



## BOARD OF DIRECTORS Minutes

**Meeting Date:** February 28, 2012 at Mount Olive Civic Center in Mount Olive, North Carolina

**Members:** (noted **PRESENT** with an "X" mark)

- |   |  |
|---|--|
| <input checked="" type="checkbox"/> - Lee Smith, Committee Chair (Wayne County) | <input checked="" type="checkbox"/> - J. W. Simmons (Sampson County)     |
| <input checked="" type="checkbox"/> - Rita Hodges, Vice-Chair (Lenoir County)   | <input checked="" type="checkbox"/> - Rebecca Judge (Duplin County)      |
| <input checked="" type="checkbox"/> - Dr. John Fisher (Wayne County)            | <input checked="" type="checkbox"/> - Floyd McCullouch, (Wayne County)   |
| <input checked="" type="checkbox"/> - Zettie Williams (Duplin County)           | <input checked="" type="checkbox"/> - Albert Kirby, Jr. (Sampson County) |
| <input checked="" type="checkbox"/> - John Bell (Wayne County)                  | <input checked="" type="checkbox"/> - Emily Moore (Lenoir County)        |
| <input type="checkbox"/> - Tom Fleetwood (Wayne County)                         | <input checked="" type="checkbox"/> - Anne Turner (Wayne County)         |
| <input checked="" type="checkbox"/> - David Sanderson (Duplin County)           | <input type="checkbox"/> - Wanda Boyette (Sampson County)                |
| <input type="checkbox"/> - Eric Rouse (Lenoir County)                           |  |

**Staff/Others:**

- |   |   |
|---|---|
| <input checked="" type="checkbox"/> - Ken Jones, Director and Chief Executive Officer | <input checked="" type="checkbox"/> - Dr. Bryan Spader, Medical Director        |
| <input type="checkbox"/> - Bob Canupp, Chief Financial Officer                        | <input checked="" type="checkbox"/> - Anna North, DMA Contract Manager          |
| <input type="checkbox"/> - Becky Cale, Provider Relations Director                    | <input type="checkbox"/> - Nancy Moore, CFAC Chair                              |
| <input checked="" type="checkbox"/> - Venessia Hill, Ombudsman & CFAC Liaison         | <input checked="" type="checkbox"/> - Jose Coker, Board Attorney                |
| <input type="checkbox"/> - Dr. Susan Corriher, Clinical Director                      | <input checked="" type="checkbox"/> - Connie W. Price, Adm. Asst./Minutes Clerk |
| <input checked="" type="checkbox"/> - Jonathan Charleston, Board Attorney             |   |

**Guests:** Beverly Bell, Eastpointe Division Liaison; Carol Choate, Director of "A Caring Heart";  
Gwen Roberts, BHM Consultant

▪ **Agenda Items Presented:**

1. Approval of Minutes
2. Director's Report
3. Business Office Report
4. Policy Committee Report
5. Client Rights Committee Report
6. Consumer Family Advisory Committee Report

▪ **CALL TO ORDER & INVOCATION:**

The Eastpointe Board of Directors met in regular session on February 28, 2012 in the Conference Room at Mount Olive Civic Center. Chairman Lee Smith called the meeting to order at 6:05 p.m., and welcomed the Board members, staff, and guests to the meeting. There were twelve Board members present at the February meeting. Tom Fleetwood was absent due to illness. Wanda Boyette and Eric Rouse were absent due to prior commitments. John Bell delivered the invocation.

**ORIGINAL**

▪ **COMMUNITY INPUT:**

There was no community input for the month of February.

▪ **AMENDED BOARD AGENDA:**

Chairman Smith asked for a motion to amend the February 28<sup>th</sup> Board Agenda to include two new items:

- 1) After the *Approval of Minutes* section – add “Proclamation to recognize March as ***Intellectual and Developmental Disabilities Awareness Month***”.
- 2) After *CFAC* section – add “Closed Session to consult with Board Attorneys”.

Anne Turner made a motion to approve the February 28<sup>th</sup> Board Agenda with the two additional items mentioned above (Proclamation and Closed Session). Emily Moore made a second. The motion carried.

▪ **APPROVAL OF MINUTES:**

The Minutes of the January 24, 2012 Board meeting (Attachment 1) were presented for approval. It was pointed out that on Page 1 of the Minutes Zettie Williams was not marked “present” for attending the January Board meeting.

