

**Highland Rivers Health  
Meeting Minutes**

**Governing Board of Directors  
06/27/2018 10:30 AM  
Bartow Recovery Center  
650 Joe Frank Harris Parkway, Cartersville,  
GA, 30120**

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**Attendees**

**Voting Members**

Ms. Chantel Adams, Chair  
Mr. Bill Fann, Vice Chair  
Mr. Allen Wigington, Immediate Past Chair  
Mr. Larry Maxey, Board Member  
Ms. Bonnie Moore, Board Member  
Ms. Jean Smilie, Board Member  
Ms. Shana Vinyard, Board Member

**Others Present**

Ms. Melanie Dallas, Chief Executive Officer  
Mr. James Catanzaro, Legal Counsel  
Mr. Rich Gonzalez, Chief Administrative Officer  
Ms. Stephanie Collum, Chief Compliance Officer  
Mr. Mike Mullet, Community Relations Director  
Ms. Melissa Stone, Executive Secretary  
Ms. Dena Payne, Director of Intellectual Developmental Disabilities  
Ms. Laura Citron, Director of Business Development  
Mr. Kevin Scott, Director of Nursing  
Dr. Kelly Trusheim, Clinical Director  
Ms. Erica Collins, Human Resources Director

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I. Call to Order

Chair Chantel Adams called the meeting to order at 10:00 a.m.

II. Approval of Agenda

**Action:** The agenda was approved as presented on unanimous vote of motion by Immediate Past Chair Allen Wigington and second by Ms. Bonnie Moore.

III. Approval of April 25, 2018, Minutes

**Action:** The minutes were approved as presented on unanimous vote of motion by Immediate Past Chair Allen Wigington and second by Vice Chair Bill Fann.

IV. Executive Session

**Action:** On unanimous vote of motion by Immediate Past Chair Allen Wigington and second by Vice Chair Bill Fann, the Governing Board convened into Executive Session to discuss the future acquisition of real estate and to consult with Legal Counsel regarding pending or potential claims.

V. Reconvention of Regular Session

**Action:** Immediate Past Chair Allen Wigington made a motion for the Chair to be authorized to execute any deed or document necessary to actuate the transfer of real property to the Highland Rivers Community Service Board supporting organization. Ms. Jean Smilie asked if Highland Rivers Community Service Board would have any control over the supporting organization. Counsel Jim Catanzaro, Jr., stated that Highland Rivers Community Service Board did have authority over the supporting organization. Ms. Smilie stated that she was abstaining from the vote. The motion was passed on affirmative vote by the remaining members.

VI. Appointment of FY19 Officers

Chair Chantel Adams read the slate of nominees and asked if there were any nominations from the floor. The slate of nominees was as follows:

**Board Chair** – Ms. Chantel Adams – (There were no nominations from the floor.)

**Vice Chair** – Mr. Allen Wigington – (There were no nominations from the floor.)

**Secretary** – Ms. Bonnie Moore – (There were no nominations from the floor.)

**Treasurer** – Mr. Bill Fann – (There were no nominations from the floor.)

Chair Chantel Adams thanked Ms. Bonnie Moore and Vice Chair Bill Fann for working with her on the slate of nominees for fiscal year 2019 Officers. She congratulated the new Officers and stated that she looked forward to working with them.

**Action:** The proposed slate of Officers for the fiscal year 2019 was approved with no opposition.

VII. Approval of FY19 Meeting Schedule

Chair Chantel Adams presented the proposed meeting schedule for fiscal year 2019. The members discussed the proposed dates. Immediate Past Chair Allen Wigington asked that the December 2018 meeting date be changed to December 4, 2018, in order to ensure there was no conflict with holiday schedules for the members. The members checked their calendars and agreed to the change to the schedule. Chair Chantel Adams asked that the Executive Secretary make the change and forward the revised schedule to the members.

