



## Governing Board Meeting Minutes March 28, 2023

A/B Meeting Room/Zoom Meeting:

**Members Present:**

**Patrick Schmitz, CEO**

Tina Rosenthal, Chair

Kristina Mease

Bruce Liese

Lucia Orth, Treasurer

Gene Bauer

Josh Davis

Brad Burnside

Kirsten Kuhn

Clay Britton

Gene Dorsey

Matthew Herbert, Chair-Elect

**Members Absent:**

Barbara Ballard - excused

Jay Armbrister - excused

**Staff Present:**

Carrie Combs, Senior Executive Assistant

Amalia Mendez, HR Director

Stephen O'Neill, COO

Emily Farley, Community Engagement Director

Mike Meigs, Finance & Administration Director

**Others Present:**

Chris Hutchens, Endowment Board Chair & Compensation Committee Chair

**I. Call to Order**

Tina Rosenthal called the meeting to order at 7:32 am.

**II. Online Meeting Guideline Review**

**III. Consent Agenda**

*Tina Rosenthal requested a motion to approve the consent agenda (February meeting minutes & March CEO Report); so moved by Gene Dorsey; seconded by Kristina Mease, approved by all.*

**IV. Reports**

a. Tina Rosenthal, Chair

- Tina & Carrie provided materials regarding the Compensation Committee and upcoming elections for April prior to the meeting.
- There are a few positions that will open on the Nominating Committee if Board Members are interested in joining let Tina or Matthew know.
- The Compensation Committee members have already been established. This committee focuses strictly on CEO salary and benefits.
- Tina presented two different language options regarding the Compensation Committee for the bylaws for the Board to review and whether the CEO evaluation should be facilitated by the Committee or not. There would be a separate working document to help guide the Compensation Committee created over time.
- There will be minutes taken during future Compensation Committee meetings that will be shared with the entire Board.
- There would not be a separate CEO Evaluation for this process.
- The Board agrees that the CEO Evaluation should be facilitated by the Compensation Committee going forward.
- We anticipate presenting something by April for a May vote.

b. Patrick Schmitz, CEO

- Carrie is working to pull the Board together to approve the Operating Agreement and Lease either April 4 or 5. The group formally agreed to April 4 at 7 am.

c. Emily Farley, Community Engagement Director

*March Building Bert Nash Report:*

- Emily summarized data presented in the March Building Bert Nash Report.
- **Highlights:** We have already secured a challenge gift to support the NashCares fund. The Pioneer Celebration will take place on April 20 at Venue 1235. May 4 at the Lawrence Public Library we are hosting a panel discussion on Aging and Mental Health.
- **Tabling Events & Volunteer Opportunities:** Farmer's Market, Community Listening Forums in June and October. Sign ups are available in the link within the Building Bert Nash Report.

d. Mike Meigs, February Financial Report:

- Mike summarized data presented in the February Financial Report that was sent to the Board prior to the meeting.
- **Highlights:** CCBHC Medicaid visits were up by 8 visits per day in February. Service Hours fell by 5 hours per day in February however they still exceeded budget for the month.
- Net Fees for Services increased by \$109K in February. Medicaid revenue was \$1.37 million. Net Fees for Services exceeded budget by \$36K because of Fee for Service (FFS) exceeding budget.
- Operating Revenue was down \$202K from January and included a reclassification of TRC revenue to deferred revenue. Grants included the reversal of PATH Grant revenue. Funding for this grant was fully utilized in 2022. The next grant period for PATH begins in July 2023.
- Expenditures for February were down \$108K when compared to budget. Salaries and Benefits combined exceeded budget by \$150K and included TRC personnel costs. Misc. Expense did not include an accrual for the TRC of \$246K.
- The month of February ended with a surplus of \$86K. February's budget called for a surplus of \$142K. We are currently setting with a favorable variance to budget of \$92K YTD.
- Cash coverage for operating expenses was setting at .57 month's coverage at the end of January. It was setting at .48 month's coverage at the end of February.
- We drew down upon our line of credit on February 27 at \$250K and March 14 at \$250K, this has been repaid in full plus interest on March 21. We do not anticipate needed to draw down for this week's payroll.
- In terms of CCBHC Medicaid billing, we are only two weeks behind. Our outsourced billing department, Annex Med, commits to catching this billing up by April 15. This will provide roughly \$500K in additional revenue.
- Endowment went from \$4.2K to \$3.7K – we did our annual 5% draw down and the other adjustments are results from the market.
- Our electronic health records transition goes live on May 15, and we can anticipate about a two-week delay on the billing side during this process.
- CCBHC is a cost-based model – it doesn't have a profit mechanism built in that allows for building a cash reserve. We rely on other aspects to build that reserve.

*Tina Rosenthal requested a motion to approve the February Financials; so moved by Clay Britton; seconded by Gene Bauer; approved by all.*

## V. Action Items

a. Vote to Appoint Darci Ellis to the Endowment Board

- Darci's application was shared with the Board prior to this meeting. She was referred by Robyn Wagner.

*Tina Rosenthal requested a motion to appoint Darci Ellis to the Endowment Board; so moved by Gene Dorsey; seconded by Matthew Herbert; approved by all.*

b. Potential Sale of 911 Property

- We currently own the property at 911 Ohio, it has two apartments on the upper level and one below. We are using the lower level as a crisis apartment.
- Since moving to a CCBHC model, we are no longer making a profit at 911 Ohio. Once the TRC opens, it makes the crisis apartment no longer necessary or valuable.
- The Housing Committee recommends we sell 911 Ohio, it is a valuable piece of property because of its location.
- To make it property something to be proud of, it needs about \$200-\$300K worth of work and investments.
- If we sold it as an asset, we would simply retain the proceeds of this. Mathew Faulk, Director of Housing, to seek additional grants to fund the purchase of a new site.
- Kirsten Flory is representing us on the sale and potential purchase of future properties.

*Gene Dorsey requested a motion to proceed with the process of listing 911 Ohio with a final disposition to come back to the board before any agreement is signed; seconded by Kirsten Kuhn; approved by all.*

**VI. Public Comment**

No members of the public were present to comment.

**VII. Adjourn**

*Tina Rosenthal requested a motion to adjourn; so moved by Clay Britton; seconded by Matthew Herbert, approved by all. Meeting adjourned at 8:58 am.*

The next Bert Nash Governing Board meeting will take place on April 6 from 7:00-8:30 am via Zoom/in person.