

**ALCOHOL, DRUG ADDICTION AND MENTAL HEALTH SERVICES BOARD OF CUYAHOGA COUNTY
EXECUTIVE COMMITTEE MINUTES
October 7, 2009**

Committee Members Present: Eugenia Cash, Bob Fowler, Kathryn Gambatese, Harvey Snider, Ericka Thoms, Mary Warr / **Absent:** Amy Leopard, Rev. Charlotte Still Noble

Board Staff Present: William M. Denihan, Chief Executive Officer; Cindy Chaytor, Chris Delos Reyes, M.D., Tami Fischer, Cheryl Fratalone, John Garrity, Lisa Griffith, Valeria Harper, Carol Krajewski, Scott Osiecki, Chris Paternoster, Yancey Quinn, Cassandra Richardson, Starlette Sizemore-Rice

1. CALL TO ORDER

Chairperson Kathryn Gambatese called the Executive Committee meeting to order at 4:00 p.m. and acknowledged that this was the first meeting of the Executive Committee since the inception of the ADAMHS Board of Cuyahoga County on 7/1/09. There was no audience input regarding the agenda.

2. EXTENDED AUTHORITY OF EXECUTIVE COMMITTEE PER BYLAWS

Ms. Gambatese addressed the additional authority granted to the Executive Committee per the ADAMHS Board Bylaws for the purpose of "crisis situations" included in Section 8 as shown below. The Chair wished committee members to be aware of this additional charge.

"The Executive Committee shall have only such power and authority of the Board between meetings of the Board as shall be necessary to address crisis situations of the Board, and any such action taken by the Executive Committee between meetings of the Board shall be subject to ratification or modification by the Board at its next regularly scheduled meeting. For the purposes of this section, "crisis situations" shall include the following:

- (i) Litigation or claims (pending, threatened or anticipated); matters requiring board action or board decision that cannot be delayed;*
- (ii) Public relations matter that cannot be delayed;*
- (iii) Natural disaster issues, (e.g. floods, fire, tornadoes, etc.);*
- (iv) Workplace violence, sabotage, systems security/failures, computer hacking, data destruction or alteration;*
- (v) Staff/volunteer theft, fraud or mismanagement;*
- (vi) Financial decisions requiring board action or board decisions that cannot be delayed."*

As the Chair considers the Nominating Committee to be a Standing Committee, the two Nominating Co-Chairs, Eugenia Cash and Amy Leopard, will also serve as members of the Executive Committee.

3. STANDING RULES

The Bylaws subcommittee suggested that Standing Rules be formulated as a way to establish a set of expectations for Board members. The one-page list of proposed topics was reviewed and each item discussed. The outcome of the discussion/review is listed below:

1) EXPECTATIONS FOR ADAMHS BOARD OF DIRECTORS:

- Consistent attendance and participation at committee and general meetings.
- Conscientious review of agenda documents prior to scheduled meetings.
- Each Board member to serve on at least one standing committee.
- Prior notice given for anticipated absence from committee or general meeting by phone call or e-mail message to the Board's Executive Specialist and/or designee.
- The ADAMHS Board is required by both the Ohio Revised Code & Administrative Code to notify the respective appointing authority upon the absence of a Board member within one year from four (4) General Meetings or from two (2) General Meetings--without prior notice. The appointing authority may vacate the appointment and appoint another person to complete the member's term.

STANDING RULES - (Continued)

- 2) **VOTING PRIVILEGES** at committee meetings (including motions & seconds) are limited to those Board of Directors who have officially been appointed as committee members by the ADAMHS Board Chairperson.
- 3) **BOARD ORIENTATION SESSIONS** shall be a requirement for newly appointed Board members.
- 4) **ANNUAL BOARD TRAINING** - ODMH Board Member Training Policy (MH-P-SDT-02) requires that each year each Board member shall attend at least three hours of training provided by or approved by the Department of Mental Health. According to a recent ODMH update, Board member training must cumulatively add up to three hours annually and cannot be considered to be regularly scheduled meetings of the Board or a regular orientation session for new Board members.
- 5) **ATTENDANCE REQUIREMENTS FOR GENERAL MEETINGS** – According to the Ohio Revised Code §340.02, “Upon the absence of a member within one year from either four (4) board meetings or from two (2) board meetings without prior notice, the board shall notify the appointing authority, which may vacate the appointment and appoint another person to complete the member’s term.”
- 6) **BOARD & ADMINISTRATOR NEWSLETTERS** – Recommendation to the C.E.O. that Board of Directors continue to receive monthly *Board and Administrator Newsletters* as an instructional resource.
- 7) **ANNUAL BOARD EVALUATION** – The ADAMHS Board of Directors must conduct a self-evaluation annually.