Anne Turner made a motion to approve the January Minutes with noted correction. Emily Moore made a second. The motion carried.

▪ **COUNTY PROCLAMATION:**

Chairman Smith informed the Board that March has been designated ***“Intellectual and Developmental Disabilities Awareness Month”***. Eastpointe would like to recognize each disability during the year and take a month to focus on that particular disability. Mr. Smith asked the Board to adopt a Proclamation recognizing and supporting March as the ***“Intellectual and Developmental Disabilities Awareness Month”***. If adopted, the Proclamation would be sent to the County Managers of Duplin, Lenoir, Sampson and Wayne Counties for acceptance by their County Commissioners. Chairman Smith read the entire Proclamation statement to the Board.

Emily Moore made a motion to adopt a Proclamation recognizing March as ***“Intellectual and Developmental Disabilities Awareness Month”***. John Bell made a second. The motion carried.

▪ **CHIEF EXECUTIVE OFFICER'S REPORT:**

Ken Jones welcomed everyone to the February meeting. He introduced Beverly Bell, Eastpointe’s Division Liaison; Carol Choate, Director of *“A Caring Heart”*; and Gwen Roberts, BHM Consultant.

Mr. Jones commented on the items listed below which were contained in the February Board packets:

- ***Attachment 7-A:*** Summary prepared by Behavioral Healthcare Management (BHM) which addresses Eastpointe’s “mock audit review” held February 6-9, 2012 in preparation for the Utilization Review Accreditation Council (URAC) on-site reviews which will take place March 6-9, 2012. The report is a summary of how well

Eastpointe's staff is prepared for the official URAC reviews. Eastpointe is striving to achieve the "Gold Standard" accreditation in the areas of utilization review, provider network, utilization management, and call center.

- **Attachment 7-B:** This is a draft document of "Suggested Bylaws" which contains segments from all three sets of LME Bylaws (Eastpointe, Beacon Center, and Southeastern Regional) that have been compiled for informational purposes only and will be presented to the Bylaws Sub-Committee for review at the March 14<sup>th</sup> meeting. However, it has already been pointed out that there are several inconsistencies in the draft, and that it reads more like a job description rather than a set of Bylaws. Mr. Jones indicated that the Bylaws Sub-Committee will re-draft the entire document to read more along the lines of the requirements of the General Statutes, and outline the types of sub-committees that will serve under the new MCO Board. Mr. Jones would also like to see reference made to the "Carver Model for Boards" added to the new Bylaws.
- **Attachment 7-C:** Brochure for the N.C. Tides Spring 2012 Conference to be held April 22-25, 2012 at Wilmington. Trainings will be held on Medicaid Waivers and Managed Care Organizations. Board members are encouraged to attend.
- **Attachment 7-D:** Handout entitled "Understanding the Waiver Environment and 1915(b)(c) Waiver Overview. Mr. Jones conducted a PowerPoint presentation for Board members on the information contained in the handout (see additional information below under "Waiver Trainings" section).
- **Attachment 7-E:** Flyer advertising a "Motorcycle & Classic Car" fundraiser to be held on April 27, 2012 to benefit the Sampson County Meth Task Force. This event will take place in downtown Clinton beginning at 5:30 p.m. Donations are welcomed and will go towards educating middle-school students on the dangers of drugs and addictions. Mr. Jones recognized J. W. Simmons as spear-heading this event for Sampson County.

Mr. Jones shared the following updates with the Board members:

- a) **Waiver Trainings** - Mr. Jones reported that Eastpointe will hold its first in-depth training sessions addressing the Medicaid Waiver with providers on February 29<sup>th</sup>. Approximately 300 participants have registered to attend the training sessions at Mount Olive College. Additional trainings will be held later in the year for consumers and other stakeholders. Mr. Jones stated that it will be important to develop a provider network that will be comprehensive in all twelve communities; however, Mr. Jones pointed out that not all current providers will be able to stay in the Managed Care Organization (MCO) after the beginning of the upcoming year. An application process will be required to determine which providers will be selected.

