

**MEETING MINUTES**

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Attendees

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**Voting Members**

Mr. Leland Johnson, Acting Chair  
Dr. Carol Holtz, Vice Chair  
Mr. Keith Ledford, Treasurer  
Mr. Steve Grimsley, Secretary  
Mr. Pete Quinones, Board Member  
Mr. Michael McElveen, Board Member  
Mr. Larry Maxey, Board Member  
Ms. Karen Sparks, Board Member  
Ms. Mary Ghorley, Board Member  
Mr. Connor Hooper, Board Member  
Mr. Thomas Brown, Board Member

**Others Present**

Mr. James Catanzaro Jr., Legal Counsel  
Ms. Melanie Dallas, Chief Executive Officer  
Ms. Stephanie Bishop, Chief Compliance Officer  
Ms. Marla Flynn, Chief Financial Officer  
Ms. Dena Payne, Chief Operating Officer  
Ms. Cheryl Lewis, Vice President of Mental Health Services  
Dr. Michelle Hamm, Vice President of Substance Abuse Services  
Ms. Kathleen Varda, Foundation Director  
Mr. Mike Mullet, Community Relations Director  
Ms. Melissa O'Brien, Marketing Director  
Ms. Melissa Stone, Executive Coordinator & Board Liaison

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**I. Call to Order**

**Action:** Acting Chair Leland Johnson called the meeting to order at 10:45 a.m.

**II. Approval of Agenda**

**Action:** The agenda was approved as presented upon unanimous vote of motion by Vice Chair Carol Holtz and second by Ms. Mary Ghorley.

**III. Oath of Office for New Member**

**Action:** Melissa Stone, Notary Public administered the oath to Mr. Cooper Hooper who will represent Polk County. The members welcomed Mr. Hooper.

**IV. Executive Session**

**Action:** Upon unanimous vote of motion by Mr. Pete Quinones and second by Vice Chair Carol Holtz, the Governing Board moved into Executive Session 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 action brought by or against the facility, or any officer or employee, or in which the facility or any officer or employee may be directly involved.

**V. Reconvention of Regular Session**

**Action:** The potential sale of the 4630 Meadows Road, Powder Springs, property by the Highland Rivers Foundation with proceeds remaining in the foundation was approved upon unanimous vote of motion by Treasurer Keith Ledford and second by Ms. Karen Sparks.

**Action:** The Highland Rivers Foundation was approved to use \$25,000 from the dissolution of the Tod Citron Foundation to start a fund with the Cobb Community Foundation for the capital campaign for the Mothers Making a Change program upon vote of motion by Treasurer Keith Ledford and second by Vice Chair Carol Holtz. Mr. Pete Quinones recused himself from the vote.

**VI. Election of FY24 Officers**

Committee Chair Karen Sparks directed the members to the recommended slate of officers in the packet. The slate of nominees was as follows:

- Chair - Mr. Pete Quinones
- Vice Chair - Ms. Mary Ghorley
- Treasurer - Mr. Randal Crider
- Secretary - Mr. Michael McElveen
- Compliance Chair – Ms. Tonya Riddick
- Finance Chair – Mr. Randal Crider, Treasurer

Ms. Sparks added the caveat that the current Treasurer would remain in the position until a future date. Acting Chair Leland Johnson asked if there were any nominations from the floor. Hearing none, he asked for a vote on the slate. He thanked Mr. Larry Maxey for his years of leadership as the compliance committee chair. He also thanked the other officers for their service. Upon completion of the vote, Mr. Johnson asked Mr. Quinones to preside over the remainder of the meeting.

**Action:** The slate of nominees was approved upon unanimous vote of motion by Ms. Karen Sparks and second by Ms. Mary Ghorley.

**VII. FY22 HRBH Financial Audit**

Acting Chair Leland Johnson informed the members that Mr. Jay Shirah, CPA, went over the audit report in depth during the finance committee meeting. He asked Mr. Shirah to give a summary of the information that was discussed earlier. Mr. Shirah thanked the members for the opportunity to join the meeting and give his report. He stated Highland Rivers Behavioral Health (HRBH) had received a clean opinion. There was no reason to think there were any issues with the finances based on the audit findings. HRBH was considered a low risk auditee. There was one recommendation regarding ensuring proper controls were in place to ensure accounts were properly reconciled as part of the year-end close out process. He worked with Chief Financial Officer Marla Flynn on a plan to ensure the recommendation was implemented going forward. He wanted to tip his hat to the finance team for their hard work. The past couple of years were very busy with consolidations. Treasurer Keith Ledford

informed the members that the finance committee recommended that the audit report be accepted as presented.

**Action:** The FY22 financial audit was accepted as presented upon unanimous vote of motion by Ms. Karen Sparks and second by Acting Chair Leland Johnson.

**VIII. Approval of the FY24 Preliminary Budget**

Chief Financial Officer Marla Flynn informed the members that FY24 contracts had not been received to date. The preliminary budget was based on the contract amounts received in FY23. She had conservatively projected a 3% growth in revenue. A final budget will be presented at the next meeting. She reviewed the budget in detail at the finance committee meeting. Treasurer Keith Ledford recommended that the members accept the preliminary budget as presented. Mr. Pete Quinones asked that the vote for the preliminary budget be moved to the consent agenda item.

