



Board of Directors Meetings – Saturday, May 4, 2019

AzCA 8th Floor Training Room
3636 N Central Ave Room 801 Phoenix

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 – Anna Osborn, Chair 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 February 2, 2019 Quarterly Meeting of the Board of Directors for the Association.
 - B. Approval of the minutes of the February 2, 2019 Meeting of the Board of Directors for the Foundation
 - C. Ratification of the minutes of the Executive Committee meetings of January 23, 2019, February 27, 2019 and March 27, 2019.

(Any Board member may make the motion: “Move that the matters on the consent agenda be adopted and the proper action taken.”)
- III. Program Presentation – Behavioral Health
- IV. Presentation by Susie Huhn, CEO of Casa de los Niños
- V. Board Chair’s Report – Anna Osborn, Board Chair
- VI. CEO Report to the Board – Denise Ensdorff, President & CEO
 - Review and approval of updated Organizational Chart (*Action item*)
- VII. Board Dashboard – Executive Leadership Team
- VIII. Strategic Plan – Executive Leadership Team
- IX. Financial Reporting – Kelly Meltzer, Chief Financial Officer
- X. HR report – Tiffany Tillotson, Chief Human Resources Officer

- XI. Lunch – working
- XII. Corporate Compliance Plan Training – Jacob Schmitt, Chief Compliance Officer & Director of Quality
- XIII. Committee Action Items
 - A. Audit Committee
 - RI 203 – Corporate Compliance Plan approval (*Action Item*)
 - B. Fundraising & Marketing
 - C. Governance Committee
 - Review of proposed changes to Bylaws
 - Approval of Dr. Juan Gabriel Martinez to the Board (*Action Item*)
 - D. Human Resources Committee
 - E. Finance Committee
 - F. Program Committee
 - Fee Schedules review and approval (*Action Item*)
- XIV. Adjournment of the Arizona’s Children Association Quarterly Board of Directors meeting

Arizona’s Children Foundation Board Meeting

- I. Call to Order of the Arizona’s Children Foundation Board Meeting – Ellen Howlett, Foundation Chair
- II. Investment Presentation - Evan Holmes, CAPTRUST
- III. Adjournment of Arizona’s Children Foundation Board Meeting
- IV. Executive Session with Ms. Ensdorff
- V. Executive Session without Ms. Ensdorff
- VI. Closing of Executive Sessions by 3:00PM

The 2019 meetings of the Board of Directors schedule –

August 3, 2019 – Northern AZ area - TBD

November 2, 2019 – Casa de los Niños - 1120 N 5th Ave – Tucson AZ



BOARD OF DIRECTORS QUARTERLY MEETING
Saturday, February 2, 2019-8:30AM

Arizona's Children Association – Hilton Garden Inn – Pivot Point
310 N Madison Ave Yuma AZ 85365

Consent Agenda, Item A-1

Board noted as present: A. Osborn; C. Bozik; D. Kramer; D. Durán-Cerda; E. Howlett; H. Magalnick; I. Novodvorsky; J Smith; K. McLaughlin; L. Howell; M. Crescioni; P. Krueger; R. Dinwiddie; T. Ellsworth Bowers; T. Wisz

Board noted as unavailable: A. Sizer; B. Addison; C. Landin; H. Stacy; K. Greene; P. Trebesch

