



Board of Directors Meetings – Saturday, November 3, 2018
Arizona's Children Association Training room
3716 E Columbia St Tucson 85714

The mission of Arizona's Children Association is to protect children, empower youth and strengthen families.

(Continental breakfast available at 7:45AM – times noted are approximate)

- I. 8:30AM – Call to Order of the Quarterly Meeting, Welcome and Introductions – Dr. Harold Magalnick, Chairperson of the Board of Directors
- II. Consent Agenda – *(One motion is made to approve the matters on the consent agenda. Any board member may request that an item be removed for discussion by notifying the Chair of the Board prior to the presentation to approve the consent agenda. In that event, the motion would be made to approve the matters on the consent agenda, as amended.)*
 - A. Approval of the minutes of the August 04, 2018 Quarterly meeting of the Board of Directors and the minutes of the September 28, 2018 Telephone meeting of the Board of Directors.
 - B. Ratification of the minutes of the Executive Committee meetings of July 25, 2018, August 22, 2018 and September 26, 2018.
 - C. Acceptance, with regret, the resignation from the Board of Directors of Brett Rufer

*(Any Board member may make a motion: “**Move that the matters on the consent agenda be adopted and the proper action taken.**”)*

- III. Child Welfare Program Presentation
- IV. Board Chair's Report – Dr. Harold Magalnick, Board Chairperson
- V. CEO Report to the Board – Denise Ensdorff, President & CEO
- VI. Board Dashboard
- VII. HR Report
- VIII. Strategic Plan and Accomplishments of 2018
- IX. Behavioral Health System Change Update
- X. Lunch
- XI. Committee Action Items
 - A. Fundraising & Marketing

- Minutes from Oct 17 2018 Meeting
 - Crowd Funding Information
- B. Governance Committee
- C. Audit Committee
- D. Human Resources Committee
- E. Finance Committee
- Financial Reports – Preliminary
 - Quarterly Comparisons
 - BH Encountering Monthly Tracker
 - BH Cost of Direct Labor
- F. Program Committee

XII. Adjournment of the Arizona’s Children Association Quarterly Board of Directors meeting

- I. Chair’s Remarks and Call to Order of the Annual Board of Directors Meeting – Dr. Harold Magalnick
- II. Presentation of Motions – Tom Wisz, Chair of Governance Committee
- A. Motion from the Governance Committee to elect the following new member to a three-year term ending November 2021: Dr. Dolores Durán-Ceda
- B. Motion from the Governance Committee to re-elect the following board members, whose terms are expiring, for an additional three-year term ending November 2021: *Bill Addison; Renee Dinwiddie; Libby Howell; Ellen Howlett; Pat Krueger; Harold Magalnick; Holley Stacy; Tom Wisz*
- C. Motion from the Governance Committee to elect the slate of officers for 2019:
- | | |
|--------------------|----------------------|
| <i>Chair</i> | <i>Anna Osborn</i> |
| <i>Chair-Elect</i> | <i>Pat Krueger</i> |
| <i>Treasurer</i> | <i>Ellen Howlett</i> |
| <i>Secretary</i> | <i>Cindy Bozik</i> |
- Past Chair Dr. Harold Magalnick*
- (The officers and Past Chair serve on the Executive Committee of the Board along with the Chairperson of the Audit Committee and two other members appointed by the incoming Chair of the Board of Directors.)*
- III. Passing of the Gavel & Incoming Chair’s Remarks: Anna Osborn
- IV. Adjournment of the Arizona’s Children Association Annual Board of Directors Meeting

Arizona's Children Foundation Bi-Annual Board Meeting

- I. Call to Order of the Arizona's Children Foundation Bi-Annual Board Meeting – Ellen Howlett
 - A. Review of Foundation Investments – Quarters 1 & 2
 - B. Review of the Summary of Investment Goals & Objectives
- II. Adjournment of Arizona's Children Foundation Bi-Annual Board Meeting
- III. Executive Session with Ms. Ensdorff
- IV. Executive Session without Ms. Ensdorff
- V. Closing of Executive Sessions by 3:00PM

The 2019 meetings of the Board of Directors schedule (if continuing with the 1st Saturday of the designated month(s) –

February 1 & 2, 2019 – Yuma

May 4, 2019 – 3636 N Central Ave 8th Floor Training room – Phoenix 85012

August 2, 2019 – Northern area TBD

November 2, 2019 – 3716 E Columbia St Training room – Tucson 85714



BOARD OF DIRECTORS QUARTERLY MEETING
 Saturday, August 4, 2018-8:30AM
 Prevent Child Abuse AZ Conference Room
 3298 Bob Drive Prescott Valley AZ 8586314

Consent Agenda, Item A-1

Board noted as present: A. Osborn; A. Sizer via phone; B. Addison; C. Landin; E. Howlett; H. Magalnick; I. Novodvorsky via phone; J Smith; K. McLaughlin; K. Greene; P. Trebesch; R. Dinwiddie; T. Ellsworth Bowers; P. Krueger; T. Wisz

Board noted as unavailable: B. Rufer; C. Bozik; L. Howell; M. Crescioni; H. Stacy

Staff noted as present: N. Bell-Harper (VP of CW); S Encinas (CIO); D. Ensdorff (President & CEO); D Gabler (CDO); J Schmitt (CCO & Director of Quality); M. Shen (CCSO)

Staff unavailable: Kelly Meltzer (CFO); T. Tihey (CHRO)

All documents referenced were previously posted to the Board's website for members' access, copied to flash-drives that were available to the members at the meeting, projected on a screen for viewing and available with these minutes.

