

**Texana Center
Board of Trustees
Minutes
Date: October 28, 2020**

On the above date, the regular meeting of the Texana Center Board of Trustees was held at 2330 Graeber Road in Rosenberg, Texas. Zoom video conferencing was available for members who could not attend in person.

MEMBERS PRESENT IN PERSON:

Sue Fagan, Board Chair
Willie Greer
Randy Reichardt
John Robson

MEMBERS PRESENT VIA ZOOM:

Dennis W. Young, Vice Chair
Anita Christensen, Secretary
Linda Harnist
Dr. Asim Shah

MEMBERS ABSENT:

Toi Blakley Harris

EX OFFICIO MEMBERS PRESENT VIA ZOOM:

Sheriff Skipper Osborne
Lt. Tiffany Budnik

STAFF PRESENT:

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

STAFF ABSENT:

Rhonda Hodges, Recording Secretary

GUESTS:

Leroy Cerny, Future Board of Trustees Member
Kerry Beth Cottingham, Executive Director at Hope Fort Bend Clubhouse

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

Sue Fagan, Board Chair called the meeting to order at 9:02 A.M. Kevin Barker said the invocation. The Board Chair determined there was a quorum present to conduct the meeting. Sue welcomed the guests in attendance. There was no correspondence to discuss.

II. RECOGNITION OF ABSENCES

Sue recognized Board of Trustees Member Toi Harris as being absent from the meeting.

III. DEDICATION OF DIANNE WILSON CONFERENCE CENTER AND RECOGNITION OF TRUSTEE EMERITUS STATUS

George mentioned Dianne Wilson asked that the dedication of the conference center be postponed until the January 2021 Meeting.

IV. PUBLIC COMMENT

There was no request for public comment.

V. APPROVAL OF MINUTES

- January 22, 2020 – Board of Trustees Meeting

Sue presented the minutes from the January 22, 2020 meeting to the Board. She asked if there were any corrections or discussion items. Hearing no questions, she called for a motion.

Randy Reichardt made a motion to approve the January 22, 2020 minutes as presented. Willie Greer seconded the motion. **Motion Carried.**

VI. APPROVAL OF CONSENT AGENDA ITEMS

1. Texana Center Board of Trustees Committee Assignments FY 2021

2. Review and Consider Approval of FY 2021 Nomination of Officers of the Texana Center Board of Trustees
3. Review and Consider Approval of Board of Trustees Meeting Schedule for FY 2021
4. Review and Consider Approval of FY 2021 Texana Center Organizational Chart
5. Annual Review of Investment and Cash Management Procedure
6. Texana Leases
 - a. IDD Provider Services Leases
 - 1) Learning Center of Wharton
 - 2) Brazos Glen Group Home
 - 3) Old Caney Group Home
 - b. IDD Specialized Services
 - ECI Lease – 104 Industrial, Sugar Land

Sue presented the Consent Agenda items to the Board. She asked if there were any discussion items. Hearing no questions, she called for a motion.

Willie Greer made a motion to approve all "Consent Agenda" items as presented. Randy Reichardt seconded the motion. **Motion Carried.**

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

1. Review and Consider Approval of FY 2020 - 2021 BH Utilization and Quality Management Plans

Sue asked Shena to present the plans. Shena presented the BH Utilization and Quality Management plans mentioning the must be updated and approved by the Board of Trustees on an annual basis. She mentioned there were only a couple of minor changes over the documents from last year.

Sue asked if the Board had any questions regarding the plans. Hearing no questions, she called for a motion.

Willie Greer made a motion to approve the FY 2020 – 2021 BH Utilization and Quality Management Plans as presented. Randy Reichardt seconded the motion. **Motion Carried.**

2. Review and Consider Approval of the February and August 2020 PNAC Reports and Tribute Resolution of Appreciation Honoring Sara Jo Halbert

Sue briefly discussed the most recent August 26, 2020 PNAC meeting which was held via Zoom videoconferencing. During the meeting, the SLT Directors provide a brief review of what has been going on during the

pandemic. Next Sue mentioned we had two PNAC members, Sara Jo Halbert and Bobby Joe Jimenez who passed away during the pandemic. Sue thanked the SLT for all they and their staff have done during the pandemic.

Following a reading of Tribute Resolution of Appreciation Honoring Sara Jo Halbert, Sue called for a motion.

