**NORTHEAST DELTA HUMAN SERVICES AUTHORITY**

**MINUTES JUNE 11, 2013 6PM**

**OUACHITA PARISH HEALTH CENTER 1650 DESIARD ST.**

**COMMUNITY MEETING ROOM**

Meeting was called to order by Dr. Gene Tarver. A roll call was held and a quorum was met. Prayer was conducted by Dr. Tarver.

Board Members Present Dr**.** E. H. Baker,Dr. Gene Tarver**,** Anna Toston-Edwards**,** Thelma Merrells, Chuck Halley,Lorraine Reed,Jerrilene Washington**,** James MobleyLakeisha Powell**,** Melba Sandifer,Charlie Trimble**,** Leslie Durham**,** Alisa Lear**,** Windy Calahan**,.**

Persons Absent Terri Spence, Joyce Brazzel, and Kathy Waxman. (All excused)

 **Recognition of Guests** Rita Merrells, Doris Broadnax bill love Kisha r. cooper

**Agenda:** Agenda was reviewed and a motion to adopt as written was made by Jerrilene Washington and seconded by Leslie Durham.

**Minutes**: Motion was offered by Chuck Halley to accept minutes of May 14, 2013, as read. Motion was seconded by James Mobley. Motion carried by unanimous vote.

**Public Comment:** Dr. Tarver explained that public comment is offered at this time for guests who might have issues they want added to the agenda. Mr. Semon advised that other boards have adopted practice of having comment cards by the agenda . Guests are then able to fill out card and submit to the Board Chair or Board Secretary. These issues would be put on the next posted agenda and discussed at that date. We will have comment cards at the next meeting. Those cards will have identifying information, i.e., name, agency or affiliation in the community. .

 **Items for Discussion:**

 **Old Business:**

* + **Executive Limitations** – There are no executive limitation polices for the month of June based on review of governance manual (pp 34-35) Mr. Semon provided the following information:
	+ For future meetings, we have to look at what reports we expect under that policy. We govern by adhering to polices and monitoring our adherence to those polices. We will utilize self-monitoring forms at each meeting. Those forms, along with the E.D. monthly reports will then be rolled up for the annual review. When E.D. reports on E.D. limitations the board will evaluate whether he interpreted those polices reasonably and did he give us report in format we understand. We govern the district by limiting the authority of the E.D.
	+ The next E.D report will verify there was no failure in following the six (?) points outlined in our governance manual***.*** If we want more detail in the report, then we define it in policy and the board will vote to approve that change in policy and the specific language of that policy. We need to have the governance manual updated at each meeting.
	+ **Financial** **conditions activity** is listed each month as once a year is not enough. Dr Sizer will be reporting on operational budget for District.
	+ Governance Process
	+ Chairperson’s Role (Review, Vote) We reviewed both the by-laws and the governance manual. Motion was made by Dr. E. H. Baker to adopt the policy as it is written with James Mobley seconding the motion. Motion was approved by unanimous vote
	+ Board Members Code of Conduct (Review, Vote) The board reviewed the Code of conduct. A motion was made by Leslie Durham to accept as written with that motion being seconded by Lorriane Reed. Motion was approved by unanimous vote.
	+ **Board Business**
	+ **Orientation of ED** : A Phase Two committee meeting was held Friday, June 7th and Dr. Sizer attended. He has made progress with ODD and OBH. Waiting further information from Mr. Semon to complete board orientation with Dr. Tarver. He has made progress on his orientation check list. Many actions are still ongoing, i.e. relationship building and outreach. In governance manual we approved strategic objectives prior to this process. We will now modify those to become ends.
	+ **Financial Disclosure Reports** / Filing Discussion was held reminding everyone this was due May 1st, and is required by state law
	+ **Board Member Appointment Start and End dates.** The earliest start date for our appointments is January, 2012 as this is the date we signed our By-laws, We have responsibility to keep up with our start date, but secretary will also have this information should anyone need a reminder. The member is responsible to remind board of approaching end date of appointment. The board is to decide if s board is going to recommend the member continue to serve or if there are issues that make the board member serving a longer term not feasible, for example excessive unexcused absences . The board will utilize a form letter to submit its recommendation re: reappointment to the specific police jury/public appointing body.
	+ **Travel Expense Reports** / Filing by June 30 those are due **now.** If still working on them , send them by end of third week in June so that Dr. Tarver can send them in prior to June 30th. .
	+ **Dates for convening Nominating committee**: There is a conflict between our by-laws and our Current Governance policy. The policy states that a committee will be convened in April, a slate of nominees will be presented in May and the election will be held in June. A motion was made by Alisa and seconded by Lesile that the committee be named in December and a list of nominees will be given to board in January at the annual meeting. Board members will also be able to offer nominations in addition to those offered by the committee. The Board would then vote for officers in February. Motion was carried by unanimous vote..
	+ **Board Member Self-Monitoring Tool** The ED reports are based on policies. We adhere to policies at every meeting and document our review of policy on the monitoring form. At the end of the year we can sign that we have reviewed our policies and the Self-Monitoring form will verify that statement.
	+ **Phase II Work-plan** The work plan consists of recommendations from the ad hoc committee. If there are any recommendations to accept part of the work plan then the board will have to vote on that recommendation. The purpose of this work plan is to keep us focused on what we need to do in order to pass Phase 11. There was discussion regarding having a retreat in July to focus on this work plan and our preparation for the Phase Two assessment. This retreat would offer opportunity to work on self analysis and enable us to be more prepared for Phase 11. After much discussion Dr. Tarver suggested we not have a retreat in July but possibly look at a forum in September. We will take the work plan, review it and be ready to discuss it more fully in our July meeting.

