

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, 2024, at 401 East Illinois Avenue, Midland Texas, 79701 and via Zoom at 3:30 PM.

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

Board member attending in person was Margaret Jones. Board members attending via Zoom were John Landgraf and Gus Ortega. Board members absent were Frank Rodriguez and Amy Hendrick.

No Ex-officio members were in attendance.

Staff members present were Chris Barnhill, Chief Executive Officer; Josh Alaniz, Chief of Staff; Christian Marmol, Chief Financial Officer; Glenn Pitchford, Chief Information Officer; and Cheryl McLaughlin, Executive Assistant.

No guests were in attendance.

I. CALL MEETING TO ORDER

Chair Terry Wilkinson declared a quorum and called the meeting to order at 3:30 p.m.

II. PUBLIC COMMENTS

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

III. CHAIR'S REPORT

No report was provided.

IV. PRESENTATIONS/TRAINING

Joshua Alaniz, Chief of Staff, presented an overview of the Compliance Program Operations within PermiaCare. Mr. Alaniz' presentation included a review of the United States Sentencing Commission Guidelines with regard to an effective compliance and ethics program and the role of the Board of Trustees in the implementation and effectiveness of the program.

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 (Landgraf/Ortega) (Unanimous)

Motion to approve the consent agenda as presented.

VI. CHIEF EXECUTIVE OFFICER (CEO) REPORT

CEO Chris Barnhill reviewed the Department of Labor final rule on the update to overtime pay which will be effective July 1, 2024. The rule will increase the salary threshold required to exempt salaried bona fide executive, administrative, or professional employees from federal overtime pay requirements.

Mr. Barnhill reported that the Center has received \$569,200 in HHSC funding through FY2025 for a Co-Responder Program, which pairs mental health professionals with law enforcement officers to respond to Mental Health crisis calls. PermiaCare will partner with the Odessa Police Department and the Midland County Sheriff's office in the implementation of the program. The program should be in operation by September 1, 2024.

VII. PUBLIC LIAISON COMMITTEE REPORT– PLANNING AND NETWORK ADVISORY

COMMITTEE MEETING

Chief of Staff Joshua Alaniz presented the minutes of the Planning and Network Advisory Committee meeting held May 7, 2024, which were distributed to all members prior to the meeting. The PNAC made a recommendation to the Board of Trustees to charge PermiaCare staff with identifying and implementing solutions to improve the overall experience of PermiaCare clients, beginning with walk-in clients at the Mental Health clinics.

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

Motion to accept the minutes and recommendations made by the PNAC.

VIII. TREASURER'S REPORT

The Treasurer's Report for April 2024 was distributed to all members prior to the meeting. Treasurer Mickey Cargile reviewed the reports and answered questions.

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

Motion to approve the Treasurer's Report as presented.

IX. TEXAS COUNCIL OF COMMUNITY CENTERS' REPORT

Trustee Margaret Jones reported that IDD direct care rates continues to be the primary topic of discussion. Mrs. Jones recommended that the document "What Every Board Member Should Be Talking About Back Home" be included in this report section of the Board packet each quarter. The Texas Council of Community Centers Annual Conference is coming up in June.

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

No report was presented.

XI. SHERIFF'S OFFICE REPORT

No report was presented.

XII. OTHER BUSINESS

1. *Finance Committee – UBS-Greathouse Trust Review*

This item was distributed to all members prior to the meeting and was presented to the Finance Committee by Dan Michel and Alan Jones of UBS Financial Services at a meeting held May 16, 2024. CFO Christian Marmol reviewed the report and answered questions. CEO Barnhill requested that an amendment be made to the recommended action and motion to add "...with rebalance of account to 65% equity..."

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

Motion to approve the review of the Greathouse Trust performance with rebalance of account to 65% equity as recommended by the Finance Committee.

2. Finance Committee – Post-Employment Benefit Trust Review

This item was distributed to all members prior to the meeting and was presented to the Finance Committee at a meeting held May 16, 2024.

CFO Marmol reviewed the report and Finance Committee recommendation.

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

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

3. Finance Committee – Accept Engagement Letter from Independent Audit Firm Eide Bailly for FY2024

This item was distributed to all members prior to the meeting. CFO Marmol reviewed the letter and recommendation of the Finance Committee.

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

Motion to accept the recommendation to engage Eide Bailly, LLP as the auditor for Fiscal Year 2024 as proposed by staff and 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 Marmol reviewed changes to the policy and recommendations of the Finance Committee.

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

Motion to accept Policy 4.02.04.00 “Investments” with revisions and the accompanying Board resolution as recommended by the Finance

Committee.

5. 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 Marmol reviewed the policy and recommendations of the Finance Committee.

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

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

6. 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 Marmol reviewed changes to the policy and recommendations of the Finance Committee.

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

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

7. Finance Committee – Approve the Renovation Project of 400 N. Carver Building B into a Twelve-Bed Mental Health Crisis Respite

This item was distributed to all members prior to the meeting. CEO Barnhill reviewed the independent cost estimate and 90% complete schematics for the project provided by Pate Architects which totals \$380K.

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

Motion to approve renovation of 400 N. Carver Building B into a 12-bed mental health crisis respite as presented by staff and recommended by the Finance Committee.

8. Finance Committee – Approve the Results of the 2024 Voice-Over IP Request for Proposal (RFP)

This item was distributed to all members prior to the meeting. Chief Information Officer Glenn Pitchford reviewed the results of the Request for Proposal (RFP) and scoring.

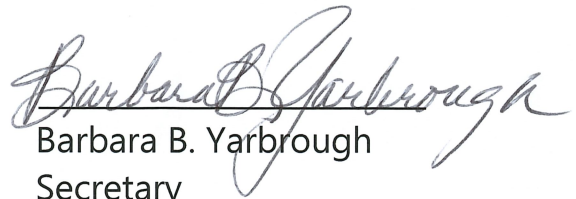
A/M/S (Cook for the Finance Committee) (Unanimous)

Motion to accept the results of the RFP for VOIP services with award of the contract to Ring Central as presented by staff and recommended by the Finance Committee.

There being no further business, Vice Chair Derek Cook adjourned the meeting at 4:51 p.m.



Chris Barnhill,
Chief Executive Officer



Barbara B. Yarbrough
Secretary