



St. Louis Office for Developmental Disability Resources
Minutes of the Meeting of the Board of Directors
Thursday, February 9, 2023

Board Members Present:

Ken Franklin, Chairperson	Cynthia Mueller, Secretary	Nina North-Murphy, Board Member
William Siedhoff, Vice Chairperson	Chris Faerber, Board Member	
Patrick Brennan, Treasurer	Dionne Flowers, Board Member	

Board Members Absent:

Sherry Wibbenmeyer, Board Member

Staff Members Present:

Shaelene Plank, Executive Director	Jack Neyens, Financial Consultant
Samantha Montgomery, Director of Service Coordination	Rachel Shapiro, Executive Assistant
Nate Head, Director of Agency & Community Relations	Gabrielle Buenger, Marketing & Communications Coordinator
Ebony Young, Agency Relations Representative	Avis Gregory, Service Advocate
Nathan Patton, Director of IT	Devin Erikson, Quality Assurance Specialist
Lisa Briggs, Director of Finance	

Guests Present by Phone or In Person:

Paul Lenhart, Mercy's Employment Services	Mark Keeley, St. Louis ARC
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I. Call Meeting to Order

Ken Franklin, Chairperson, called the St. Louis Office for Developmental Disability Resources Board of Directors Meeting to order at 5:03 pm.

II. Remarks from visitors - No remarks.

III. Introductions – Introductions to the Board Members and guests were made. Welcome to Avis Gregory, our newest staff member.

IV. Mission Moment: Mercy's Employment Services (Paul Lenhart)

- a. Paul Lenhart shared a story about a co-worker they support at Mercy (has been there 10 plus years), who recently moved into a new home in south city St. Louis, much farther from work. Concerned about the financial hardship of additional gas money, he wanted to look for a new position. Their employment specialist helped him apply to Mercy South, advocate for himself, and set up job shadowing so he could apply for and get this job. The worker has been in the new position for 6 months and recently transitioned to a higher position. Working together, being collaborative, and helping individuals advocate can help all of us grow. Paul thanked the board for its support and for allowing them to be collaborative.

V. Approval of Meeting Minutes

- a. The following minutes were presented to the Board for approval.
 - i. November 2022 Board Meeting
 - ii. November 2022 Board Meeting Closed Session
 - iii. January 2023 Executive Committee Meeting
 - iv. January 2023 Finance Committee Meeting
- b. **Cynthia Mueller moved to approve all the minutes. Bill Siedhoff seconded the motion. All voted in favor. None opposed. All minutes were approved.**

VI. Executive Director's Report – Shaelene Plank

a. Agency Relations / Eastern Region Alliance

- i. In November, TCM & AR attended the Clinton Peabody Fall Festival resource fair to engage with families.
- ii. The Alliance created a resource hub within its portal for all funding partners based on agency feedback.
- iii. The FY24 funding announcement was sent to over 330 current and potential partners. There were excellent open and interaction rates with the sent email. Thank you to Nate and Ebony.
- iv. The Alliance facilitated three funding application training sessions in January.
- v. Nate and Shaelene attended Philanthropy Missouri's first annual Statewide Convening and Annual meeting on January 27, 2023, to network with fellow grantmakers to discuss potential partnerships.

b. TCM

- i. TCM has been working on outreach. The Director of Service Coordination met with DMH regarding referrals, and created a referral packet that includes DDR application, request forms and a flyer.
- ii. Director Of Service Coordination also met with the Facility Advisory Committee for Tomorrow's schools to discuss eligibility for services and how to enroll individuals in the St. Louis Public Schools into the TCM program. They have packets now and will send them to the transition team and special education counselors in public middle and high schools.
- iii. TCM department linked consumers with holiday resources through United Way's 100 Neediest program, One Space, and the SLU Campus Kitchen. 205 consumers were linked with over \$60K in donated money and items.
- iv. The launch date for DMH's ConneXion system for TCM is July 17, 2023. Our walkthrough went well.
- v. Federal Emergency extended to April 11, 2023 (extends Appendix K exceptions for TCM workers). Does not include the continued Medicaid eligibility for those who qualified before the pandemic.
- vi. Our Dir. of Service Coordination and DDRB's director presented to the Aging and Behavioral Health Council on TCM services we provide. Will attend a resource fair with St. Louis Public Schools in March.

c. Strategic Planning

- i. In partnership with the Mental Health Board and Senior Services Fund, Shaelene presented to the Board of Aldermen Health & Human Services Committee in January to educate them about who we are and what we do.

d. IT

- i. Our partnership with DDA is going well. We ended our contract with Datotel, which saves us over \$16K per year. We continue to be able to negotiate better prices for software for both agencies.

