**LCMH Board of Directors Meeting Minutes**

Date: 12/20/23

 Start time: 5:06 pm

 Adjourned: 6:50 pm

Board Members: Cindy Morin, Mike Feulner, Susan Kimmerly, Mary Anne Lewis, Geoff Lindemer, Zach Williams, Chip Troiano, Stacey Madden, Saudia Lamont

Absent: None

Staff: Michael Hartman, Jeffrey Kellar, Jennifer Stratton, Katy Kuchta

Guests: None

Notes: Emily Roemer

Meeting called to order at 5:06 pm by Zach Williams

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| Topic | Discussion | Motion Voting |
| Introductions |  |  |
| Approval of Minutes & Line of Credit Motion from October | None | Motion to approve minutes – Mike FeulnerSecond – Mary Anne LewisUnanimous approvalMotion Approved – Chip Troiano Abstained |
| CEO Report | Michael Hartman met with Mike Feulner, Stacey Madden, and Cindy Morin for a tour of all of the LCMHS buildings a few weeks ago. It was a positive experience for all involved. The group of 3 was great for not disrupting programming. Zach Williams would like the board welcome packet to be updated. Include pictures of buildings and program info.Flood response continues. Money from Vermont Community Foundation is being used. Lamoille Area Response Network is established and has full time employee overseeing the monies received from local and national donations. Permission was granted from VT Community Foundation to use the funds for this week’s flood.Received some response from Department of Agriculture regarding the Telehealth Grant, however it was not a decision.Received positive response regarding the grant for a medical support bed in the apartments in Copley for people transitioning from hospital care to home. The Community House will be providing staff. Actual money has not been awarded yet.The staff working with Morristown Police is moving out of state, but had a good interview for her replacement. There has been good feedback from the community about the position and work being done. The enhanced emergency grant is on track, but it has not been a smooth road regarding the data tracking.Hiring was down in November, but we ended up +1 for the month. Many offers have gone out this week, so hiring may improve in the coming weeks. Almost every program is down a couple staff. Services for consumers are still increasing.DAIL visited and was impressed with the apartments at Copley slated to be used for the medical beds. Community members have been using the space for flood relief in the meantime. A lift may be needed in the future for the entry stairs. |  |
| **Finance Report** | High level balance and P&L are included. Loss is still around $2.3 million. Healthcare costs contributed to that. Approximate annual payroll is $10 million. A 2024 benefits plan has been approved, with an 18% increase, which was less than we expected. All sides of business will have to be addressed to be cash neutral. We will continue to express our financial challenges to the state. The CFO group has completed an analysis for presentation at the state in January, requesting a 6.6% increase. Next project is to drill down on financials by program. Jeff is also working on weekly, monthly, annual cash flow models. Chip noted that the administration is recommending 3% increase. VCP sent an email to the secretary regarding a system wide analysis and 6.6% would be needed for 2025 annual operations. Anything less than that would be a loss. Family stories have a privileged voice with the legislature. Mental Health Advocacy Day information sent to board members.Geoff Lindemer noted that a strategic planning committee is needed to remain nimble. Kudos to Jeff Kellar on work being done. Zach Williams noted that looking at the economics for each position to determine what the caseload is needed to cover each staff would be good to have for our planning and advocating with state. Efforts are being made to make changes quickly to ensure that the losses don’t continue. Audit is in the end stages. The biggest schedule needed for submission is revenue statement. Need to get the P&L by program done to complete that form. Should be done in the next couple of weeks. One open finding that we received money for retention bonuses and provided information from the incorrect timeframe.  |  |
| **Committee Reports** | Recruiting for a Director of Adult Behavioral Health. Some interviews are scheduled. Staff and consumer surveys have been released for completion. Staff seem to be falling into a more normal work pattern. Wellness Center is back on schedule and working on increasing group activities. Group homes are increasing activities for consumers and are well staffed at the moment.A woman from NAMI presented to children’s standing committee on what they can provide in communities. The intake team has hit a good stride with their processes. Best it has been in years. The waiting lists are pretty low right now. There is an intake case manager who provides services for new consumers who are waiting for program placement.Children’s is seeing an increase in families involved with DCF. DS is seeing similar increases in requests from DCF for assistance with children with high needs. |  |
| **New/Old Business** | Recruiting and Hiring Policy & Cultural Diversity – enhancements are great and Zach Williams will be signing shortly.Policies should be updated/reviewed regularly at a rate of 1-2 per month. Votes to approve are not needed, board input is welcome before signed by board president.Congratulations to Jennifer on her appointment as CEO. Jennifer glad for support from board and the team at the agency.Kudos to Mike Feulner, Stacey Madden and Zach Williams on the work on the CEO Search Committee.Welcome to Katy Kuchta, new DS director. Board provided Katy with individual introductions. |  |
| **Agenda for Next Meeting** | Governance CommitteeStrategic Planning Committee – schedule date, work on finding a facilitator. The team from VCP was suggested. There may be grant money available for strategic planning. Michael Hartman noted that the agency is working with AnnMarie Curley to improve internal efficiencies. She may be available to assist with facilitating board discussions on internal and external efficiencies. The plan created prior to covid is no longer and has not been relevant. Jennifer Stratton and Michael Hartman are beginning to blend and hand over duties.Cultural Competency Grant – add to January or February meeting |  |
| **Executive Session** | Entered Executive Session to discuss a personnel matter. 1vsa section 33, discussion related to personnel.6:19 pm – Entered Executive Session.6:50 pm – Executive Session Ended. Mary Anne Lewis’ notes are included below. | Motion to approve – Mike FeulnerSecond – Susan KimmerlyUnanimous approval – none opposed. Motion Approved |
| **Closing** |  |  |

LCMHS Board of Directors entered Executive Session at 6:19 p.m. on 12/20/23.

Time out of Executive Session was 6:50 p.m.

In attendance were Zach Williams, Mike Feulner, Susan Kimmerly, Cindy Morin, Geoff Lindemer, Stacey Madden, Saudia Lamont, Chip Troiano, Mary Anne Lewis. Quorum standards were achieved.

Following executive session, a motion was made by Chip Troiano for the Board of Directors to delegate authority to Mike Feulner and Zach Williams to negotiate a separation package for the CEO as he transitions from his current position.

Geoff Lindemer seconded the motion. A vote was held, and it was unanimously in favor. There was no opposition, and no one abstained. It should be noted that Susan Kimmerly had to leave prior to the vote, and therefore she did not vote on this matter.

Meeting was adjourned at 6:53 p.m.

Respectfully Submitted,

Mary Anne Lewis, Board Secretary