Staff noted as present: N. Bell-Harper (VP of CW); S Encinas (CIO); D. Ensdorff (President & CEO); D Gabler (CDO); Kelly Meltzer (CFO); J Schmitt (CCO & Director of Quality); Tiffany Tillotson (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, Welcome & Introductions:	<p>Anna Osborn, Chair of the Board, called the Quarterly meeting of the Board of Directors of Arizona's Children Association to order at 8:35AM.</p> <p>Attendees introduced themselves noting the area they are from, if a Board member how long they have been on the board and if staff, their position and how long they have been with the agency.</p>		
II. Program Presentation:	<p>Necole Bell-Harper introduced Megan Ornelas, Program Supervisor in Yuma. Ms. Ornelas presented a PowerPoint presentation on the Family, Friend and Neighbor Care program funded through a First Things First grant.</p> <ul style="list-style-type: none"> • Purpose of this grant is to increase the knowledge of people caring for children in their home. • Handouts were provided of the premise of the program and a description of the workshops • Utilizes the Parents as Teachers curriculum • The members of the Board engaged Ms. Ornelas in Q & A. 		
III. Consent Agenda:	<p>Ms. Osborn asked for a motion to accept the Consent Agenda.</p> <p><i>Items on the Consent Agenda included:</i></p>	<u>Ingrid</u>	



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	<p>A. <i>Approval of the minutes of the November 3, 2018 Quarterly/Annual meeting of the Board of Directors and the minutes of the Bi-Annual meeting of the Foundation.</i></p> <p>B. <i>Ratification of the documentation regarding the motion and passing via e-mail of November 28, 2018 to approve Deborah Kramer as a Board of Director of Arizona's Children Association..</i></p> <p>C. <i>Ratification of the minutes of the Executive Committee meetings of October 24, 2018, November 28, 2018 and December 19, 2018</i></p>	<p><u>Novodvorsky moved that the consent agenda be accepted as presented.</u> Libby Howell offered the second. A voice vote was called. All votes were affirmative with no dissenting votes –<u>MOTION PASSED.</u></p>	
<p>IV. Board Chair's Report:</p>	<p>Ms. Osborn noted the following –</p> <ul style="list-style-type: none"> • Board Member Job Description will be reviewed later in the meeting. • The Committee membership and Committee Chair designation pages will be set out on the table for members to review and make changes, where needed. • Thank you notes packets have been put together for those wanting to complete and mail. • Individual Thank-yous to Board members were also noted. 		
<p>V. CEO Report to the Board:</p>	<p>Denise Ensdorff shared the following information with the Board –</p> <ul style="list-style-type: none"> • CIR information was shared. <ul style="list-style-type: none"> ○ There has been a rise in suicides and suicide attempts in the Southern AZ (Tucson/Sierra Vista) areas. As well as Sierra Vista being a hotspot in the nation regarding suicides and suicide attempts. <ul style="list-style-type: none"> ✓ AzCA does have a staff member who is certified in an evidence-based suicide 		



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	<p>prevention training that will be going around the state to train staff. He already trained Sierra Vista staff last week.</p> <ul style="list-style-type: none"> ○ There has been a rise in fraud investigations. <ul style="list-style-type: none"> ✓ Jacob Schmitt giving some examples including issues with double-billing and/or duplicate e-mails being sent to all clients. These are being addressed with training or terminations. ○ There were potential staff safety issues regarding a disgruntled birth father losing parental rights. <ul style="list-style-type: none"> • With the vacancy of the VP of Behavioral Health position, Ms. Ensdorff is taking on that role for the time being. • Tiffany Tillotson, new CHRO has settled in well.. • Building Resilient Families began as a pilot program between AzCA and DCS (Department of Child Safety) and has been on-going for 3 years. AzCA responded to the RFP (Request for Proposal) and was awarded all counties we applied. We learned that referrals will be to those agencies with the cheapest rates first and since we are not the cheapest we decided not to accept the award as it's unsustainable. • Targeted Investment Program (TIP) is a 5-year program and this is starting our 3rd year. For the 2nd year we needed to meet certain goals. After meeting all our goals we will receive 100% of the payment and this is expected late March. Total amount to draw from will be \$66.5M and we expect our payment to be around \$1.5M. • Notified this week our Kinship Navigation program in Tucson became a Promising Practice listed on a California Evidence Based programming list. DCS wants us to bring this up to the next level so that it qualifies for one of the programs paid for under the Federal Family First Prevention Services Act. • Merger discussion with Casa De Los Niños continues. Have 		
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	<p>hired a consultant to take us through the process. Board members Holley Stacy, Ellen Howlett and Ingrid Novodvorsky have agreed to participate on the committee.</p>		
<p>VI. Board Dashboard:</p>	<p>Reviewed and discussed any modifications and/or the various points of interest/concern that have affected the numbers with each ELT member. Throughout the dashboard review, the Board engaged the staff in Q and A. Some requested information to be either added or omitted included the following –</p> <ul style="list-style-type: none"> • Include County information for In Home referrals • Include an adjusted retention rate by omitting the less than 1 year for HR • Board of Directors – modify the percentage of the Quarterly meeting attendance. 	<p><u>Motion made by Harold Magalnick to change the attendance target to 80%.</u> <i>Pat Krueger offered the second.</i> Discussion followed. <u>Ingrid Novodvorsky offered a friendly amendment to the motion to lower the attendance target to 75% and Harold</u></p>	



