Board Meeting Minutes

Meeting Date: 03/13/2017 Time: 7:30 am
Chairperson/President/Facilitator: Jerry Rogers, Chairperson

Attendees: Jerry Rogers (Board Chair); Kathryn Ellis (Board Vice Chair - Community Development and Fundraising Committee Chair); John Lamping (Board Treasurer); Martha Maxwell; Jane Sullivan; Mark Mertens; Stan Stratton; Cliff Lane; Audrey Mitchell; Vicky James; Katherine Hardy-Senkel; Ken Waller; Kelly Steffens and Kyle Gowen.

Not in Attendance: Elizabeth Diveley (Board Secretary); Dayle Burgdorf and Dr. Steven Crawford

Staff in Attendance: Susan M. Curfman, MA (President & CEO); Tracy Wiecking (COO); Amy Rhodes (CFO); Margo Pigg (EVP Adult Behavioral Health Services); Nathan Suter (Clinical Director-Oral Health); Kevin Turner (PC Medical Director); Ghada Sultani-Hoffman (EVP Children & Youth Behavioral Health Services); Kim Elbl (VP of Marketing); Donna Harris Brekel (VP of HR); Lisa Rothweiler (AVP of IT); Patty Vanek (AVP of PCHH/CDM); Cindy Vessell (VP of Community Services) and Katy Murray (VP Corporate Compliance/QM).

Jerry Rogers called the meeting to order at 7:36 am. Jerry recommended that the Board make a motion to change the order of items E and F on the Agenda.

Agenda Item #1 Approval of Agenda
Recommendations: "I, Mark Mertens, move we approve the March 13, 2017 Agenda with the change of items E and F switching spots." Stan Stratton seconded the motion. The motion carried.

Agenda Item #2 Approval of the February 13, 2017 Board Meeting Minutes
There were no corrections or additions to the February 13, 2017 Board Meeting Minutes.
**Recommendations:** "I, Kathy Ellis, move that we approve the February 13, 2017 Board Meeting Minutes." Cliff Lane seconded the motion. The motion carried.

**Action Items**

1. Mr. Rogers signed the final version of the February 13, 2017 Board Meeting Minutes.

   Committee member(s) responsible: **Jerry Rogers**

**Agenda Item #3 Retirement Plan Presentation**

Kyle Gowen introduced Kirk Tebo, VP Retirement Sales (Principal) and Marc Parson, Financial Advisor (Wells Fargo). Mr. Tebo presented the retirement plan to the Board, showing the resources that would be available to employees enrolled.

Kyle Gowen reported that the current 403(b) plan Comtrean has in place allows for a maximum employer match of 10% for no participation. The proposed new plan would limit the employer match to a maximum of 4%. Mark Mertens asked about the vesting schedule for the new plan and whether it would be 4 years. Kyle Gowen reported that the plan would have a 5 year vesting schedule. Mr. Tebo (Principal) reported that most plans are set up as a 3 year cliff with $0 vested until year 3 or with a 5 year grade with 20% vested each year. Jerry Rogers asked if there was any additional questions. Mark Mertens asked to change the employer match to a maximum of 5% instead of 4%.

**Recommendations:** "I, Kyle Gowen, move that the Board authorize the Finance Subcommittee of the Board in collaboration with the CFO to assign the employer match percentage of the retirement plan up to a maximum contribution of 5%." John Lamping seconded the motion. The motion carried.

**Action Items**

1. Finance Subcommittee and CFO to meet.

   Committee member(s) responsible: **John Lamping**
Agenda Item #4 Financial Report

John Lamping reported that revenues and expenses are continuing on track.

Net income has improved to 5.2%. Mr. Lamping reported that the cash continues to grow and was $2.9 Million after Friday’s payroll.

Amy Rhodes is continuing to monitor expenditures:
- Overtime – All areas are being closely monitored.
- Repairs and Maintenance – includes cost for A Safe Place playground and replacement of hvac unit for Arnold.
- Fundraising Expenses – timing issue for Mardi Gras and CAC Champion for Children events.

Mr. Lamping reported that there will be some upcoming expenses of (3) new vehicles and for the purchase of new computers.

Recommendations: “I, John Lamping, move that the Board approve the attached financials for the month of January 2017.” Kyle Gowen seconded the motion. The motion carried.

Agenda Item #5 CEO’s Report

1. Metrics Reporting
   a. Division Dashboards: Ms. Curfman reviewed the division dashboards, pointing out the pertinent information and major improvements made in each division.

   b. Board Members using FQHC Services: A review of the recent report showed that as of Friday, March 10, 2017, 47% of Board Members or their dependents are using FQHC services. HRSA requires 51%. This requirement must be met by the end of March. Ms. Curfman reported that the visit must be a face to face visit with a dental, primary care, or behavioral health provider, this % is important since it is one of the requirements to be a FQHC. Jerry Rogers reported that the services must be within the last year to count. Signs have been posted in waiting rooms and interviews with potential new Board members are being coordinated.
2. **PDMP:** Ms. Curfman reported that Jefferson County Council will be voting on PDMP. Ken Waller suggested that 1 or 2 individuals speak at the meetings and a large crowd be in attendance. Ms. Curfman reported that on March 27, 2017 Laura Casey will speak about her cousin. The 2nd Monday (April 10th) the 1st reading will take place, on the 4th Monday (April 24th) the 2nd and 3rd reading will take place along with the vote. Ken Waller also reported that individuals can send emails to County Council prior to April 10th.

