

Attendees

Voting Members

Ms. Chantel Adams, Chair

Mr. Leland Johnson, Vice Chair

Mr. Chris Mosley, Treasurer

Mr. Sherman Ross, Secretary

Ms. Donna Whitener, Board Member

Mr. Michael McElveen, Board Member

Mr. Larry Maxey, Board Member

Ms. Karen Sparks, Board Member

Ms. Christina Howell, Board Member

Mr. Steve Grimsley, Board Member

Others Present

Mr. James Catanzaro Jr., Legal Counsel

Ms. Melanie Dallas, Chief Executive Officer

Dr. Michelle Hamm, Chief Clinical Officer

Ms. Stephanie Collum, Chief Compliance Officer

Mr. Jerry Koester, Chief Financial Officer

Ms. Dena Payne, Chief Operating Officer

Mr. Mike Mullet, Community Relations Director

Ms. Kathleen Varda, Director of Community Development

Ms. Cheryl Lewis, Director of Outpatient Services

Ms. Erica Collins, Human Resources Director

Ms. Melissa Stone, Executive Secretary

I. Call to Order

Action: Chair Chantel Adams called the meeting to order at 10:45 a.m.

II. Oath of Office for New Member

Action: Executive Secretary Melissa Stone, Notary Public, administered the oath of office for Ms. Christina Howell, Murray County representative. The members welcomed Ms. Howell to the Governing Board.

III. Approval of Agenda

Action: The agenda was approved as presented upon unanimous vote of motion by Mr. Larry Maxey and second by Secretary Sherman Ross.

IV. Approval of June 24, 2020, Minutes

Action: The minutes were approved as presented upon unanimous vote of motion by Vice Chair Leland Johnson and second by Ms. Karen Sparks.

V. Executive Session

Action: Upon unanimous vote of motion by Chair Chantel Adams and second by Vice Chair Leland Johnson, the Governing Board went into Executive Session to consult with Legal Counsel regarding pending or potential claims and to discuss or deliberate on the appointment, employment, compensation, hiring, disciplinary action or dismissal, or periodic evaluation or rating of an employee.

VI. Reconvention of Regular Session

Action: No action required.

VII. Approval of Appointment of Ms. Tonya Riddick to the Highland Rivers Foundation Board of Directors

Foundation Director Kathleen Varda reminded the members that the Highland Rivers Foundation bylaws required that the Highland Rivers Health Governing Board approve any appointments to the Foundation Board of Directors. She directed the members to the Highland Rivers Foundation application and resume for Ms. Tonya Riddick. Ms. Riddick was the Executive Director for the Smile Up Foundation and had experience with other non-profits. The Smile Up Foundation had given \$1,600 to the Highland Rivers Foundation to pay for co-pays for children receiving services in Cherokee County. Ms. Riddick had many connections in the community. If appointed, she would begin on the Board of Directors on October 1, 2020.

Action: The appointment of Ms. Tonya Riddick to the Highland Rivers Foundation Board of Directors was approved upon unanimous vote of motion by Vice Chair Leland Johnson and second by Secretary Sherman Ross.

VIII. Approval of Appointment of Mr. Oscar Guzman to the Highland Rivers Foundation Board of Directors

Foundation Director Kathleen Varda directed the members to the Highland Rivers Foundation application and resume for Mr. Oscar Guzman. Mr. Guzman was the Executive Director for the Cedartown Performing Arts Center. He had been presented by Mr. Bill Fann as a good member for the Board of Directors. Mr. Guzman had a lot of energy and many connections in the community. He had set up a virtual art show that included artwork from individuals who attended the Mosaic Place Recovery Support Center in Cedartown. If appointed, he would begin on the Board of Directors on September 1, 2020.

Action: The appointment of Mr. Oscar Guzman to the Highland Rivers Foundation Board of Directors was approved upon unanimous vote of motion by Vice Chair Leland Johnson and second by Secretary Sherman Ross.

IX. Approval of Appointment of Ms. Carol Willis to the Highland Rivers Foundation Board of Directors

Foundation Director Kathleen Varda directed the members to the Highland Rivers Foundation application and resume for Ms. Carol Willis. Ms. Willis had worked with Family Connections in Floyd County. She had also started a Community Foundation in Rome, Georgia. She had already started sending Ms. Varda information on potential donors and strategies. If appointed, she would begin on the Board of Directors on September 1, 2020.

