

**Texana Center  
Board of Trustees  
Minutes  
Date: December 6, 2017**

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  
Sue Fagan  
Mary desVignes-Kendrick  
Willie Greer  
Mary Rose Zdunkewicz  
Randy Reichardt  
John Robson

**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  
Rhonda Hodges, Recording Secretary

**GUESTS:**

Pat Sumner, Fort Bend NAMI  
Scott Soland, Fort Bend County Deputy

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

The meeting was called to order at 9:00 A.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 guests who were in attendance. There was no correspondence to discuss.

## II. RECOGNITION OF ABSENCES

There were no absences to recognize.

## III. PUBLIC COMMENT

Dianne recognized Pat Sumner as wanting to make a public comment.

Pat thanked Texana for their support of the Clubhouse. She mentioned the Clubhouse moved to a new location and that they will be open during all holidays. Pat asked that admission forms be placed on Texana's website.

## IV. APPROVAL OF MINUTES

- September 27, 2017 – Board of Trustees Meeting

Dianne questioned whether the Board had any additions or corrections to the minutes being submitted from the September 27, 2017 Board of Trustees meeting. Dianne called for a motion to approve the minutes.

A motion was made by Dennis Young to approve the minutes as submitted. Willie Greer seconded the motion. **Motion Carried.**

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

1. Review and Consider Acceptance of the Planning and Network Advisory Committee (PNAC) Report

Sue Fagan presented the PNAC report to the Board. Based on the decrease in amounts of funding through the 85<sup>th</sup> Legislature, the committee recommended Kate Johnson-Patagoc prepare a letter to our Senators and Congressmen asking them to come and visit Texana so we can show them what services we have had to cut due to the decrease in funding. Dianne mentioned if Texana was to have a Legislative Day she would like to see all Board members contact their Representatives to try and get them to attend the event.

A motion was made by Randy Reichardt to Accept the PNAC Report as presented. Anita Christensen seconded the motion. **Motion Carried.**

2. Review and Consider Approval of Planning and Network Advisory Committee (PNAC) Member Kortney Estep Representing Austin County

Randy mentioned Kortney Estep was nominated to replace Steve Macko and that she would be a very good person to have on the PNAC Committee. Dianne called for a motion.

A motion was made by Randy Reichardt to approve Kortney Estep to the PNAC committee representing Austin County. Mary Zdunkewicz seconded the motion. **Motion Carried.**

3. Review and Consider Approval of FY 2018 - 19 Strategic Goals

George Patterson provided a brief overview of the new FY 2018-19 Strategic Goals to the Board asking if anyone had any questions or concerns.

Dennis Young mentioned a comma was needed on the cover memo in the first bullet point sentence behind "plans" located in the last sentence. John Robson mentioned a change was needed to the title on Goal # 3 to include "to or that" following "facilities". George agreed to make the suggested updates to the documents. Dianne called for a motion.

A motion was made by Randy Reichardt to approve the FY 2018-19 Strategic Goals with corrections as discussed. Dennis Young seconded the motion. **Motion Carried.**

4. Review and Consider Approval of Updated Board Policies & Bylaws

George Patterson presented the updated Board Policies & Bylaws Goals to the Board which has been reviewed and approved by Pam Beach. Rhonda Hodges asked Dianne if the Board Members could sign the last page of the "Position Description for Trustees" and give it to her, so she can file the record in her files. Dianne asked the Board members to sign the document and print their name under the signature so there is no question of which Board member's signature it was. Anita asked if a copy would be provided back to the Board members. Rhonda collected all forms so copies could be made and returned to all Board members prior to the end of the meeting. Dianne asked if the Board had any questions concerning the Policies and Bylaws. Mary desVignes-Kendrick asked for clarification on page 22 of the Board packet, Article 2, Item C. George and Amanda provided a brief explanation of Texana's 501 (c) (3) status.

A motion was made by John Robson to approve the updated Board Policies and Bylaws as presented. Willie Greer seconded the motion. **Motion Carried.**

5. Review and Consider Approval of FY 2018 Organizational Chart

George presented the FY 2018 Organization Chart to the Board providing a brief review of changes made to the structure of the chart.

A motion was made by Mary Zdunkewicz to approve the FY 2018 Organizational Chart as presented. Randy Reichardt seconded the motion. **Motion Carried.**

6. Review and Consider Approval of Line of Credit

Amanda Darr provided a brief review on why there was a need to secure a \$7,200,000 revolving line of credit with Prosperity Bank. This was an annual renewal of the existing line of credit which was in place to accommodate the cash flow requirements of operating the Delivery System Reform Incentive Payment (DSRIP) projects. Following a brief discussion, Dianne called for a motion.

