

MINUTES OF THE MEETING OF THE BOARD OF TRUSTEES PERMIACARE

The regular monthly meeting of the Board of Trustees of PermiaCare was held May 21, 2019, at the Atmos Energy Corporation's Fischer Community Room, 2304 Loop 40 (*behind the Post Office at Midland International Airport*) Midland, Texas.

Board officers present were Gus Ortega, Chair; Patricia Nelson, Vice-Chair; Larry Edgerton, Treasurer; and Margaret Jones, Secretary.

Board members present were Mark Dettman and John Landgraf. Board members absent were Frank Rodriguez, LaDoyce Lambert, and Barbara Yarbrough.

Staff members present were Ramona Thomas, Chief Executive Officer; Chris Barnhill, Chief Financial Officer; Jill Stephens, Human Resources Director; Christian Marmol, Chief Accountant; Amber Pyle, Administrative Assistant; Megan Newman, Special Projects Coordinator; and Sarah Fanucci, Crisis Intervention Specialist. Nine members of PermiaCare's first class of the Leadership Academy were in attendance.

I. CALL MEETING TO ORDER

Chair Ortega declared a quorum and called the meeting to order at 3:31 p.m.

II. CHAIR'S REPORT

Chair Ortega reminded the Board about Ms. Thomas's retirement party at The Willows from 4pm-6pm. He asked Ms. Thomas, Chief Executive Officer, to introduce the guest staff in attendance.

III. PRESENTATIONS/TRAINING

The Crisis Intervention Specialist Sarah Fanucci presented on "TIC TOC: Trauma

Informed Care Time for Organizational Change". All PermiaCare staff have been trained. TIC TOC is an agency-wide adoption of a care and treatment philosophy that is implemented and experienced at every single level – every staff person, every office, every policy, every practice - that embraces and enhances the mission, values and goals of PermiaCare, and leads to improved outcomes for clients and staff by achieving an agency-wide paradigm shift.

IV. 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 Report
3. Community Relations Report

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

Motion to approve the consent agenda as presented.

V. TREASURER'S REPORT

The Treasurer's Reports for March and April 2019 were distributed to all members prior to the meeting. Treasurer Edgerton reviewed the reports and answered questions.

A/M/S (Dettman/Nelson) (Unanimous)

Motion to accept the Treasurer's Report subject to audit.

VI. PUBLIC LIAISON COMMITTEE - REPORT ON PLANNING AND NETWORK ADVISORY COMMITTEE (PNAC)

The minutes for the previous PNAC meeting were distributed prior to the meeting. Megan Newman presented a verbal report as well.

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

Motion to accept the report as presented.

VII. QUARTERLY QUALITY MANAGEMENT (QM) REPORT FOR SECOND QUARTER 2019

The Quality Management (QM) Report was distributed to all members prior to the meeting. Josh Alaniz reviewed the report, explaining the information month by month.

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

Motion to accept the Quality Management Report as presented

VIII. CONTRACT COMPLIANCE REPORT FOR SECOND QUARTER 2019

The Contract Compliance Report regarding Outcomes and Targets were distributed to all members prior to the meeting. CEO Thomas reviewed the report with the group.

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

Motion to accept the Contract Compliance Report as presented

IX. TEXAS COUNCIL OF COMMUNITY CENTERS' REPORT

Council Representative Jones reported on the Texas Council Board Meeting that met on April 5th and 6th, 2019, which focused on the Legislative sessions, the Conference in June, and the Certified Community Behavioral Health Clinics (CCBHC). The next Texas Council Meeting will be August 15th/16th, 2019.

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

No report.

XI. Other

1. *Finance Committee – UBS Greathouse Trust Review*

This item was distributed to all members prior to the meeting and was also presented to the Finance Committee at their May 9th meeting by Dan Michel and Alan Jones of UBS Financial Services. Finance Committee Chair Edgerton reported that the Finance Committee reviewed the Greathouse Trust performance and recommended approval with no changes in asset allocation.

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

Motion to approve the report of the Greathouse Trust performance, with no changes in asset allocation, as recommended by the Finance Committee at its meeting on May 9, 2019.

2. *Finance Committee – Post – Employment Benefit (OPEB) Trust Review*

This item was distributed to all members prior to the meeting. CFO Barnhill pointed out and explained the summary pages of a multi-page report from Milliman Company. The reports were reviewed and approved by the Finance Committee at its meeting on May 9, 2019.

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

Motion to approve the report of the Post Employment Benefit (PEB) Trust performance as recommended by the Finance Committee at its meeting on May 9, 2019.

3. Finance Committee - Annual Review of Policy 4.02.04.01 "Investments-Donor Restricted & Particular Purpose Funds" and Investment Plan

This item was distributed to all members prior to the meeting. CFO Barnhill explained this item and answered questions.

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

Motion to approve Policy 4.02.04.01 "Investments-Donor Restricted and Particular Purpose Funds" with no revisions, as recommended by the Finance Committee; the Investment Plan with no revisions as recommended by the Finance Committee; and the Spending Plan with no revisions, as recommended by the Finance Committee.

4. Finance Committee -Annual Review of Policy 4.02.04.00 "Investments" & Board Resolution

This item was distributed to all members prior to the meeting. CFO Barnhill reviewed this item and answered questions.

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

Motion to approve Policy 4.02.04.00 "Investments" with no revisions and the accompanying Board Resolution as recommended by the Finance Committee.

5. Finance Committee -Annual Review of Policy 4.02.04.02 "Investments-Post Employment Benefits (PEB) Trust"

This item was distributed to all members prior to the meeting. CFO Barnhill reviewed this item and answered questions.

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

Motion to approve Policy 4.02.04.02 "Investments - Post Employment Benefit (PEB) Trust" with no revisions, as recommended by the Finance Committee.

6. Finance Committee – Selection of Independent Audit Firm

This item was distributed to all members prior to the meeting. CFO Barnhill reviewed the information with the group.

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

Motion to accept the Finance Committee's recommendation to engage Eide Bailly, LLP, as the auditor for Fiscal Year 2019.

7. Finance Committee – Purchasing, Procurement & Contracting for Goods and Services Policy

This item was distributed to all members prior to the meeting. CFO Barnhill reviewed the information with the group.

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

Motion to approve revised policy 4.01.13.00 Purchasing, Procurement, and Contracting for Goods and Services as recommended by the Finance Committee.

8. Transition authorized individual to submit Fiscal Year 2020 funding requests effective June 3rd, 2019

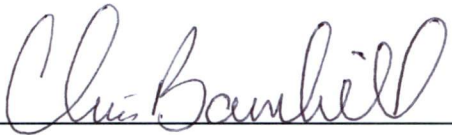
This item was distributed to all members prior to the meeting. CEO Thomas reviewed the information with the group.

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

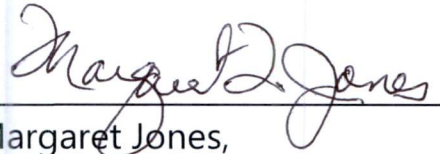
Motion to transition authority effective June 3rd to submit Fiscal Year 2020 funding requests to the City of Midland, City of Odessa, and other local governmental entities as presented, and for Chris Barnhill to bind PermiaCare

on all contractual matters relating to funding applications, receipt of funds and reporting.

There being no further business, Chair Ortega adjourned the meeting at 5:02.



Chris Barnhill,
Chief Executive Officer



Margaret Jones,
Secretary