



**EXECUTIVE COMMITTEE MEETING
MINUTES**

Meeting Title: Executive Committee Meeting		Meeting Facilitator: Dr. Rick Myer – Board Chair
Date: 5/21/2021	Time: 11:02 AM	Location: One San Jacinto Plaza 201 E Main Suite 600 – Microsoft Teams
Note Taker: Jessika Franco		
Present: Dr. Rick Myer, Joyce Wilson, Tommy Goldfarb (left at 12:22 PM), Kristi Daugherty, Attorney Mitch Moss and Attorney Michael Wyatt		
Not Present: Representative Alessandra Anello		

ITEM	TOPIC	DESCRIPTION/CONCLUSION	REQUIRED ACTIONS	ASSIGNMENT OF RESPONSIBILITY	DATE FOR COMPLETION
I.	Approval of April 13, 2021 Executive Committee Meeting Minutes	Minutes for April Executive Committee were reviewed and approved	Include in board link	Jessika Franco	
II.	Review April 22, 2021 and May 14, 2021 Board of Trustees Meeting Minutes	Minutes for the April and May Board of Trustees meeting were reviewed	Item forwarded to the Board for approval	Jessika Franco	
III.	CEO report regarding EHN operation	<p>Ms. Kristi Daugherty, CEO presented the following:</p> <ul style="list-style-type: none"> • 1115 Waiver extension approved under the previous administration was rescinded by the Biden administration • The state of Texas is at risk to lose millions of dollars for healthcare funding • The attorney general with the state of Texas has filed a lawsuit against CMS • Which correlates with EHN’s DSRIP funding slated to end in October of next year; this waiver had extended it for 10 years • A charity care pool was included in the new waiver extension which would allow access to uncompensated care 	<p>Two-page brief prepared by Texas Council describing the lawsuit will be presented to the Board</p> <p>All board committees will be informed next month</p>	Kristi Daugherty	

		<ul style="list-style-type: none"> EHN is preparing an internal exercise to identify the programs dependent on DSRIP money as well as recommendations EHN's annual 1115 budget is approximately 6 million; EHN is currently working on a funding matrix for potential funding thru the waiver, directed payment model and other funding lines that could be at risk. A total of 10 million if funding comes thru. EOU is heavily dependent on DSRIP money. A meeting is schedule in June with Jacob to discuss community support to sustain this operation. 			
IV.	CEO compensation for outside work	<p>Committee agreed to compensate the following:</p> <ul style="list-style-type: none"> CEO 75% and EHN 25% up to \$20k annually per calendar year (Jan-Dec) for any consulting projects with Open Minds Exceeding \$20k CEO will be compensated 85% and EHN 15% CEO is currently working on two projects Mosaic Development of Strategic Objectives and Optum Consultation and Technical Assistance. 	<p>EHN's outside employment policy will be modified to include a procedure for internal consulting</p> <p>Mr. Wyatt will draft a memo to include in the CEO's personnel record; Finance needs to be informed of the percentage compensation</p>		
V.	Discuss Open Minds Board Training	<p>Committee agreed to hold a Board Training in person on either June 18th or July 16th, 17th or 18th. Training will consist of 4 hours from noon (lunch included) to 4 PM. Training will focus on conflict resolution.</p>	<p>Confirm dates with Joe from Open Minds</p>		
VI.	FY21 Strategic Plan update	<p>Ms. Kristi Daugherty, CEO presented the following:</p> <ul style="list-style-type: none"> Current goals have been completed Board training is scheduled to be completed in June or July 		Kristi Daugherty	

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VII.	Review Board Agenda	Committee reviewed and provided feedback on the composition of the Board agenda for May 27, 2021.	Agenda will be modified to begin with the Executive Session item first	Dr. Rick Myer	
Executive Session					
I.	Discussion regarding Board Member comments regarding CEO	The committee went into executive session at 11:04 AM. Present at executive session: Dr. Rick Myer, Joyce Wilson, Tommy Goldfarb, Attorney Michael Wyatt (left at 11:22 AM, returned at 11:34 AM, left at 11:54 AM), Kristi Daugherty (11:34 AM) and Jessika Franco. The committee concluded executive session at 11:28 AM. The committee went into executive session again at 11:34 AM. The committee concluded executive session at 11:54 AM.	No action was taken	Michael Wyatt	
Open Session					
I.	Discuss and take appropriate action regarding Board Member comments regarding CEO	The committee went into open session at 11:29 AM. The committee went into open session again at 11:55 AM.	Joyce Wilson moved/Tommy Goldfarb seconded to recommend and accept the settlement agreement outlined by Attorney Mitch Moss during executive session and move forward for board approval	Michael Wyatt	

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			at the next Board Meeting		
I.	Adjournment	12:32 PM			