

MINUTES
CALIFORNIA MENTAL HEALTH SERVICE AUTHORITY
BOARD OF DIRECTORS MEETING-REGULAR MEETING
Holiday Inn Capitol Plaza, Sacramento CA 95814
October 15, 2009

MEMBERS PRESENT

Allan Rawland, MSW, CMHSA President, San Bernardino County
Mike Oprendek, LCSW, CMHSA Vice President, Solano County
Dr. Wayne Clark, PhD, CMHSA Secretary, Monterey County
Denise Hunt, MFT, CMHSA Central area Rep., Stanislaus County
Curtis Boewer, MPA, MFT, CMHSA Treasurer, Colusa County
Dr. Karen Baylor, PhD, MFT, CMHSA Southern Area Rep., San Luis Obispo
Tom Sherry, MFT, CMHSA Board Member, Sutter/Yuba County

MEMBERS ABSENT

None

STAFF PRESENT

John Chaquica, CPA, MBA, ARM, George Hills Company, Inc
Kim Santin, CPA, George Hills Company, Inc
Meliah Bird, George Hills Company, Inc.
Doug Alliston, Murphy, Campbell, Guthrie & Alliston

MEMBERS OF THE PUBLIC

Alice Washington, California Institute for Mental Health
Dee Lemonds, Oversight and Accountability Committee
Stephanie Welch, M.S.W., CMHDA
Jerry Wengard, Riverside County
Lisa Cox, Butte County
Michael Laughlin, Colusa County
Lin Benjamin, California Department of Aging
Bill Crandall, Humboldt County
Karen Stockton, Modoc County
Lynn Tarrant, Placer County
Rita Downs, Calaveras County
Bea Radell, Tuolumne County
Bill Paner, San Diego County MHSa Coordinator
Bruce Gurganus, Marin County Mental Health Director
Alfredo Aguirre, San Diego County
Bill Carter, LCSW, CiMH
Brad Luz, Sutter/Yuba County
Pat Ryan, CMHDA

1. **CALL TO ORDER**

The meeting was called to order at 3:17 p.m. by President, Allan Rawland.

2. **INTRODUCTIONS**

Everyone present introduced him/herself. Allan Rawland, President, San Bernardino County; Mike Opredek, Vice President, Solano County, Dr. Wayne Clark, Secretary, Monterey County; Curtis Boewer, Treasurer, Colusa County; Denise Hunt, Central Area Representative, Stanislaus County, Dr. Karen Baylor, Southern Area Representative, San Luis Obispo, Tom Sherry, Board of Director Member, Sutter/Yuba County.

3. **PUBLIC COMMENT**

No comments were presented.

4. **APPROVAL OF AGENDA AS POSTED (OR AMMENDED)**

The Board considered approval of the agenda as posted or amended.

Ms. Hunt motioned to approve the agenda. Seconded by Mr. Opredek. Motion passed unanimously.

**It was stated by Mr. Rawland that a presentation would be given by Bill Carter from CiMH at Administrative Matter 7.C. Mr. Rawland also stated that someone from Humboldt County would be presenting three (3) recommendations to the JPA Agreement and would be presented under Item 5.D.

5. **NEW MEMBER OUTREACH/DEVELOPMENT**

5.A. Approval of New applicants for Membership

No new members were presented for approval. Ms. Santin shared Maureen Bauman from Placer County is in process of scheduling with their Board Of Supervisors. Lillian Bando from Los Angeles County is in process of preparing letter for Board in mid December. Olga Austin from Napa County is in process of presenting to their board. Mr. Rawland stated Nancy Pena from Santa Clara County had contacted him and said they were in the process of scheduling the board meeting as well. Additionally, Butte County submitted information they are requesting approval to participate in CMHSA from their Board of Supervisors.

5.B. Discussion regarding CMHSA Conference attendance for Membership Development

Mr. Chaquica discussed with the board JPA participation in Conferences to promote and develop CMHSA membership. Mr. Chaquica offered George Hills Company booth for conversion for CMHSA marketing. Mr. Clark mentioned the CSAC November Conference and Ms. Hunt mentioned the CiMH training conferences. The board instructed staff to research the cost of the booth conversion materials and conference travel expenses and a timeline for the booth and literature preparation.

