

MINUTES OF THE MEETING OF THE BOARD OF TRUSTEES PERMIACARE

The regular monthly meeting of the Board of Trustees of PermiaCare was held January 19, 2021, via Zoom.

Board officers present were Gus Ortega, Chair; Barbara Yarbrough, Vice-Chair; Ryan Peckham, Treasurer; and Margaret Jones, Secretary.

Board members present were Larry Edgerton, John Landgraf, Amy Hendrick and Frank Rodriguez.

Staff members present were Chris Barnhill, Chief Executive Officer; Jesse Vick, Chief Financial Officer; Jill Stephens, Human Resources Director; Joshua Alaniz, Chief of Staff; Jessica Smith, Assistant Director of Resource Development; Todd Luzadder, Director of Mental Health Services; and Lacy Duran, CCP Crisis Counselor.

Guests present were Diane Terrell of Eide Bailly, LLP and Terry Wilkinson.

I. CALL MEETING TO ORDER

Chair, Gus Ortega declared a quorum and called the meeting to order at 3:30 p.m.

II. PUBLIC COMMENTS

Chair Ortega asked if there were any public comments. None were provided.

III. CHAIR'S REPORT

Chair Ortega introduced Terry Wilkinson. Chair Ortega provided CEO Barnhill a few moments to update on the PermiaCare vaccination effort, the new EMR implementation, and a new Public Health Provider – Charity Care Program

financing source to be available in FY 2022 to replace the current 1115W DSRIP funding. Chair Ortega then introduced Diane Terrell of Eide Bailly, LLP.

IV. PRESENTATIONS/TRAINING

Lacey Duran provided a presentation on the PermiaCare Crisis Counseling Program that was funded by HHSC to support mental health during the COVID-19 pandemic. Ms. Duran answered questions from the group and received a few potential contacts in the school system to assist with promotion of the Program's services.

V. CONSENT AGENDA

The Consent Agenda was distributed to all members prior to the meeting. Chair Ortega asked if there were any requests to remove items for discussion. Hearing none, he requested a motion approving the Consent Agenda as follows:

1. Minutes of the last meeting
2. CEO Activity Report
3. Community Relations Report

A/M/S (Yarbrough /Peckham) (Unanimous)

Motion to approve the consent agenda as presented.

VI. QUALITY MANAGEMENT REPORT – FIRST QUARTER FY 2021

Jessica Smith, PermiaCare Assistant Director of Resource Development, reviewed the 1st Quarter FY 2021 Quality Management report, which had been distributed prior to the meeting. Mrs. Smith discussed decreases in scores for IDD homes following adoption of a more intense evaluation tool.

A/M/S (Landgraf/Jones) (Unanimous)

Motion to accept the 1st Quarter FY 2021 Quality Management Report

VII. CONTRACT COMPLIANCE REPORT – FIRST QUARTER FY 2021

Todd Luzadder reviewed the 1st Quarter FY 2021 contract compliance report, which had been distributed prior to the meeting.

A/M/S (Yarbrough/Jones) (Unanimous)

Motion to accept the 1st Quarter FY 2021 Contract Compliance Report

VIII. TREASURER’S REPORT

The Treasurer's Report for November 2020 was distributed to all members prior to the meeting and the December 2020 report was distributed at the meeting. Treasurer Peckham reviewed the reports and fielded questions.

A/M/S (Yarbrough/Hendrick) (Unanimous)

Motion to approve the Treasurer's Report as presented.

IX. TEXAS COUNCIL OF COMMUNITY CENTERS’ REPORT

Board member Jones updated the board on the uncompensated care pool similar to hospitals that should help mitigate the loss of funding from the 1115 Waiver.

X. TEXAS COUNCIL RISK MANAGEMENT FUND’S (TCRMF) MEETINGS AND INFORMATION

Chief Financial Officer Vick updated on recent discussions with the fund. The next official meeting of the TCRMF is February 5th.

XI. SHERIFF'S OFFICE REPORT

No report was provided this month.

XII. OTHER BUSINESS

1. *Finance Committee – Eide Bailly, LLP – Presentation of the Annual Financial Audit*

Diane Terrell of Eide Bailly, LLP reviewed the annual audit report with the board following a similar and more detailed review with the Board Finance Committee on January 13th. A copy of this annual audit was distributed to the Board prior to the meeting, and included the "Schedule of Findings and Questioned Costs", on pages 87 and 88 which showed:

- An unmodified opinion was issued on the basic financial statements.
- No material weaknesses or significant deficiencies in internal control over financial reporting.
- No instances of noncompliance material to the financial statements.
- No material weaknesses or significant deficiencies in internal control over the major programs.
- An unmodified opinion was issued on compliance with major federal and state programs.
- No financial statement findings
- No findings or questioned costs for federal and state awards

Ms. Terrell pointed out that PermiaCare's staff did an exceptional job, and that the Board could rely on the accounting staff to provide accurate financial statements.

A/M/S (Peckham for the Finance Committee) (Unanimous)

Motion to approve Fiscal Year 2020 Financial Audit Report as presented

by Eide Bailly, LLP and recommended by the Finance Committee.

2. Finance Committee - UBS-Greathouse Trust Review

This item was distributed to all members prior to the meeting and was presented to the Finance Committee at their January 13th meeting by Dan Michel and Alan Jones of UBS Financial Services, Inc. Chief Financial Officer Vick reviewed with the Board and fielded questions.

A/M/S (Peckham for the Finance Committee) (Unanimous)

Motion to approve the review of the Greathouse Trust performance and rebalance of the account to 65% equities to include investment of the cash balance as recommended by the Finance Committee.

3. Finance Committee – Post-Employment Benefit (OPEB) Trust Review

The Milliman Investment Performance Review was distributed to all members prior to the meeting. Chief Financial Officer Vick reviewed and discussed the report with the group. This was reviewed by the Finance Committee during their January 13th meeting with no changes proposed.

A/M/S (Peckham for the Finance Committee) (Unanimous)

Motion to approve the review of the Post Employment Benefit (OPEB) Trust as recommended by the Finance Committee.

4. Finance Committee - Review of Form 990, Return of Organization Exempt from Income Tax

This Form 990 Tax Return for the 2019 tax year was distributed to all members prior to the meeting. Chief Financial Officer Vick presented the Form 990, verifying that the financial amounts contained within reconcile

to those presented in the FY 2020 Fiscal Audit in Agenda Item 1. The Finance Committee reviewed the Form 990 in-depth at their meeting on January 13th and recommended approval.

A/M/S (Peckham for the Finance Committee) (Unanimous)

Motion to accept the IRS Form 990, Return of Organization Exempt from Income Tax for the 2019 tax year as presented by staff and recommended by the Finance Committee.

5. Finance Committee – Fiscal Year 2020 GASB 54 Fund Balance

Commitments

Chief Financial Officer Vick distributed the Fund Balance Commitments with the accompanying Board Resolution and reviewed it with the group.

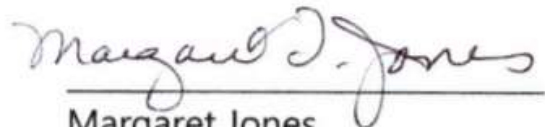
A/M/S (Peckham for the Finance Committee) (Unanimous)

Motion to approve the resolution, in keeping with Board policy 4.02.03.00 Fund Balance, as proposed by staff and recommended by the Finance Committee.

There being no further business, Chair Ortega adjourned the meeting at 5:00 p.m.



Chris Barnhill,
Chief Executive Officer



Margaret Jones,
Secretary