Additional discussion points:

- Leave of absence - Ms. Fini noted that a difficulty exists with this concept since it is not specifically permitted in the Revised Code. Since county entities are statutory in nature, they can only do those things explicitly permitted in the Revised Code.
- Ms. Gambatese and Ms. Warr favored developing guidelines/criteria for a leave of absence (such as an educational sabbatical out-of-state/country, extreme health condition, etc.) which could be referenced to the appointing authority upon notification that the four absences had been reached. However, Dr. Fowler did not favor further consideration of this issue since the ORC does not address it.
- Follow-up is needed to develop a Board Self-Evaluation Tool.

The Chair asked that the Standing Rules draft be brought back before the Executive Committee for further review.

4. VALUE STATEMENTS

Mr. Denihan recommended approving the proposed Value Statements which had been shared with providers, consumers and all staff. Based upon the review of the Executive Committee, additional input is shown below in *underscored, italicized print*.

For our Consumers, we value . . .

- Understanding that we are here to ensure superior services to our Consumers
- Treating Consumers with dignity and respect
- Listening to concerns of Consumers and answering all questions with patience and clarity
- Including participation and input from Consumers, family members and *advocates* as partners in planning ADAMH services, changes and special events
- Working collaboratively with stakeholders to link and improve services for Consumers thereby assuring easy access
- Encouraging empowerment of Consumers as they work toward their own recovery
- Advocating for Consumers with enthusiasm, compassion *and current knowledge*
- Working to obtain/keep Medicaid for consumers
- *Stressing the importance of employment, housing, and education/training for Consumers.*

For our Providers, we value . . .

- Eliminating duplicative efforts whenever possible
- Utilizing existing data whenever possible
- Avoiding excessive new data reporting requirements
- Holding Providers accountable and responsible for quality services
- Using indicators of quality improvement and technical assistance as tools, as opposed to punishment
- Using timely, practical and relevant data
- Seeking and utilizing Provider input in quality improvement initiatives
- Sharing the summary of results and conclusions with Providers
- Encouraging evidence-based best practices
- Collaborating with providers

Motion to approve the Value Statements as amended. MOTION: B. Fowler / SECOND: M. Warr
AYES: B. Fowler, E. Thoms, H. Snider, M. Warr / NAYS: None / **Motion passed.**

[Ms. Thoms was excused from the meeting temporarily.]

5. REVENUE DISTRIBUTION DISCUSSION

Mr. Denihan distributed a memo addressed to the Board of Directors, dated 9/21/09, regarding the Budget Reduction Plan. At the 9/16/09 Finance & Operations Committee meeting, a request was made to develop a policy regarding the use of reserve funds carried over from the ADAS Board due to catastrophic budget revenue reductions to the ADAMHS Board. The initial concepts proposed in this memo are:

- Return unused funding to original source whenever possible as first course of action.
- Act prudently when confronted with catastrophic situations
- Distribute undetermined funds through ratio or revenues and expenses.

Mr. Denihan asked if the Executive Committee desires to use these concepts to develop a policy. Discussion followed; Executive Committee members concurred that we seem to be looking for a solution for a problem that no longer exists. Dr. Fowler, Finance & Operations Committee Chair who originally proposed the need for a policy, asked that the request be dropped.

In an effort to provide historical reference to this budget reduction scenario and plan, Ms. Gambatese suggested that the Budget Reduction Plan Memo be attached to the minutes as a way to memorialize the issues involved. It was suggested to change the word "undetermined" funds to "unrestricted" funds; Mr. Denihan concurred.

Motion to attach the Budget Reduction Plan memo, as amended, to the 10/07/09 Executive Com. Minutes.
MOTION: H. Snider / SECOND: B. Fowler / AYES: B. Fowler, H. Snider, M. Warr / NAYS: None / **Motion passed.**

[Eugenia Cash arrived.]

