

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 regular meeting of the Directors of Mid-Ohio Psychological Services, Inc was held on March 10, 2011 at 5:30 p.m. at 624 East Main Street, Lancaster Ohio.

The following directors were present: Will Sharp (arrived approximately 15 minutes late), Karen Wolfe, Fran Uhrin, Andy Connell, and Larry Novak. Also present at the meeting were Dr. Brad Hedges, Executive Director, Shawna Watts, Administrative Coordinator, Alan Young, Financial Coordinator, and Mark Weedy, prospective board member. Absent from the meeting was Dr. John Stevenson. With a quorum present, Larry Novak called the meeting to order prior to Will Sharp's arrival.

Dr. Hedges introduced prospective board member, Mark Weedy to the board. Mr. Weedy is a recently retired administrator from Eastland Vocational School.

Karen Wolfe moved and Andy Connell seconded the following motion:

Resolution #03-10-11-01

Be it resolved that the Mark Weedy be elected to serve on the Board of Directors of Mid-Ohio Psychological Services. The motion passed unanimously.

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

Resolution #03-10-11-02

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

Dr. Hedges informed the board that the Licking County clinic has been moved within Newark to a location in close proximity to the previous clinic. All of the Newark staff assisted in the move and are pleased with the improvement to the work environment. Fran Uhrin offered that she has visited the new facility and is greatly impressed.

Dr. Hedges and Alan Young discussed the agency's financial statements for January and February. The agency's performance continues to reflect negative cash flow of the new Ross County clinic in Chillicothe. The clinic is still on track to generate positive results by the end of its first year of operation. Total agency monthly revenues continue to show improvement year to year. More detailed analysis will be aided by being able to break out results of operations by clinic. This project is ongoing and it is hoped to that clinic reporting can begin by the next board meeting.

Andy Connell moved and Fran Uhrin seconded the following motion:

Resolution #03-10-11-03

Be it resolved that the financial statements for the months ended January 31, 2011 and February 28, 2011 be approved. The motion passed unanimously.

Dr. Hedges brought the board up-to-date regarding the ODMH assertion that the agency owes \$14,104 for overpayments dating back to fiscal year 2000. The board rejected our offer to settle the issue with a payment of approximately \$3000. Although we are not able to recreate the liability as asserted, there is a possibility that there was an overpayment. With consideration to the possibility of progressively larger liabilities for subsequent years and a deadline to appeal the finding, an attorney was engaged to represent us while we continue to research the issue.

Shawna Watts advised the board that the agency has requested audit proposals from several accounting firms now that the agency is responsible for engaging a firm for its annual audit. To date we have received a response from one firm based in Dublin, Ohio.

Dr. Hedges and Shawna Watts discussed "Quality of Service" matters:

- The agency "Quality Improvement Plan" in response to the CARF audit is due by April 30. The plan will address each of the CARF findings. Although none of these are of a significant nature there will be issues requiring board approval at the next meeting.
- QA activities are continuing in a timely fashion. Due to clinician work load, we are not currently reviewing sufficient numbers of client charts to be in compliance with our self-imposed standards.
- There were a number of MUI's during the period as outlined in the agenda. None of these require further agency action.
- There was a "Duty to Protect" matter involving a threat against JFS. The proper notifications were made.
- There was an informal grievance filed by a client who wanted to stop all services.

Dr. Hedges apprised the board of staffing issues as outlined in the agenda. Aside from typical clinical and support staff turnover, the agency has hired a full-time temporary programmer. Funding for the programmer is being provided by the ADAMH board on the stipulation that it is to be used for a specific purpose. The programmer has been hired to develop a HR (human resources) database to respond to CARF findings and other matters related to payroll and clinician certification tracking.

Dr. Hedges addressed the board regarding growth and clinic matters:

- Fairfield County: The leases for the facilities at 632 and 636½ E. Main Street are due for renewal. Both leases are expected to renew for one year and under current terms.

Larry Novak moved and Karen Wolfe seconded the following motion:

Resolution #03-10-11-04

Be it resolved that the Dr. Hedges renew the leases for 632 E. Main Street and 636½ E. Main Street for one year under the same terms. The motion passed unanimously.

- Ross County: The clinic continues to grow in line with expectations and is now open five days per week. Most referrals are coming from local doctors.

- Delaware County: The lease is due to expire prior to the next board meeting. The lease we are under currently permits a two year renewal with an increase of 2% per year. Dr. Hedges is concerned that the agency will need to expand into a larger facility before expiration of the renewal term and would prefer to negotiate a one year lease which may entail acceptance of a 5% increase to compensate the landlord for the shorter term.

Larry Novak moved and Fran Uhrin seconded the following motion:

Resolution #03-10-11-05

Be it resolved that, pending successful negotiations, Dr. Hedges renew the Delaware County lease for one year at a maximum increase of 5%. The motion passed unanimously.

- Licking County: The agency was invited to solicit a contract with the county board. Because of longer term relationships the board has with other agencies and the current political and economic environment, a contract is considered unlikely. If successful; however, the contract could be worth revenue of approximately \$100,000 per year.
- Franklin County: Negotiations for new office space have broken down and been abandoned. We are now negotiating with our current landlord for expansion of our existing space. We are nearing finalization of terms and the expansion will include a large training room that is being included at warehouse rental rates. Dr. Hedges intends to use the space to be able to develop an additional source of income through expansion of our training programs. The terms of the proposed lease are \$4,370/month for three years for approximately 7,058 sq. ft., including utilities and some improvements to the current space as well as building out the additional space to our specifications.

Larry Novak moved and Fran Uhrin seconded the following motion:

Resolution #03-10-11-06

Be it resolved that the Dr. Hedges enter into a lease for the Franklin County clinic as discussed. The motion passed unanimously.

- Strategic Planning: The committee responsible for reviewing the agency's mission and vision has completed its work. Dr. Hedges shared the proposed mission and vision with the board and led a discussion of them. Among the changes was the need to broaden their scope to permit expansion into related areas.

Karen Wolfe moved and Fran Uhrin seconded the following motion:

Resolution #03-10-11-07

Be it resolved that the Mission and Vision statements be adopted as presented. The motion passed unanimously.

Shawna Watts discussed the upcoming fundraising event "Strides for Mental Health 5K Walk/Run". Solicitation of sponsorships has been hindered by the continuing local economic challenges.

Having no more items to bring before the board, Karen Wolfe moved and Larry Novak seconded the following motion:

Resolution #03-10-11-08

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

The meeting was dismissed. The next meeting will be May 12, 2011 unless otherwise noted.

Respectfully submitted:

Alan Young
Financial Coordinator