**Action:** The meeting schedule was approved with the suggested revision upon unanimous vote of motion by Ms. Jean Smilie and second by Immediate Past Chair Allen Wigington.

VIII. Ratification of FY18 Medication Assisted Treatment Contract #44100-906-0000112371

Ms. Jean Smilie asked if a Peer Advisory Council had been formed as specified in the contract. Chief Executive Officer (CEO) Melanie Dallas stated that the contract had just been awarded and services would be implemented in the near future. She stated that she would ask a staff member to come to the Governing Board meeting following implementation to give an overview of the program.

**Action:** The FY18 Medication Assisted Treatment Contract #44100-906-0000112371 was approved on unanimous vote of motion by Immediate Past Chair Allen Wigington and second by Vice Chair Bill Fann.

IX. Ratification of FY18 Family Support Waiver Supplemental Services Amendment #03 Contract #44100-907-0000067203

**Action:** The FY18 Family Support Waiver Supplemental Services Amendment #03 Contract #44100-907-0000067203 was approved on unanimous vote of motion by Immediate Past Chair Allen Wigington and second by Vice Chair Bill Fann.

X. Ratification of FY18 Systemic Changes Amendment #03 Contract #44100-026-0000067436

**Action:** The FY18 Systemic Changes Amendment #03 Contract #44100-026-0000067436 was approved on unanimous vote of motion by Immediate Past Chair Allen Wigington and second by Ms. Bonnie Moore.

XI. Ratification of FY18 Core Amendment #03 Contract #44100-261-0262018103

**Action:** The FY18 Core Amendment #03 Contract #44100-261-0262018103 was approved on unanimous vote of motion by Immediate Past Chair Allen Wigington and second by Vice Chair Bill Fann.

XII. Ratification of FY19 Community Support Treatment Contract #44100-026-0000113128

**Action:** The FY19 Community Support Treatment Contract #44100-026-0000113128 was approved on unanimous vote of motion by Immediate Past Chair Allen Wigington and second by Ms. Bonnie Moore.

XIII. Ratification of FY19 Intensive Case Management Contract #44100-026-0000111924

Ms. Jean Smilie asked Chief Executive Officer (CEO) Melanie Dallas if Highland Rivers Community Service Board was meeting the minimum number of enrollees in the contract. Ms. Dallas stated that the contract covered both the north and the south counties in the catchment area. She stated that the program was not enrolling as many individuals as the program was staffing up to the numbers. The program was in the process of increasing staff.

**Action:** The FY19 Intensive Case Management Contract #44100-026-0000111924 was approved on unanimous vote of motion by Immediate Past Chair Allen Wigington and second by Vice Chair Bill Fann.

XIV. Approval of FY19 Preliminary Budget

Chair Chantel Adams directed the members to the preliminary budget in the packet. She asked that Chief Administrative Officer (CAO) Rich Gonzalez review the preliminary budget with the members. Mr. Gonzalez began by explaining that the budget dictated the actions of the organization in the fiscal year. The numbers in black were numbers that were from contracts that had been received and were actual numbers. The numbers in red were for contracts that had not been received as of June 20, 2018. He had used the fiscal year 2018 numbers in the budget. The numbers in blue were significant changes between fiscal year 2018 and fiscal year 2019.

He directed the members to the section titled "DBHDD GIA/FFS." He explained that the agency expected to receive \$1,622,327 to cover the expense of State Health Benefit Plan premiums for the Healthcare Staffing employees who transferred to Highland Rivers Community Service Board in fiscal year 2018. The Department of Behavioral Health and Developmental Disabilities (DBHDD) increased the number of supported employment slots by 79 for fiscal year 2019 which increased the funding by \$223,723. The Amendment #3 amount of \$688,860 was the supplemental support funds request to cover the increased costs for the last six months due to the staff conversion.