The training sessions will open with a brief message from Director Ken Jones. Gwen Roberts, BHM Consultant, will conduct the basic "Waiver 101" trainings. Additional Eastpointe management staff addressing specific categories during the trainings will include: Linda Isbell on Provider Network; Dr. Susan Corriher on Clinical Operations; Bob Canupp on Business Operations; Christal Wood on Management

Information Systems; and Jeanette Jordan-Huffam on Quality Management. At the end of the training sessions providers will be given an opportunity to ask questions, and Eastpointe's website will also have a "questions and answers" section which will post updates regularly.

Mr. Jones reviewed several aspects of the Presentation Overview with the Board members. Topics dealt with: Eastpointe MCO-LME Map Coverage for North Carolina, Learning Objectives, Waiver Terminology & Waiver Basics, History of the Waiver, Goals of the Waiver, Waiver Specifics for 1915(b)(c), Waiver Specifics–N.C. Innovations, and Organizational Impact (i.e. Medicaid Recipients, Consumer Change, Financial Change, Care Coordination, and Closed Network).

- b) ***State Waiver Committee*** - Ken Jones and Lee Smith were both selected to serve on the DHHS Waiver Advisory Committee (DWAC) which meets monthly in Raleigh to provide input and consultation on the Medicaid Waiver Implementation process and progress. Out of twenty committee members, Eastpointe will have two representatives, Mr. Jones in his capacity as Director/CEO, and Mr. Smith in his capacity as County Manager. At the February 28<sup>th</sup> DWAC meeting, Mr. Smith received the most votes to fill the office of Chairman of the DWAC group. Mr. Jones indicated it was an honor for both he and Mr. Smith to be selected to serve on this State committee. Chairman Smith announced that the DWAC website will also have a "questions and answers" section that will be updated and posted after each DWAC meeting.
- c) ***Annual Report*** – Copies of Eastpointe's Annual Report for Fiscal Year 2010-2011 were distributed to Board members. The report lists several accomplishments Eastpointe achieved through the year, along with information on revenues and expenditures, Access screenings, emergent/crisis intervention, consumers served by disability, utilization management and State funds (IPRS), Federal funds (Medicaid), CAP-MR/DD services, MH/SA services, Quality Management projects, Provider Relations data, Consumer Family Advisory Committee (CFAC), and Information Technology. Mr. Jones asked Board members to review the Annual Report and contact him if there were any questions.
- d) ***Merger Committee*** - A joint meeting of the Merger Committee members for Eastpointe, Beacon Center, and Southeastern Regional was held at Mount Olive College on February 16<sup>th</sup>. The Merger Committee reviewed the revised draft Plan of Merger and Agreement. Committee members mentioned additional revisions suggested by both the Southeastern Regional Board and the Beacon Center Board. The Merger Committee briefly reviewed the proposed "suggested Bylaws" document for the new LME. It was recommended that the Bylaws Sub-Committee meet on March 14<sup>th</sup> to rework the proposed "Suggested Bylaws" document, and report back to the Merger Committee with their recommendations at the March 15<sup>th</sup> meeting.

▪ **BUSINESS OFFICE REPORTS:**

- ***Human Resources*** - Ken Jones gave an update on the "Recruitment and Personnel Actions as of February 16, 2012 Report". There were no new hirings during this time period, and one resignation. We are currently advertising for Utilization Review Clinicians to serve in the Mental Health / Intellectual Developmental Disability area. The

“Waiver Personnel Actions as of February 16, 2012 Report” identifying employee selections to be effective July 1, 2012 include: Christal Wood as Director of Management Information System, Victoria Jackson as Director of Customer Services, and Kathy Baker as Director of Communications. Mr. Jones announced additional key staff identified since the report was published includes: Anna North as Waiver Contract Manager, Becky Cale as Director of Grievance & Appeals and Jerri Houston as Director of Financial Operations. Mr. Jones pointed out that the positions listed on the “Waiver Recruitment Actions as of February 16 2012 Report” are for informational purposes only, and lists other management positions that have been identified for implementation of the Medicaid Waiver function. It is anticipated that these positions will be determined by May 1<sup>st</sup>.

John Bell made a motion to approve the Human Resources Recruitment and Personnel Actions Report. Rebecca Judge made a second. The motion carried.