A motion was made by Randy Reichardt to approve the Line of Credit as presented authorizing George Patterson, Chief Executive Officer or Amanda Darr, Chief Financial Officer to sign and execute all documents related to the above actions. Mary Zdunkewicz seconded the motion. **Motion Carried.**

7. Review and Consider Approval of Brokerage Account

Amanda Darr provided a brief explanation of why Texana needed to open a Brokerage Account with Investment Professionals, Inc. A donor wanting to make a donation of stock to Texana Center's Fulshear Capital Campaign required Texana to re-open this account. Amanda asked the Board to authorize George Patterson, Chief Executive Officer or Amanda Darr, Chief Financial Officer, to act on behalf of the organization related to all transactions associated with this brokerage account.

A motion was made by Sue Fagan to approve the Brokerage Account as presented. Willie Greer seconded the motion. **Motion Carried.**

I. THE BOARD WILL DISCUSS THE FOLLOWING ITEMS WITH NO ACTION REQUIRED:

1. Website Demonstration

George mentioned there would not be an actual website demonstration due to time restraints, but rather a discussion of the website. He turned the discussion over to Tracey Shaw to provide the update. Tracey mentioned she received updated information for the website from all divisions with the exception of BH. She referred to Shena Timberlake to provide an update on BH Services. Shena mentioned she hasn't had the time to review and provide Tracey with some of the basic updates for BH Services. She also explained that she would not be updating the website to add a patient portal site as the Center's current Electronic Health Record software doesn't currently support this. She completed her review by discussing why some patient forms could not be added to the website. Mary desVignes-Kendrick mentioned the importance of providing information on the website which would inform people on what items one might need to bring to an upcoming appointment. Following a brief discussion, Dianne asked that the Board be notified once all information has been updated on the website so they can look it over and ask any questions they might have at the next Board meeting.

## 2. Staff Turnover Data

George mentioned Dot Preisler put together the turnover report. He briefly discussed a collaborative he was recently involved with in which one of the discussion items was turnover and what could be done to improve the problem. There was a brief discussion regarding the report. Dianne questioned whether some type of contract could be done for certain job types which would keep a person in the job for a certain period of time. Dot responded that this could be done, but there was really not anything you could do if someone chooses not to honor the contract. Following a brief discussion, Dianne thanked the SLT for the report.

## 3. Texana Center Signage

Amanda provided a brief report on Texana's signage for the Rosenberg campuses. Current monument signage for these campuses will be altered to add "Campus 1", "Campus 2" and "Campus 3" to better assist visitors in getting to the right location. Dianne questioned what type of cost would be incurred in making this type of change. Amanda replied that it would be minimal.

## 4. October 2017 Financial Report

Amanda provided a brief review of the following financials information to the Board:

The negative variance in the **Behavioral Healthcare Division** is a result of the expenses associated with the flooding from Hurricane Harvey. Through 10/31/17 we have incurred \$981,236 in flood related expenses. The most significant cost through this period are \$633,995 in costs related to medications that were dispensed through a contract pharmacy when Texana's Pharmacy which is located in the Wharton facility was flooded as well as the restocking of inventory that had to be destroyed per state pharmacy regulations. Texana provided/paid for over 3,000 prescriptions to 801 indigent patients between September 4<sup>th</sup> and September 20<sup>th</sup> when the temporary pharmacy was able to get up in running in a leased space in Wharton. To put this cost for medication in context, the total annual budget for pharmaceutical medications is \$641,595. As a result of the flooding and closure of our pharmacy we spent our entire annual budget in 17 days. Approximately \$347,000 was expended for flood remediation activities at the Wharton and Columbus Clinics. We have completed a Request for Public Assistance with FEMA, but are caught in the FEMA procedural processes as they try to confirm our status as a governmental entity. We continue to follow-up weekly with our contacts at the Texas Department of Emergency Management (TDEM) and FEMA in order to try to expedite the process.