Item	Report/Discussion	Action/Follow-up	Who/When
I. Call to Order of the Quarterly Meeting and Welcome:	Harold Magalnick, Chair of the Board, called the Quarterly meeting of the Board of Directors of Arizona's Children Association to order at 8:34AM. Asked attendees to introduce themselves around the room.		
II. Welcome and Information Regarding Prevent Child Abuse Arizona:	Becky Ruffner, CEO of Prevent Child Abuse AZ, welcomed the Board and Staff to the agency and shared information regarding the services the agency provides.		
III. Presentation – FES (Family Education Support Services) Yavapai County area	Salli Maxwell, Program Supervisor for FES in the Yavapai County area provided a PowerPoint presentation on the services provided. Among other information, she noted the services/resources have expanded into 13 townships within the county and the inroads that have been made especially when interacting within the Yavapai-Apache Nation. The members of the Board engaged Ms. Maxwell in Q & A.		
IV. Consent Agenda:	Dr. Magalnick asked for a motion to accept the Consent Agenda.	Renee Dinwiddie	



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	<p><i>Items on the Consent Agenda included:</i></p> <ul style="list-style-type: none"> A. <i>Approval of the minutes of the May 5, 2018 Quarterly meeting of the Board of Directors.</i> B. <i>Ratification of the minutes of the Executive Committee meetings of April 25, 2018, May 23, 2018 and June 27, 2018.</i> C. <i>Ratification of the documentation regarding the passing of a motion via e-mail of May 31, 2018</i> D. <i>Acceptance with regret the resignations from the Board of Directors of Dr. Nicole Garber, Mrs. René Durfee and Mrs. Donna Brown</i> 	<p><u>moved that the matters on the consent agenda be adopted and the proper action taken.</u> <i>Jerry Smith offered the second. There was no dissenting votes</i> <u>–MOTION PASSED.</u></p>	
<p>V. Board Chair’s Report:</p>	<p>Dr. Magalnick expressed his thanks for the work that was done in preparation and participation of the COA site visit</p>		
<p>VI. CEO Report to the Board:</p>	<p>Denise Ensdorff shared the following information with the Board –</p> <ul style="list-style-type: none"> • Various critical incidents regarding fraud issues were noted and discussed. • The annual Leadership Training was held right after the May Board meeting and went extremely well. It has been booked for April 2019 and will include break-out sessions for this training. • Completed the state tour of all the sites in preparation of COA and reviewing the Strategic Plan. • Regarding the Dr. Bruce Perry webinar on NMT – have received good response to this and working on the flow of delivering the service. • Permanent Medical Director update – have scheduled a 2nd interview for Wednesday, August 8th. This candidate previously worked for AzCA several years ago. • Have hired a full-time Director of Healthcare Integration – funding through the Targeted Investment Program (TIP). He too previously worked for AzCA. • Child Welfare - received reunification for all AzCA applied for. • DCS has contracted directly with AzCA for Kinship 		



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	<p>Navigation services for a pilot program – will then open the contract up to anyone interested the following year.</p> <ul style="list-style-type: none"> • Behavioral Health Contracts with the Health plans – still nothing in hand at this time due to rate issues – Oct 1 start-up date is a concern with those involved. • Have a co-location with Happy Kids Pediatrics in Mesa – have hired a full-time bilingual Clinician and everyone is pleased with the arrangement – Jason Jonker, Central Director of Behavioral Health, will be doing a radio spot in conjunction with Happy Kids later in August. • Had a successful move to 3636 – have scheduled an Open House for August 23rd with a 4PM presentation to Cresa (the firm who did the search and negotiations for the building) and Wespac (the construction company responsible for the remodeling). • 711 lease expires November 2018 – have several interested parties in this location – there is talk of doing demolition on the building – once that is started, AzCA will no longer be responsible for the lease. • Merger discussion with Casa De Los Niños continues but discussion with Prevent Child Abuse AZ will not move forward • Kids in Foster Care don't move from the RBHAs to the Health plans until 2020 <ul style="list-style-type: none"> ○ DCS submitting a RFI (Request for Information) how to manage this – looking at an Administrative Service model – AzCA will be looking into this as well. 		
<p>VII. Board Dashboard:</p>	<p>The Board Dashboard was reviewed - discussing various points of interest/concern that have affected the numbers with each ELT member in attendance. Ms. Ensdorff noted information in the areas for those staff not available.</p> <p>Throughout the dashboard review, the Board engaged the staff in question and answer sessions.</p>		