Mr. Clark motioned to approve staff moving forward with booth conversion and literature being prepared. Seconded by Ms. Hunt. Motion passed unanimously.

5.C. CMHSA Survey Results

Ms. Washington presented the most recent survey distributed to the 50 Counties not currently a member of the JPA. The goal of the survey was to see where the Counties were in the process of CMHSA membership. The response showed eleven (11) Counties in process at various stages, with no current Board actions scheduled. Three (3) Counties responded that they were not going to pursue membership with the JPA. Mr. Clark suggested doing more outreach to the three (3) counties who responded with not being interested in the JPA. Ms. Hunt reported those Counties she spoke with were interested but were having difficulties with the current budget issues. Mr. Opredek reported San Francisco responded with no interest. Contra Costa and Alameda were at County Counsel and in process. Dr. Clark stated it is a standing item at the Bay Area Monthly Meeting for discussion.

5.D. Humboldt County Suggestions/Concerns

Dr. Osha, Deputy Director of Humboldt County presented two documents. The first document proposed the changes to draft Bylaws, under section 3.1.2 to read: "Submit applicant's signed resolution acknowledging intent to become a member under the current Agreement in effect".

- Section 3.1.3 to read Submit the executed Agreement.
- Humboldt also suggested the term "cancellation" instead of "expulsion" to be consistent with the Agreement.

The second document proposed modifications to the JPA Agreement.

- Humboldt suggested modification to Article 1-adding language regarding the responsibility of the member and their amount of funding.

- Adding an Article 3 to be called Creation of the Authority, and adding language pertaining to the Joint Powers Act, and specifically Government Code 6508.1.
- Proposed modifications to Article 6 (Article 5 currently) titled Board of Directors, paragraph four, making revisions to the voting system, allowing each member one vote, except noted or in Programs which voting would then follow affirmative vote actions.

6. CONSENT CALENDAR

6.A. Minutes from September 9, 2009 Strategic Planning Board Meeting.

Dr. Clark motioned to approve the Consent Calendar which included the Minutes of September 9, 2009 Board Meeting. Seconded by Ms. Hunt. The motion carried unanimously.

7. ADMINISTRATIVE MATTERS

7.A. CMHSA Agreement for Administrative and Financial Services with Optimum Risk Advisors (ORA) a division of George Hills Company, Inc.

Mr. Chaquica presented the draft agreement. He stated all items proposed by San Bernardino County Counsel were acceptable. He suggested Item B.6. Management Responsibilities state "All monies shall be invested by the executive committee under direction of the treasurer". He also asked the Board if more description was needed regarding Item A.1. Fees. Mr. Chaquica went into detail regarding what the formation fees were for the following formation services: Agenda preparation, power point presentation, meetings, preparation of documents, etc.

Dr. Clark motioned to approve the agreement and instruct the President to sign the agreement with corrections previously stated. Mr. Boewer seconded. The motion carried unanimously

7.B. Consideration/Approval of CMHSA Legal Counsel-Murphy, Campbell, Guthrie, and Alliston

Mr. Chaquica presented Mr. Alliston as the proposed Legal Counsel for the JPA. Mr. Alliston is familiar with JPA's, their governing documents and JPA meeting process. Mr. Alliston will bill on an hourly rate without a retainer. Board directed staff to contact Mr. Alliston's references and if positive, negotiate a contract/agreement between CMHSA and Mr. Alliston. Mr. Alliston has worked with JPA's since the mid 1990's. Dr. Clark expressed the urgency of Legal Counsel for the JPA. Mr. Opredek would like to meet with Mr. Alliston and educate him in regards to the Mental Health arena. Mr. Chaquica suggested a sub-committee to meet with Mr. Alliston and discuss

Client Development. Mr. Oprendeck, Dr. Clark, and Mr. Boewer will lead that committee.

Dr. Clark motioned to approve Mr. Alliston and his firm as CMHSA Legal Counsel with the references checked. Mr. Boewer seconded. The motion carried unanimously.

7.C. Memorandum of Understanding/Scope of Work for CMHSA Projects

Dr. Clark presented the Scope of Work, as preparation for the Programs up and coming. The Scope of Work involved five areas of focus and leaves room for other items to be added. This will help start the process of funding for the programs.