Randy Reichardt made a motion to approve February and August 2020 PNAC report and Tribute Resolution of Appreciation Honoring Sara Jo Halbert as presented. Willie Greer seconded the motion. **Motion Carried.**

3. **Review and Consider Approval of Audit Engagement of Independent Auditor for Current Year Ending 8/31/2020**

Sue asked Amanda to present information on the Audit Engagement of Independent Auditor for FY 2020.

Amanda asked that the Board provide their approval for Texana to engage the services of Eide Bailly as the independent auditor for our FY 2020 fiscal year. Following a brief discussion, Sue called for a motion.

Randy Reichardt made a motion to approve the Audit Engagement of Independent Auditor Eide Bailly for the current year ending 8-31-2020 as presented. John Robson seconded the motion. **Motion Carried.**

4. **Review and Consider Approval of FY 2021 Texana Center Operational Budget**

Sue asked that Amanda present the FY 2021 Operational Budget for FY 2021.

Amanda referred the Board to the FY 2021 Budget document, which begins on page 74 of the Board packet. She discussed that the start of the budget began with a list of "Strategic Issues" developed by the senior leadership to address specific issues, which will present challenges to their divisions in FY 2021. Next Amanda referred the Board to page 81. to discuss the FY 2021 Budget. She mentioned the Senior Leadership was presenting a balanced budget in the amount of, 61.7 million dollars. She briefly discussed that the reduction being mostly due to a reduction of 1 million dollars in DSRIP money over the past year. Amanda next discussed issues that occurred with the Children's Center for Autism programs, which are mostly "private pay". The pandemic caused a severe reduction in Autism services since the spring of 2020. The proposed Budget reflects a 1.6 million dollars reduction in revenue projected for FY 2021 due to restructuring of the program. Following a brief review of the

Medicaid Revenue, Amanda presented the FY 2021 Operational Budget to the Board asking if they had any questions for the Senior Leadership, as they would be happy to answer them.

John asked Amanda for clarification on which revenue represented the problems impacted in Kate's department. Amanda referred John to the "Private Insurance" and "Private Pay" which was listed towards the bottom of the "Revenue" section.

Hearing no further questions, Sue called for a motion.

John Robson made a motion to approve the FY 2021 Texana Center Operational Budget as presented. Randy Reichardt seconded the motion. **Motion Carried.**

5. Review and Consider Approval of Texana Center Campus 1 Renovation Project

Sue asked Amanda to present the information.

Amanda referred the Board to page 83 of the packet. She provided a brief background history of the property along with which programs were currently located at Campus 1. She mentioned the renovation project would include Buildings C, F and G, utilized to provide services for the Children's Center for Autism and the Behavior Improvement Center. She briefly discussed the need to improve the overall look of the Campus to ensure people will want to come to Texana Center for services and not go to other Centers because they were more pleasing to the eye. Amanda mentioned Texana engaged BSA Architects to complete an assessment of the existing buildings and design of the renovated space. She ended her review by mentioning that Texana would be using "Fund Balance" funds (no State Funds) to pay for the entire renovation cost, which is projected at \$2.7 million dollars. We would like to have the renovation completed by the end of FY 2021. The recommendation is that the Board of Trustees approve the Campus 1 Renovation Project, which includes Buildings C, F, and G, as discussed above.

John Robson questioned if there were any allowances made if the project were to go over the original project costs. Amanda mentioned there was a 10% contingency added to the cost to cover in event this should happen.

Hearing no other questions, Sue called for a motion.

John Robson made a motion to approve Texana Center Campus 1 renovation project as presented. Randy Reichardt seconded the motion. **Motion Carried.**

6. Review and Consider Approval of Crossroads Villas Annual Report and Addition of Texana Center Board Member(s) to Crossroads Villas Board

Sue asked George to present the Crossroads Villas report.

George briefly discussed Crossroads Villas and the need to add new Texana Center members to the Board. He asked that the Board consider the recommendation to add Eilean Mackenzie (Crisis Center Manager), Carol Racz (Supported Employment/Supported Housing Supervisor) and Cheri Steinberg (Crisis Services Manager) to the Crossroads Villas Board. There was a brief discussion of the possibility of another Board Member joining this Board to replace Randy Reichardt once his term is done in December. John Robson said he would give it some consideration.

Sue called for a motion from the Board.