e. Fiscal

- i. Shaelene publicly thanked Lisa, Jack, Annie, and the staff for their hard work on the audit. The full audit, 990, and auditors' Viewpoints were shared with the board. The Finance committee recommends approval.

f. Risk Management

- i. Risk Management Plan was shared for the board's review. Some notable changes:
 - Pandemic – Reduced from high to medium. No longer updating covid response plan. Just communicable disease policy
 - Property tax eliminated – Raised to high because of proposed legislation. Will continue to do what we are doing. Will pass a resolution related to that.
 - TCM rates, the safety of staff, state budget cuts – All medium level. Addressing these issues.
 - Re: Safety - After the VPA shooting, the safety committee met and included warehouse staff from the first floor to be sure we are communicating about any threats in the building. Addressed access through the elevator. March training has been revised and will do another armed intruder drill.

g. Scorecard

- i. AR - Annual goals – Will report at the end of the year.

- ii. Board of Directors – Doing well on attendance. 88% are meeting the committee and board meeting attendance requirement. The rest of our goals are obtained from the board assessment, which we have not done yet this year.
 - iii. Fiscal – Doing well. 100% for timely financial reporting and reimbursement of agencies. Started regular financial reviews as part of the Alliance. This number will go up as Lisa completes reviews.
 - iv. HR – Mostly annual goals – data will be obtained from the ESS that we do in May. 100% retention rate of staff from last 6 months.
 - v. IT – Internet availability – A little below 100%. Server availability – 100%; Infrastructure (combination of internet and server), Microsoft 365 backup completions, and server backup completions are all successful. Cybersecurity effectiveness (new) -90% success rate. 2nd quarter at 94%.
 - vi. Marketing and Communications – Social Media – We are on track to meet goals for the year. Already exceeded our goal for Facebook page followers.
 - vii. Safety – The first three goals are reported at the end of the year. “Employees will know and demonstrate knowledge of emergency procedures” is at 91%, just short of our goal of 95%.
 - viii. TCM – Doing well in all goals; many exceeding. The only one we are working on is: “ISP plan will be completed on time” – The goal is 90% and we are at 85%. We have 90 days to meet. Sometimes we plan for a meeting and get many cancellations. Moving forward, if the person isn’t responding, we will close the case. For the most part, meetings are on time, but sometimes there are hold-ups with provider signatures.
- h. Legislative and State updates**
- i. Senator Eigel has proposed the elimination of personal property tax in SB 8. Peg Capo (DDRB) and Nancy Pennington (MACDDS) and others testified against it. There are several bills now regarding personal property tax. Changes to the circuit breaker tax credit are being proposed to increase eligibility income level. Another bill seeks to base property tax on the MSRP of the vehicle with a 20-year depreciation schedule (regulatory). Shaelene has been involved in a committee addressing these concerns. The Board resolution tonight will also help address this issue.
 - ii. The FY24 state budget put provider funding in the general budget, but there are no increases. A rate increase is necessary, as SB40 boards are subsidizing TCM rates. DMH is requesting \$185M be appropriated to include provider and TCM rate increases. We will be doing some advocacy.
- i. Other**
- i. Reminder of Artists First tour, then lunch on March 1st.
 - ii. Prospective board member - The clerk at the mayor’s office (Michele Knox) has left. Shaelene communicated with the alderman from prospective member’s ward, who will help move the process forward.
 - iii. Congratulations to Nina and Brian Murphy for receiving the Heart of the Community award from UCP Heartland. They will receive the award at UCP’s gala on February 25th.
 - iv. Shaelene will continue to update the board regarding the sale of the building that housed Destination Café.
 - v. You will be receiving an email from Rachel asking you to complete the Board assessment survey.

VII. Committee Reports

- a. Finance Committee (Pat Brennan, Treasurer)**
- i. Review and recommendation to approve the DD Resources annual audit for 2022 (Pat Brennan, Treasurer)
 - Audit went very well. They conduct it in accordance with the generally accepted Government Accounting Standard Board (GASB) standards. The full audit report was uploaded to the board portal. It was a clean audit.
 - **Cynthia Mueller moved, and Chris Faerber seconded to approve the DD Resources annual audit for 2022. All voted in favor. None opposed. The 2022 audit was approved.**
 - ii. Review and recommendation to approve the DD Resources 990 for 2021 (Pat Brennan, Treasurer)
 - The 990 was presented by the auditors at the Finance Committee meeting and uploaded to the Board portal for full board review.