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	There was a request for a follow-up e-mail to the Board members by Dayna Gabler on monthly giving to help ensure 100% Board Giving.	Send a follow-up e-mail to the Board members on monthly giving	Dayna Gabler
VIII. Strategic Plan:	Ms. Ensdorff reviewed the most recent Executive Leadership Team (ELT) action steps in progress for year one. Board opted not to review line by line – only noting certain timelines in question or of interest.		
IX. Arizona Endowment Building Institute:	<p>Dayna Gabler provided information and a PowerPoint presentation on this topic of a class taught through the Arizona Community Foundation around endowment building.</p> <ul style="list-style-type: none"> • Is an 11 month program/class to help build an endowment program <ul style="list-style-type: none"> ○ Monthly meetings – Tuesdays – noon to 3PM • Up to 6 Board and Staff for participation <ul style="list-style-type: none"> ○ Suggestion of CEO, CFO, CDO, 3 Board members • \$5000 cost for the agency to participate <p>Dr. Magalnick asked for a motion to participate.</p> <p>Ms. Gabler and Ms. Ensdorff asked those Board members who are interested to please let them know – they will also reach out to other members not in attendance regarding their interest.</p>	<p><u>Bill Addison so moved.</u> <i>Ellen Howlett offered the second. There was no discussion and a voice vote was called. All votes were affirmative with no dissenting votes –<u>MOTION PASSED.</u></i></p> <p>Check with Board members who may be</p>	Dayna Gabler and Denise Ensdorff



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		interested in attending the program	
<p>X. HR Report:</p>	<p>The HR Turnover report was reviewed by the Board with Denise Ensdorff highlighting –</p> <ul style="list-style-type: none"> • Terms and hires are up • Length of Service for terms • Primary Reasons • Ages of those Leaving the Industry <p>Suggestion made to track returning staff.</p> <p>Also noted out of EAC (Employee Advisory Committee) Stay Interviews are being conducted. These are interviews of staff with longevity and their reasons.</p> <p>Employee Engagement Survey was reviewed and discussed – noting areas of interest or potential concern.</p> <ul style="list-style-type: none"> • 332 staff participated – 42% <p>Request was made to note statistically significant changes as well as noting sections/questions addressing strategic planning.</p>	<p>For Employee Engagement Survey – include statistically significant changes AND note sections/question addressing strategic planning</p>	<p>Denise Ensdorff/Tifney Tihey</p>
<p>XI. Bi-Annual Quality and Outcomes Report:</p>	<p>Jacob Schmitt updated the Board with information regarding the Bi-Annual Quality report –</p> <ul style="list-style-type: none"> • BMFL (Bureau of Medical Facilities Licensing) has given 		



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	<p>AzCA technical assistance and guidance to provide site specific information when reporting on Behavioral Health</p> <ul style="list-style-type: none"> • Have had good programmatic audits • Continued issues regarding timeliness in service delivery <ul style="list-style-type: none"> ○ Will be addressing this issue through a root-cause analysis • Child Welfare audits have increased due to DCS focus 		
<p>XII. Council on Accreditation (COA) Update:</p>	<p>Mr. Schmitt provided information regarding the final days of the COA site visit.</p> <ul style="list-style-type: none"> • Noted there was a pre-exit interview where concerns were raised with one of the Reviewers struggling with some of the outcomes and which involved the rating of a standard. • Additional information and education was shared with COA and a consensus was reached. • Should receive the official reaccreditation report by the end of August. • It was expressed that the level of Board member participation with COA was fantastic and the Board was thanked for their efforts. 		
<p>XIII. Committee Reports:</p> <p>A. Fundraising & Marketing</p>	<p>Anna Osborn, Committee Chair, noted information for Fundraising & Marketing –</p> <ul style="list-style-type: none"> • Noted various thank-yous to the Board members for accomplishments since the last meeting. <ul style="list-style-type: none"> ○ Involvement with the Rotary Club in Yuma ○ Raytheon magazine ad opportunity • Dance Event – still in need of sponsors and also raffle items <ul style="list-style-type: none"> ○ Reminded the Board that Tom Wisz is dancing this year <p>Ellen Howlett shared information regarding the Tucson Signature Event –</p>		



