

LCMH Board of Directors Meeting Minutes

Date: 10/19/2022

Start time: 7:23 p.m.

Adjourned: 7:44 p.m.

Board Members: Sharon Menard, Stacey Madden, Zach Williams, Luke Jandreau, Fred Ober, Saudia Lamont, Mike Feulner, Cindy Morin, Susan Kimmerly, Mary Anne Lewis

Absent: Scott Kirkpatrick, Polly Manosh, Chip Troiano

Staff: Michael Hartman, Jennifer Stratton

Guests: N/A

Notes: Mary Anne Lewis

Meeting called to order at 7:23 p.m. (following the Annual Meeting)

Topic	Discussion	Action	Person Responsible
Treasurer position for the coming year:	Mr. Ober started the meeting by making a motion that Zach Williams be approved as Board Treasurer for an indefinite period of time. Mr. Williams was going to be exiting the Board however has graciously agreed to take on the treasurer role for a timeframe "to be determined."	Ms. Menard seconded the motion. The motion passed with no opposition. above for the other officers.	
Signing Authority	Mr. Hartman stated that the Agency needs an additional person with signing power, as any check above \$200.00 must be signed. Mr. Hartman suggested that this individual be Amy Fitzgerald. Currently the approved signers are Mr. Hartman, Ms. Stratton, and Mr. Heath.	Mr. Ober made a motion to add Amy Fitzgerald to the roster of Approved signers. Ms. LaMont seconded the motion. The motion passed with no opposition.	
Line of Credit:	Mr. Feulner raised the question that any "substantial" amounts of money, loans, lines of credit, etc., should be approved by the Board via a vote. The agency was recently approved for a line of credit through Union Bank for up to \$700,000. The agency borrowed \$400,000 to meet payroll due to the State contracts being 4 months behind and other grants that were not	Mr. Williams made a motion to approve the line of credit with Union Bank in the current amount of \$700,000. Mr. Ober seconded this motion. Ms. Madden abstained from voting. All other	The LOC amount used in the meeting was incorrect. It is in need of review.

	received in a timely fashion. The Agency paid back the \$400,000 within 8 days. Mr. Hartman emphasized that it would be helpful to continue to carry this LOC.	Board members agreed to this motion without opposition.	
Agency debt:	Mr. Williams made a motion to establish a formal policy whereby any new debt that gets taken on by the Agency gets approval from the Board. This motion was seconded by Mr. Ober (????) This motion passed without opposition.	This motion was seconded by Mr. Ober. This motion passed without opposition. Mr. Feulner asked that the Finance Committee look at the Education Funds as a partial solution to the present debt situation.	
Adjourn:	Motion to adjourn was made by Mr. Williams and seconded by Ms. Menard. Meeting adjourned at 7:44 p.m.	This motion was seconded by Mr. Ober. This motion passed without opposition.	

<p>CEO Report Report is in Board Packet.</p>	<p>Mr. Feulner asked about the status of the Transitional House. Mr. Hartman related that there were many constructed related problems. For example, the house needs special heavy-duty windows, however they were not installed properly and now they are unable to be opened all the way. And unfortunately, the even bigger issue is hiring the people to staff it. There have been 2 staff hired as well as a house manager. The agency is trying to be creative regarding staffing. Upper Valley Services was willing to send 3 staff to LCHMS as they had an individual that needs the bed. It was determined that LCHMS will send staff to VCIN (Vermont Crisis Intervention Network) bed. Many of the individuals that would benefit from this house will require 2:1 staffing.</p>		
<p>Finance Report:</p>	<p>The assessment of the Hyde Park property has been completed. It has been listed with Sue Martin and Company for \$95,000. Ms. Menard asked what the money from this sale was earmarked for. This has not yet been designated.</p> <p>Mr. Heath is working with Tina Norton at Union bank to establish a \$500,000 line of credit to be utilized for cash flow if billing is not submitted on time. There have been issues with personnel and software in the Billing Department. A new person has been hired that has 20 years of experience with Mental Health and medical billing.</p> <p>The agency has received an 8% increase from DAIL on Developmental services.</p> <p>There is a 401K audit due to the IRS by 10/15.</p>		

