

**METROPOLITAN HUMAN SERVICES DISTRICT
BOARD OF DIRECTORS MEETING
May 9, 2012
MINUTES**

A meeting of the Board of Directors of the Metropolitan Human Services District was held on Wednesday, May 9, 2012 at the Central City Behavioral Health Center. Dr. Pam Jenkins, Chair, called the meeting to order at 11:16 am.

In addition to Dr. Jenkins, Board members in attendance were: Dr. Joe Constans, Robin Pannagl, Polly Campbell, Dr. Don Erwin and Dr. Cheryll Bowers-Stephens. Board members not in attendance were Gwen Richardson and Dr. Ben Springgate.

Jane Arsenault of FIO Partners, LLC attended as a guest.

Staff members present were: Judge Calvin Johnson, Dr. Charlotte Cunliffe, Dr. Katherine Smith, Sally Hays, and Meghan Ferris.

Approval of Minutes: Dr. Constans moved approval of the March 30, 2012 minutes (attachment 1). Ms. Pannagl seconded the motion, and it was passed unanimously.

Chair's Report: Dr. Jenkins introduced Dr. Smith as MHSD's new Medical Director. Dr. Smith spoke briefly about her education, background, and employment history.

Dr. Jenkins reported that MHSD Executive Director, Judge Johnson, has decided to end his tenure as Executive Director in the spring of 2013. She then introduced Ms. Arsenault who has been engaged as a succession-planning consultant. Ms. Arsenault reported on plans for an orderly transition to a new Executive Director, including desired outcomes and key tasks. Dr. Jenkins announced that the June Board meeting will be scheduled for four hours, and the agenda will include plans related to MHSD's future activities and further discussion of tasks related to the search and hiring process.

Dr. Jenkins called on Ms. Hays to review recommended monitoring tools for the Executive Limitations policies. Ms. Hays also reported on two (2) recommended changes to the Executive Limitations policies:

1. Delete "Create compensation obligations over a longer term than revenues can be safely projected, in no event longer than one year, and in all events subject to losses in revenue."
2. Change "responding to" to "communicating with in part b of the policy on dealing with the board as a whole. As recommended, the policy would read: "Fail to deal with the board as a whole except when a) fulfilling individual requests for information or b) communicating with officers or committees duly charged by the board. Ms. Pannagl moved approval of the changes. Dr. Constans seconded the motion, and it was passed unanimously.

Dr. Jenkins reviewed a third policy change for board consideration. After discussion, Dr. Erwin moved that the policy on Board approval of contracts be changed to: "The Executive Director shall not make a single purchase or commitment equal to or of greater than \$300,000 in one fiscal year without Board approval or fail to provide the Board with sufficient information to fulfill its due diligence responsibilities, including RFP and selection process, number of proposals received, rating of each recommended proposal and Executive Director assurance that recommendations meet legal requirements and adhere to MHSD policies." Dr. Bowers-Stephens seconded the motion, and it was passed unanimously.

Dr. Jenkins reminded Board members that the deadline for filing their financial disclosure forms with the state is May 15th.

Executive Director's Report: Judge Johnson requested Board approval of FY 2013 contracts that equal or exceed \$300,000 (attachment #2). He provided a verbal affirmation that he has no knowledge of fraud related to MHSD's contracts. Dr. Erwin moved approval of the contracts. Ms. Campbell seconded the motion, and it was passed unanimously.

Judge Johnson announced that MHSD has received a clean audit from the Louisiana Legislative Auditor (LLA) with no reported exceptions. Dr. Cunliffe explained that, based on this clean audit report, MHSD can request approval to conduct an annual external audit using an independent CPA in lieu of the bi-annual legislative audit. Dr. Erwin moved approval of a resolution (attachment #3) authorizing and directing Judge Johnson to engage a licensed CPA approved by the LLA to execute MHSD's external audit effective May 15, 2012. Dr. Jenkins seconded the motion, and it was passed unanimously.

Invitation for Public Comment: Reverend Tyrone Edwards introduced himself as the Regional Advisory Committee (RAC) chairperson.

Adjournment: The meeting was adjourned at 12:28 pm.

Attachments are available upon written request