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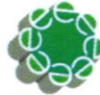
Trustee

ALEXSANDRA ANNELLO

Trustee

THOMAS B. GOLDFARB

Trustee



Emergence Health Network

El Paso Center for Mental Health/Intellectual Disabilities

EMERGENCE HEALTH NETWORK BOARD OF TRUSTEES

MINUTES

(Audio copy of the meeting is available upon request)

Emergence Health Network Board of Trustees ("EHNBOT") Meeting

Thursday, January 24, 2019 at 3:30 PM

Central Administration, Boardroom, 201 E. Main St. Ste. 600, El Paso, Texas

PRESENT: STOUT, DRISCOLL, MYER, WILSON, THOMPSON, ANNELLO and GOLDFARB

ABSENT:

1. INTRODUCTORY ITEMS

A. Call to Order and Certification of a Quorum

Quorum was certified.

B. Citizens' comment

Mr. Thomas Goldfarb was welcomed and introduced as a new board member. Mr. Goldfarb provided a few words.

C. Discuss and take appropriate action regarding election of Chairperson, Vice Chairperson, and Secretary of Emergence Health Network Board of Trustees.

Commissioner Stout commented on why he should be selected as the board chair. Ms. Wilson provided her assessment of board composition and proposed a slate of officers to be appointed: David Driscoll, Chair, Dr. Peter Thompson, Vice-Chair, Rick Myer, Secretary. Further discussion was held, and Ms. Wilson provided a new slate and David Driscoll moved to amend the motion, and the vote was called. Mr. Thomas Goldfarb abstained from voting.

EHNBOT Action: WILSON moved/DRISCOLL seconded to approve election of Chairperson, David Driscoll, Vice Chairperson, David Stout and Secretary, Dr. Peter Thompson. Motion Carried (4/2/1 abstain)

2. CONSENT AGENDA

A. Approve minutes of the Board of Trustees meeting held on December 6, 2018.

B. Adopt the Advance Directive Policy (Strategic Initiative 3B).

C. Adopt the Governance Policy (Strategic Initiative 3B).

D. Approve and authorize CEO to execute agreement with Netsmart for RFP #18-006 for Credentialing and Provider Services (Strategic Initiative 6A).

EHNBOT Action: ANNELLO moved/MYER seconded to approve Consent Agenda. Motion Carried (7/0)

3. REGULAR AGENDA

A. Adopt the Chief Financial Officer's report on EHN financials.

Item pulled from consent agenda. Charts from FY18/19 in the financial presentation are accumulative to present year. YTD as of December 1115 Waiver money has not been received. Projections for year 2020 are not included in the current financials.

EHNBOT Action: ANNELLO moved/WILSON seconded to adopt the Chief Financial Officer's report on EHN financials. Motion Carried (7/0)

B. Discuss and take appropriate action regarding the FY2018 External Financial Audit (Strategic Initiative 5D).

Beasley, Mitchell and Company conducted EHN's FY2018 External Audit. Mr. Juan Garcia reviewed and provided explanation on various areas of the audit to include Basic Financial Statements that encompass the Government Wide Financial Statements, Fund Financials Statements and the required supplementary information. The center received an unmodified opinion which means the firm does not have any reservations on the financial statements being presented fairly.

EHNBOT Action: WILSON moved/MYER seconded to approve the FY2018 External Financial Audit. Motion Carried (7/0)

C. Receive presentation regarding EHN Annual Report, discuss and take appropriate action regarding adoption of Annual Report (Strategic Initiative 2A).

Theme for annual report is Committed to Caring and features a video including EHN employees and clients. Report highlights EHN's commitment to employees, the community and the future. Report also includes demographic information, revenue and expenditures, 1115 demographics and message from sponsoring agencies. A mass mailing link will be sent to stakeholders.

EHNBOT Action: MYER moved/THOMPSON seconded to adopt the Annual Report. Motion Carried (7/0)

D. Approve and authorize CEO to execute Mental Health First Aid Literacy Expansion Program Grant (Strategic Initiative 1A).

EHN received \$221,915.00 from Paso Del Norte Health Foundation for Mental Health Literacy Expansion. Grant is focused on expanding mental health training in the community based on increasing demand from schools, law enforcement and other local organizations. Grant also will include 2 FTEs. EHN will have more flexibility to develop a new library of trainings provided to community. New trainings will be standardized.

EHNBOT Action: STOUT moved/MYER seconded to approve and authorize CEO to execute Mental Health First Aid Literacy Expansion Program Grant. Motion Carried (7/0)

4. REPORTS AND PRESENTATIONS

A. Receive CEO report regarding current EHN operations.

Ms. Kristen Daugherty provided a presentation highlighting the center wins accomplished in the month of November/December.

- Physician Telemedicine services are now offered at the Veterans One Stop.
- EHN was awarded a grant from the Paso Del Norte Health Foundation for \$221,915.00
- Centralized Scheduling continues to expand with the department now managing call for OSAR, Substance Use, four outpatient clinics and EHN main number.

- Thirty-five members of the clinical services department were trained in Dialectical Behavioral Therapy.
- Challenge: census remains low at Alternatives PHP Program. Internal and external marketing efforts continue.

B. Receive presentation regarding Northeast Outpatient Clinic transition

Ms. Ashley Sandoval provided the following:

NEOP currently located on Diana. Lease is over in April; lease will not be renewed. EHN will move operation to Alabama location. Most clients are covered by a funding source; EHN will model similar to Westside Clinic to offer psychiatric care, medication management, primary care and substance use services. This model will lose caseworker component. Letters have been drafted to inform clients of change in location and service options. Staff is also being trained on how to communicate information to clients regarding move.

