



**Board of Directors Meeting Minutes
July 18, 2018**

Present: Mark Ferrandino, Board Chair
Lloyd Lewis, Vice Chair
Bill Ojile, Treasurer
Christine Ruggeri, Secretary
Roger Schmitz, Past Chair

Jose Torres-Vega
Joseph Derdzinski
Amy Ross (By Phone)
Michael Wroe

Absent: Olga Feldman
Nisa'a Ameen-Abdullah

Staff: Shari Repinski, Executive Director
John Wetherington, CFO
Ford Allison, COO
Shelly Roberson

Joelle Ashley
Ann Gifford
Jodi Litfin
Jenn Beck
Stephen Shaughnessey
Kris Kogan
Dianne Clarke
Jenny Smith

Guests: Richard Westfall, Hale-Westfall, LLP

The meeting of the Board of Directors of Rocky Mountain Human Services (RMHS) was called to order at 6:32 p.m. by Mr. Mark Ferrandino, Board Chair, at Rocky Mountain Human Services, 9900 East Iliff Avenue, Denver, CO.

WELCOME Mark Ferrandino

CONSENT AGENDA Mark Ferrandino

- Approval of July 18 Agenda
- Approval of May 16, 2018 Board Minutes
- Approval of May 16, 2018 Confidential Session Minutes

Motion: Mr. Lloyd Lewis moved to approve the July Consent Agenda and the May 16, 2018 Board Meeting Minutes. It was seconded by Mr. Jose Torres-Vega and was approved by unanimous voice vote. Motion passed.

PRESIDENT'S REPORT

Mark Ferrandino

Executive Committee Report

Mr. Mark Ferrandino reported that the Executive Committee of the Board met on June 28 where they reviewed a preliminary budget for the Fiscal Year 2019 and thanked the Finance Committee for their work in the budget process. Mr. Ferrandino also noted that Procedures have been finalized for the Public Comment Portion of the meeting, which will be posted on the website for public review and implemented at the next meeting. The Executive Committee also completed a review of the Executive Director's performance goals at this meeting.

Nominating Committee Report

Lloyd Lewis & Amy Ross

Mr. Lloyd Lewis, on behalf of the Nominating Committee, stated there was nothing new to report at this time.

EXECUTIVE DIRECTOR'S REPORT

Shari Repinski

Organizational Accomplishments and Key Goals

Ms. Shari Repinski summarized the key organizational accomplishments in four key goal areas:

- 1.) Connect IDD individuals in the Denver community with a system of support.
 - 86% increase in services to meet individual needs
 - Provided district-specific reports to City Council members
 - \$2.5M increased allocation to partner agencies
 - Outreach to nearly 40 neighborhood organizations
- 2.) Pursue opportunities to Reach populations across State of Colorado with efficient models.
 - Increased residential services to clients through growth and marketing
 - Expanded services through State-Wide Momentum transition program
 - Increased efficiencies with web-based data system for subcontractors
 - Increased communication through social media, media relations and forums
- 3.) Commit to quality Performance and compliance while enhancing flexibility and resiliency.
 - Revision of policies and procedures to align with practices
 - Commitment to organizational accreditation through CARF
 - Launch of comprehensive payroll system
 - Program implementation changes for residency and conflict free case management
- 4.) Make talent an advantage through employee Engagement, retention, and expertise.
 - New staff training software
 - Increased culture development, team building and appreciation for staff
 - Improved staff communication with weekly email updates
 - Improved turnover rate with retention initiatives

Board Member, Ms. Amy Ross, expressed her appreciation and gratitude to Shari and the entire staff at RMHS for their continued hard work toward such notable accomplishments.

PUBLIC COMMENT

No public comment was given by phone. Public Comment was given by Dawn Caldwell regarding newly elected RMHS Board member, Michael Wroe, and the appearance of a conflict of interest through his employment with Maxim Health. Ms. Maureen Welch also provided public comment on several issues, including a confidential legal matter, public comment interaction and recording, meeting notice procedures, and case management denials.

A listening log, attached hereto and available on the RMHS website, addresses more specifically the above-referenced public comments.

Momentum Update

Ford Allison

Mr. Ford Allison provided the Board with a report on the statewide Momentum program which began July 1, 2018. Sixteen (16) of the twenty-three (23) budgeted positions have been hired from the previous contractor, BHI, and an additional three (3) staff, including one internal promotion have also been hired. All staff participated in three days of training and orientation the week of July 9 and interviewing continues toward hiring the remaining three (3) staff. The Momentum staff are currently engaged in finalizing policies and procedures and updating the internal database with client data. Mr. Allison reported that Vendor contracts are also being finalized as the staff continue to meet weekly with the State facilities and hospitals regarding the approximately 90 clients in the Momentum program. In response to a Board inquiry, Mr. Allison also reported that integration of the BHI staff with the RMHS staff has been smooth.

Conflict Free Case Management Update

Ford Allison

Mr. Ford Allison provided an update in the work toward Conflict Free Case Management (CFCM) by highlighting CFCM terms and the options available to individuals eligible for IDD services under the new proposed CFCM model. RMHS, as a Community Centered Board (CCB) has presented a business continuity plan to the State, selecting the option to provide both case management and direct services, but not to the same individual. Eligible clients will utilize a third-party broker to facilitate their choice of RMHS as a Case Management Agency *or* a Direct Service Provider. Mr. Allison reported that the deadline for 100% of the State CCB's to be Conflict Free is June of 2022, and currently RMHS's conflict is approximately 15% as compared to the Statewide average of 50%.