Motion to move agenda item entitled, C.E.O. Contract, to the end of the agenda to enable the committee to enter into an Executive Session at that time. MOTION: E. Cash / SECOND: H. Snider
AYES: E. Cash, B. Fowler, H. Snider, M. Warr / NAYS: None / Motion passed.

6. NEEDS ASSESSMENT

Dr. Garrity noted that the three initiatives listed on the agenda—the appreciative inquiry, needs assessment and strategic plan—form a package to support planning for the ADAMHS Board. He noted that no action is being asked of the Board at this time with the intent to provide an informational update. Major components of the needs assessment include:

1. Data collection from updated census, analyses of county demographic data (ethnicity, age, gender, residence areas, poverty levels, analyses of national prevalence data & calculation of local prevalence rates).
2. Compare local prevalence rates to local service rates to establish unmet needs.
3. Collect key survey data where needed.
4. Re-assess the use of Evidence-Based-Practices.

Recommendation:

1. Apply for foundation funding immediately.
2. Recruit Community Solutions, CSU Levine College, and Case MSASS to assist.
3. Establish interdisciplinary needs assessment steering committee.
4. Conduct formal needs assessment data collection and analyses.
5. Write-up and dissemination of findings and formal recommendations.

7. APPRECIATIVE INQUIRY PLANNING

Dr. Garrity noted that appreciative inquiry is a positive, strength-based process; its goals are to:

- Establish acknowledgement and respect for issues created by the merging of the separate entities.
- Generate a positive; collaborative strength based organizational culture among Board members, management, and staff.
- Create a strengths based strategic plan and ongoing system for a positive strengths based collaborative process.

The computerized strategic map will use innovative software known as Policy Intel to record, organize, analyze and store the strategic thought gathered initially from the Directors, management and staff for use in ongoing and future planning for the agency. Total project time is approximately 3 months.

8. STRATEGIC PLAN

Since a Strategic Plan is needed for the new ADAMHS Board, the following recommendations were shared:

- Apply for foundation funding immediately to cover Needs Assessment, Appreciative Inquiry Planning, and Strategic Plan.
- Begin Needs Assessment and Appreciative Inquiry concurrently.
- Utilize results from Appreciative Inquiry and Needs Assessment Findings to guide Strategic Planning.
- Issue Request for Qualifications (RFQ) and identify consultant to conduct strategic planning process.
- Establish interdisciplinary team including steering committee needs assessment to engage in strategic planning.
- Conduct Gap Analysis and Critical Needs Analyses to identify and rank areas of most significant unmet needs.
- Establish Long term Goals for ADAMHS Board including measures to determine progress towards goals.
- Issue 5-year plan.
- Disseminate to all key stakeholders.
- Monitor progress toward goals.

It was noted that the Strategic Plan should be a 5-year plan; consequently, the agenda process sheet will be amended. The Chair inquired about timelines. Dr. Garrity noted that the needs assessment has begun. The estimate is 12-15 months to complete the entire process.

10. CONSOLIDATION ORIENTATION

The Chair reminded all of the Board Orientation Retreat scheduled for 8:30 a.m. to 11:30 a.m. on 10/31/09 at the Richmond Hts. City Hall; the agenda to follow in the near future.

11. OLD/NEW BUSINESS

- **Site Update** – Mr. Denihan was happy to announce that official notice, dated 10/5/09, was received from the Court of Appeals from Ohio/8th District that the appeal filed by Dilorio Properties LTD was dismissed. Mr. Denihan thanked Rose Fini for her efforts to work with the various legal teams.

The lease has been signed with our landlord for ten years with a substantial cost savings of \$350,000 per year. Renovations and move arrangements are going well; our anticipated move is on February 1, 2010. Mr. Denihan also thanked Cassandra Richardson for the extra work involved with the renovation of the new administrative office building and the move coordination of Board staff and equipment.

11. OLD/NEW BUSINESS (Continued)

- Mr. Snider noted that Joan Englund, Executive Director of the Mental Health Advocacy Coalition, has been active with the President of the Cleveland Metropolitan Bar Association in forming the Lawyers Mental Health Awareness Committee. Mr. Snider is excited that a Bar Association is planning a seminar on mental health issues concerning the legal profession. Once the committee provides its recommendations, he suggested that the Executive Committee consider a resolution of support to recommend to the full Board. The Chair concurred with Mr. Snider's suggestion; consequently, Mr. Snider will provide information when available.