Action: The appointment of Ms. Carol Willis to the Highland Rivers Foundation Board of Directors was approved upon unanimous vote of motion by Vice Chair Leland Johnson and second by Secretary Sherman Ross.

X. Approval of Ms. Christina Howell to be Liaison on the Highland Rivers Foundation Board of Directors

Foundation Director Kathleen Varda informed the members that Ms. Christina Howell would like to be the liaison between the Highland Rivers Health and Highland Rivers Foundation Boards. She had attended the last meeting of the Foundation Board and to see how it worked. She was excited for the opportunity to learn about both organizations. Ms. Howell would begin on the Board of Directors on September 1, 2020.

Action: The appointment of Ms. Christina Howell as the liaison between the Highland Rivers Health and Highland Rivers Foundation Boards was approved upon unanimous vote of motion by Vice Chair Leland Johnson and second by Secretary Sherman Ross.

XI. Appointment of Policy Review Workgroup

Chair Chantel Adams informed the members that the Governing Board policies and procedures were due for review. The policies and procedures were required to be reviewed on an annual basis by the Commission on Accreditation of Rehabilitation Facilities (CARF). She asked for volunteers to participate on a workgroup to review the documents. Mr. Michael McElveen, Mr. Steve Grimsley, and Ms. Donna Whitener agreed to be on the workgroup. Ms. Adams asked that Executive Secretary Melissa Stone email the policies and procedures to the volunteers.

Action: Mr. Michael McElveen, Mr. Steve Grimsley, and Ms. Donna Whitener agreed to review the policies and procedures.

XII. Ratification of FY20 Residential Services Contract #44100-026-0000151571

Action: The FY20 Residential Services Contract #44100-026-0000151571 was approved upon unanimous vote of motion by Mr. Larry Maxey and second by Secretary Sherman Ross.

XIII. Ratification of FY21 Behavioral Health Contract #44100-261-0262021103

Action: The FY21 Behavioral Health Contract #44100-261-0262021103 was approved upon unanimous vote of motion by Secretary Sherman Ross and second by Treasurer Chris Mosley.

- XIV. Ratification of FY21 Women's Treatment & Recovery Supports Contract #44100-261-0262021113
Action: The FY21 Women's Treatment & Recovery Support Contract #44100-261-0262021113 was approved upon unanimous vote of motion by Mr. Larry Maxey and second by Ms. Karen Sparks.
- XV. Ratification of FY21 Intensive Case Management Contract #44100-026-0000151562
Action: The FY21 Intensive Case Management Contract #44100-026-0000151562 was approved upon unanimous vote of motion by Secretary Sherman Ross and second by Ms. Karen Sparks.
- XVI. Ratification of FY21 Intellectual/Developmental Disabilities Contract #44100-261-9072021103
Action: The FY21 Intellectual/Developmental Disabilities Contract #44100-261-9072021103 was approved upon unanimous vote of motion by Ms. Karen Sparks and second by Mr. Larry Maxey.
- XVII. Ratification of FY21 System of Care Contract #44100-026-0000150291
Action: The FY21 System of Care Contract #44100-026-0000150291 was approved upon unanimous vote of motion by Ms. Donna Whitener and second by Mr. Larry Maxey.
- XVIII. Ratification of FY21 Housing Outreach Coordinator Contract #44100-026-0000146624 - Amendment #01
Action: The FY21 Housing Outreach Coordinator Contract #44100-026-0000146624 Amendment #01 was approved upon unanimous vote of motion by Ms. Karen Sparks and second by Mr. Larry Maxey.
- XIX. Ratification of FY21 Georgia APEX Project 1.0 Contract #44100-026-0000149408
Action: The FY21 Georgia APEX Project 1.0 Contract #44100-026-0000149408 was approved upon unanimous vote of motion by Ms. Donna Whitener and second by Secretary Sherman Ross.
- XX. Ratification of FY21 Georgia Vocational Rehabilitation Agency Contract #42700-610-SA-0000010176
Action: The FY21 Georgia Vocational Rehabilitation Agency Contract #42700-610-SA-0000010176 was approved upon unanimous vote of motion by Mr. Larry Maxey and second by Secretary Sherman Ross.
- XXI. Approval of FY21 Final Budget
Treasurer Chris Mosley informed the members that the Finance Committee had reviewed and approved the FY21 Final Budget in the committee meeting. The total revenue was projected to decrease by \$455,818 from the prior year budget. This reduction could be attributed to decreases in some contracts due to the budget cuts requested by Governor Kemp. It could also be attributed to the uncertainty of the continuance of COVID-19 relief funds in the future. The expenses showed an increase in salaries for FY21. This could be attributed to bringing back furloughed staff, hiring a Medical Director, and ramping up staffing for the transitional bed units. The projected total revenue for FY21 was \$51,063,889. The projected total expenditures for FY21 were \$51,032,813. The projected