He asked the members to turn to the section titled "A/P & Other Contracts." He explained the APEX expansion request had not been approved by DBHDD to date. The Medication Assisted Treatment contract had added \$250,000 for operating expenses and \$100,000 for medication reimbursement. The Recovery Support Center was approved for \$250,000. The funding was for a Substance Use Adult Clubhouse for Cedartown.

He asked the members to turn to the sections titled "Revenue" and "Expenditures." The Medicaid Waiver revenue was understated due to claims issues that would be resolved by the end of June. The Medicare revenue was lower in fiscal year 2018 due to the Office of Investigator General penalty. He had made a forecast of where the organization would end in regards to expenditures and had layered in changes for the fiscal year 2019 expenses. Fiscal year 2018 was projected to end with a net loss of \$936,906. Fiscal year 2019 was projected to end with a net loss of \$153,557. Chief Executive Officer (CEO) Melanie Dallas stated that the organization would be closely monitoring finances. The strategic plan and sustainability plan were in place to help improve finances.

Ms. Bonnie Moore asked if all the counties in the organization's catchment area contributed funds to help with needs of their constituents. Mr. Gonzalez stated that only five counties contributed funds. The counties were Bartow, Floyd, Paulding, Polk, and Whitfield. Ms. Dallas stated that she had met with the Bartow Commissioner and he had asked what the county contributions were used for by the organization. Ms. Dallas and Director of Business Development Laura Citron would be working to educate the Commissioner's in the organization's catchment area on the services provided by the organization. Ms. Adams asked if the organization asked for the funds from each county. Ms. Dallas stated that the organization did ask for the funds.

**Action:** The FY19 Preliminary Budget was approved as presented on unanimous vote of motion by Immediate Past Chair Allen Wigington and second by Ms. Bonnie Moore.

#### XV. Finance Committee Report

Chair Chantel Adams directed the members to the balance sheet in their packets. The accounts payable had gone up due to the staff conversion. The increase in the amount due to the Department of Behavioral Health and Developmental Disabilities (DBHDD) was because of the increase in the advance from the last fiscal year. She informed the members that the total assets were \$8,493,589 as of May 2018. The total liabilities were \$9,203,203 and the net assets were at a negative \$709,614.

She directed the members to the Key Performance Indicators (KPIs) on the same page. The days cash on hand were at -1.6 days. The current ratio was positive at 1.1. The days of net assets to total expenses were -22.6 days. The long term debt to net assets was -5.7.

She directed the members to the statement of revenue and expenses for the month of May 2018. The total revenue was \$4,034,765 and the total expense was \$4,232,608. There was a net loss of \$197,843. People costs had increased by \$164,000 due to the need to hire more physicians and advanced practice nurses. She informed the members that Medicaid owed Highland Rivers Community Service Board (HRCSB) \$200,000 for a rejection in claims error. The organization would have been right at break even for the month if the claims error had not occurred. The error was on the part of Medicaid and not due to issues with HRCSB claims processing.

She directed the members to the statement of revenue and expenses for the year to date through May 2018 and associated graphs. The total revenue was \$44,139,215. She pointed out that the decrease in expense based contracts was due to not receiving funding for the Floyd Home Again program for fiscal year 2018. Ms. Bonnie Moore asked if the services were still being provided in the program. Chief Executive Officer (CEO) Melanie Dallas stated that the service was still being provided in the county. The program was billing the Care Management Organizations (CMOs) for the services. The total expense was \$45,909,165. People costs were up 10% due to the hiring of additional physicians and advanced practice nurses. There had been progress in decreasing expenses for facilities, supplies, and operating expenses. She reminded the members that the bad debt category was an accounting change to keep track of write offs. The net loss was \$1,769,950. She stated that the loss should decrease due to the organization receiving \$700,000 in supplemental support funds that would be part of the June financials.

The graphs gave a picture of the finances. The expenses had outpaced the revenue for a majority of the months in the fiscal year. She reminded the members that the month of May 2018 would have been positive without the Medicaid Waiver issues.