- Finance Committee - In the absence of both Tom Fleetwood, Chair of the Finance Committee, and Bob Canupp, Chief Financial Officer, Ken Jones reported that the Finance Committee did not meet in February. The next Finance Committee meeting is currently scheduled for March 13, 2012 at Lane Tree Country Club in Goldsboro beginning at 10:30 a.m. Board members are always welcomed and encouraged to attend the Finance Committee meetings.

▪ **POLICY COMMITTEE REPORT:**

Anne Turner, Chair of the Policy Committee, reported that the Policy Committee met via webinar in February. The “Policy Committee Annual Report for FY 2011-2012” (Attachment 4-A) was presented to the Board for review. Ms. Turner stated that the report was a list of all existing policies that have recently been reviewed as required annually, and approved by the Policy Committee. None of the policies listed were new, but rather policies that have already been approved, other than a few which were retired.

Floyd McCullough made a motion to approve the “Policy Committee Annual Report for FY 2011-2012”. Emily Moore made a second. The motion carried.

▪ **CLIENT RIGHT COMMITTEE:**

Zettie Williams, Chair of the Client Rights Committee (CRC), referenced the February 9, 2012 Client Rights Committee Minutes (Attachment 5-A). Ms. Williams indicated that Maeonne Thompson, Eastpointe’s Jail Diversion Liaison, provided an excellent presentation on the jail diversion process which covers all four counties within the catchment area. The January Incident Reports and Provider Monitoring Report were reviewed during the meeting. The next CRC meeting will be held on March 8, 2012 at Mount Olive College in the Hunt Presidential Dining Room at 10:30 a.m.

Rebecca Judge made a motion to accept the CRC report for informational purposes. David Sanderson made a second. The motion carried.

▪ **CONSUMER FAMILY ADVISORY COMMITTEE:**

In the absence of Nancy Moore, Chair of CFAC, Ken Jones made referenced to the January 18, 2012 CFAC Minutes (Attachment 6). Marie Kelley spoke to CFAC members about the URAC accreditation process, and shared updates on the Waiver and Merger activities at the

January meeting. Maevonne Thompson conducted a presentation to explain the process of jail diversion at the February meeting. Venessia Hill reported that a joint CFAC meeting for Eastpointe, Southeastern Regional, and the Beacon Center members is being planned for sometime in April. She also stated that the Committee continues to work on the CFAC Bylaws. Eastpointe's next CFAC meeting is scheduled for March 20<sup>st</sup> at 1:30 p.m. in the Condron Conference Room at the Eastpointe Goldsboro office.

▪ **CLOSED SESSION:**

Chairman Smith indicated that a closed session was needed to confer with Eastpointe Board Attorneys Jonathan Charleston and Jose Coker on details related to finalizing the "Plan of Merger and Agreement" between The Beacon Center, Eastpointe, and Southeastern Regional LMEs.

Emily Moore made a motion to go into Closed Session in accordance with N.C.G.S. 143-318(a)(1) and (a)(3) to confer with Eastpointe Board Attorneys. Albert Kirby made a second. The motion carried. Eastpointe staff and guests left the room at 7:45 p.m. (with the exception of Ken Jones, CEO and Connie Price, Minutes Clerk) so the Board could enter into a closed session with Mr. Charleston and Mr. Coker.

Anne Turner made a motion to come out of closed session. Zettie Williams made a second. The motion carried. The closed session ended at 8:20 p.m.

**After closed session, the following motion was made:**

J. W. Simmons made a motion to accept the form of the "Plan of Merger and Agreement" (allowing flexibility for minor changes), and grant authority to Eastpointe's Board Chair Lee Smith and Chief Executive Officer Ken Jones to execute the finalized Plan of Merger and Agreement on behalf of Eastpointe. John Bell made second. The motion carried.

▪ **ADJOURNMENT:**

Chairman Smith asked for any further business to be brought before the Board. There being no other business presented, Chairman Smith requested a motion to adjourn the Board meeting.

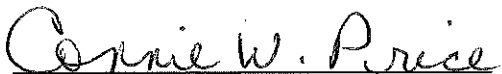
Rita Hodges made a motion to adjourn the February 28th meeting. Dr. John Fisher made a second. The motion carried. The meeting adjourned at 8:25 p.m.



Lee Smith, Chairman

3-27-2012

Date Approved



Connie W. Price, Secretary/Recorder

3-27-2012

Date Approved