We are out of compliance with the Governance manual and we need to have an updated Master Governance manual. The secretary is responsible for maintaining a current update copy of the By-Laws and the Governance Manual.

Mr. Semon reminded us that a major task for Phase 11 is in terms of priority. A priority

 would be getting input from owners to develop ends. The forum is a way to obtain information from owners, consumers and other community partners re: what they feel are the needs for the communities. We will use the forum to help develop our vision for the District. Our job is not identifying what are the needs, but what is our vision for the District. A question for the community is,:

 "As a result of our being in place what do you hope to be the benefit to the community. Benefit to whom and what cost. How can we best serve the communities based on the policies we have developed".

Dr. Sizer will takes those ends and make sure the operation plans for the district meet those ends. Continued discussion of this information will be on our July meeting. Rusty will send us copies of what others have done . Alisa made a motion and Lorraine seconded it to adopt this plan as a working document which will be back on our agenda next month. Motion was passed by unanimous vote.

**New Business:**

**Executive Limitations:**

* + **Communication and Support to the Board** (ED report) Have received ED report dated June 7th. Dr. Sizer provided brief summary of his activities for the past month, which have focused on meeting staff, agency heads and some community individuals. Have reviewed policies and procedures and visited three sites. A motion was made by Charlie Trimble and seconded by Alisa to accept current report and file as addendum to our minutes.
	+ Discussion was held regarding the board's expectations for reports from the ED. After discussion by the board, a motion was made by Anna-Toston Edwards and seconded by Lorraine Reed that the ED report shift from keeping up with daily action to Executive Limitation policy. The report will come the week before the board meeting and everyone is to have read it and be ready to discuss any issues raised by the report. This will eliminate the ED making a verbal presentation to the board as we will have his report in writing prior to the meeting. Mr. Semon reminded us to pay attention on items for communication to board to cover what we want to get from his report at each meeting.

**Governance Process**

* + **Agenda Planning** (Review, Vote) Page 15 of governance manual .Agenda year will conclude at the end of June meeting. Motion by Alisha and seconded by Jerrilyn that we adopt this policy as reviewed. Passed by unanimous vote
	+ **Cost of Governance** (Review, Vote) Page 23 of our document. Motion made by James Mobley and seconded by Charles Trimble to adopt this policy as written. Motion passed unanimously.

**Board Resolution :** A resolution was read that gives Dr. Sizer appointment authority. This resolution is needed by July 1st and has to be notarized. Dr. Tarver will get the notarized signatures. A motion was made by Leslie and seconded by Dr. Baker to accept the resolution as written. Motion was passed with unanimous vote.

* + **Adjournment:** A motion was made by Charlie Trimble and seconded by Alisa to adjourn. Motion was passed unanimously.

**Next Regular Meeting July 9, 2013**

6PM at the **OUACHITA PARISH HEALTH CENTER 1650 DESIARD ST.**

**COMMUNITY MEETING ROOM**