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	<p>Discussion also ensued regarding the option of moving the Board meetings to non-weekend meetings. And to have the option to conference call into a Board meeting. Consensus of those in attendance was to keep the Board meetings on Saturdays.</p> <p>A suggestion was made to include committee attendance counts to the dashboard. This will provide information when committees don't reach quorum. Also consensus of those in attendance would like to have Zoom capabilities at Committee meetings.</p> <p>Ms. Ensdorff provided Behavioral Health dashboard information.</p> <ul style="list-style-type: none"> • Information omitted was the contract required encounter amounts for the 3 previous RBHAs (Regional Behavioral Health Authorities), the deferred revenue amounts and the STAR program-fee for service amounts. • Replaced with information of the number of intakes and average daily billing amounts. <p>She then shared reports now available within the agency portal and</p>	<p><u>Magalnick accepted the amendment.</u> <i>Pat Krueger offered the second to the amended motion. A voice vote was called. All votes were affirmative with no dissenting votes –<u>MOTION PASSED.</u></i></p>	
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	discussed expectations regarding various positions.		
VII. Strategic Plan:	<p>Ms. Ensdorff reviewed and discussed with the Board the plans and goals for year two of the 3-year plan.</p> <ul style="list-style-type: none"> • The inner circle of the graph depicts the 3 main goals for the entire 3 year plan. • The next circle in the graph depicts the 1 year goals – these being new goals for year 2 of 3. <p>Suggestion was made to include job title along with the name displayed on the graph.</p> <p>Request was made to send year 1 graph and action steps to the two new Board members.</p>	<p>Include job title along with the name displayed on the graph</p> <p>Send year 1 graph and action steps to the two new Board members</p> <p><u>Pat Krueger moved to accept the plan with the addition of the titles along with the names and the inclusion of “Interim VP of BH” for Denise Ensdorff for year 2.</u> <i>Tim Ellsworth Bowers offered the</i></p>	<p>Denise Ensdorff</p>



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		<p><i>second. A voice vote was called. All votes were affirmative with no dissenting votes –MOTION PASSED</i></p>	
VIII. Conflict of Interest and Confidentiality:	Jacob Schmitt reviewed the Confidentiality and the Conflict of Interest forms provided to the Board for their annual signing – noting the Federal change to the policy.		
IX. HR Report:	<p>Tiffany Tillotson reviewed the HR Turnover Report stating some of the information had previously been addressed on the dashboard. But did note –</p> <ul style="list-style-type: none"> • 61% Retention • Full-time vs Part-time terms and hires • EEO (Equal Employment Opportunity) break outs • Primary Term Reasons <ul style="list-style-type: none"> ○ Will have more explicit information on why staff are leaving by the next meeting • Terms by Length of Service 		
X. Development Department Annual Plan/Goals:	<p>Dayna Gabler provided –</p> <ul style="list-style-type: none"> • PowerPoint presentation of the Development Plan for 2019. • Board Job Description form to all the attending Board members to complete for 2019 their information, interests and sign. • Information regarding the tax law changes • Information on funding events • A portion of the 2018 Dance Event showing Tom Wisz's dance and he and his son telling their story of Baby Kate 		



Protecting Children, Empowering Youth,
Strengthening Families.