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<p>B. Governance</p> <p>1. Announcement of Board Members renewing their terms for another 3 years</p> <p>2. Announcement of the Slate of Officers for the 2019 year</p>	<ul style="list-style-type: none"> • \$22 tickets for a Roadrunner Hockey game – AzCA gets \$12 of this • Looking for donations for foster families to also attend the hockey event • Dayna Gabler will forward flyer to all Board members <p>Cindy Landin shared information regarding Yuma selling “business cards” for \$20 with 100% of the proceeds going to AzCA. These cards feature discounts and specials available from Yuma businesses that have supported various AzCA events in the past.</p> <ul style="list-style-type: none"> • Working on an event with a Prescott car dealership <p>Tom Wisz, Governance Chair, announced the names of the current Board members whose terms expire November 2018 and have agreed to another 3-year term. Those named were – <i>Bill Addison; Renee Dinwiddie; Libby Howell; Ellen Howlett; Pat Krueger; Dr. Harold Magalnick; Holley Stacy and Tom Wisz</i> To be presented for approval at the November Board meeting.</p> <p>Mr. Wisz, announced the names of those members who have agreed to hold an office on the Board for FY2019. Those named were – <i>Anna Osborn – Board Chair</i> <i>Pat Krueger – Board Chair-Elect</i> <i>Brett Rufer – Secretary</i> <i>Ellen Howlett – Treasurer</i></p>	<p>Flyer forwarded to all Board members</p>	<p>Dayna Gabler</p>
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<p>E. Finance</p> <p>1. Financial Reports</p>	<p>Tom Wisz, HR Committee member, noted at the last meeting –</p> <ul style="list-style-type: none"> • COA information was reviewed and drafts of processes were sent for input • Reviewed the Turn-over Report and Survey • Tifney Tihey reported the Recruiter position was filled by an internal staff • Denise Ensdorff employment agreement was supposed to be renewed annually but was overlooked – is being review by one of the attorneys and a clause is being added to address severance pay <p>It was suggested to look at modifying the contract to be a 3-year contract instead of 1-year</p> <p>Tom Wisz also agreed to be HR Committee Chair for the time being.</p> <p>Ellen Howlett, Chair of the Finance Committee, provided the following information –</p> <ul style="list-style-type: none"> • The Balance Sheet of June 30, 2018 was reviewed <ul style="list-style-type: none"> ○ Total assets \$15M compared to last year of \$13M ○ Defensive Intervals = number of days of operation with cash on hand at 48 days compared to 43 days last month and 29 days last year ○ Accounts Receivable doing well • Cash Flows – cash & cash equivalents - \$6M compared to last year at \$4M • Statements – <ul style="list-style-type: none"> ○ Ending with a YTD profit of \$331K ○ Behavioral Health continues to decline – a concern with a YTD loss of \$671 against a planned surplus of \$308K 	<p>Look at modifying CEO contract to 3-years</p>	<p>Tom Wisz</p>
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	<p>Mark Shen discussed the plans put into place to address this issue –</p> <ul style="list-style-type: none"> • Less than 2 months to encounter • Addressed the high number of staffing vacancies • Addressing staff under performance • Working with – <ul style="list-style-type: none"> ○ Centralized Scheduling – all sites have a scheduler hired <ul style="list-style-type: none"> ✓ Number of daily scheduled session with clients has increased from 5 to 6 ✓ Daily In-Home appointments is set at 4 ✓ Schedules will be entered into NextGen – Supervisors to do daily tracking on staff for now ○ Fill Direct Care vacancies ○ Fill Medical Providers vacancies ○ Put viable Autism programming plan in place with 90-day extension opportunity <p>Ms. Ensdorff added AzCA is fully staffed with Medical Providers and has also hired two temporary Providers to do annual evaluations. NMT assessments are being focused on MMIC clients.</p> <ul style="list-style-type: none"> • Statement information continued with Ms. Howlett – <ul style="list-style-type: none"> ○ Child Welfare – is doing well – YTD surplus of \$844K against a budgeted loss ○ Prevention – YTD profit of \$3K ○ Specialty Services – YTD loss of \$38K ○ Development & Marketing – YTD surplus of \$38K ○ M&G – YTD surplus of \$154K against a planned loss of \$29K ○ Total Agency – <ul style="list-style-type: none"> ✓ YTD revenue is \$37.594M ✓ YTD expenses are \$37.392M ✓ Without the TIP monies would show a loss of \$157K YTD 		
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<p>F. Program:</p>	<p>Ms. Ensdorff gave a brief update of the potential future payouts from the Targeted Investment Program (TIP) assuming necessary criteria is met. Also quickly touched on the 403(b) match for 2017 – estimated cost should run \$215K – Board opted to address this subject during Executive Session.</p> <p>Renee Dinwiddie, Program Committee Chair, noted Board approval is necessary regarding the Bi-Annual Quality and Outcomes Reports and <u>proposed a motion to accept the report that includes all data previously reviewed by the Board.</u></p>	<p><i>Bill Addison offered the second. Motion was accepted. No further discussion followed, a voice vote was taken; all votes were in the affirmative.</i> <u>MOTION PASSED.</u></p>	
<p>XIV. Lunch</p>	<p>The Board members broke for lunch at 12:15PM and would then move into Executive Sessions. Staff were allowed to leave at that time.</p>		
<p>XV. Executive Session with Ms. Ensdorff</p>			
<p>XVI. Moved out of Executive Session</p>	<p>The Board came out of Executive Session and re-opened the General meeting at 1:03PM to do the following –</p> <ul style="list-style-type: none"> • <u>Bill Addison made a motion that the agency make the full 403(b) contribution if the agency is at \$330,000 or more surplus by 9/30/18 or make half of the 403(b) contribution if the agency is under a \$330,000 surplus on 9/30/18</u> 	<p><i>Anna Osborn offered the second. No further discussion</i></p>	



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	Committee moved back into Executive Session.	<i>followed, a voice vote was taken; all votes were in the affirmative.</i> <u>MOTION PASSED.</u>	
XVII. Executive Session without Ms. Ensdorff			

The above information was submitted by,
Marianne R Thompson
 Executive Administrative Assistant



SPECIAL BOARD OF DIRECTORS TELEPHONE MEETING
 Friday, September 28, 2018-7AM
 3716 E Columbia St Conference Room Tucson, 3636 N Central Ave
 Suite 200 Phoenix and ELT Conference Bridge #4546

Consent Agenda, Item A-2

Board noted as present: A. Sizer; C. Bozik; C. Landin; E. Howlett; H. Magalnick; I. Novodvorsky; K McLaughlin; L. Howell; P Krueger; P. Trebesch; R. Dinwiddie; T. Ellsworth Bowers; T. Wisz

Board noted as unavailable: A. Osborn (gave approval by proxy); B. Addison; B. Rufer; H. Stacy; J. Smith; K. Greene; M. Crescioni

Staff noted as present: D Gabler (CDO); D. Ensdorff (President & CEO); J Schmitt (CCO & Director of Quality); K. Meltzer (CFO); M. Shen (VP of BH); N. Bell-Harper (VP of CW); S. Encinas (CIO); M. Thompson (Executive Admin Asst)

All documents referenced were previously e-mailed to the members and are available with these minutes.

