

MINUTES OF THE MEETING OF THE BOARD OF TRUSTEES PERMIACARE

The regular monthly meeting of the Board of Trustees of PermiaCare was held January 16, 2024 at 401 East Illinois Avenue, Midland Texas, 79701 and via ZOOM beginning at 3:30 PM.

Board officers attending via Zoom were Barbara B. Yarbrough, Secretary and Mickey Cargile, Treasurer. Board officer attending via Zoom was Terry Wilkinson, Chair. Board officer absent was Derek Cook, Vice Chair.

Board members attending via Zoom were Margaret Jones, John Landgraf and Gus Ortega. Board members absent were Amy Hendrick and Frank Rodriguez.

No Ex-Officio Board members were in attendance.

Staff members present were Chris Barnhill, Chief Executive Officer; Josh Alaniz, Chief of Staff; Todd Luzadder, Chief of Operations; Jill Stephens, Chief Human Resources Officer; Christian Marmol, Chief Financial Officer; Cynthia Bentley, Quality Management Director; and Cheryl McLaughlin, Executive Assistant.

Guest in attendance was Shelby Ebarb of Eide Bailly, LLP.

I. CALL MEETING TO ORDER

Chair Terry Wilkinson declared a quorum and called the meeting to order at 3:31 P.M. CEO Chris Barnhill introduced Shelby Ebarb of Eide Bailly, LLP. To accommodate Ms. Ebarb for taking the time to review the Annual Financial Audit, the agenda was adjusted to address the first item of other business out of order.

II. PUBLIC COMMENTS

Chair Wilkinson opened the floor for public comment. None were provided.

III. CHAIR'S REPORT

No report was provided.

XII. OTHER BUSINESS

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

Shelby Ebarb of Eide Bailly, LLP presented a summary review of the annual single audit report. A more detailed review was presented at the Board Finance Committee meeting held Tuesday, January 9th. A copy of the annual audit was distributed to all members prior to the meeting.

A/M (Cargile for the Finance Committee/Landgraf) (Unanimous)

Motion to approve Fiscal Year 2023 Financial Audit Report as presented by Eide Bailly, LLP and recommended by the Finance Committee.

IV. PRESENTATIONS/TRAINING

1. Chris Barnhill, Chief Executive Officer, reviewed new programs funded by the 88th Legislative Session including Rural Border Intervention (RBI), Multisystemic Therapy (MST), Coordinated Specialty Care (CSC), and a 12-Bed Crisis Respite program to be located at PermiaCare's 400 N. Carver Building B location.
2. Mr. Barnhill reviewed the pending MH Grant for Justice-Involved Individuals (MHGJII).
3. Mr. Barnhill shared PermiaCare's plans to host a West Texas IDD Summit in

collaboration with Spectrum of Solutions. The date of the summit is tentatively set for April 10th to be held at the Wagner Noel Performing Arts Center.

V. CONSENT AGENDA

The Consent Agenda was distributed to all members prior to the meeting. Chair Wilkinson opened the floor for requests to remove items for discussion.

Hearing none, a motion was requested to approve the Consent Agenda as follows:

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

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

Motion to approve the consent agenda as presented.

VI. QUALITY MANAGEMENT REPORT – FIRST QUARTER FY 2024

Chief of Staff Joshua Alaniz reviewed the 1st Quarter FY 2024 Quality Management report, which was distributed to all members prior to the meeting.

VII. CONTRACT COMPLIANCE REPORT – FIRST QUARTER FY 2024

Chief of Operations Todd Luzadder reviewed the 1st Quarter FY 2024 contract compliance report, which was distributed to all members prior to the meeting.

VII. TREASURER'S REPORT

The Treasurer's Reports for November 2023 and December 2023 were

distributed to all members prior to the meeting. Treasurer Mickey Cargile reviewed the reports and answered questions.

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

Motion to approve the Treasurer's Reports as presented.

IX. TEXAS COUNCIL OF COMMUNITY CENTERS REPORT

No report was presented.

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

CFO Christian Marmol reported the last meeting was on November 17, 2023.

Their most recent audit was presented, and the fund continues to be in a strong financial position with claims in line with projections.

XI. SHERIFF'S OFFICE REPORT

No report was presented.

XII. OTHER BUSINESS

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 9th meeting by Dan Michel and Alan Jones of UBS Financial Services, Inc. Chief Financial Officer Christian Marmol reviewed the report and answered questions.

A/M (Cargile for the Finance Committee/Landgraf) (Unanimous)

Motion to approve the review of the Greathouse Trust performance as recommended by the Finance Committee.

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

This item was distributed to all members prior to the meeting and was presented to the Finance Committee at their January 9th meeting. CFO Marmol reviewed and discussed the report with the group.

A/M (Cargile for the Finance Committee/Hendrick) (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 item was presented to the Finance Committee at their January 9th meeting. CFO Marmol reviewed and discussed the report with the group.

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

Motion to accept the IRS Form 990, Return of Organization Exempt from Income Tax for the 2022 tax year as recommended by the Finance Committee.

5. Finance Committee – Fiscal Year 2024 GASB 54 Fund Balance Commitments

This item was distributed to all members prior to the meeting and was presented to the Finance Committee at their January 9th meeting. CFO Marmol reviewed and discussed the report with the group.

A/M (Cargile for the Finance Committee/Jones) (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.

6. Finance Committee – Approve Request for Qualification (RFQ) for Architect Services

This item was distributed to all members prior to the meeting and was presented to the Finance Committee at their January 9th meeting. CEO Barnhill reviewed and discussed the proposals with the group.

A/M (Cargile Finance Committee/Landgraf) (Unanimous)

Motion to accept the proposals provided for the architectural services RFQ, with approval for CEO Chris Barnhill to negotiate a contract with Pate Architects as presented by staff and recommended by the Finance Committee.

7. Approve the 2023 Title VI Plan

This item was distributed to all members prior to the meeting. CEO Barnhill reviewed the purpose and components of the plan.

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

Motion to approve the PermiaCare Title VI Plan as recommended by staff.

8. Approval of Resolution to Change Authorized Representatives for the UBS Greathouse Endowment Accounts

This item was distributed to all members prior to the meeting. CEO Barnhill reviewed the recommended changes.

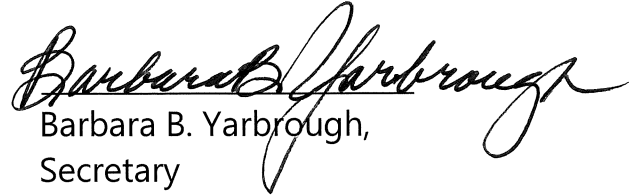
A/M/S (Yarbrough/Jones) (Motion carried with 1 abstention)

Motion to approve the resolution to change authorized representatives for the Greathouse Endowment Trust accounts held with UBS.

There being no further business, Chair Wilkinson adjourned the meeting at 5:07 P.M.



Chris Barnhill,
Chief Executive Officer



Barbara B. Yarbrough,
Secretary