Bill Carter of CiMH, presented there is an urgency to get the programs up and moving with the new year approaching and potential legislative action pending. CiMH, is volunteering, at no cost, to the JPA staff work and offer a initial set of preliminary recommendations to move forward. CiMH proposed to look at state plans in regards to Stigma Discrimination, Student Health Initiative and the Scope of Work Exhibit A, provided by Dr. Clark. Capacity Building, and TA Training and other areas and bring to the next meeting. Dr. Baylor and Dr. Clark volunteered to work with Bill Carter.

Board instructed staff to have a meeting with new Legal Counsel and CiMH to clarify as to Conflict of Interest and problems that may arise. Staff will then report back to the Board at the November CMHSA meeting.

Mr. Oprendeck motioned to approve the Scope of Work Exhibit A presented by Dr. Clark. Mr. Sherry seconded. The motion carried unanimously.

Mr. Oprendeck stated Solano County is ready for George Hills to invoice/bill his County for the Technical Assistance funds that will then go through the Controller Auditor for payment. All other Counties on the Board instructed staff to bill/invoice them as well.

7.D. Debrief of CMHSA Workgroup and Meeting with Dr. Mayberg from Department of Mental Health

Mr. Oprendeck gave an overview of the meeting. Mr. Oprendeck stated himself, Dr. Clark, Mr. Boewer and Mr. Rawland met with Dr. Mayberg and the consensus was to get the statewide projects up and running as soon as possible before the funds are lost. The meeting was positive and all parties agreed to implement one project successfully and then move onto the other projects. The agreement or document needs to mention the 19 Counties who have already sent their monies to the state and how to make those funds available to the JPA. The OAC was in agreement with the local/regional timeline and

development of guidelines. The goal is to make the JPA available to Counties as a place to pool monies so it can then be used for programs. Dr. Clark stated the next critical step was to look at the CalHFA MOU and use that as an example of how to get the funding and get the programs initiated.

Mr. Chaquica summarized his meeting with Mark Heilman. The purpose was to provide a background of the JPA to Mark and to communicate intentions, who George Hills Company is, and what role they will play. Mr. Heilman indicated the JPA concept is a positive mechanism for getting the programs directed to the JPA.

Mr. Rawland received the draft MOU from the Department of Mental Health during the meeting. The MOU was distributed to the members and they were asked to review and give feedback.

7.E. Governing Document: Review and discuss Draft CMHSA Bylaws

Changes or suggested changes were presented by Mr. Chaquica who worked with Dr. Clark regarding the language in the Bylaws. Changes were directed at Article nine (9) and Article ten (10). The Bylaws are still and will remain in draft form as membership grows. The Draft Bylaws are operational. Mr. Chaquica stated action is not needed at this time. Ms. Bauman commented she had spoken to staff already but that the topic of liability and indemnification were of concern.

7.F. Discussion/Consideration of Alternative Voting Structure for CMHSA

The Board requested staff to research other voting methods. Staff presented the research found, notably from CSAC Assoc. of Counties. Mr. Chaquica presented CSAC voting states all actions are taken by one member, one vote unless otherwise requested. One idea would be to have the Bylaws clarify the areas in which the Board would have authority to vote on and have the weighted voting come into play for the Program voting. The weighted voting could be an option or compromise. The main concern for small counties is the method to maintain equity. Mr. Opredek stated possibly changing or amending the voting could help with some of the concerns from Humboldt and small counties. Mr. Rawland stated with it being CSAC and most Boards being familiar with CSAC it might be a good idea to follow CSAC voting. Ms. Hunt suggested it is just as important to check with the larger Counties and make sure they are acceptable of the CSAC voting just as the small counties. Mr. Rawland recommends deferring any recommendations or Board voting on the changing of the Voting system until next meeting.

7.G. Designate Presenter and Discuss Presentation for Oversight Accountability (OAC) Meeting

Mr. Rawland stated the presentation is to be October 22, 2009 at 1:00 pm. CMHSA will have thirty (30) minutes to present the following: what the JPA is and is not, the necessary funding, flow chart, bylaws, JPA agreement, draft MOU, status of the counties and new members. Dee Lemonds of the Oversight Accountability Committee reminded the Board that the presentation is not strictly for the Commissioners but also the audience attending the meeting. The presentation can be Power Point and approximately 12-15 slides. Mr. Rawland will attend the meeting and help present with Mr. Oprendeck, Mr. Boewer and Mr. Chaquica.