Item	Report/Discussion	Action/Follow-up	Who/When
Roll Call to Establish Quorum – Bylaws require 50% of the current Board members for a quorum	Marianne Thompson took roll call of all current Board of Directors to establish a quorum.	Total Board in attendance = 13 <i>Quorum established</i>	
I. Call to Order of the Special Telephone Meeting of the Board of Directors:	Dr. Harold Magalnick, Chairperson of the Board, began the special meeting of the Board of Directors of Arizona’s Children Association at 7:33AM.		
II. Operating Plan for FY2019 for review and approval:	<p>Ellen Howlett, Board Treasurer and Chair of the Finance Committee, noted Finance worked with the Executive Leadership Team and revised the proposed budget 3 times and she is comfortable with the final numbers and their explanations.</p> <p>Kelly Meltzer provided the following information for the proposed budget for FY2019 from the spreadsheet titled Agency Budget Summary –</p> <ul style="list-style-type: none"> • Some of the areas providing revenue include – <ul style="list-style-type: none"> ○ AHCCCS Complete Care – previously designated as Cenpatico, MMIC, HCIC, etc ○ Additional revenue from NMT and Autism services 		



SPECIAL BOARD OF DIRECTORS TELEPHONE MEETING

Friday, September 28, 2018-7AM

3716 E Columbia St Conference Room Tucson, 3636 N Central Ave
Suite 200 Phoenix and ELT Conference Bridge #4546

	<ul style="list-style-type: none"> ○ Parenting Assistance Fund is new and is for working with teen parents ○ Targeted Reinvestment Award is \$1.5 Million – AzCA has done everything required so anticipate this amount ○ Total revenue for Behavioral Health expected is about \$3.2 Million and was noted on the bottom of the spreadsheet <ul style="list-style-type: none"> ● Child Welfare total revenue annualized for the year is about \$859K less that current year due to the changes in the contracts ● Prevention and Specialty Services are similar. ● Development budget is conservative compared to the annualized current budget <p>Regarding expenses it was noted –</p> <ul style="list-style-type: none"> ● For Compensation, have worked to ensure each Behavioral Health sites has a target to maintain a percent of Compensation to Revenue that will be monitored very closely throughout the year ● Included in Compensation is an assumption of raises totaling \$485K – raises will align with the calendar year beginning January 2019 instead of the fiscal year as done previously ● Occupancy includes the monthly accruals for the Phoenix office that will total about \$876K – with no actual cash going out ● Expenses as a percent of Revenue compared to current year is fairly consistent – with the exception of Behavioral Health – actual is 63% budgeted is 60% so plans of some difficult decisions regarding staffing are in place <p>Bottom line reflects projected planned deficits in programs totaling \$413K – this being offset by Development Revenue and Investment Income which allows for a break even budget.</p> <p>With no questions or concerns from the Board, Pat Krueger noted she would like to make a motion to approve the budget as presented. Dr. Magalnick stated there was a motion on the floor to approve the budget and asked for a 2nd.</p>		
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Motion to



SPECIAL BOARD OF DIRECTORS TELEPHONE MEETING
 Friday, September 28, 2018-7AM
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 Suite 200 Phoenix and ELT Conference Bridge #4546

		<p><u>approve the budget.</u> <i>Tom Wisz offered the second. A voice vote was called. All votes were affirmative with no dissenting votes –</i><u>MOTION PASSED.</u></p>	
<p>III. Other Business:</p>	<p>None at this time.</p>		
<p>IV. Adjournment:</p>	<p>Meeting was adjourned at 7:44AM.</p>		

The above information was submitted by

Marianne R Thompson
 Executive Administrative Assistant



EXECUTIVE COMMITTEE MEETING
 Wednesday, July 25, 2018 - 7:30AM
 3716 E Columbia St, Tucson and/or 3636 N Central Ave Suite 200, Phoenix and the
 Tucson Conference Bridge - #5522

Consent Agenda, Item B-1

Board Present: Ellen Howlett; Pat Krueger; Libby Howell; Tom Wisz

Board Unavailable: Harold Magalnick; Ingrid Novodvorsky; Anna Osborn

Staff Present: Denise Ensdorff, President & CEO Marianne Thompson, Executive Admin Asst

All documents referenced were previously sent to the committee and are available with the minutes.

Item	Report/Discussion	Action/Follow-up	Who/When
Call to Order	The meeting was called to order at 7:33AM by Tom Wisz		
Approval of Minutes	Mr. Wisz asked if anyone had any corrections or changes to the minutes – hearing none asked for a motion to approve.	<u>Ellen Howlett so moved.</u> <i>Pat Krueger offered the second. A voice vote was taken; all votes were in the affirmative.</i> <u>MOTION PASSED.</u>	
Chair Report	Committee took this opportunity to talk about the meeting with COA. <ul style="list-style-type: none"> • Everyone felt it went very well – there was a good turn-out – those in person and on the phone. • Noted the Board brought up items even before the reviewer had the opportunity to ask. • Ms. Ensdorff stated the reviewer felt it was clear the agency is very transparent. 		
Executive's Report	Denise. Ensdorff noted the following information – <ul style="list-style-type: none"> • Waiting for another grant to come in from First Things First. For Family Education & Support – went from 3 grants to 8. • Jacob Schmitt and Ms. Ensdorff had their meeting with AHCCCS regarding potential fraud with Maryvale case charts <ul style="list-style-type: none"> ○ AHCCCS did a full audit of charts spanning 2014 to 2016 ○ Due to the timeframe, some questionable billing issues had already been addressed by AzCA through trainings ○ Have until this Friday to turn in our response on various concerns and how they have been or will be addressed 		

