

Counseling Service of Addison County, Inc.
Board of Directors Meeting Minutes
October 11, 2018

Board members attending: Louise Sandberg, President; Barbara Doyle-Wilch, Vice President; Joanne Scott, Treasurer. Members at large: David Andrews, Sarah Audet, Gary Margolis, David Roberts, Len Rowell, Ted Tighe.

Absent: Kitty Oxholm, Secretary; Lewis Holmes.

Staff attending: Bob Thorn, Executive Director; Bill Claessens, CFO; Alexa Euler, HR Director; Keith Grier, Compliance and Quality Assurance Officer; Jenn Staats, Executive Coordinator and recorder. *Also:* Cheryl Huntley, Operations Director: Addiction Recovery and Youth and Family Services.

Louise Sandberg called the meeting to order at 4:30 PM.

Happy Minute: A&B, Alexa and Bill. Bob expressed appreciation at the high professional integrity demonstrated by Alexa Euler. Consistent, confident, extraordinary aptitude and skill at what she does. The HR department is in incredibly good shape. Bill Claessens invests an extraordinary amount of work every week into the agency. The volume of hours, the commitment, the way he tackles complexity and intricacies in billing, revenue sourcing, payment reform, how he has taken leadership in investigating the EMR project. He is recognized throughout the state for his wisdom and steadiness.

Bob handed out a Team Two article (winter v1, issue1) which discussed how the work between the state police and CSAC is critical. Bob shared his gratefulness for the staff, the community, and the services, as well as what a good place we are in and how strong CSAC is.

Speaker, Cheryl Huntley: The Resiliency Project: *Ok, you've got this* is a public awareness and educational campaign to build resilient youth in Addison County. The website went live today. October 12 is the kick off day for introducing the Resiliency Project to professionals, a cross-spectrum of about sixty people. Cheryl hopes formal partnerships are established. Seven school-based clinicians created a curriculum of "Parenting for Resiliency." Working with librarians to create recommendations of reading materials. Data component (via Moira Cook, VT Department of Health) provides some "tracking" options. (Youth risk behavior survey, a national survey for all high-school students, every two years. More than 100 questions with risk and health behavior questions. CDC analyzes national data, VT accesses that for state data.)

Last week's article in the Addison Independent (<http://addisonindependent.com/201810group-seeks-instill-resiliency-skills-local-children>) emphasized that this *childhood* "intervention" is a way to interrupt adult toxic behavior development. New data will demonstrate that we are building resiliency in children. The public launch will be November 8, 6:30-8 PM at the Vergennes Opera House. Bob noted that IFS collaboration and the flexible spending model is what brought everyone together. Commissioner Melissa Bailey (Dept. of Mental Health, recently resigned) and Cheryl have created a significant impact on current and future children populations with the IFS flexible funding model.

Decision and review items:

Approval of Minutes of September 13, 2018. David Andrews moved and Gary Margolis seconded to accept the minutes of September 13, 2018 as presented. Vote was called and passed.

Review of Pay and Benefits: Health insurance benefit changes effective November 1, 2018. We are now offering an additional coverage plan ("silver" plan, to include HSA) in addition to the 'gold' plan, which is basically the same plan as last year's. We had a reasonably good year in terms of claims experience which has translated to limited premium increases. Raises are being implemented using a similar distribution method as in previous years, and with attention to the legislative requirements for directing a portion of the funds to master's level staff and other degree-holding positions.

Approval of new board members: David Hallam will rejoin the Board. Len Rowell moved to approve Jane Spencer of Vergennes to join the Board of Directors; seconded by Barbara Doyle-Wilch. Vote was called and passed.

Vote to un-restrict funds: Following discussions with the Auditors concerning a “facility fund balance” (that was established by the board from about twelve years ago) a question was brought to the board concerning if the temporary restricted fund for facilities remain and if so for what purpose or should it be moved into the operating fund balance. Discussion ensued and a motion was presented as follows: Be it resolved: that the Board of CSAC authorizes that the current balance in the CSAC temporary restricted Reserve for Facility Fund Balance to become unrestricted and be moved into the CSAC Operating Fund Balance as of June 30, 2018. Barbara moved to accept the resolution. David Roberts seconded. Vote called and passed.

Reports: Annual Meeting: Len discussed the performances, stage management.

Announcements/Updates:

President’s remarks

- Committee Assignments: Development committee: Sarah Audet offered to join, making the committee Barbara, Kitty Oxholm and Jenn Staats.
- EMR update: Louise praised Bill Claessens for his enormous efforts. Bill appreciated that Louise expresses her concerns and stress about task; it reflects appreciation “from the top” of the gravity of the EMR decision. At the moment CSAC is looking at a seven-year contract with Credible. Credible is smaller and personal company, with about 400 clients, as opposed to the thousands with NetSmart. The Howard Center is choosing Credible; at the moment four agencies appear to be selecting Credible (including CSAC) with a possibility of a fifth. While Howard and CSAC are part of the UVM network, which is favorable for interoperability in the long term, CSAC will not have the best interoperability with Porter until Porter adopts Epic. Bill expressed that in conjunction with the EMR, standardization of information for reporting and billing is happening among the designated agencies. Can CSAC or Howard request on-site aid by their professionals in the first year? Most efforts will be remote, but there will be some on-site training. As a statement of confidence and support, Joanne Scott moved that the Board of Directors authorize management, if management so chooses, to execute a contract with Credible. Barbara seconded the motion. Vote was called and passed.

Executive Committee: Combined with Management Team at October 1 meeting. Finding balance between good management and good compliance. Acknowledgement that the world is changing and the compliance component is pushing and becoming a challenge. Combining the two groups fosters comfort and trust and communication.

Executive Director’s Report: Discussed the Vermont Community Partnership gubernatorial interview with Governor Scott. The issues he’s dealing with are indeed “real” issues. The discussion really was about values: how to take care of vulnerable populations but address the enormous reality of finances, and how agencies are meeting their mission and remaining viable.

Business and Financial Report, reported by Bill Claessens: Discussed financial pages as submitted in the board packet. Also discussed audit suggestions regarding one-times.

Billing Impact Reports: Three new data reports were shared about billing (in reaction to the internal audit findings from July 2018 and the ramifications when billing is not complete or timely). Information might be shared with the Extended Leadership Team.

Executive Session: Barbara moved to go into Executive Session under 1VSA section 313(a)(1) (ie, premature public knowledge places a person at a substantial disadvantage) to discuss an employment contract. Ted Tighe seconded. Went into Executive Session at 6:28 PM; ended at 6:30 PM. Following Executive Session, Robert Thorn’s salary was approved. Salaries of other highly compensated staff was also reviewed after the session ended.

Meeting was adjourned at 6:40 PM.