**MINUTES OF MEETING**
**LIFEPATH SYSTEMS BOARD OF TRUSTEES**
**LifePath Systems**
**7304 Alma Drive, Plano, Texas**
**January 28, 2021**

| Board Members Present | | Staff Members Present | | Guests |
|---|---|---|---|---|
| Rick Crawford | Anne Bramlett | Tammy Mahan | Joanne Huffstetler | Carvan Adkins |
| Matt Duncan | Tony Nichols | Jennifer Day | Robert Murphy | Tommy Nelson (V) |
| Ernest Myers | Dona Watson | Rik Lindahl | Jennifer Morgan | Christian Hancock (V) |
| Doug Kowalski (V) | Anthony Henderson | Pete Kabira | Danielle Sneed (V) | |
| Melvin Thathiah | | Diann Gregg | Brandi Hazelwood (V) | |

Trustee(s) Absent: Mitch Selman
(V) Video attendance.

**Call to Order:**

7:05 pm A quorum was established, and the meeting was called to order by Rick Crawford, Chair.

010121 **Consent Agenda**

Rick Crawford called for further comment or discussion of the items within the Consent Agenda.

**MOTION** to approve the Consent Agenda was made by Ernest Myers and seconded by Dona Watson. The motion carried unanimously.

020121 **Public Input and Partner Organizations**

Rick Crawford called for public commentary. No public comment was offered.

Christian Hancock, LifePath Systems Foundation Chair, spoke briefly regarding the upcoming annual fundraiser, *Sweet Dreams*, scheduled for February 11, from 6pm to 8pm. This year's event will be virtually experienced. Ms. Hancock summarized the virtual format, entertainment, and silent auction wherein items will be available to view and bid in advance and during the event.

030121 **Staff Reports and Board Training**

a) <u>CEO Report</u>

Tammy introduced two new executive staff members: Brandi Hazelwood, IDD Director; and Jennifer Morgan, CFO. Robert Murphy was thanked for serving as interim CFO.

Tammy Mahan presented her written report, highlighting several items. Of additional note was the organization's email system experienced several "phishing" attempts by outside sources this last week. A few were opened and passed through outgoing emails. Our security system is guarded by automatic encryption. All information security steps were successfully taken. MIS continues to educate staff about new forms of illegitimate email.

COVID-19 vaccinations have been taking place for our group home staff and residents. Direct care staff have been directed to vaccination providers. All other staff are seeking providers on their own, with many vaccinated; some are on waitlists. Human Resources has been updating staff to assist in this process.

Tammy reminded the Board that the 1115 Waiver DSRIP (Delivery System Reform Incentive Payment) value-based funds will discontinue in September 2021. She explained DSRIP funds will be replaced by a directed payment program and a Public Health Provider Charity Care Program. Rules are not finalized at this time.

Upcoming service modifications in day-habilitation, transitioning from group environment to more individualized settings based on Federal HHS requirements. The Crisis Center had to close respite services for one week due to COVID cases amongst contract staff.

b) Bylaws Review and Board Education

Carvan Adkins, legal counsel, presented his review of the LifePath Board of Trustees Bylaws, which were found to be out of date with the current Texas law. He explained the board duties and responsibilities are outlined within the Texas Health and Safety Code, Section 534. He gave a history of LifePath Systems' transition to its current role as a unit of local government and stand-alone Community Center. As such, the Center remains a tax-exempt entity but no longer requires formal Board Bylaws since units of local government follow law and do not require Bylaws. Our Board consists of trustees, not directors, appointed by Collin County Commissioners Court. The rules that must be followed are those stated in Texas Health & Safety Code 534, Texas Government Code 551 and 552.

Mr. Adkins recommended doing away with the bylaws and instead establishing a brief summary of Board rules to include number of meeting per year, use of Robert's Rules of Order if preferred, and use of Board committees. A task force, chaired by Ernest Myers with Anne Bramlett and Melvin Thathiah, was assigned to review the information now provided and return with recommendations.

040121 **Committee Reports and Action Items**

a) Budget and Finance Committee. Matt Duncan, Committee Chair, reported the results of the Budget and Finance Committee, held on January 14.

(1) **The Annual Fiscal and Compliance Report for FY20** was presented by Tommy Nelson, Auditor, to the Committee in detail and in summary to the Board of Trustees.

**MOTION**: Matt Duncan called for Board approval of the Audit Report for FY2020 as recommended by the Finance Committee. The motion to approved was unanimous.

**(2) FY21 Budget Revisions** were reviewed. Adjustments were summarized and questions answered by Tammy Mahan, CEO.

**MOTION:** Matt Duncan called for approval of the FY 21 Budget Revisions as recommended by the Committee. The motion to approve was unanimous.

b) Facilities and Technology Committee. Doug Kowalski, Committee Chair, stated there was nothing to report at this time.

c) Human Resources Committee. Dona Watson, Chair. No Report.

d) Program and Communication Committee. Ernest Myers, Committee Chair, reported the Committee met on January 11 and received the Behavioral Health PNAC Report.

**(1) Consider Approval of PNAC Applicants**

Three new member applications were presented to the Board for consideration of membership on the Behavioral Health Planning and Network Advisory Committee.

**MOTION**: Ernest Myers requested Board approval of the three applicants as recommended by the Committee. Approval was unanimous.

**(2) Consider Approval of New Contracts**

Pete Kabira, COO, summarized the need for additional resources for psychiatric hospital beds. A Request for Proposal (RFP) resulted with two psychiatric hospitals as options, which will require a contractual relationship.

**MOTION**: Ernest Myers called for Board approval to establish seven-month contracts with Texas Health Presbyterian Hospital-Seay Behavioral Health Center in Plano, and Perimeter Behavioral Hospital of Garland. The recommendation by the Committee was approved by unanimous vote.

e) Compliance and Quality Assurance. No actions were required by the Board. Tony Nichols, Committee Chair, announced that Board training modules are being updated and will be available soon.

f) Legislative Committee and Texas Council Report. Rick Crawford reported that legislative visits are more difficult to schedule given COVID impact. He and Tammy visited virtually with State Representative Matt Shaheen and his Chief of Staff. They are assisting with communication to the State legislators to raise awareness for funding critical LifePath services.

050121 Chairman's Report

a) Announcements and Upcoming Events. Rick Crawford directed the members to the Calendar of Events in their board packets.

b) New Business for Discussion: The Board task force will bring recommendations regarding updates to the Bylaws at our February Board meeting.

061021 There being no further business, Rick Crawford called for motion to adjourn at 9:15 pm. A MOTION to adjourn was made by Dona Watson and seconded by Matt Duncan. Approval to adjourn was unanimous

Respectfully Submitted,

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Anne Bramlett, Secretary Date of Approval