**Action:** No action required.

#### XVI. CEO Report

Chief Executive Officer (CEO) Melanie Dallas presented the following highlights from the CEO report.

- Ms. Dallas stated that the organization was still working with other Community Service Boards (CSBs) to see if the outpatient funding issue was across the board. The other CSBs in the study group were View Point, Unison, Avita, Albany, Lookout Mountain, and Advantage. The study had shown that all the CSBs were experiencing losses in outpatient services. The study established that outpatient services were not adequately funded. The next step was to meet with the Department of Behavioral Health and Developmental Disabilities (DBHDD) to discuss the findings and suggest solutions.

- The new Director of Revenue Management, Bob Hoover, had been hired to replace the position vacated by Mr. Walt Leitch. Mr. Hoover came to the organization with 30 years of experience. He would be working on new strategies around cash flow and the revenue cycle to address the financial picture.
- The organization had been working on the staff conversion for a year and a half with Jeff Minor, Deputy Commissioner of DBHDD. The monies to cover the increased State Health Benefit Plan costs was supposed to be included in the fiscal year 2019 behavioral health contract but was not included. Ms. Dallas had been in discussions with the DBHDD Chief Financial Officer, Ms. Mary Price. Ms. Price had stated that DBHDD was working to go back to the Governor's office about getting the money included in the budget amendment. Ms. Dallas stated that she had informed Ms. Price that if the budget was not amended Highland Rivers Community Service Board would have to ask for an advance.
- The Georgia Association of Community Service Boards (GACSB) had met to work on the strategic plan for the next several years for the GACSB.
- Ms. Dallas continued to sit on the Behavioral Health Advisory Council for DBHDD. The Council was working to fix some of the issues with the current system. Ms. Dallas had been asked to chair the mental health subcommittee. The subcommittee was working on transitions out of the crisis units, housing, and recovery supports.
- Ms. Dallas and Vice Chair Bill Fann had met with a potential Polk County member for the Governing Board. Mr. Sherman Ross is a State Farm agent and City Council member in Rockmart. Mr. Fann stated that he believed Mr. Ross would be a very good fit for the board. Mr. Ross was very caring and giving. Mr. Ross' wife ran the FIRST Foundation for the region.

**Action:** No action required.

XVII. Community Relations Report

Community Relations Director Mike Mullet directed the members to the report in the packet. He asked the members for any questions about the information. Ms. Jean Smilie stated that she liked the articles. Vice Chair Bill Fann stated that he appreciated Mr. Mullet sending the information out to the members. Ms. Smilie asked if Highland Rivers Community Service Board was still a member of the Gilmer County Chamber of Commerce. Director of Business Development Laura Citron stated that the organization was a member of the Chamber and that she attended the events that were hosted by the Chamber. Ms. Smilie stated that it was good that someone from the organization was attending the events.

**Action:** No action required.

XVIII. Compliance Committee Report

Immediate Past Chair Allen Wigington informed the members that the Corporate Compliance subcommittee had a good meeting with robust discussion. The subcommittee had identified a potential high liability concern regarding overdue policies and procedures. Chief Compliance Officer Stephanie Collum had been instructed by the subcommittee to meet with the individuals who were deficient

on the policy and procedure report. The individuals were to be notified that the policies and procedures were to be updated as required. Any individual on the deficiencies report at the time it was submitted to the subcommittee would be required to attend the next subcommittee meeting to report out on why the policies and procedures were not updated.

**Action:** Chief Compliance Officer Stephanie Collum will ensure that the message concerning overdue policies and procedures is distributed.