	<ul style="list-style-type: none"> ○ They will then provide a total of what they think we owe back ○ Instead of calculating on total agency, they have agreed to calculate the percentage on the total from Maryvale ○ Will have more information at the Board meeting ● Regarding the NMT webinar with Dr. Bruce Perry <ul style="list-style-type: none"> ○ For those who didn't get to hear it, there is a link available ○ Have had great response ○ A Judge out of Apache Junction has court-ordered NMT ○ DCS is talking with us on how to refer kids directly ● Our COA response – <ul style="list-style-type: none"> ○ Had a daily wrap-up with the lead reviewer <ul style="list-style-type: none"> ✓ Things are going well ○ Review team will spend Wednesday AM at the hotel compiling scores ○ Exit interview could possibly be as early as noon on Wednesday ○ A lot of great comments regarding how Jacob Schmitt and his team organized and assisted in the process 		
<p>Committee Reports</p>	<p>A. Finance – Ellen Howlett, Finance Chair, noted the following from the June financials –</p> <ul style="list-style-type: none"> ● As of June 30th, YTD of \$37.6M in revenue - \$37.3M in expenses – leaving \$331K profit ● Continued loss - \$122K for the month of June ● Of the last 9 months, 5 have been losses ● If TIP money is removed, would have a YTD loss ● Balance Sheet – <ul style="list-style-type: none"> ○ Ratios – defensive interval went from 43 days to 48 days ○ Accounts Receivables – only 8% are greater than 90 days ● Cash Flows – doing very well <ul style="list-style-type: none"> ○ Compared to last year of \$4M in cash/equivalent now is \$6M ● Behavioral Health continues to be losing money <ul style="list-style-type: none"> ○ YTD \$671K loss compared to a planned surplus of \$308K ○ Encounters are still down and Ms. Howlett noted the additional update Mark Shen had compiled and sent to the 		

	<p style="text-align: center;">committee regarding steps that are being taken to address this issue</p> <p>Ms. Ensdorff did add information –</p> <ul style="list-style-type: none"> • one impactful issue is vacancies in the BH program. There are currently 25 vacancies – 9 within the Chandler site alone • there are a number of Psychiatric staff coming on board – including 2 temp Docs to do just annual evaluations • MMIC has approached AzCA to utilize the \$1.8M sitting in deferred revenue by getting a 90 day extension to provide programing for Autism <p>As requested, Ms. Ensdorff will check if anything specific is reflected in the Chandler exit interviews</p> <p>Also, Ms. Howlett will send ASU Lodestar link to Ms. Ensdorff</p> <p>B. Audit – Committee Chair, Pat Krueger noted Audit is scheduled to meet just prior to the August Board meeting so will have a report then</p> <p>C. HR Committee – Ms. Wisz, Committee member, noted the committee met July 18, 2018 –</p> <ul style="list-style-type: none"> • Received a draft from Tifney Tihey, CHRO, for COA requirements • Positions recently filled in HR – Recruiter and the Benefits Specialist • Discussed the May Leadership Retreat • Reviewed the Turn-over Report <p>D. Governance – Tom Wisz, Governance Chair, reported –</p> <ul style="list-style-type: none"> • Discussed succession planning – Ms. Ensdorff sent a draft for planning for the CEO position and ELT positions • Regarding Ms. Ensdorff employment agreement and the need for annual renewal, was sent to Attorneys Brett Rufer and John Robinson. Will include a clause that addresses termination without cause and/or severance • Discussed various ways Governance is working to recruit interest from the Hispanic community 	<p>Check with HR on Chandler exit interview info</p>	<p>Ms. Ensdorff</p>
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EXECUTIVE COMMITTEE MEETING
 Wednesday, July 25, 2018 -7:30AM

3716 E Columbia St, Tucson and/or 3636 N Central Ave Suite 200, Phoenix and the
 Tucson Conference Bridge - #5522

	<ul style="list-style-type: none"> • Donna Brown has resigned from the Board • Renee Dinwiddie has agreed to another 3-year term on the Board – waiting to hear back from Bill Addison • Slate of Officers has been set <ul style="list-style-type: none"> ○ Anna Osborn – Chair ○ Pat Krueger – Chair-Elect ○ Brett Rufer – Secretary ○ Ellen Howlett – Treasurer <p>E. Fundraising & Marketing – Ellen Howlett noted for the Tucson area, work is being done on an event with the Roadrunner Hockey team – reduced process – October timeframe – will have more information at the Board meeting</p> <p>F. Other Reports -</p> <ul style="list-style-type: none"> • Ms. Ensdorff updated the committee on the talk regarding a potential merger with Prevent Child Abuse AZ – feels it’s in AzCA’s best interest not to continue with merger discussions due to the vast cultural differences of the two agencies and with all the changes taking place come October 1st 		
Major Issues	Nothing to share.		
Other Business	None at this time		
Next Meeting and Meeting Adjourned	<p>Next Executive Committee meeting is scheduled for Wednesday, August 22, 2018 at 7:30AM.</p> <p>August 4, 2018 is the Board Meeting in Prescott Valley</p> <p>Meeting was adjourned at 8:10AM.</p>		