	<p>The Copley House and Johnson Group Home audit are underway and reportedly going smoothly.</p> <p>The LCMHS audit will be completed the first week of October and will look at finances, and reconciliation of Medicaid funds.</p> <p>Year-end finances are still being finalized. There is currently a \$736,555 deficit due to operational expenses and unbudgeted payroll raises. The agency did not meet the case rate review count and therefore owes a \$257,000 payback. This is due to Avatar reporting issues and will hopefully be credited/negated. There may also be a need for payback on the ABA program.</p> <p>There still is not a signed contract from the State on the Master Agreement. Therefore, the increase in monies has not yet been realized. The rate of inflation has played a huge role in the operations of the agency.</p> <p>There was a meeting regarding the health care package. There has been a 23% increase on the premiums (\$500,000). 18% increase had been budgeted, but not 23%. Mr. Heath is continuing to investigate this further.</p> <p>The agency received \$700,000 from the Vermont Health Care Stabilization Grant. According to an audit, the agency needs to pay back \$614,000 of that grant. Another audit states that the claims used for that money were legitimate: COVID test kits, COVID testing of employees, PPE, sterile wipes, rental space at Northgate Plaza, etc.</p> <p>Additional retention bonuses in 2020 resulted in \$326,000 of expenses.</p>		
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<p>Update on equity retreat/DEI:</p>	<p>Ms. Lewis reported that there 10 Board members and SLT that attended the Equity Integration Retreat in Plainfield in August. The retreat aimed at providing a shared understanding why shifting organizational norms/processes and building new organizational culture to the organization is important so that we can embrace equity and can live true to the mission of the agency. These changes are a process and will be a gradual shifting towards new language and communication processes, new ways to approach meeting facilitation and new cultural norms that embrace race, gender, ability, and class equity. One of the first steps is to develop “agreements” for the Board members. These will be two-fold: one for the logistics/expectations for Board members (for example, attendance and participation) and one will be a “Human <i>KIND</i>” agreement. These are currently being drafted by the retreat planning “pod” (Mr. Jandreau, Mr. Feulner, Ms. LaMont, and Ms. Lewis).</p> <p>Mr. Jandreau stated that he would like the Board meeting agendas to be more fluent, and less held to strict timelines. More to follow.</p> <p>Mr. Feulner thanked Ms. Lewis for organizing the retreat and to all those who attended.</p> <p>Mr. Hartman reported that Auburn Watersong has been hired by the agency as a DEI consultant. Ms. Watersong has done conflict resolution for the State as well as staff and consumer conflict resolution. She is familiar with the work of Rae Carter who provided our training and will be helpful to bring all the pieces together.</p> <p>Ms. LaMont stated that the Lamoille Health Equity Collaborative has received a</p>		
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	\$150,000 grant and that perhaps LCMHS could apply for part of that to be creatively used for those struggling		
CSFY Standing Committee:	Ms. LaMont reported that they are looking at changing the meeting times to be able to accommodate more individuals. They are trying to use best communication practices with an intentional process.		
New Business:	<p>Ms. Menard and Mr. Williams will be attending the Annual meeting in October and then they are both leaving the Board. Ms. Menard has served the maximum time of three consecutive three-year terms and said she was happy to have served. Mr. Williams has relocated to a different county and wants to focus his time on an agency within his own county. Mr. Williams thanked Mr. Ober and Ms. Menard for being his “sidekicks” and said he is leaving the Board “in good hands.” Both Board members have been appreciated and will be greatly missed.</p> <p>The Annual Meeting will be Wednesday, October 19th from 5:00 to 6:30 p.m. Appetizers will be served starting at 4:30. There will be a Board meeting immediately following the Annual Meeting.</p>		

By unanimous vote the meeting was adjourned at 6:57 p.m.