XIX. Community Recovery Partnership, Inc (CoRP) Discussion

Chief Executive Officer (CEO) Melanie Dallas directed the members to the application packet for Mr. Leland "Lee" Johnson. She recommended the approval of the appointment of Mr. Johnson to the Community Recovery Partnership, Inc. Board of Directors as a permanent member to replace the provisional seat vacated by Ms. Cindy Cochran. He had previously worked for the Department of Behavioral Health and Developmental Disabilities (DBHDD). He had also worked for other social service programs in Florida. He was very familiar with Community Service Boards and would be a great asset to the Board of Directors. The members agreed that his expertise would be of great use on the Board of Directors. Ms. Dallas also recommended the appointment of Vice Chair Bill Fann to the Community Recovery Partnership, Inc. Board of Directors as a provisional member to replace the provisional seat vacated by Mr. Todd Vande Zande.

Counsel Jim Catanzaro, Jr., presented on the basics of a supporting organization (see attached). Immediate Past Chair Allen Wigington verified that the supporting organization would be a 509(a)(3). Mr. Catanzaro stated that it would be a 509(a)(3) which was a sub classification of a 501(c)(3). It was classified as a public charity. Mr. Wigington asked Mr. Catanzaro to clarify if monies from DBHDD could be used for the supporting organization. Mr. Catanzaro stated that, per the Official Code of Georgia Annotated (O.C.G.A.) Title 37-2-6, Community Service Boards were required to seek approval from DBHDD to form a supporting organization. One requirement for approval was that no part of grant monies for reimbursement of services or assets acquired by Highland Rivers Community Service Board (HRCSB) with such monies could be used in the operations of the supporting organization. Ms. Jean Smilie asked if HRCSB would still have control over the supporting organization. Mr. Catanzaro stated that HRCSB would have control over the supporting organization.

**Action:** Mr. Johnson was approved and appointed as a permanent member of the Board of Directors of Community Recovery Partnership, Inc., and Vice Chair Bill Fann was approved and appointed as a provisional member upon unanimous vote of motion by Immediate Past Chair Allen Wigington and second by Ms. Bonnie Moore.

XX. Strategic Plan Draft

Chief Executive Officer (CEO) Melanie Dallas informed the members that the Executive Team was working on the strategic plan for the next three years. A mechanism had been put into place to assign each team member applicable projects. The team member would work with others to track progress, measure success, and complete the projects. The plan had been pared down to make it more user friendly and more relevant. Immediate Past Chair Allen Wigington stated he liked the goal of treating to fidelity. He had also noticed the change from the term of individual to customer and asked why it had changed. Ms.

Dallas stated that the change aligned the plan with customer service.

**Action:** The strategic plan was approved on unanimous vote of motion by Immediate Past Chair Allen Wigington and second by Vice Chair Bill Fann.

XXI. Facility Tours

Chief Executive Officer (CEO) Melanie Dallas introduced the idea of having a "road trip day" for the members. The trip would happen on the day of an already scheduled board meeting. A van would be used to take the members to see some of the programs offered by Highland Rivers Community Service Board. The board meeting would occur at the last site that was visited on that day. Chair Chantel Adams stated that she liked the idea of seeing the programs as it really brought home the purpose of Highland Rivers Community Service Board. Ms. Dallas stated that it would allow the staff at the sites to meet the members. She suggested that the "road trip day" could be held on December 4, 2018. The members agreed that it was a good idea.

**Action:** Ms. Dallas will begin work on organizing the "road trip day."

XXII. Recognition of Visitors

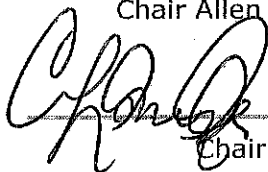
There were no visitors.

XXIII. Public Comment

Chair Chantel Adams presented Chief Executive Officer (CEO) Melanie Dallas with a 5 Year Faithful Service Award from the State of Georgia. Ms. Adams thanked Ms. Dallas for her dedication to the individuals served by Highland Rivers Community Service Board.

XXIV. Adjournment

The meeting was adjourned on unanimous vote of motion by Immediate Past Chair Allen Wigington and second by Ms. Bonnie Moore.

  
Chairperson

8/22/2018

Date