**Governance Board Meeting Agenda**

**July 6, 2023**

I. CALL TO ORDER

Linda Storer called the meeting to order at 12:04pm noting a quorum was present. The meeting was held at the Office of Public Health Region V Administration Office.

II. ROLL CALL

1. William Sommers, appointed by Governor Edwards
2. Melanie Sarro, appointed by Governor Edwards
3. Braylon Harris, appointed by Governor Edwards
4. William Johnson, appointed by Allen Parish
5. Linda Storer, appointed by Beauregard Parish
6. Aaron LeBoeuf, appointed by Calcasieu Parish

Absent

1. Penny Champion, appointed by Cameron Parish
2. Kristen Cassidy, appointed by Jefferson Davis Parish

EXECUTIVE STAFF PRESENT

1. Tanya McGee, Executive Director
2. Jenny Mills, Deputy Director
3. Melanie Jackson, Chief Financial Officer
4. Sheryl Meek, Compliance Officer
5. Kristen Arville, Executive Assistant

III. INTRODUCTION OF GUESTS

No guests present at the meeting.

IV. APPROVAL OF MINUTES

Board members received the June minutes prior to the meeting. Linda Storer requested a motion to approve the June minutes. Melanie Sarro motioned and Aaron LeBoeuf seconded. June minutes unanimously approved.

V. APPROVAL OF AGENDA

Tanya McGee stated a change to the agenda is needed. Board Resolution needs to be added to Board Monitoring. Linda Storer requested a motion to approve the agenda with changes. Braylon Harris motioned and Linda Storer seconded. Agenda unanimously approved.

VI. BOARD MONITORING

1. Cost of Governance

This policy was presented at the June meeting but the amount for the Board Training held in September 2022 wasn’t included. The document was updated after the last board meeting and emailed to all members. The document was also presented in this meeting for review.

1. Global Gov Commitment

This policy reviews the purpose of the board and achievement of appropriate results consistent with the mission of serving individuals in the community with mental illness, addictive disorders, and developmental disabilities. It is consistent with the terms of current legislation and the contract with the Louisiana Department of Health. No recommendations for change to the current policy.

1. Governance Style

This policy states, the board is a collective group who represent the local five parish area. An individual member cannot hinder the work of the board and the board cultivates group responsibility as a whole. The board monitors written policies and each other. Board members are charged with a focus of outward vision as opposed to the inward detail. The Executive Director (ED) runs the administration and the board brings goals to the ED. No recommendations for change to the current policy.

1. Board Job Description

This policy details the responsibility of each board member. Board members are responsible for overseeing the ED and goals for the district. Board members maintain the link within the community. The board insures and reviews the ED’s performance. After reviewing the policy, a change was noticed. Section two, letter A. Changing MOU to contract. The board member job description detailing the roles and responsibilities of each board member was also reviewed with the board.

1. Ends Statement

The Ends statement was reviewed with the board in its entirety. This is the mission statement for the district. It ensures the district is responsive to the needs of individuals in the community and accountable to ImCal stakeholders. This statement was reviewed at the recent board training. Linda Storer called for a motion to approve Cost of Governance, Global Gov Commitment. Governance Style, Board Job Description and Ends Statement. Aaron LeBoeuf motioned and William Sommers seconded.

1. Member’s Term Wishes Sent to Parishes

This is reviewed when a board member is terming off or resigning from the ImCal HSA Board of Directors. Kristen Cassidy’s term in the Jefferson Davis parish seat is ending in September 2023. Kristen fulfills the role of a member with professional expertise in the field of mental health. Kristen Cassidy will be resigning as of July 2023. Kristen will assist the board in searching for another representative for the Jefferson Davis parish seat. Board members were also encouraged to submit any recommendations. Linda Storer called for a motion to give Tanya McGee permission to send a letter to the Jefferson Davis Parish Police Jury regarding Kristen’s resignation. William Johnson motioned and Linda Storer seconded.

1. Confirmation Signatures

Confirmation-Agreement Signatures are collected every July. This confirms the ImCal HSA Board Governance Manual in its entirety. The document will be sent to all board members for signature via DocuSign.

1. Board Resolution

The current Board Resolution document needs updating. The board resolution gives the ED signatory authority for contracts and agreements, as well as appointing authority over staff. The document was reviewed with the board, and the opportunity given for any questions or corrections. It was duly moved by Aaron LeBoeuf and seconded by William Sommers the current board resolution be adopted.

VII. EXECUTIVE DIRECTOR REPORT

1. Update on Broad St. Property

ImCal received two Request for Qualification proposals. A committee consisting of Tanya McGee, Jenny Mills, Melanie Jackson and Dr. Patrick Hayes reviewed both proposals. A meeting with the consultant for CSRS was scheduled to review questions and comments regarding the proposals. Afterward an interview will be scheduled with the proposers. After a discussion of the proposals and questions, the board decided to give Tanya McGee permission to invite representatives from CSRS to the next board meeting for a question-and-answer session.

1. FY23 and FY24 Budgets

Fiscal Year (FY) 23 has officially ended and FY24 commenced. ImCal’s Fiscal Division is working to close out FY23. A few days before the close of FY23 ImCal was informed of a significant cut in Tobacco Stat Ded funding. Tanya McGee and Melanie Jackson, ImCal’s Chief Financial Officer are in close communications with the Louisiana Department of Health regarding this cut and assistance with potential funding coverage. The FY24 budget was presented to the board. A few significant cuts will happen and ImCal is working to insure funding coverage for the budget. Tanya McGee asked the board to decrease her merit increase from 6% to 4% aligning with merit increases of agency staff. After a discussion William Sommers made a motion to decrease the merit increase for Tanya McGee from 6% to 4% and to review again in the middle of the fiscal year. William Sommers motioned and Melanie Sarro seconded. The board had questions/discussion regarding the budgets during the meeting. The FY23 Revenue and Expenditure Report will be presented at the September meeting when the policy is up for review.

VIII. NEW BUSINESS

IX. NEXT MEETING- **8/3/2023**

X. ADJOURNMENT

Linda Storer requested a motion to adjourn the meeting. Melanie Sarro motioned and Aaron LeBoeuf seconded. Meeting adjourned at 1:24pm.