FINANCE COMMITTEE REPORT

Bill Ojile & John Wetherington

Check Signer

Mr. John Wetherington reported that our current authorized signers on the RMHS checking account includes himself as Chief Financial Officer, Shari Repinski, Executive Director and CEO, Ann Gifford, Director of Operations and Deanna Soulis, Director of HR & Facilities. Checks over \$5,000 require two signatures. To accommodate an increased volume of outgoing checks, Mr. Wetherington requested that the Board authorize Dianne Clarke, Director of Compliance and Revenue Cycle, as an additional check signer.

Motion: Mr. Bill Ojile moved to approve Dianne Clarke as an additional check signer. It was seconded by Roger Schmitz and was approved by unanimous voice vote. Motion passed.

YTD Report

John Wetherington

Mr. John Wetherington reported that preparations are being made for the upcoming financial audit and presented the FY 2018 year-to-date financial statements ending May 31, 2018. Mr. Wetherington reported that revenues are above budget, expenses were lower than budget, yielding a surplus. Mr. Wetherington reports that below-budget grants revenue (HAV and Part C Funding for EI Colorado) are primarily a timing issue but are offset by the above-budget State and Mill Levy revenues. Staffing expenses remain \$1M under budget primarily due to hiring delays from the original budget. Reported overspending in Client Services, which reflects increased services to clients, has been offset by increased revenues. Mr. Wetherington noted the continued efforts to pay down debt.

Motion: Mr. Lloyd Lewis moved to approve the 11-month, year-to-date financial statements ending May 31, 2018. It was seconded by Mr. Joseph Derdzinski and was approved by unanimous voice vote. Motion passed.

Mr. Wetherington summarized the overall accomplishments for Fiscal Year 2018 as exceeding financial performance goals, reducing debt and overhead and generating a surplus for the last three (3) fiscal years. Additional accomplishments included 1) increased stakeholder outreach through RMHS forums and community meetings and the creation of a new website with additional content in Spanish; 2) Expansion of services statewide with Momentum program; 3) Implementation of new billing, case management and electronic health records systems; 4) Significant efforts toward Mill Levy compliance and CFCM, and 5) record spending of Mill Levy funding and increased services to Denver clients, families and partner agencies. Mr. Wetherington reported that with improved financial performance and strength, and decreasing debt, he projects the return of slow, but steady growth to RMHS.

Fiscal Year 2019 Proposed Budget

Mr. John Wetherington highlighted the major changes between FY18 and FY19 budgets, which reflect the loss in \$2M in revenue from non-Denver resident clients, the increase in \$4.2M in revenue from the Momentum program and the increased headcount of an additional 77 hires in FY19 (primarily Momentum and Children's Clinical positions). Revenues are projected to be up 7.2% to \$46.1M and Expenses are projected to be up 10.3% to \$45.2M. Mr. Wetherington noted a decrease in turnover for the 2nd quarter, as well as an increase from 3% to 4% in the 403(b) Employer match effective July 1. Mr. Wetherington also informed the Board that RMHS is currently working with EI Colorado to navigate changes within their funding structure, as well as Denver Human Services regarding Mill Levy invoicing and documentation issues.

Mr. Wetherington reported on several Major Initiatives for FY19 to include investments in staff and retention, upgrades to the IT infrastructure and an increase in cloud-based technologies and

data management capabilities, continued restructuring and reduction of debt, further development of Mill Levy systems and procedures as well as intake efficiencies and service models. Additional efforts will be made to further operationalize the RMHS Foundation to facilitate fundraising and the continued management of RMHS debt. RMHS is currently awaiting IRS approval on the 501(c)(3) status.

Motion: Mr. Bill Ojile proposed to approve the Proposed Budget for Fiscal Year 2019. The motion was seconded by Mr. Joseph Derdzinski, and by unanimous voice vote, the motion passed.

COMPLIANCE UPDATE

John Wetherington

Mr. John Wetherington updated the Board of several positive changes made as a result of hiring IT Director, Lisa Roebuck. Upgrades have been made to increase security and compliance with the firewall and backup systems. Additional changes to enhance the customer service and help desk functions have also been made.

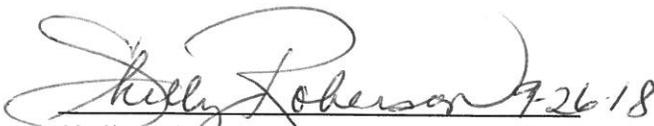
NEW BUSINESS/ANNOUNCEMENTS

An observation was made by Mr. Lloyd Lewis that considering the volume of clients RMHS serves on a yearly basis, it appears that the number of complaints RMHS receives is very small in comparison. Mr. Lewis inquired if RMHS maintains these types of statistics. Mr. Wetherington noted that several programs require reporting of such performance metrics and a report will be compiled and brought back to the Board at a future date.

ADJOURNMENT

Mr. Mark Ferrandino moved to adjourn the Board of Directors meeting at 8:10 p.m

Submitted by:


Shelly Roberson
Executive Assistant

Date


Christine Ruggeri
Board Secretary

Date