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<p>1. Financial Reports</p>	<p>following information regarding the December Financials –</p> <ul style="list-style-type: none"> • \$10.751M in Revenues • \$12.789M in Expenses • \$2,269,752M loss YTD <ul style="list-style-type: none"> ○ \$2.193M of this loss is attributed to Behavioral Health <p>Kelly Meltzer provided the following information –</p> <ul style="list-style-type: none"> • The Balance Sheet of December 2018 was reviewed <ul style="list-style-type: none"> ○ Ended the month with \$4.7M in cash <ul style="list-style-type: none"> ✓ \$2.8M is due to borrowing <ul style="list-style-type: none"> ➢ \$1M from AzCA's Line of Credit ➢ \$1.8 from AzCH no interest loan ○ Accounts Receivable is at \$6.8M <ul style="list-style-type: none"> ✓ Last year it was only \$3.2M which was only Child Welfare ✓ The additional this year is due to Behavioral Health now being fee-for-service • PDF page 4 is the Revenue & Expense for the total agency <ul style="list-style-type: none"> ○ Shows Month – YTD – Actual vs Budget ○ YTD Expenses are \$260K under budget ○ Targeted Investment Program (TIP) should get lump sum end of March • PDF page 6 is Child Welfare <ul style="list-style-type: none"> ○ YTD Revenue is \$233K behind ○ YTD Expense is \$214K behind as well ○ YTD surplus of \$75K after releases • Cash availability as of November 2nd not including investments or Board designated is \$3.6M - down \$3.4M 		
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	<ul style="list-style-type: none"> ○ Will be switching this report to fiscal year reporting <p>Mr. Schmitt reviewed and discussed the report in detail.</p> <ul style="list-style-type: none"> ● Information July through September of 2018 ● Still lengthy due to BH licensing entity wanting information split out by site <ul style="list-style-type: none"> ○ Page 2 showed number of complaints, number of grievances, number of quality of care and major themes ● Page 3 showed for AJ, Florence & Casa Grande, Cenpatico Integrated Care performed a Systems of Care Performance Review (SOCPR) – received an overall score of 5.77 - highest score possible is 7 ● Page 5 showed CLAS (Culturally & Linguistically Appropriate Services) audit – concerned with scores received ● Page 6 showed Data Validation audit results ● Page 7 Child Welfare – Foster Care and Adoption audits <ul style="list-style-type: none"> ○ Tucson scored 77.5% ○ Prescott scored 62.7% ● Results for YAS (Young Adult Services) and TILP (Transitional Independent Living Program) were reported but Mr. Schmitt does not support the findings ● Page 9 showed Family Preservation Program scored an 89.8% ● Page 10 showed Parent Aide Services scored 57.7% - program aware of issues and will address these <p>Outcomes Report –</p> <ul style="list-style-type: none"> ● Page 4 shows clients surveyed scored each line of business well above the 90% goal <ul style="list-style-type: none"> ○ Family Education and Support scored 100% across all areas ● Page 5 shows the trending comparison by program ● Page 6 shows information of the overall outcome measures 		
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	<ul style="list-style-type: none"> o Behavioral Health, Family Preservation, Parents as Teachers & Kinship all show statistically significant improvements <p>Renee Dinwiddie asked for a motion to accept the report as presented.</p>	<p><u>Harold Magalnick so moved.</u> <i>Ellen Howlett offered the second. There was no further discussion and a voice vote was taken; all votes were in the affirmative with no dissenting votes. <u>MOTION PASSED.</u></i></p>	
<p>XIII. Adjournment of Quarterly Board of Directors meeting:</p>	<p><u>Ms. Osborn asked for a motion to adjourn the Quarterly Board of Directors meeting</u></p>	<p><u>Renee Dinwiddie so moved.</u> <i>Harold Magalnick offered the second. There was no further discussion and a voice vote was called. All votes were affirmative with</i></p>	