The above information was submitted by
Marianne Thompson
 Executive Administrative Assistant



EXECUTIVE COMMITTEE MEETING
 Wednesday, August 22, 2018 - 7:30AM
 3716 E Columbia St, Tucson and/or 3636 N Central Ave Suite 200, Phoenix and the
 Tucson Conference Bridge - #5522

Board Present: Harold Magalnick; Ellen Howlett; Ingrid Novodvorsky; Anna Osborn; Tom Wisz

Consent Agenda, Item B-2

Board Unavailable: Libby Howell; Pat Krueger

Staff Present: Denise Ensdorff, President & CEO Marianne Thompson, Executive Admin Asst

All documents referenced were previously sent to the committee and are available with the minutes.

Item	Report/Discussion	Action/Follow-up	Who/When
Call to Order	The meeting was called to order at 7:30AM by Board Chair, Dr. Harold Magalnick		
Approval of Minutes	Dr. Magalnick asked for approval of the minutes of July 25, 2018.	<i>A voice vote was taken; all votes were in the affirmative – no negative votes.</i> <u>Minutes approved.</u>	
Chair Report	Nothing regarding the Chair's report at this time.		
Executive's Report	Denise Ensdorff noted the following information – <ul style="list-style-type: none"> • A staff member passed away last Friday. Impacted staff so Liz Wong came up to do de-briefing with the team. • BH contacts – <ul style="list-style-type: none"> ○ Received the final contract for Cenpatico, Mercy Care ○ Have a meeting scheduled this afternoon with Care1st ○ Other Health Plans have all been in contact stating we should get those contracts this week or next • Open House scheduled tomorrow from 3-5 <ul style="list-style-type: none"> ○ At 4PM a presentation recognizing Cressa, Ryan Burkett and WestPac • Previously sent to the Executive team a copy of the Request for Information (RFI) from the Department of Child Safety (DCS) – was quite detailed for a statewide administrative services organization to contract with CMDP (Comprehensive Medical and Dental Program) for DCS kids <ul style="list-style-type: none"> ○ AzCA is doing a joint response with Susie Huhn and Casa 		



EXECUTIVE COMMITTEE MEETING

Wednesday, August 22, 2018 - 7:30AM

3716 E Columbia St, Tucson and/or 3636 N Central Ave Suite 200, Phoenix and the Tucson Conference Bridge - #5522

	<p>De Los Niños with information from an agency out of Florida that has already provided this type of service</p> <ul style="list-style-type: none"> ○ DCS then plans to take the information received and provide a Request for Proposal (RFP) that should go out next summer ● Have switched liability insurance carriers – going back to Lovitt & Touché ● Health Insurance for employees will increase 4% - will look into the cost of AzCA absorbing the increase ● Tifney Tihey’s last day is 9-7-18. Will be posting her position. 		
<p>Committee Reports</p>	<p>A. Finance – Ellen Howlett, Finance Chair, noted the following from the July financials –</p> <ul style="list-style-type: none"> ● Monthly loss of \$462K - YTD loss of \$131K ● Big monthly loss in behavioral health – YTD is \$1M ● Small monthly loss in child welfare of \$22K ● An error was made regarding booking the 3636 lease – even though AzCA will be receiving 16 months free rent, accounting rules state the entire lease amount totaled divided by the total number of months needs to be booked monthly <p>Ms. Ensdorff added some contributing factors –</p> <ul style="list-style-type: none"> ● Not expecting the child welfare loss – usually come in with a monthly surplus of \$100K or more ● Cenpatico did a YTD true-up which consisted of about \$130K less for the month than what AzCA normally receives ● Lowest behavioral health revenue for the month of July than for the entire year ● Vacancies continue to be an issue <p>Question was asked what happens with the 403(b) match with AzCA ending the year with a deficit? At the Board meeting’s Executive Session, the decision was made to provide a 2017 match of 3% if an end of year profit of \$330K or higher was maintained or a 1.5% match should that profit fall below the \$330K. No provisions were made regarding a deficit. Due to timing constraints with the audit, it was decided the Executive Committee needed to make a decision on behalf of the entire Board.</p>	<p><u>Ellen Howlett</u> <u>made a motion to</u></p>	



EXECUTIVE COMMITTEE MEETING

Wednesday, August 22, 2018 - 7:30AM

3716 E Columbia St, Tucson and/or 3636 N Central Ave Suite 200, Phoenix and the Tucson Conference Bridge - #5522

	<p>B. Investments Sub-committee – Ms. Howlett noted the meeting was held yesterday.</p> <ul style="list-style-type: none"> • Investments are doing well • no modification to percentages were made. Will look at it again at the next investment meeting • Agency and Foundation monies are staying solid <p>C. Governance – Committee Chair, Tom Wisz noted –</p> <ul style="list-style-type: none"> • Followed up on the meeting yesterday with Dr. Gabriel Martinez who is interested in joining the Board • Still following up on Ms. Ensdorff’s contract <p>D. Fundraising and Marketing – Ms. Howlett shared that AGM is going to be a big sponsor for the Tucson Hockey game</p> <p>E. Human Resources – scheduled to meet October 17, 2018</p> <p>F. Program – scheduled to meet October 8, 2018</p> <p>G. Audit – Ms. Howlett noted there was nothing further to report that wasn’t already discussed at the Board meeting</p>	<p><u>rescind the match due to the change in financials.</u> <i>Anna Osborn offered the second. A voice vote was taken; all votes were in the affirmative.</i> <u>MOTION PASSED.</u></p>	
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EXECUTIVE COMMITTEE MEETING
 Wednesday, August 22, 2018 - 7:30AM
 3716 E Columbia St, Tucson and/or 3636 N Central Ave Suite 200, Phoenix and the
 Tucson Conference Bridge - #5522

Major Issues	Nothing at this time.		
Other Business	None at this time		
Next Meeting and Meeting Adjourned	Next Executive Committee meeting is scheduled Wednesday, September 26, 2018 at 7:30AM. Meeting was adjourned at 8AM.		

