

MINUTES OF THE MEETING OF THE BOARD OF TRUSTEES PERMIACARE

The regular monthly meeting of the Board of Trustees of PermiaCare was held March 19, 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 LaDoyce Lambert, Mark Dettman, John Landgraf and Barbara Yarbrough. Board member absent was Frank Rodriguez.

Staff members present were Ramona Thomas, Chief Executive Officer; Jill Stephens, Human Resources Director; Christian Marmol, Chief Accountant; and Amber Pyle, Administrative Assistant.

I. CALL MEETING TO ORDER

Chair Ortega declared a quorum and called the meeting to order at 3:37 p.m.

II. CHAIR'S REPORT

Chair Ortega asked CEO Thomas to remind Board of upcoming events.

The Building dedication is Friday, March 29, 2019 at 10:30 am. Several Board members verified receipt of the invitation. Tevis Herd will be the keynote speaker.

April 30, 2019 will be PermiaCare's 50th Anniversary celebration.

The 34th Annual Texas Council Conference will be held in Houston, June 19, 2019 to June 21, 2019, at the Westin Galleria. Ms. Pyle will send Outlook

calendar invitations to Board members.

III. PRESENTATIONS/TRAINING

Human Resources Director Stephens presented the training on "Employee Arbitration Agreements". Arbitration agreements were originally implemented in 2014 at the strong encouragement of the Texas Council Risk Management Fund (TCRMF). The two main goals for an arbitration agreement are that it disallows class action lawsuits and shortens the time and resources used on a claim. Due to changes with the American Arbitration Association, the TCRMF is now recommending language changes to both our policy and the Agreement signed by each employee. Ms. Stephens answered several questions from the Board.

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. Community Relations Report

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

Motion to approve the consent agenda as presented.

V. CEO REPORT

CEO Thomas reported meeting with the Midland City Manager to discuss increasing our funds request. The same increase will be requested from the other four sponsoring agencies.

CEO Thomas discussed Senate Bill (SB) 632 and Senate Bill (SB) 633 relating to sheriffs on the Board as well as regional plans to address the costs to local government of providing mental health services.

VI. TREASURER'S REPORT

The Treasurer's Report for February 2019 was distributed to all members prior to the meeting. Treasurer Edgerton reviewed the reports and answered questions.

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

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

VIII. TEXAS COUNCIL OF COMMUNITY CENTERS' REPORT

Council Representative Jones had no report.

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

Risk Management Fund Representative Lambert had no report.

X. OTHER BUSINESS

1. Authorization to approve the revisions to Board Policy 1.14.00.00 as presented by staff.

Based on Ms. Stephens presentation/training earlier in the meeting, the discussion led to several questions from the Board, which Ms. Stephens answered.

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

Motion to approve the revisions to Board Policy 1.14.00.00 as presented by staff.

2. The Board will go into Executive Session pursuant to Section 551.074 of the Texas Open Meetings Act for the purpose of deliberating applications for the CEO position.

The Board moved to Executive Session at 4:19 p.m.

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

Motion to move to Executive Session pursuant to Section 551.074 of the Texas Open Meetings Act for the purpose of deliberating applications for the CEO position. The meeting was returned to open session at 4:50 p.m.

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

Motion to hire Chris Barnhill as the Chief Executive Officer for PermianCare effective June 3, 2019

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

Motion to authorize Gus Ortega, Chair, to negotiate an employment contract with Chris Barnhill on behalf of the Board, within the range of terms agreed to by the Board

Chair Ortega adjourned the meeting at 5:02.



Ramona Thomas,
Chief Executive Officer



Margaret Jones, Secretary