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	Meeting was adjourned at 1:35PM	<i>no dissenting votes –<u>MOTION</u> <u>PASSED.</u></i>	
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The above information was submitted by,
Marianne R Thompson
Executive Administrative Assistant



BOARD OF DIRECTORS MEETING
 Saturday, February 2, 2019-1:35PM

Arizona's Children Foundation – Hilton Garden Inn – Pivot Point
 310 N Madison Ave Yuma AZ 85365

Consent Agenda, Item B-1

Board noted as present: A. Osborn; C. Bozik; D. Kramer; D. Durán-Cerda; E. Howlett; H. Magalnick; I. Novodvorsky; J Smith; K. McLaughlin; L. Howell; M. Crescioni; P. Krueger; R. Dinwiddie; T. Ellsworth Bowers; T. Wisz

Board noted as unavailable: A. Sizer; B. Addison; C. Landin; H. Stacy; K. Greene; P. Trebesch

Staff noted as present: N. Bell-Harper (VP of CW); S Encinas (CIO); D. Ensdorff (President & CEO); D Gabler (CDO); Kelly Meltzer (CFO); J Schmitt (CCO & Director of Quality); Tiffany Tillotson (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
<p>I. Call to Order of the Arizona's Children Foundation Board meeting:</p> <p>A. Review of AzCA Endowment notes, AzCA Endowment Balances and AzCF Endowment Balances</p>	<p>Ms. Osborn called the Arizona's Children Foundation Board meeting to order at 1:35PM</p> <p>Ellen Howlett, Foundation Chair, explained the need to review and discuss this information.</p> <p>Dayna Gabler reviewed and discussed with the Board the various endowment information and any restrictions.</p> <p>Kelly Meltzer reviewed the dollar amounts in both the Arizona's Children Association Investment Allocation balances and the Arizona's Children Foundation Investment Allocation balances.</p> <ul style="list-style-type: none"> • Page 1 of each document is permanently restricted funds • Page 2 of each document is partially restricted funds <ul style="list-style-type: none"> ○ For AzCF it shows \$42K of accumulated earnings 		



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	<p>✓ Looking at the possibility of moving this \$42K over into the general fund</p> <p>Ellen Howlett asked for a motion to instruct Finance to move the profits as of December 31st out of the Foundation into the General Fund.</p> <p>Discussion ensued regarding specifying in the motion that the profits moved from a restricted fund to the general fund is used for the original purpose.</p>	<p><u>Tom Wisz so moved.</u> <i>Dolores Durán-Cerda offered the second.</i> Discussion followed. <u>Harold Magalnick offered an amendment to the motion to specify the profits moved from a restricted fund to the general fund is used for the original purpose.</u> <u>Tom Wisz accepted the amendment.</u> <i>Dolores Durán-Cerda offered the second to the amended motion. A voice vote was called. All votes were affirmative with no dissenting votes –</i><u>MOTION</u></p>	
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EXECUTIVE COMMITTEE MEETING
 Wednesday, January 23, 2019 -7:30AM
 3716 E Columbia St, Tucson and/or 3636 N Central Ave Suite 200, Phoenix and the
 Tucson Conference Bridge - #4546