3. **Volunteers:** Ms. Curfman reviewed the Volunteer Report, the increase in employee volunteers for the month of February 2017 was due to the Mardi Gras event.

**Agenda Item #6 Action Items**

1. **Leadership Council Report:** There were no questions or additions to the Leadership Council Reports.

   **Recommendations:** “I, Kathy Ellis, move that the Board approve the February 2017 Leadership Council Report.” Kyle Gowen seconded the motion. The motion carried.

2. **Legal Counsel:** Ms. Curfman reported that legal counsel Megan Breeze has moved to a new firm, Kramer & Hand LLC Attorneys at Law.

   **Recommendations:** “I, Mark Mertens, move that the Board continue its engagement of Megan Breeze as legal counsel at her new firm, Kramer & Hand, LLC.” Ken Waller seconded the motion. The motion carried.

3. **Mardi Gras Residual funds allocation:** Ms. Curfman discussed that the 2016 Mardi Gras funds were raised to build a playground at A Safe Place. In addition to the money raised a grant of $20,000 was awarded. After the purchase of the playground and equipment and the operating expenses there are funds remaining.
Recommendations: "I, Audrey Mitchell, move that the Board approve the transfer of 2016 Mardi Gras residual funds after operating expenses to the transitional housing building fund." Mark Mertens seconded the motion. The motion carried.

4. Advocacy Subcommittee of the Board:
   a. Advocacy Policy Revisions: Ms. Curfman reported that we needed to add the revised G3.3 and G3.3.03 policies to our governance manual. Under federal law Comtrex may campaign, but cannot use Federal money to do so. Jerry Rogers reported to the Board that Ms. Curfman is doing a wonderful job with Advocacy.

Recommendations: "I, Mark Mertens, move that the Board approve the revision of policies G3.3 and G3.3.03 in the Governance Manual."

Action Items
1. Policies to be added to Governance Manual
   Committee member(s) responsible: Vicki James with assistance of Katy Murray

b. Approval of Minutes from March 03, 2017 Meeting: There were no corrections or additions to the March 03, 2017 Advocacy Subcommittee Meeting Minutes.

Recommendations: "I, Kathy Ellis, move that the Board approve the March 03, 2017 Advocacy Subcommittee Meeting Minutes." Audrey Mitchell seconded the motion. The motion carried.

c. Advocacy Updates: Ms. Curfman reported that there is a greater need for advocacy. The current laws regarding APN's was discussed, Missouri is currently one of the most restrictive states.
5. Credentialing & Privileging: The Board reviewed the list of new staff and interns requiring privileges during the month of February. The list composed of the following individuals:

<table>
<thead>
<tr>
<th>New Staff / Interns</th>
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</thead>
<tbody>
<tr>
<td>Name</td>
<td>Title</td>
<td>Division</td>
<td>Date of Board Signature</td>
</tr>
<tr>
<td>Elizabeth Abe</td>
<td>Dentist</td>
<td>Dental</td>
<td>2/22/2017</td>
</tr>
<tr>
<td>Kimberly Kemerer</td>
<td>CAC Therapist</td>
<td>CAC</td>
<td>2/22/2017</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Current Staff Re-Privileged</th>
<th></th>
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<th></th>
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</thead>
<tbody>
<tr>
<td>Name</td>
<td>Title</td>
<td>Division</td>
<td>Date of Board Signature</td>
</tr>
<tr>
<td>Valerie Beckett</td>
<td>PSR Assistant</td>
<td>BH</td>
<td>2/22/2017</td>
</tr>
<tr>
<td>Jennifer Brewer</td>
<td>CSS</td>
<td>BH</td>
<td>2/22/2017</td>
</tr>
<tr>
<td>Patricia Culbertson</td>
<td>Case Manager</td>
<td>BH</td>
<td>2/22/2017</td>
</tr>
<tr>
<td>Paula Gannon</td>
<td>RN</td>
<td>BH</td>
<td>2/22/2017</td>
</tr>
<tr>
<td>Christian Klamert</td>
<td>LPN</td>
<td>PC</td>
<td>2/22/2017</td>
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Recommendations: "I, Kathy Ellis, move that the Board accept this report and these staff as presented." Kyle Gowen seconded the motion. The motion carried.

Action Items
1. Jerry Rogers signed the HR Credentialing and Re-Privileging Report
   Committee member(s) responsible: Jerry Rogers

6. Staff Retention Plan G4.13: Ms. Curfman reported that a Staff Retention Plan was created and needed approval to place in the Governance Manual. Donna Harris – Brekel reviewed the plan and stated that most of the strategies listed Comtrean already uses.
Recommendations: “I, John Lampe, move that the Board approve the addition of Staff Retention Plan to G4.13 in the Governance Manual.” Audrey Mitchell seconded the motion. The motion carried.

