revision to Board Policy 2.05 and the appointment to the IDD PAC/NAC of Ms. Gloria Stuart come as committee recommendations and a second is not required. Motion carried.

Report of the Philanthropy Committee: Ms. Ringle asked Ms. Stephens to provide the Philanthropy Committee report.

Consideration of Acceptance of the Development and Community Education Report for December 2010: Sandy Stephens presented a verbal

summary of the Development and Community Education Report for the month of December.

Ms. Ringle made a motion to approve the Development and Community Education Report for December 2010. Mr. Allbright seconded. The motion carried.

Progress on the Center for Education and Research: This item was tabled until the next Board meeting.


Report of the Legislative Action Committee:

Consideration of Approval of Legislative Report for December 2010: Ms. Stephens presented a verbal summary of the legislative report for December 2010. She said the center promoted Mr. Abel Hernandez to the position left vacant by Mr. John Luna's retirement.

Ms. Sheehan made a motion to approve the Legislative Report for December 2010. Ms. Ringle seconded, and the motion carried.

- IV. EXECUTIVE SESSION:** Announcement of Closed Session in Accordance with Subchapter D. Section 551.074 of the Texas Open Meetings Act (Chapter 551 of the Government Code) for the purpose of discussing personnel matters, i.e: Time 2:37 pm
- CEO's Compensation Review and Evaluation Process
- V. RETURN TO OPEN SESSION:** The meeting reconvened at 3:00. No action taken during closed session.
- VI. MEETING ADJOURNMENT:** There being no further business to come before the Board, the meeting adjourned at 3:00 pm.

Minutes approved by:


~~Verlean Walton Brooks, Secretary~~
Julia P. Noble, Madame Chair

Minutes recorded, transcribed and distributed by:
Martha L. Toscano
Assistant to the CEO and Metrocare Board of Trustees