7.H. CMHSA Logo

Ms. Washington presented logos that may be voted on for the CMHSA website, future correspondence, and overall branding of the JPA. A total of three pages of logos were presented. The detail and intricate coloring of the logo must be considered. Ms. Santin commented the logo needs to be uniform to be used in the booth, business cards, correspondence and overall branding of the JPA. Dr. Clark questioned whether it should read CalMHSA or CMHSA. Mr. Chaquica stated that it was a branding mechanism and can be CalMHSA or CMHSA. Ms. Hunt stated she liked number 3 in the logos presented. Mr. Boewer liked number 2 in the logos presented. Mr. Rawland liked number one (1). Dr. Baylor stated that 2 or 3 would work possibly with different coloring. It was the pleasure of the Board to use Logo two (2) or three (3) change the coloring, and directed Dr. Baylor to work with staff to finalize the decision.

Mr. Oprendeck motioned to approve using either logo 2 or 3 but with different coloring and directed staff to work with Dr. Baylor to finalize decision. Dr. Clark seconded. The motion carried unanimously.

7.I. CMHSA Strategic Plan, September 9, 2009-Goals and Objectives

The Strategic Planning Session took place on September 9, 2009. Ms. Hunt stated there were areas still needing discussion in regards to the stakeholders. Ms. Hunt would like the Strategic Planning discussion back on the November meeting agenda. Mr. Chaquica suggested a sub-committee of Ms. Hunt, Dr. Naylor-Goodwin and George Hills Company (GHC) staff to meet and discuss the goals and objectives. Ms. Hunt stated the Strategic Planning session arrived at draft notes that were to still be discussed. There were no decisions made regarding Strategic Planning; this item was deferred to the next meeting.

8. FINANCIAL MATTERS

8.A. CMHSA Financial Report

Mr. Boewer discussed the financial status, however turned the report presentation to Ms. Santin for details. Mr. Santin presented the financial status. The accounting system structure has been established at GHC. The structure can separate the funds by main account, program, and by county. GHC will be sending out the administrative fee bills as well as the bills for TA money (instructed by Board earlier in meeting). The bank account for CMHSA has been opened, and GHC is working with CiMH to have funds transferred to that account. The accounting is very simple at this time. GHC will send out an email to the Board members requesting the dollar amount to bill to each County for the Program funds. The Treasurers Report will be at each meeting showing the financial status. Ms. Santin stated the consent Calendar on each Agenda will show cash disbursements and/or financial transactions.

Before adjournment, Mr. Rawland suggested having a conference call with Mr. Boewer, Mr. Opredek, and Mr. Chaquica to discuss the draft MOU. Dr. Clark stated the CalHFA MOU may be a good to use as a sample MOU for the MOU between CMHSA and DMH.

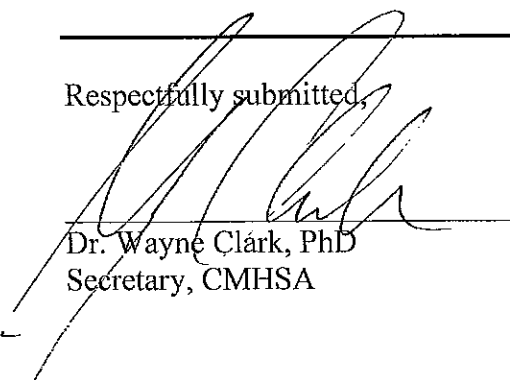
A conference call would be set to decide the time and location of the next CMHSA Board of Directors Meeting. Dr. Clark suggested possibly Friday November 13.

Ms. Hunt motioned to adjourn the CMHSA Board of Directors Meeting. Mr. Boewer seconded. The motion carried unanimously.

9. ADJOURNMENT

Meeting was adjourned at 4.57 p.m. by President, Allan Rawland.

Respectfully submitted,


Dr. Wayne Clark, PhD
Secretary, CMHSA

11/13/09
Date