The unfavorable variance in the **IDD Provider Services Division** is partially related to delays in the submission of October residential billing that will be paid in October. Additionally, 4 individuals that reside in group homes were in nursing facilities which results in Texana not being able to bill for the residential service while having to maintain the fixed cost of operating the home as well as maintaining the availability of that residential placement indefinitely. Several of these individuals have been admitted to nursing facilities 2 – 3 times which creates financial challenges to the operation of the residential group homes. As part of the ongoing plan to provide a regional service delivery model for IDD Provider Services in Fort Bend and Wharton Counties, we have been working to install sprinkler systems in the Texana owned group homes so they can convert from three to four beds in each of these homes, moving us closer to a "right size" number of group homes. Working with multiple water and fire jurisdictions as well as fire alarm and sprinkler vendors has been challenging to get this completed in a timely manner and costs that were included in last year's budget were not completed /paid until this fiscal year. Final approval of the fire marshal will allow us to move forward with our consolidation efforts and in addition to the two leased group homes in Sealy that were closed in October, we will be able to discontinue the lease on the Grant Group home in Richmond. In order to continue our sustainability efforts for Provider

Services, an additional Learning Center will be consolidated into the operations of other Texana Learning Centers to maintain the viability of this much needed service.

**IDD Authority Services Division** show a positive variance year to date. Medicaid revenue targets are being maintained while salary/benefit costs are below budget .

In the **IDD Specialized Services Division** the Children's Center for Autism (CCA) and the Early Childhood Intervention (ECI) programs reflect unfavorable variances after the first two months of the year. The CCA operating with the use of a new pay structure for their part time employees as well as the use of an online recruiting tool to identify/screen appropriate matches to our workforce needs is still staffing up to be able to meet revenue projections. The FY 2018 budget for the ECI program includes the use of DSRIP funds that were earned last year from our Texana Therapy for Tots (T3) and will be paid in January of this year. The operations of ECI and T3 have been combined as part of our ongoing sustainability planning. We are continuing to implement changes in our service delivery model. In alignment with the parting guidance of Gary Jessee of HHSC to providers **"to do less with less"**, we will begin referring therapy services to outside providers for those families with a 3<sup>rd</sup> party payor for these services to allow us to direct our limited resources to services that are not covered by these 3<sup>rd</sup> party payors and to those who do not have another payor source. Also, we will incorporate aspects of our T3 model that produced positive outcomes as evidenced by testing using the same instrument used for ECI. We will begin enhancing our mix of service delivery settings to include more office based services to allow us to provide a more efficient delivery of services within existing resources.

The revenue reflected in **Indirect Services** is the 1% of earned revenue that is included in the budget to build the fund balance in accordance with the plan of the Board to achieve a minimum 90 unreserved fund balance by the end of FY 2020.

The **Capital Development** reflects donations which have been designated year to date for the Fulshear Capital Campaign. Currently the balance in this designated fund is \$1,138,641.

Following the review, Amanda asked if the Board had any questions for her. There were a few questions concerning the ECI program in which Amanda and Kate answered. Dianne thanked Amanda for the report.

5. Harvey Update

The Harvey Update was discussed within the October 2017 Financial Report so there was no further discussion needed.

6. Update on HCS Program

Kevin Barker discussed the financial struggles he has within the HCS program due to the current rate cuts. He briefly discussed specific problems such as hospital stays for clients and the costs associated with having to reserve their bed in the group home even though there are no funds coming through while they are in the hospital. He provided an overview on his plan to improve costs by providing more of a Regional delivery of services by consolidating certain group homes in Wharton and Fort Bend County as vacancies arise as well as continuing to consolidate learning centers to achieve a regional delivery model.

Dianne asked Kevin to provide a report at the January meeting which would list person A and person B (more if needed) and what services they are currently receiving along with information on what services they will lose due to the current funding.

II. EXECUTIVE SESSION

***There was no Executive Session as there were no updates to be reported to the Board.***

**AN EXECUTIVE (CLOSED) SESSION WILL BE HELD FOR THE FOLLOWING PURPOSES:**

- Deliberation Regarding Current, Pending, or Anticipated Litigation
  - Ortiz v. Texana Center

III. RETURN TO OPEN SESSION AND CONSIDER TAKING ACTION ON THE FOLLOWING:

***There is no action as there was no Executive Session.***

- Deliberation Regarding Current, Pending, or Anticipated Litigation
  - Ortiz v. Texana Center

IV. NEXT BOARD OF TRUSTEES MEETING – January 24, 2018

V. ANNOUNCEMENTS



Dianne mentioned the following upcoming events and asked that Board members make an attempt to attend any being held in their specific Counties.

- A. Texana Learning Centers 2017 Holiday Schedule
- B. Texana Annual Tee-Off – March 19, 2018. Weston Lakes Country Club

VI. ADJOURN

The meeting adjourned at 10:51 A.M.

Respectfully submitted.

  
Rhonda Hodges  
Recording Secretary

Approved:

  
Dianne Wilson      Date  
Board Chair