C. Committee updates

1. Board Planning and Development committee report.

Dr. Rick Myer reported the following points for the meeting held January 9, 2019:

- Advance Directive Policy – it is EHN's responsibility to inform patients of their rights to make decisions about their medical treatment.
- Community Development Block Grant - EHN is submitting a grant to the city of El Paso to upgrade 1600 Montana building to revitalize three floors and expand to build a detox unit.
- Recruitment - EHN has recruited two Psychiatric Nurse Practitioners to assist in the outpatient clinics and HR is in negotiations with two psychiatrists.
- CCBHC - anticipated HHSC onsite visit by March/April.
- Strategic plan/advocacy planning continue

2. Board Human Resources committee report.

Joyce Wilson reported the following points for the meeting held January 10, 2019:

- Vacancy and turnover report are being reviewed
- Overall total WC cost remains low
- OSHA rate was reviewed with no incidents in December
- CCBHC - anticipated HHSC onsite visit by March/April; EHN will be required to be a trauma informed center
- IRS determination – full time employees total hours changed from 32 to 30 hours of service per week.
- Handbook has been updated and committee provided feedback
- MAG has provided policies and total benefit compensation package for review. Update plan every three years to keep current in the marketplace.
- Employee testimonials were reviewed
- Open enrollment for employees was completed

3. Board Public Relations committee report.

Commissioner David Stout reported the following points for the meeting held January 15, 2019:

- Communications wrap-up highlighting KTSM interview highlighting holiday stress
- New year greeting cards to promote Veterans and Alternatives
- EHN will submit KFOX Special, Hope Inside the Mental Health System and Jacob Cintron for the volunteer of the year for Adams award.

- Working closely with Joe Moody and Senator's office to develop language for bills to be submitted this legislative session
- CCBHC - anticipated HHSC onsite visit by March/April
- Committee reviewed EHN annual report
- Committee reviewed year 2 reporting of strategic plan

4. Board Planning and Network Advisory Committee (PNAC).

Mr. Rene Hurtado reported the following points for the meeting held January 9, 2019:

- Ms. Daugherty informed the committee of the new board member, Thomas B. Goldfarb
- NEOP clinic relocation
- Customer surveys at all facilities; every facility had a 90% and above customer service satisfaction result
- A review of the alternative payment option was presented

5. EXECUTIVE SESSION

The Board of Trustees went into executive session at 4:48 PM to discuss items 5A-F. Present at executive session was Commissioner David Stout, Dr. Rick Myer, Joyce Wilson, Dr. Peter Thompson, David Driscoll, Representative Aleksandra Annello, Thomas Goldfarb, Attorney Michael Wyatt, Attorney Fred Green, Attorney Holly Lytle, Kristen Daugherty and Jessika Franco. The board concluded executive session at 5:20 PM.

- A. Consultation with attorney regarding Equal Employment Opportunity Commission Charge number 453-2018-00647 pursuant to Texas Government Code Section 551.071.
- B. Consultation with attorney regarding Equal Employment Opportunity Commission Charge number 453-2018-01217 pursuant to Texas Government Code Section 551.071.
- C. Consultation with attorney regarding litigation filed in El Paso County under cause number 2017DCV2472 pursuant to Texas Government Code Section 551.071.
- D. Consultation with attorney regarding litigation filed in El Paso County under cause number 2018DCV0919 pursuant to Texas Government Code Section 551.071.
- E. Consultation with attorney regarding litigation filed in El Paso County under cause number 2018DCV2668 pursuant to Texas Government Code Section 551.071.
- F. Consultation with attorney regarding potential conflict of interest related to multiple representation in legal negotiations related to the inter-local agreements between Emergence Health Network and El Paso County Hospital District.

6. OPEN SESSION

The Board of Trustees returned to Open Session at 5:00 PM.

- A. Discuss and take appropriate action regarding Equal Employment Opportunity Commission Charge 453-2018-00647.
EHNBOT Action: No action.
- B. Discuss and take appropriate action regarding Equal Employment Opportunity Commission Charge number 453-2018-01217 pursuant to Texas Government Code Section 551.071.
EHNBOT Action: No action.
- C. Discuss and take appropriate action regarding litigation filed in El Paso County under cause number 2017DCV2472.
EHNBOT Action: No action.

- D. Discuss and take appropriate action regarding litigation filed in El Paso County under cause number 2018DCV0919.

EHNBOT Action: No action.

- E. Discuss and take appropriate action regarding litigation filed in El Paso County under cause number 2018DCV2668.

EHNBOT Action: No action.

- F. Discuss and take appropriate action regarding potential conflict of interest related to multiple representation in legal negotiations related to the inter-local agreements between Emergence Health Network and El Paso County Hospital District.

EHNBOT Action: ANNELLO moved/WILSON seconded to grant a limited waiver of any potential conflict of interest that may arise out of the County Attorney's representation of EHN with respect in negotiations conducted with former agency UMC, El Paso County Hospital District or County of El Paso in existing negotiations.

7. **ADJOURNMENT**

THE MEETING ADJOURNED AT 5:23 PM.

Approval Date: _____

2/28/19

By: _____

Peter M. Thompson

Dr. Peter Thompson, Board Secretary