- **Bill Siedhoff moved, and Cynthia Muller seconded to approve the DD Resources 990 for 2021. All voted in favor. None opposed. The 2021 990 was approved.**
- iii. Review and recommendation to approve October, November, and December 2022 financials (Lisa Briggs, Director of Finance)
 - Snapshots of October, November, and December 2022 were included in the packet for Board members.
 - Lisa reviewed the December financial snapshot. As of 12/31/22, we had over \$11 million in cash and CDs. We accrued for some tax money the city was supposed to send in December but was not received until January. The staff headcount is 33. Revenue – Accrued for over \$4 million in tax revenue. Non-TCM revenue is \$5.4 million dollars (\$60,000 over where we budgeted). TCM is \$857,000 (\$193,000 under where we had budgeted). We anticipate ending the year under by \$375,000 because we are not hiring four service advocates as we had planned with TCM expansion. Expenses are under budget by \$317,000. Net is \$1.7 million. TCM comparisons – We are down by \$115,000 from last year, but last year we had received \$94,000 in HRSA relief around this time. Actual to budget is under since we are not hiring the four Service Advocates. Net revenue to expenses is negative \$61,000 for the year for TCM (supporting TCM with SB40 funding).
 - Investments are doing well. In January, Lisa sent \$3 million to our advisor at Wells Fargo to invest for the short-term (6 months). Those investments have good interest rates, ranging from 3-4.5%.
 - **Cynthia Mueller moved to approve the October, November, and December 2022 financials. Dionne Flowers seconded the motion. All voted in favor. None opposed. All financials were approved.**
- b. Executive Committee (Ken Franklin, Chairman)
 - i. Review and recommendation to approve ED succession plan (Ken Franklin, Chairman)
 - We have to review the plan every year. This year there are no substantial changes. Updated some title changes for the leadership team. Voting on review and approval.
 - Ken – We want to be healthy as an organization and continue to look at the structure of our organization. Thanks to the Executive Board and our staff for keeping us on track.
 - **Patrick Brennan moved to approve the ED succession plan. Cynthia Mueller seconded the motion. All voted in favor. None opposed. The ED succession plan was approved.**

VIII. Unfinished Business – None

IX. New Business

- a. Passage of Resolution opposing legislative bills that phase out or eliminate personal property tax (Shaelene Plank)
 - i. This resolution states that as an agency, we are opposed to any bill or amended bill that would phase out or eliminate personal property taxes. This allows DDR to go on record in opposition to a bill. Would allow Shaelene to testify in Jefferson City against a threatening bill if needed. Resolution is included in packet so does not need to be read into the minutes.
 - ii. Ken emphasized that the impact of eliminating property tax would be devastating to this organization and our agencies.
 - iii. **Cynthia Mueller moved to pass the Resolution to oppose legislative bills that phase out or eliminate personal property tax. Chris Faerber seconded the motion. All voted in favor. None opposed. The Resolution was passed.**
- b. Review of revised bylaws (Shaelene Plank)
 - i. Final draft arrived today, and was sent to the Board. Changes have been highlighted.
 - ii. Added revised statute related to SB40 boards that expands the definition of what we fund.
 - iii. Membership – Verbiage of state statute (in our governance policies) updated.
 - iv. Conflict of Interest – Our attorney objected to the deletion of this section. It comes from the state statute about conflict of interest. Talks about compensation, relationships, entering into

- agreements, family members, etc. We have all signed a conflict of interest in March (with funded agencies). Will have all board members sign again this year.
- v. Updated wording in the Officer section to be more in line with state statutes. Executive Director section wording updated.
 - vi. Meetings – Added wording about how we notify people and how board members can participate. If we meet only virtually, need to make sure the public can attend virtually. Will continue to offer hybrid board meetings. We do not always have a virtual option for committee meetings but have an in-person option for outside participants.
 - vii. Voting and by proxy – New to the bylaws. Must request board secretary send an email directly to the requesting board member’s email with a blank form of proxy and requesting board member must complete the proxy form and respond by attaching the form to the email for the board secretary (Item #12).
 - viii. Wording on committee sections so people from the public can serve (committee membership).
 - ix. Amendment of bylaws – We have to file with the secretary of the board at the immediately preceding regular meeting of the board that we are proposing to amend these bylaws. This is the amended version. The board needs to read them carefully, and we will vote on accepting them at the next meeting in March.
 - x. Indemnification of directors, officers, employees and agents – Look at this area and make sure it makes sense and meets everyone’s needs.
 - xi. It is nine pages but is a better version that addressed all of our questions. Accepted as amended version and will vote on it at the next meeting.

X. Announcements

- a. Next meeting March 9, 2023, 5:00 pm.

XI. Call for a motion to adjourn.

- a. **Nina Murphy moved to adjourn the meeting. Dionne Flowers seconded the motion. All in favor. None opposed. The board meeting adjourned at 6:02.**

DocuSigned by:

Cynthia Mueller

Cynthia Mueller, Secretary

3/14/2023

Date Approved