**Board of Directors Meeting Minutes**

**December 16, 2021**

**10am to 12 Noon EST**

**I.Welcome:** Ronald Pickett welcomed everyone to meeting.

**II. Consent Agenda:**

1. Motion made by and seconded by Bambi Smith.  Motion passed.
2. Annual Awards presented to staff members:

Todd Gainey Administrative Employee of the Year.

Natasha Peterman, Programmatic Employee of the Year.

GAP

1. Board meeting scheduled discussed.  February Board meeting was moved to Tallahassee, Florida.

**III. Review and Approval of Finance Committee Report**

1. **Budget to Actual**

CBC Budget to Actual as of October 31, 2021 indicates an overall deficit of $4.5 million that includes a $1.5 million deficit associated with the implementation of the FFPSA.  NWFHN has applied to the Risk Pool for $1.5 million to assist with the offset of the implementation of FFPSA.

NWFHN received the final DCF reconciliation for the 20/21 fiscal year and the final deficit ended at approximately $151,000.  This was down from the prior year deficit of approximately $800,000.

ME Budget to Actual as of October 31, 2021 indicates a surplus in administration of approximately $130,000 and an overall surplus of approximately $5.8 million.  NWFHN continues to receive additional funding from DCF for implementation of additional programs.

CBCIH Budget to Actual as of October 31, 2021 indicates a slight deficit.  The contract with CBCIH is changing and the Bonus structure will be changing to performance based in the next fiscal year.  This change has not been fully investigated to determine impact and there may be no impact.  NWFHN typically receives $80k to $90k annually.  In addition, NWFHN receives $20k to $22k monthly.

HHS Thrive and HHS Rise are cost reimbursement contracts and are anticipated to break even.

1. **Working Budget Summary**

The working budget summary as of October 31, 2021 projected the following:

CBC $4.3 million deficit

ME $620,000 surplus

CBCIH $21,000 deficit

HHS Breakeven

1. **Balance Sheets**

The balance sheet for NWFHN was presented and indicated sufficient cash and receivables.  Most of the cash balance is related to the CBC contract.

The IV balance sheet was presented for NWFHN and has no substantial changes since previous submission.

1. **Cost Of Living Increase**

Management proposed a cost of living increase for both NWFHN and NWFP based on tiers ranging from:

$0 to $52,999 – 6.2%

$53,000 to $72,999 – 5.3%

$73,000 to $92,999 – 4.6%

$93,000 and above – 3%

Chief Executive Officer, Chief Operating Officer and Chief Financial Officer were excluded from these increases.

The effective date of the increase will be December 27.

To implement, Policy will also have to be amended to support a cost of living increase under extenuating circumstances.

Motion made and seconded to approve financial report. Motion passed.

**IV. Strategic Discussions:**

1. **ITN  -** In effect, NWFHN has been awarded the CBC contract.  Notice of intent to award will be posted 12/20/2022.  There will be a 72 hour cone of silence once posted and then the contract will need to be signed by December 31, 2021.  The two areas we continue to work with DCF on are Performance Measures and 2% Reserve.
2. **COA Reaccreditation –** COA Accreditation process will begin in the early part of 21/22.
3. **ME Update –** David Daniels discussed that there are a lot of new funds available and we are working diligently to move this funding out to our providers.  David recognized Crystal Gerry for certification.
4. **Community Engagement –** Marcia Mathis presented community engagement activities including November being National Adoption Month.  IL funding is a little short.  In need of gift cards for Christmas. Mike attended Dream Come True Event in Franklin County for ground breaking for a mental health facility.  Christmas Eve adoption for 3 families to occur on 12/24/2021 at Harrison Avenue location.
5. All staff is being planned for 1/22/2021.

**V. Review Risk Management:**

1. **Executive Legislative:** Legislative Session beginsJanuary 11, 2022.
2. **Legal:** New contract with a vendor X2Ai.  Only bidder for text for mental health services to teens. Mike recused himself due to conflict of interest.

**VI. Review Governance:**

* **Discussed current governance.**

**VII. Meeting adjourned.**