Randy Reichardt made a motion to approve Eilean Mackenzie, Carol Racz, and Cheri Steinberg to the Crossroads Villas Board and approval of the Crossroads Villas Annual Report as presented. Willie Greer seconded the motion. **Motion Carried.**

7. SLT Update on COVID 19 and Approval of Resolution of Appreciation to all Texana Staff for the Extraordinary Efforts During the COVID 19 Crisis

The Senior Leadership Team provided a brief update on COVID 19 and the overall impact on their departments.

Following the presentation, George asked that the Board approve a "Resolution of Appreciation to all Texana Staff for the Extraordinary Efforts during the COVID 19 Crisis" recognizing them for their work.

Sue called for a motion.

Willie Greer made a motion to approve the Resolution of Appreciation to all Texana Staff for the Extraordinary Efforts during the COVID-19 Crisis as presented. Randy Reichardt seconded the motion. **Motion Carried.**

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

1. Review of the 4th Qtr. FY 2020 Financial Report

Sue asked Amanda to present the financial report for the 4th quarter of FY 2020.

Amanda discussed the biggest impact of the financials being the revenue listed for "Third Party Payers" which reflected an average reduction of \$458,738 per month. As discussed earlier in the meeting, this is the impact felt in Specialized Services, which called for the furlough of 39 staff and the lay-off of 54 staff during the months of March and April.

Amanda next discussed the Paycheck Protection Program, which was available to businesses to maintain staff during the pandemic, which unfortunately, Texana Center did not qualify for this funding. She discussed while we did not qualify for this funding, we did qualify for the CARES Act Provider Relief Fund. Texana received a total of \$18,987 on April 10, 2020 and an amount of \$970,033 on July 7, 2020 for specific measures met by the Center. The Senior Leadership Team developed a plan to use the CARES funds to recognize the extraordinary effort of all Texana employees who continued to deliver essential services during the public health emergency of the pandemic. A one-time payment was paid based on all paid hours from 3-1-20 – 7-31-20.

Sue thanked Amanda for her report.

2. Annual Compliance Review for FY 2019 & 2020

Sue asked Lori Marcus to present her Compliance report for FY 2019 and FY 2020.

Lori provided a brief review of her report, which included Compliance, cases of Abuse/Neglect/Exploitation, reports of Complaints and HIPPA violations.

3. Update on NCQA Accreditation

Sue asked Sheri Talbot to present the update on NCQA Accreditation.

Sheri provided a brief update on NCQA Accreditation. The Texas Council introduced this program to Community Centers in 2018, identifying advantages to Centers and State IDD Systems. She ended her review by stating the Center achieved accreditation for three years. Texana Center was one of only two Centers who received this Accreditation.

Sue thanked Sheri for her report.

4. Update on Electronic Health Record (EHR) Implementation

Amanda provided a brief update on the Electronic Health Record (EHR) Implementation. She mentioned we were now live on the system and thanked Kevin, Kate, Sheri and Shena for all the work they and their staff did to assist in the implementation. She completed her review briefly discussing the cost of this new update and the fact that we were able to fund the entire project with donations from foundations to assist with this cost. She thanked Sheree and her staff for the work they did to assist in getting these donations.

- IX. EXECUTIVE SESSION – The Board entered into Executive Session at 10:52 A.M.

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

- CEO Evaluation

- X. RETURNED TO OPEN SESSION AND CONSIDER TAKING ACTION ON THE FOLLOWING: (11:31 A.M.)

- CEO Evaluation

The Board returned to open session and Sue called for a motion.

Randy Reichardt made a motion to approve a 5% increase in salary for George Patterson. John Robson seconded the motion. **Motion Carried.**

- XI. NEXT BOARD OF TRUSTEES MEETING – January 27, 2021

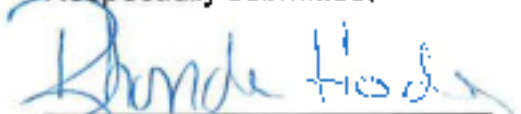
- XII. ANNOUNCEMENTS

Optional tour of the Administration Building on Graeber Road for those in attendance.

- XIII. ADJOURN

The meeting adjourned at 11:38 A.M.

Respectfully submitted,



Rhonda Hodges
Recording Secretary

Approved:

Sue Fagan 1-27-2021
Sue Fagan Date
Board Chair