net income for FY21 was \$31,076. The agency was being conservative on the projected numbers.

Action: The FY21 Final Budget was approved upon unanimous vote of motion by Secretary Sherman Ross and second by Mr. Larry Maxey.

XXII. Finance Committee Report

Treasurer Chris Mosley directed the members to the financial information in the packet. He stated that the Finance Committee had reviewed the FY20 Agency Scorecard and the statements of revenue and expenses. The balance sheet showed a positive variance of \$1,487,779 in cash and equivalents over June 2019. A portion of this could be attributed to repayment of funds from the Highland Rivers Foundation. The deferred outflows, deferred inflows, pension and other post-employment benefits liability amounts would not be finalized until after the auditor conducted the FY20 financial audit. He reminded the members that these numbers were given to the auditor by the State. The key performance indicators (KPIs) were Department of Behavioral Health and Developmental Disabilities' (DBHDD) requirements and were not realistic. He was happy to report that the days cash on hand KPI was higher than it had been in a long time. The agency had met the current ratio KPI. The statement of revenue and expenses for the month of June 2020 showed a variance for revenue that was lower than budget due to COVID-19. The decrease in salaries and wages compared to budget was due to furloughs and unfilled positions. Food, pharmaceuticals, fuel, and mileage costs were all down compared to budget due to COVID-19. There was a net profit of \$144,148 for the month. The statement of revenue and expenses year to date through June 2020 showed a decrease in revenue and expenses due to COVID-19. The year had ended with a net profit of \$1,079,158. The profit could be attributed to the quick implementation of telemedicine, contract adjustments, staff furloughs, and the continuance of the productivity standards.

XXIII. FY20 Agency Scorecard

Chief Operating Officer Dena Payne directed the members to the FY20 Agency Scorecard. She informed the members that the Finance Committee had asked that the scorecard be color coded. The areas in pink needed improvement. She gave the following highlights concerning the needed areas of improvement.

- Productivity had been a challenge due to COVID-19. The agency had gone to telehealth very quickly. However, the sessions were not as long as they were in person. The staff were still seeing a lot of people but they needed to work on the length of the sessions.
- The team was working on the audit scores.
- The days cash on hand was not up to the goal. However, the metric was at 13.6. This was a huge improvement over previous months.
- Ms. Payne and Chief Financial Officer Jerry Koester had met together with their teams to discuss and review the collections to fee for service net revenue metric. They identified a manual report that had thousands of lines that had to be reviewed for accuracy by a staff member in finance. It was decided that the report would be

automated to cut down on processing time and on possible errors. Ms. Payne was discussing the automation of the report with a report writer.

- The team was working on the documentation metric.
- The time to fill metric was inconclusive. Human Resources was moving to a new system that would allow for pulling accurate data for the metric. The current system had some glitches.
- There was an increase instead of a decrease in overtime. This could be attributed to the shelter in place for the individuals served by intellectual/developmental disabilities group homes. Staff had to be added to the homes to ensure adequate coverage and proper care. Staff from the day programs were utilized when possible.
- The most recent performance management report (PMR) was not due for submission until October 2020. The new score would be entered once it was tallied.

XXIV. CEO Report

Chief Executive Officer Melanie Dallas directed the members to the CEO report in the packet. She gave the following highlights from the report.