Board Present: Anna Osborn; Ellen Howlett; Pat Krueger; Tom Wisz

Consent Agenda, Item C-1

Board Unavailable: Cindy Bozik; Libby Howell; Harold Magalnick

Staff Available: Denise Ensdorff, President & CEO

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 7:32AM by Board Chair, Anna Osborn		
Approval of Minutes	Ms. Osborn asked for a motion to approve the minutes of December 19, 2018.	<u>Tom Wisz so moved.</u> <i>Ellen Howlett offered the second. A voice vote was taken – all votes affirmative – no dissenting votes.</i> <u>MOTION PASSED.</u>	
Chair's Report	Moved to the Executive's Report		
Executive's Report	Denise Ensdorff shared the following information – <ul style="list-style-type: none"> • Received notification that due to the government shutdown, VOCA funding has stopped as of Friday, January 18, 2019. Will receive payments again when the shutdown is over • Attended a Round-Table on Monday, January 21st hosted by Greg Stanton regarding the shutdown • Shared information regarding Mark Shen's separation – more information will be available to the Board during Executive Session at the Yuma Board meeting <ul style="list-style-type: none"> ○ Will not be posting for the position for now – Denise to absorb the duties ○ Need to do restructuring under the VP position <ul style="list-style-type: none"> ✓ Prior 3 regional RBHAs dictated how their areas did things – not the case with the seven health plan scenario 		



EXECUTIVE COMMITTEE MEETING
 Wednesday, January 23, 2019 -7:30AM

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

<p>Committee Reports</p>	<p>A. Finance – Ellen Howlett, Finance Chair, noted the following information on the December financials –</p> <ul style="list-style-type: none"> • In December took out a \$1M line of credit as well as the Arizona Complete Health (AzCH) loan of \$1.8M • Cash for January should be fine • Revenue for the month was \$10.685M against a budgeted amount of \$13M • Expenses for the month were \$12.787M against a budgeted amount of \$13M • YTD deficit of \$2.333M - \$2.193M due to Behavioral Health <p>Denise noted information was shared with all of BH staff regarding the productivity numbers Request was made for additional information regarding the formula determining productivity being shared in Executive session at the Board meeting</p> <p>B. Governance – Tom Wisz, Committee Chair noted the following –</p> <ul style="list-style-type: none"> • Had a brief meeting this AM – Deborah Kramer and Dolores Durán-Cerda have completed new board orientation <p>C. Fundraising & Marketing – scheduled to meet this Friday so nothing to report at this time</p> <p>D. HR Committee – Tom Wisz, Committee Interim Chair –</p> <ul style="list-style-type: none"> • Committee had the first meeting with the new CHRO <ul style="list-style-type: none"> ○ Reviewed the Turnover Report as well as Exit Interview information <ul style="list-style-type: none"> ✓ Tiffany Tillotson, CHRO, is working on including addition information ○ Did discuss some of the issues related to the VP of BH position 		
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	<p>E. Program – met last week – Ms. Howlett attended and noted information was shared by Jacob Schmitt, CCO & Director of Quality</p> <p>F. Audit – Pat Krueger, Audit Chair noted the committee is scheduled to meet Monday, January 28th.</p>		
Major Issues	Nothing at this time		
Meeting Adjourned	Meeting was adjourned at 7:56AM.		

The above information was submitted by
Marianne Thompson
 Executive Administrative Assistant



EXECUTIVE COMMITTEE MEETING
 Wednesday, February 27, 2019 -7:30AM
 3716 E Columbia St, Tucson and/or 3636 N Central Ave Suite 200, Phoenix and the
 Tucson Conference Bridge - #4546

Board Present: Anna Osborn; Libby Howell; Harold Magalnick; Tom Wisz

Consent Agenda, Item C-2

Board Unavailable: Cindy Bozik; Ellen Howlett; Pat Krueger

Staff Available: Denise Ensdorff, President & CEO

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 7:31AM by Board Chair, Anna Osborn		
Approval of Minutes	Ms. Osborn asked for a motion to approve the minutes of January 23, 2019	<u>Harold Magalnick so moved.</u> <i>Libby Howell offered the second. A voice vote was taken – all votes affirmative – no dissenting votes.</i> <u>MOTION PASSED.</u>	
Chair's Report	Ms. Osborn noted she spoke with Dayna Gabler regarding the Board member who is preventing us from being at 100% for Board giving. Have reached out to this person both through e-mail and by cell but haven't heard back. Have also asked Tom Wisz to reach out to this person.		
Executive's Report	Denise Ensdorff shared the following information – <ul style="list-style-type: none"> • Incident regarding a medically fragile foster child • There will be some changes in the Northern area regarding service delivery for Behavioral Health <ul style="list-style-type: none"> ○ Have only done Specialty Services in that area <ul style="list-style-type: none"> ✓ One specialty is MMWIA (Meet Me Where I Am) <ul style="list-style-type: none"> ➤ Wrap-around service for higher needs kids ➤ Flagstaff intake agencies would refer clients to us for this service ➤ With the change to fee for service, these agencies prefer to do this work in-house – causing our referrals to eventually cease to 		



