

MID-OHIO PSYCHOLOGICAL SERVICES, INC.
BRADLEY A. HEDGES, PH.D
PSYCHOLOGIST
EXECUTIVE DIRECTOR

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Pursuant to the laws of the state of Ohio in which this corporation is organized, and its bylaws, a meeting of the Directors of Mid-Ohio Psychological Services, Inc was held on September 9, 2010 at 5:30 p.m. at 624 East Main Street, Lancaster Ohio.

The following directors were present: Dr. John Stevenson, Larry Novak, Andy Connell, Karen Wolfe and Fran Uhrin. Will Sharp attended the meeting telephonically. Also present at the meeting were Dr. Brad Hedges, Executive Director, Shawna Watts, Administrative Coordinator and Alan Young, Financial Coordinator. Absent from the meeting was Tiffany Wade. A quorum of members was present. The meeting was called to order by Larry Novak, acting as chair for Will Sharp.

The minutes of the previous meeting and the financial statements were disseminated prior to the meeting. This information is posted to the MOPS website monthly. The opportunity to discuss the minutes was brought to the floor.

No discussion being offered, Dr. John Stevenson moved and Fran Uhrin seconded the following motion:

Resolution #09-09-10-01

Be it resolved that the minutes of the previous meeting be approved. The motion passed unanimously.

Dr. Hedges and Alan Young discussed the agency's financial statements for July and August. The agency's performance for the first 2 months of the fiscal year was stronger than anticipated.

Fran Uhrin moved and Andy Connell seconded the following motion:

Resolution #09-09-10-02

Be it resolved that the financial statements for the months ended July 31, 2010 and August 31, 2010 be approved. The motion passed unanimously.

Dr. Hedges and Alan Young discussed the agency's financial statements for Fiscal Year ended June 30, 2010. The audit is now complete with regard to field work. Although the financial statements have not been published due to footnoting and formatting, we have been advised there are no pending adjustments or significant findings.

Andy Connell moved and Fran Uhrin seconded the following motion:

Resolution #09-09-10-03

Be it resolved that the financial statements for the year ended June 30, 2010 be approved. The motion passed unanimously.

Shawna Watts led a discussion of quality of service issues.

- She advised the board that QA activities have been brought up-to-date.

- There were 3 MUI's since the last board meeting; none of an extraordinary nature.
- There were no "Duty to Protect" incidents or client grievances during the same period.

Dr. Hedges apprised the board of staffing issues as outlined in the agenda. Since preparation of the agenda, Tasha Castor has resigned her position for health reasons.

Due to the need to discuss confidential issues regarding a staff member and the need for the board to review Dr. Hedges' compensation package and performance; Dr. Hedges requested the board go into executive session.

Will Sharp moved and Larry Novak seconded the following motion:

Resolution #09-09-10-04

Be it resolved that the board of directors go into executive session. The motion passed unanimously.

Larry Novak moved and Andy Connell seconded the following motion:

Resolution #09-09-10-05

Be it resolved that the board of directors vacate executive session. The motion passed unanimously.

Dr. Hedges led a discussion of agency growth into the Chillicothe area. The children services agencies of Jackson, Pike and Ross Counties have expressed a need for our services. We also have staff who reside in Chillicothe and are urging expansion into the area. Due to the stress on our staffing and cash position, we were not planning to grow into the area this soon. On evaluation; however, we feel there to be a risk of both the permanent loss of the opportunity and the loss of valuable staff if we do not act promptly. We have located suitable accommodations which can be acquired with sufficient space for 2 clinical offices and with additional space available to permit growth to 5 clinical offices. Dr. Hedges recommends we enter into a 1 year lease.

Will Sharp moved and Andy Connell seconded the following motion:

Resolution #09-09-10-06

Be it resolved that the agency enter into a one year lease to establish a clinic in Chillicothe, Ohio. The motion passed unanimously.

Dr. Hedges then led discussion of the status of the other agency clinics. The Delaware clinic has sent out a mass mailing. Although this has prompted a few inquiries, the response has not been as great as hoped. We continue to be optimistic for the long term viability of the clinic. We need to be cautious against allowing our expectations to be inflated by the results of our clinic in Licking County which was opened in an area that was then seriously underserved.

Our Licking County clinic has passed its fire department inspection and received its permanent occupancy permit. Despite this, the clinic is still facing many facility issues such as missing ceiling tiles and inadequate air conditioning. Our inability to get these issues resolved through the landlord is also having a deleterious effect on employee moral and client care. As a consequence, we need to decide on a course of action to either bring the space up to our standards (either through our own funding or by the landlord) or to move to a different space. The board discussion indicated the need for additional

information regarding the cost to make the space suitable and the costs associated with a move. It was agreed that additional research would be made and a teleconference scheduled.

The Franklin County clinic's contract with the county Children Services has gone into effect as of September 1, 2010. As this contract results in additional business, and through continuing growth of our core business, additional space may be needed for this clinic as well.

A discussion of new business was then initiated. Shawna Watts addressed the board regarding the planned formation of a Strategic Planning Committee to help provide direction and leadership as the agency grows and faces other challenges.

Larry Novak's term on the board has expired. Will Sharp asked if he is interested in continuation of his service.

On his acceptance, Andy Connell moved and Karen Wolfe seconded the following motion:

Resolution #09-09-10-07

Be it resolved that the Larry Novak be elected to a new term on the board of directors. The motion passed unanimously.

Will Sharp advised the board that Tiffany Wade has advised him that she will be unable to fulfill her obligations as a member of the board and has resigned her position.

Dr. John Stevenson moved and Fran Uhrin seconded the following motion:

Resolution #09-09-10-08

Be it resolved that the agency accept Tiffany Wade's resignation from the board of directors. The motion passed unanimously.

Having no more items to bring before the board, Dr. Stevenson moved and Karen Wolfe seconded the following motion:

Resolution #09-09-10-09

Be it resolved that the meeting be adjourned. The motioned passed unanimously.

The meeting was dismissed. The next meeting will be November 11, 2010 at 5:30, unless otherwise noted.

Respectfully submitted:

Alan Young
Financial Coordinator