- Ms. Dallas informed the members that the Executive Team was reviewing a proposal from Mutual of America (MOA) to be the retirement plan administrator for Highland Rivers Health. Human Resources Director Erica Collins stated that there had been issues with customer service and plan transparency with the current vendor, AIG Valic. She had met with the representatives from MOA to discuss the proposed 457 plan. A key point of discussion had been customer service for staff and Administration. MOA had a dedicated team who would make sure that staff understood the retirement funds that were offered, offer seminars, and send out a team (in person and/or virtually) to discuss financial health and options with the staff. There would also be a savings for staff and Highland Rivers Health with the proposed plan. Ms. Dallas stated she wanted to make the Governing Board aware of the possible change.
- Ms. Dallas informed the members that Highland Rivers Health was financially weathering as best as it could under the current circumstances. She had included information about COVID-19 funding in her report.
- The Department of Behavioral Health and Developmental Disabilities (DBHDD) would be moving to a Certified Community Behavioral Health Center (CCBHC) provider model. This was a significant shift and not all Community Service Boards (CSBs) would be able to become a CCBHC. A CCBHC had to have a crisis unit and some CSBs did not have one. The model would include mental health, substance use, and intellectual/developmental disability services. It was a heavy lift that would take a couple of years to implement. DBHDD had contracted with MTM Services to be consultants and help with the conversion. Ms. Dallas stated that Highland Rivers Health and Cobb County CSB had created a joint taskforce for the project. This was one of the most significant shifts for service provision in 20-30 years. The other shifts included House Bill 100 and the fee for service payment structure. She stated that more information would be communicated as it was received by the agency.

XXV. Community Relations Report

Community Relations Director Mike Mullet directed the members to the community relations report in the packet. He stated he was working on a video series that would be featured during September for Recovery Month. He was also working on the FY20 Annual Report. Chair Chantel Adams asked if the Cherokee Tribune published stories submitted by Highland Rivers Health. Mr. Mullet stated that he sent them material, but it was very rarely published.

XXVI. Compliance Committee Report

Chief Compliance Officer Stephanie Collum informed the members that the Compliance Committee had not identified any major issues with the information that was submitted during the committee meeting. The members had approved the FY21 Corporate Compliance and Risk Management Plan. The members had also reviewed the FY20 Infection Control Annual Report, the accessibility grid, the June and July work plans, and the FY20 Corporate Compliance and Risk Management Annual Report. The members discussed overdue policies and procedures and the revised plan for ensuring that these were completed as required.

XXVII. Highland Rivers Foundation Report

Foundation Director Kathleen Varda directed the members to the Highland Rivers Foundation report in the packet. She gave the following highlights from the report.

- The Foundation had an aggressive development plan for FY21.
- The McKinney-Geib Foundation had donated an additional \$5,000 to help complete the playground renovations at Women's Outreach in Rome.
- The Smile Up! Foundation had donated \$1,600 to help pay overdue accounts for the families of children being served in Cherokee County.
- Ms. Varda's team had submitted 4 grants in FY21 to date.
- The Foundation had donated school supplies to schools served by the APEX program.
- The Foundation would do its first appeal in September for Recovery Month. The appeal would be to get donations of new mattresses and/or the funds to replace the mattresses at the crisis units. This would be 74 mattresses. The appeal would be titled "Recovery starts with a good night's sleep." Ms. Donna Whitener stated she would be happy to help Ms. Varda with the appeal for the mattresses.
- Ms. Varda and her team were looking for new potential donors and potential funding sources. She asked the members to reach out to her with the information for a warm hand off.
- The Foundation's goal was for the both Boards (Foundation & Highland Rivers Health), the Executive Team, and Leadership Team to be 100% giving for FY21. No amount was too small for the gift.
- Mr. Leland Johnson had resigned from the Foundation. This was due to his nomination as the Vice Chair for the Highland Rivers Health Governing Board. He did not want there to be any possible conflict of interest. Ms. Varda thanked Mr. Johnson for his service with the Foundation.

XXVIII. Strategic Planning Update

Director of Community Development Kathleen Varda informed the members that the strategic planning that was started in December 2019 had been postponed. The current environment was changing so quickly with COVID-19, the budget cuts, and the new CCBHC model. The existing plan would be extended into 2021. Ms. Varda would be soliciting input from Chief Compliance Officer Stephanie Collum to ensure everything was in line with accreditation and other standards.

XXIX. Recognition of Visitors

There were no visitors present.

XXX. Public Comment

There was no public comment.

XXXI. Adjournment

Action: The meeting was adjourned upon unanimous vote of motion by Mr. Larry Maxey and second by Ms. Donna Whitener.



Chairperson

October 28, 2020

Date