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	<p style="text-align: center;">exist</p> <ul style="list-style-type: none"> ○ One of our NMT (Neurosequential Model of Therapeutics) Assessors is in Flagstaff and will be training the MMWIA staff in NMT ○ AzCA is also applying for an AOC (Administrative Office of the Courts) contract for this area as well as for Las Familias 		
<p>Committee Reports</p>	<p>A. Finance – Ms. Ensdorff, reporting on behalf of Ellen Howlett, Finance Chair, noted the following information on the January financials –</p> <ul style="list-style-type: none"> ● Agency ended the month with a \$141K surplus <ul style="list-style-type: none"> ○ \$61K surplus for behavioral health <ul style="list-style-type: none"> ✓ There was a rise in encountering ○ There was also some adjustments that were made <ul style="list-style-type: none"> ✓ Around \$400K was adjusted <ul style="list-style-type: none"> ➢ United’s fee schedule was finalized at 150% of AHCCCS fee schedule ➢ Adjustment to Steward Health Plan rates ○ Child Welfare has stayed steady ○ Paid back the \$1M Line of Credit in full ○ \$2M still owed us by Az Complete Health for claims – now saying we should receive it end of March <ul style="list-style-type: none"> ✓ The \$1.8M advance from AzCH pay back schedule has been pushed out to April – could be even later <p>B. Governance – Tom Wisz, Committee Chair noted the following from this morning’s meeting –</p> <ul style="list-style-type: none"> ● Went through the review of the Yuma Board meeting <ul style="list-style-type: none"> ○ Would like to make sure we do a working lunch to save time ○ Move the Finance Committee report to earlier in the meeting for better focus – perhaps following the Program Presentation ● Denise Ensdorff brought forward a potential Board candidate recommended by Ellen Howlett <ul style="list-style-type: none"> ○ Phoenix area resident 		



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	<ul style="list-style-type: none"> ○ Provided a substantial Bio ○ Looking to schedule a meeting with him and one or more of the Phoenix area Board members ● Also noted there were 15 Board members in attendance at the Yuma meeting – 71% participation <p>C. Fundraising & Marketing – nothing to report at this time</p> <p>D. HR Committee – Tom Wisz, Committee Interim Chair –</p> <ul style="list-style-type: none"> ● Committee hasn't met since the Board meeting <ul style="list-style-type: none"> ○ One of the tasks Tiffany Tillotson wants to focus on is gathering more information from the exit interviews <p>E. Audit – discussed at the Board meeting</p> <p>F. Program – hasn't met yet</p>		
Major Issues	Nothing at this time		
Meeting Adjourned	Meeting was adjourned at 7:50AM.		

The above information was submitted by
Marianne Thompson
 Executive Administrative Assistant



EXECUTIVE COMMITTEE MEETING
 Wednesday, March 27, 2019 -7:30AM
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Board Present: Anna Osborn; Cindy Bozik; Harold Magalnick; Tom Wisz

Consent Agenda, Item C-3

Board Unavailable: Libby Howell; Ellen Howlett; Pat Krueger

Staff Unavailable: Denise Ensdorff, President & CEO – attending National Behavioral Health Conference

