

**Texana Center
Board of Trustees
Minutes
Date: October 7, 2015**

On the above date the regular meeting of the Texana Center Board of Trustees was held in the Auditorium in Building G at 4910 Airport Avenue in Rosenberg, Texas.

MEMBERS PRESENT:

Dianne Wilson, Board Chair
Dennis W. Young, Vice Chair
Anita Christensen, Secretary
J.C. Whitten
Willie Grser
Anita Christensen
Mary Rose Zduinkewicz
May Tape

MEMBERS ABSENT:

Randy Reichardt
Sue Fagan

STAFF PRESENT:

George Patterson, Chief Executive Officer
Amanda Darr, Chief Financial Officer
Shena Timberlake, Director, Behavioral Healthcare
Dot Preisler, Director, Human Resources
Tracey Shaw, Director, Development & Community Relations
Sheri Talbot, Director, Authority and Admissions
Kevin Barker, Director, Provider Services
Kate Johnson-Patagoc, Director, IDD Specialized Services
Lori Marcus, Compliance Officer/Recording Secretary

GUESTS:

Bob Wilson

1. CALL TO ORDER, INVOCATION, DETERMINATION OF QUORUM, RECOGNITION OF GUESTS, AND CORRESPONDENCE

The meeting was called to order at 12:04 P.M. by Dianne Wilson, Chair. Dennis Young said the invocation. The Board Chair determined there was a quorum

present to conduct the meeting. Dianne welcomed Bob Wilson, the only guest in attendance. There was no correspondence to discuss.

II. RECOGNITION OF ABSENCES

Dianne recognized Randy Reichardt and Sue Pagan as being absent from the meeting.

III. PUBLIC COMMENT

There was no request for public comment.

IV. THE BOARD WILL CONSIDER AND TAKE ACTION ON THE FOLLOWING ITEMS:

- Review and Consider Approval of Increase of Line of Credit

Dianne mentioned the Board was aware of the reasoning for an increase in the line of credit from the recent budget discussions of the DSRIP payment methodology and asked Amanda to provide additional information.

Amanda began with a reminder that last year the Board approved a two million dollar line of credit based on the operation of the DSRIP projects and potential cash flow implications. Recently it was determined Texana needed to reevaluate the amount of the line of credit due to delays in the receipt of funding allocations from the state agencies. Normally, Texana can rely on the payments received from the state at the beginning of each quarter. However, due to the sunset legislation that is driving the reorganization of the state agencies into HHSO, there have been delays in receiving the quarterly payments from the Department of State Health Services and the Department of Aging and Disability Services. Amanda provided a brief review of the internal changes within the state agencies and its effect on Texana. These delays, in addition to the implications of DSRIP, have impacted Texana's cash flow; therefore Texana would like to increase our line of credit with Prosperity Bank so we can better accommodate the cash flow requirements of the Center. Amanda mentioned that the line of credit has already been approved by Prosperity Bank and that we have received a commitment letter from them with no changes to the terms and conditions. Amanda completed her review with a request that the Board authorize Texana to secure a \$7,200,000 revolving line of credit with Prosperity Bank at an interest rate of the Wall Street Journal Prime Rate + .5% with a floor of 3.99% and authorization for George Patterson, Chief Executive Officer or Amanda Darr, Chief Financial Officer, to sign and execute all documents related to the above actions. Dianne asked if the Board had any questions. Dennis and Dianne had a few questions concerning the interest rate, in which Amanda and George provided

additional information. Following a brief discussion, Dianne called for a motion. May Tape questioned if there was any risk Texana would not be paid for any of DSRIP projects. Amanda responded that the risk is minimal in that we have achieved the metrics on 4 of our 5 DSRIP projects through DY4 and that on the fifth project we have the ability to carry over the achievement of the metric one year and receive payment. There was a brief explanation of the metrics and payment methodology associated with the DSRIP projects.

A motion was made by J. C. Whitten to approve Securing a \$7,200,000 Revolving Line of Credit with Prosperity Bank at an interest rate of the Wall Street Journal Prime Rate +.5% with a floor of 3.99% and authorization for George Patterson, Chief Executive Officer or Amanda Darr, Chief Financial Officer, to sign and execute all documents related to the above actions. Dennis Young seconded the motion. *Motion Carried.*

V. OTHER BUSINESS

VI. NEXT BOARD OF TRUSTEES MEETING

Dianne announced that the next Board of Trustees is scheduled for December 9, 2015.

VII. ANNOUNCEMENTS

There were no announcements

VIII. ADJOURN

The meeting adjourned at 12:26 P.M.

Respectfully submitted,


Rhonda Hodges
Recording Secretary

Approved:

 12/9/15
Dianne Wilson Date
Board Chair