

**Highland Rivers Health
Meeting Minutes**

**Governing Board of Directors
04/28/2021 10:00 AM**
Reaching Our Community (ROC) Clubhouse
1 Goodyear Avenue
Cartersville, GA 30120

Attendees

Voting Members

Mr. Leland Johnson, Vice Chair
Mr. Sherman Ross, Secretary
Mr. Chris Mosley, Treasurer
Mr. Larry Maxey, Board Member
Mr. Michael McElveen, Board Member
Ms. Karen Sparks, Board Member
Mr. Steve Grimsley, Board Member

Others Present

Ms. Melanie Dallas, Chief Executive Officer
Mr. James Catanzaro Jr., Legal Counsel
Mr. Jared Adams, Legal Counsel
Ms. Stephanie Bishop, Chief Compliance Officer
Ms. Melissa Stone, Executive Secretary

I. Call to Order

Vice Chair Leland Johnson called the meeting to order at 10:14 a.m.

II. Approval of Agenda

Vice Chair Leland Johnson asked that the agenda be revised to move the Compliance Committee Report to Item #3. The change would allow Chief Compliance Officer Stephanie Bishop to leave the meeting after the report.

Action: The agenda was approved with the proposed revision upon unanimous vote of motion by Mr. Larry Maxey and second by Secretary Sherman Ross.

III. Executive Session

Action: Upon unanimous vote of motion by Mr. Steve Grimsley and second by Ms. Karen Sparks, the Governing Board moved into Executive Session to discuss or deliberate on the appointment, employment, compensation, hiring, disciplinary action or dismissal, or periodic evaluation or rating of a public officer or employee, to authorize negotiations to purchase, dispose of, or lease property, and to consult with legal counsel regarding pending or potential litigation, settlement, claims, administrative proceedings, or other judicial actions.

IV. Reconvention of Regular Session

Action: Chief Executive Officer Melanie Dallas was authorized to continue consolidation discussions with Haralson Behavioral Health Services with consultation from Legal Counsel upon unanimous vote of motion by Ms. Karen Sparks and second by Treasurer Chris Mosley.

V. Appointment of FY22 Officer Nomination Committee

Vice Chair Leland Johnson informed the members that the election of the FY22 Officers would take place in the next scheduled meeting. He asked for volunteers for a committee to work on a slate of nominees. Secretary Sherman Ross, Mr. Michael McElveen, and Ms. Karen Sparks volunteered to work on the slate with Ms. Sparks acting as the Chair.

VI. Consent Agenda Items

Action: The following consent agenda items were approved as presented upon unanimous vote of motion by Ms. Karen Sparks and second by Mr. Larry Maxey.

- Governing Board Meeting Minutes for February 24, 2021
- FY21 Behavioral Health Contract #44100-261-0262021103 - Amendment #03
- Board Resolutions for the Mutual of America Retirement Plans
- FY21 Agency Scorecard
- CEO Report
- Community Relations Report

VII. Finance Report

Treasurer Chris Mosley informed the members that the committee had gone over the FY21 Agency Scorecard and profit and loss statements. The information showed that Highland Rivers Health was still overcoming the impact of COVID. The team had done an excellent job matching revenue and expenses to keep the agency on a sound financial footing. There was a plan to enhance productivity and improve the operating margin. Cash on hand was stronger than historically. The income statements showed significant revenue misses. However, the revenue misses were being matched on the expense side. There was a net profit year to date that was \$198,373 better than budget. This was very encouraging in the current difficult environment.

The team would be focused on the following items in the future.

- How to hit the reset button after the public health state of emergency ended;
- How to get back into the community;
- How to reengage with individuals in the post epidemic environment;
- Barriers and corresponding solutions to providing services;
- How to continue to help those in need;
- And, how to improve the finances while addressing the items above.

VIII. Compliance Committee Report

Committee Chair Larry Maxey informed the members that the committee had a great meeting. The committee had discussed a few issues that were being handled. One item of

discussion was the upcoming Commission on Accreditation of Rehabilitation Facilities (CARF) survey and the need for a board member to volunteer to speak with the administrative surveyor. He asked Corporate Compliance Officer Stephanie Bishop to elaborate on the need. Ms. Bishop informed the members that the survey would be conducted digitally from May 11-13, 2021. The volunteer would speak with the surveyor via phone. The surveyor would want to discuss board involvement, communication, and policy. Ms. Bishop would work with the volunteer prior to the phone call to prepare the volunteer for the discussion. Vice Chair Leland Johnson volunteered to speak with the surveyor. The members thanked Mr. Johnson for his willingness to represent the board.

IX. Recognition of Visitors

Vice Chair Leland Johnson welcomed visitor Jared Adams, Legal Counsel. Mr. Adams is an Associate at Chambliss, Bahner, & Stophel P.C.

X. Public Comment

There was no public comment.

XI. Adjournment

Action: The meeting was adjourned upon unanimous vote of motion by Secretary Sherman Ross and second by Mr. Larry Maxey.



Chairperson

06-23-2021

Date