7. New Position Approvals: Ms. Curfman reported that 2 new positions needed approval. The Tails with Tales Basic Obedience Trainer, this individual will be an independent contractor and receive 50% of the fees we charge for classes. The second position, Centralized Intake and Admissions Manager will be located in the new Festus spaces recently acquired. The efficiencies gained in this position will pay for the salary.

Recommendations: “I Victoria James, move that the Board approve the addition of a Tails with Tales Basic Obedience Trainer and a Centralized Intake and Admissions Manager.” Cliff Lane seconded the motion. The motion carried.

8. QIQA Committee: Vicky James reported that 257 members of the staff completed the recent annual staff satisfaction survey. $5,000 was also recently received as an incentive payment for improvement in quality measures.

Recommendations: “I Vicky James, move that the Board accept this report as presented by the QIQA Committee.” Ken Waller seconded the motion. The motion carried.

Agenda Item #6 Discussion Items

1. Charters for Subcommittees of Board: The charters are in development and are expected to be on the April Agenda for approval.

2. Building and Grounds:

   a) A Safe Place Water and Sewer Line Project. R & K Excavation of Festus has begun excavation work, clearing trees and brush, mulching and removing from the site. The water and sewer is expected to be connected by the end of the week, weather permitting.
b) Hickory Plaza. Bid spec books and engineered drawings have been created to bid the additional parking lot at Hickory. It will be a 22 space parking lot. Bids are due and we will open them on Friday, March 17 and award the project.

c) Valley. We should have substantial completion of Phase Three in time for our visit with Rep. Dan Shaul on Friday, March 17.

d) “A” Building. The CAC, Human Resources and the COO have been moved to their new location. There are a few tweaks to finish up in the building and we are waiting for the CAC digital recording system to come in and be installed. An Open House is being planned and the date/time will be announced soon.

e) Dental Office/Centralized Admissions office in Festus. We have the keys for the two offices located at 110 and 112 S Second Street in Festus. Rent will be $500 per a month. Jerry Rogers reminded the Board that the purchase of $80,000 in dental equipment was approved by the Board at the February 2017 meeting.

3. Expected Staffing Needs: The following positions are going to be needed in the future, its unsure if they will be needed before the new budget year or not.

   a) Dental Secretary (2)
   b) Medical Secretary
   c) Billing IT Specialist
   d) IT Analyst

4. Community Relations:
   a) The Mardi Gras profit update is $38,037.82 with $1,000 still pending. A thank you reception for the donors and sponsors was held March 2 at Petit Paree in Festus. Next Year’s ball is scheduled for Saturday, February 8, 2018. The event will be at the Quality Inn again with Butch Wax & The Hollywood’s returning again for the entertainment.
b) The groundbreaking for Mary's House of Hope at A Safe Place will be Friday, March 17 at 1:30 p.m. The ceremony will take place at Bridle Ridge Acres due to the confidentiality of the Safe Place location.

c) Tails with Tales is hosting a Dog-Aritaville fundraising event on Saturday, April 29 from 6 to 11 pm at Fredericks in Festus.

d) The 12th Annual CAC fundraising golf tournament is scheduled for Friday, August 18 at Union Hills Golf Course. Information on the tournament will be forthcoming.

5. Trauma Informed Education for the Board: Ms. Curfman reminded the Board of the Trauma Informed Training being held on Saturday, April 1, 2017 in the Arnold Café at 8:30 am.

Agenda Item #7 Board Member Recruitment Discussion: Ms. Curfman reported that she has been reaching out to consumers.

Agenda Item #8 Old Business: There was no old business to discuss.

Agenda Item #9 Closed Session - Legal: "I, Mark Mertens move that the Board enter into closed session." Cliff Lane seconded the motion. The motion was carried by a voice vote from: Jerry Rogers (Board Chair); Kathryn Ellis (Board Vice Chair - Community Development and Fundraising Committee Chair); John Lamping (Board Treasurer); Martha Maxwell; Jane Sullivan; Mark Mertens; Stan Stratton; Cliff Lane; Audrey Mitchell; Vicky James; Katherine Hardy-Senkel; Ken Waller; Kelly Steffens and Kyle Gowen.

Agenda Item #11: Adjournment

Discussion: No further business to discuss.

Recommendations: With there being no further business to discuss, Mark Mertens moved for adjournment. Cliff Lane seconded the motion. The motion carried.
Notes: FY17, the Board will meet every 2nd Monday of the month at 7:30 am in the Arnold Suburban Office, Anderson Building.

Next Meeting Date: 4/10/2017  Time: 7:30 am  Location: Arnold Suburban Office

Minutes approved  
(Signature of Committee Chair)  

(Date)  

FMMSC 0116
Approved 8/20/2014