**IX. Consent Agenda Items**

**Action:** The consent agenda was revised as requested by Mr. Pete Quinones. The following consent agenda items were approved as amended upon unanimous vote of motion by Acting Chair Leland Johnson and second by Mr. Larry Maxey.

- FY24 Preliminary Budget
- Governing Board Minutes for April 26, 2023
- FY24 Board Meeting Schedule
- FY23 Receiving Hope Center Contract #44100-026-CMA00003797
- FY24 Behavioral Health Assessment Contract #44100-906-CMA00003737

**X. Compliance Committee Report**

Committee Chair Larry Maxey informed the members that the committee had a great meeting. The committee understood a lot more about what was going on in regards to compliance. The Commission on Accreditation of Rehabilitation Facilities (CARF) will be conducting their survey of programs from August 28th-August 30th. Chief Compliance Officer Stephanie Bishop informed the members that her team had received more complaints in recent months regarding the need for nurses. The crisis stabilization units had a recent review by the Administrative Service Organization. The findings from the review were due to nurse vacancies. The Whitfield County unit was closed due to a lack of staff, which included nurses. Mr. Pete Quinones asked if Highland Rivers Behavioral Health (HRBH) nurse salaries were competitive in comparison with area hospitals. She stated that HRBH had historically paid nurses \$28-\$30 an hour. The rate had been raised to \$32 an hour. However, this was still not competitive in comparison to area hospitals. The Department of Behavioral Health and Developmental Disabilities (DBHDD) contract for crisis stabilization was written years ago and the funding remained consistent with the old rates. A recent Medicaid study showed the gap in funding but DBHDD had not changed the rate. The increase in funding if the rates were updated would help to fund the gap.

**XI. Finance Committee Report**

Treasurer Keith Ledford informed the members that the committee had a long meeting in order to review the audit report and the preliminary budget. The committee was able to ask in depth questions about both items. The committee recommended the board accept the finance report. He asked Chief Financial Officer Marla Flynn to give an overview of the finances. Ms. Flynn stated the committee had reviewed the balance sheet and key performance indicators. The total current assets were \$33,004,161. Highland Rivers

Behavioral Health (HRBH) met 3 out of the 4 key performance indicators. The statement of revenue and expenses year to date showed a net profit of \$2,891,159 for the first 10 months of the fiscal year. HRBH was financially stable.

Mr. Ledford informed the members that the committee had also reviewed a proposal for Owl. Chief Executive Officer Melanie Dallas stated Owl was a platform that could be used to support clinical outcomes. It had 300 tools that would give HRBH measurable outcomes. It would also inform the need for more training or changes in evidence-based practices. She was able to negotiate a reduction in the cost of the platform. A portion of the costs would come from current grants that supported platforms.

**Action:** The financial reports were accepted upon unanimous vote.

**Action:** The members asked that Legal Counsel be involved in the final negotiations and language for the Owl platform. The Owl platform was approved upon unanimous vote.

## **XII. Agency Scorecard**

Chief Operations Officer Dena Payne directed the members to the agency scorecard in the packet. The finance committee reviewed the metrics. She stated the metrics had stayed pretty steady. The compliance committee discussed the Administrative Services Organization (ASO) review results in their meeting.

## **XIII. 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.

- An employee assistance program is being implemented to support and retain staff.
- Ms. Dallas was asked to be a member of the Cobb County Chamber of Commerce Chairman's Circle. The membership would help to network with community partners.
- Her team continued to work on implementing the Certified Community Behavioral Health Center (CCBHC) model. The topic would be added to future meeting agendas so the members could be aware of progress.
- Hamilton Medical Center was looking at adding peer services to the NICU. Some of the mothers had substance-use challenges. Her team was looking at how to bring peers in to support the mothers and to connect them to services.

## **XIV. Community Relations & Marketing Report**

Community Relations Director Mike Mullet informed the members that he and Marketing Director Melissa O'Brien continued to work on community outreach. The report included an outline of community events and meetings. The Splash into Wellness event was a huge success. 450 people attended the event and 20 community partners set up resource tables. The event included media coverage on radio stations in English and in Spanish.

## **XV. Grants Report**

Vice President of Community Relations and Development Kathleen Varda gave the following highlights from the report.

- Highland Rivers Behavioral Health (HRBH) received \$20.2 million in multi-year grant funding in the past 18 months.

- HRBH received the Governor's Office of Planning & Budget's Public Safety & Community Violence Reduction grant. It included a 10% contingency fund.
- An advisory council was being built by her team. It was a requirement of some of the grants. She asked the members to let her know if they knew of any good candidates for the council. She would like to have an official kick off in September.

**XVI. Highland Rivers Foundation Report**

Foundation Director Kathleen Varda informed the members that the Mother's Making a Change campaign was the largest project for the foundation team. There were some soft commitments from large foundations. She asked the members to let her know if they had any recommendations for businesses or individuals who might be willing to donate. She and her team would be happy to go out and meet with the possible donors. The report included an elevator pitch and talking points to help start conversations with community members about donations.

**XVII. Recognition of Visitors**

Acting Chair Leland Johnson acknowledged Mr. Jay Shirah, CPA, and thanked him for his report.

**XVIII. Public Comment**

There was no public comment.

**XIX. Adjournment**

**Action:** The meeting was adjourned upon unanimous vote of motion by Acting Chair Leland Johnson and second by Vice Chair Carol Holtz.

  
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Signature  
Treasurer

  
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Date