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 7:32AM by Board Chair, Anna Osborn		
Approval of Minutes	Ms. Osborn asked for a motion to approve the minutes of February 27, 2019	<u>Harold Magalnick so moved.</u> <i>Tom Wisz offered the second. A voice vote was taken – all votes affirmative.</i> <u>MOTION PASSED.</u>	
Chair's Report	Nothing to report at this time		
Executive's Report	On behalf of Denise Ensdorff, Ms. Osborn shared the following information – <ul style="list-style-type: none"> • Have held meeting with SARRC (Southwest Autism Resource & Research Center) <ul style="list-style-type: none"> ○ Want to partner with AzCA ○ Will be embedding staff within AzCA <ul style="list-style-type: none"> ✓ Will allow for training, supervision and certification of AzCA staff Inquiry made how this will be done – is it under AzCA or is SARRC just sharing space, will there be sharing of data, who pays SARRC, etc. Will get additional information on this. <ul style="list-style-type: none"> • Financials – <ul style="list-style-type: none"> ○ Ended February with a \$136K deficit for the agency <ul style="list-style-type: none"> ✓ Behavioral Health continued billing momentum ✓ January had nearly a \$500K onetime adjustment in billing so makes month to month comparison 		



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	<p style="text-align: center;">difficult</p> <ul style="list-style-type: none"> ○ For the month – <ul style="list-style-type: none"> ✓ Incurred a cash flow issue <ul style="list-style-type: none"> ➤ Needed to take another loan on the Line of Credit ➤ Liquidated AzCA non-restricted investments ➤ All due to AzCH (Az Complete Health) providing paper checks instead of electronic <ul style="list-style-type: none"> ▪ Too costly to cash these checks as it would require manual entry of the data 		
<p>Committee Reports</p>	<p>A. Finance – Ms. Osborn reporting on behalf of Ellen Howlett, Finance Chair, noted the following information on the February financials –</p> <ul style="list-style-type: none"> • Already noted the small loss and the cash flow issue • No backlash regarding the leadership change in Behavioral Health • Nothing out of the ordinary regarding the other lines of business <p>B. Governance – Tom Wisz, Committee Chair noted the following from this morning’s meeting –</p> <ul style="list-style-type: none"> • At the February Board meeting, there was information requested on the Dashboard regarding meeting attendance <ul style="list-style-type: none"> ○ Bylaws currently state the Board Chair is ex-officio of all committees except for Governance and for those committees has voting rights. ○ The Chair-Elect also is ex-officio of all committees except for Governance but it doesn’t specify the Chair-Elect has voting rights. <ul style="list-style-type: none"> ✓ Governance Committee is wanting to include that language of voting rights for the Chair-Elect ✓ Will bring back to Governance for approval to bring forward to the full Board <p>Concern was raised if this would cause an issue on a split vote and how best</p>		



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	<p>to address this – perhaps bring it to the full Board for discussion.</p> <ul style="list-style-type: none"> • Have a Board candidate from back in August – Dr. Juan Gabriel Martinez, Pediatric Physician with Mountain Park Health Center <ul style="list-style-type: none"> ○ Previously met with Denise Ensdorff, Holley Stacy and Tom Wisz sharing his concern of any potential conflict of interest and taking that concern back to his employer for their input. <ul style="list-style-type: none"> ✓ Would now like to move forward ○ Governance Committee voted to move him forward with orientation to be scheduled. <p>Concern was raised if AzCA should be clarification from our attorney regarding conflict of interest in this situation.</p> <p>C. Fundraising & Marketing – waiting to schedule the next meeting</p> <p>D. HR Committee – meeting April 8, 2019</p> <p>E. Program – meeting April 8, 2019</p> <p>F. Audit – next meeting to be determined</p>	<p>Get clarification from our attorney regarding conflict of interest in this situation</p>	<p>Agency Attorney</p>
<p>Major Issues</p>	<p>Nothing at this time</p>		
<p>Meeting Adjourned</p>	<p>Ms. Osborn noted she would get additional information from Ms. Ensdorff regarding SARRC and send to the committee. Meeting was adjourned at 8:02AM.</p>	<p>Get additional information from Ms. Ensdorff on SARRC to send to committee</p>	<p>Anna Osborn</p>

The above information was submitted by
Marianne Thompson
 Executive Administrative Assistant