The above information was submitted by
Marianne Thompson
 Executive Administrative Assistant



EXECUTIVE COMMITTEE MEETING
 Wednesday, September 26, 2018 - 7:30AM
 3716 E Columbia St, Tucson and/or 3636 N Central Ave Suite 200, Phoenix and the
 Tucson Conference Bridge - #4546

Consent Agenda, Item B-3

Board Present: Harold Magalnick; Libby Howell; Ellen Howlett; Ingrid Novodvorsky; Anna Osborn; Jerry Smith; Tom Wisz

Board Unavailable: Pat Krueger

Staff Present: Denise Ensdorff, President & CEO Marianne Thompson, Executive Admin Asst

All documents referenced were previously sent to the committee and are available with the minutes.

Item	Report/Discussion	Action/Follow-up	Who/When
Call to Order	The meeting was called to order at 7:30AM by Board Chair, Dr. Harold Magalnick		
Approval of Minutes	Dr. Magalnick asked for approval of the minutes of August 22, 2018.	<u>Tom Wisz so moved. Minutes approved.</u>	
Chair Report	Nothing regarding the Chair's report at this time.		
Executive's Report	Denise Ensdorff noted the following information – <ul style="list-style-type: none"> • CIR involving a Foster parent was explained – root cause analysis is being compiled. • Interviewed 4 more candidates for the CHRO position – now have 2 candidates that are being called back for a 2nd interview <ul style="list-style-type: none"> ○ Will send out copies of the resumes for those interested is participating in the 2nd interview • Contracting for Behavioral Health – <ul style="list-style-type: none"> ○ United Health is still reviewing the proposal Ms. Ensdorff sent them – she hopes to hear something by the end of the week ○ All the remaining AzCA is contracted with ○ Arizona Complete Care (formerly Cenpatico) is offering AHCCCS approved up front money any time during the 1st quarter, if needed. Will need to let them know by the 18th of any given month within the 1st quarter if we are interested. 		
Committee Reports	A. Finance – Ellen Howlett, Finance Chair, noted the following from the August financials – <ul style="list-style-type: none"> • Poor month of August - \$222K booked for June, July & August rent for Phoenix office along with other expenses • August revenues came in at \$45M but expenses came in at \$46M 		



EXECUTIVE COMMITTEE MEETING

Wednesday, September 26, 2018 - 7:30AM

3716 E Columbia St, Tucson and/or 3636 N Central Ave Suite 200, Phoenix and the Tucson Conference Bridge - #4546

	<ul style="list-style-type: none"> • YTD loss of \$673K • Projected end-of-year additional loss totaling \$700K to \$800K • Some explanations included an extra payroll day, \$75K increase in psychiatric costs • Reviewed the proposed FY19 budget <ul style="list-style-type: none"> ○ After 2 revisions now showing a small profit for the year of \$1000 ○ Each program is showing a loss for the year but the committee feels comfortable bringing this proposed budget to the Board on Friday <p>Ms. Ensdorff added there was an increase in encountering for the month of over \$200K which is a trend she is anticipating will continue but the expenses were just unexpected</p> <p>B. Governance – Committee Chair, Tom Wisz noted –</p> <ul style="list-style-type: none"> • Committee met this morning • Dr. Dolores Durán-Cerda, Provost and Executive Vice Chancellor for Pima Community College, has been approved to bring her forward for membership to the full Board in November <p>C. Fundraising and Marketing – Anna Osborn, Committee chair, noted –</p> <ul style="list-style-type: none"> • Hockey tickets for the Tucson area are going well • Dance event is on point – have already had the fundraising kick-off meeting and everyone attended <ul style="list-style-type: none"> ○ Was also noted the dancers have already raised \$20K <p>D. Human Resources – scheduled to meet October 17, 2018</p> <p>E. Program – scheduled to meet October 8, 2018</p> <p>F. Audit – nothing to report</p>		
Major Issues	Nothing at this time.		
Other Business	None at this time		
Next Meeting and	Next Executive Committee meeting is scheduled for Wednesday, October		



EXECUTIVE COMMITTEE MEETING
Wednesday, September 26, 2018 -7:30AM

3716 E Columbia St, Tucson and/or 3636 N Central Ave Suite 200, Phoenix and the
Tucson Conference Bridge - #4546

Meeting Adjourned	24, 2018 at 7:30AM. Have the Board Telephone Call this Friday at 7:30AM to approve the FY19 Proposed Budget Next Board of Directors Meeting is scheduled for November 3, 2018 in Tucson Meeting was adjourned at 7:50AM.		
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The above information was submitted by
Marianne Thompson
Executive Administrative Assistant