12. EXECUTIVE SESSION

Mr. Snider moved to enter into Executive Session for the purpose of discussing a personnel matter. Seconded by E. Cash, a roll call vote was taken. Roll Call: AYES: E. Cash, B. Fowler, K. Gambatese, H. Snider, E. Thoms, M. Warr / NAYS: None / **Motion carried.**

Dr. Fowler moved to exit the Executive Session and resume the business of the Executive Committee; seconded by E. Cash, a roll call vote was taken.

Roll Call: AYES: E. Cash, B. Fowler, K. Gambatese, H. Snider, E. Thoms, M. Warr / NAYS: None / **Motion carried.**

13. C.E.O. CONTRACT

The Chair entertained a motion to recommend approval of the personal service contract for William M. Denihan, Chief Executive Officer, to the full Board.

Motion to recommend approval of the C.E.O. Personal Service Contract with Mr. William M. Denihan for the term of July 1, 2009 to June 30, 2012, with two one-year renewals to the full Board. MOTION: B. Fowler
SECOND: E. Cash / AYES: E. Cash, B. Fowler, H. Snider, E. Thoms, M. Warr / NAYS: None / **Motion carried.**

There being no further business, the meeting adjourned at 6:00 p.m.

Submitted by: Carol Krajewski, Executive Specialist

Approved by: Kathryn E. Gambatese, CCCMHB Chairperson

ATTACHMENT

1400 West 25th Street 3rd Floor
Cleveland, Ohio 44113-3199
216 241 3400
adamhsc.org

TO: Board of Directors
FROM: William M. Denihan, CEO
DATE: September 21, 2009
RE: Provider Agencies – Budget Reduction Plan

At the September 16 Finance and Operations Committee meeting several requests were made for additional information on the use of AoD restricted carryover funding to meet the severe funding reductions in mental health programming for State Fiscal Year 2010.

1. The first request was for a legal analysis on the use of the reserve fund that was carried over to the new ADAMHS Board from the ADAS Board. The analysis is:

- Any unspent federal or state funds must be returned to respective entities. We know that the reserve fund was from the Health and Human Services levy, so this would not apply.
- There are no restrictions on levy dollars, so that the ADAMHS Board may decide its use.

2. It was requested that staff provide a revenue and expenditure forecast for both SFY 2010 and SFY 2011. After reviewing the tentative data that has come from both ODMH and ODADS, I have refrained from doing so. My rationale is as follows:

- Pending lawsuit from Franklin County ADAMHS Board, if successful would devastate the 408 Community & Hospital line item for Cuyahoga County resulting in a loss of an additional \$12M in funds to our system.
- Federal Stimulus dollars from both ODADAS and ODMH have not been determined for SFY 2011.
- We are unsure of the impact that Centralized Intake and the Benefit Package will have on the system.
- We have no indication from the County of whether local cuts will increase in CY 2011.

3. I have asked staff to prepare the attached two documents that will be used in our discussions at the general meeting on Wednesday, September 23, 2009. The following provides you with a synopsis of the documents:

- **Document 1:** Current Recommendation (Revenue Analysis A) – The document utilizes 100% of the AoD reserves and identifies approximately \$40,860 as potential revenues remaining at the end of SFY 2010.
- **Document 2:** Restricted use of AoD reserves for AoD services only (Revenue Analysis B) – The document restricts the use of the AoD reserves for AoD services only. This option would result in additional reductions to our mental health service providers of \$2,433,548.

4. It was requested that providers tell us the impact that the reductions would have on consumers. This information will be discussed during meetings between individual providers and Board staff that will be held from October 2 through October 16.

5. It was requested that a policy be developed pertaining to the use of reserve funds carried over from the ADAS Board due to catastrophic budget revenue reductions to the ADAMHS Board. This is an agenda item on the October 7 Executive Committee. My initial concepts:

- Return unused funding to original source whenever possible as first course of action.
- Act prudently when confronted with catastrophic situations.
- Distribute unrestricted funds through ratio of revenues and expenses.

In closing, I hope that you agree with my funding recommendations and move forward to accepting the budget plan as presented.



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