



MINUTES
BOARD of DIRECTORS MEETING
JANUARY 24, 2019 - 4:30 PM
PATRICK CENTER ANNEX

Notice of the meeting was sent to all Board Members, The Greenville News, The Greenville Journal, WYFF-TV 4, Fox-TV 21, and the Clerk to Council, Greenville County. Notice and agenda were posted in the lobby of the Patrick Center Administration Building and the Patrick Center Annex and the Thrive Upstate Website prior to the meeting.

Members Present: Clyde Baucom, Treasurer
Christy Bright
Paul Hamberis
Alex McNair
Bern Mebane
Amanda Walkup (by phone)
Jason Strand (unofficial)

Members Absent: Bob Ariail, Vice Chair

Staff Present: Tyler Rex
David Bright
Sandy Brown
Al Hill

Peggy White
Stacy Whitsel
Elise Hardin

Call to Order: Clyde Baucom, Treasurer, called the meeting to order at 4:33 PM. A quorum was present.

Approval of Consent Agenda: The Consent Agenda items included the November 29, 2018 Board Minutes, the Health and Safety Report, and Dashboard and Services at a Glance reports, and Board Policies 100-1, 100-2, 100-3, 10-5, and 100-7. **A Motion: To approve the Consent Agenda items. Bern Mebane made the motion to approve with a second by Paul Hamberis. The motion passed.**

Executive Director's Report: Tyler Rex reviewed highlights of the Executive Director's Report provided in the packet. Generators / Emergency Planning. Mr. Rex informed 11 residences lost power during the December winter storm, and SC DHEC is requiring alternate sources of power in residences. As a result, staff identified areas where the Emergency Preparedness Plan needed updating, which resulted in the following action items:

- 1) Installation of an automatic transfer switch at the Patrick Center.
- 2) Preparations for the Patrick Center to serve as an emergency relocation site.
- 3) Installation of a generator at Travelers Rest ICF facility as the residence most prone to power loss.
- 4) Installation of automatic transfer switches at remaining ICF and CRCF facilities as funding permits.

Internal Control Issue. Staff investigating missing receipts discovered a manager was misusing agency purchasing cards, and money was missing from the cash box. The employee was terminated, and the police are investigating. Funds have been replaced in the individuals' accounts that were affected. Processes have been evaluated, and internal controls are being improved.

Law Enforcement Partnership. Mr. Rex reported he and Residential management staff met with an officer from the Greenville County Sheriff's Office in an effort to ensure interactions with individuals are positive. As a result, the Sheriff's Office is updating its system to flag Thrive Upstate facility addresses.

JTEKT Collaboration. JTEKT, an engineering and manufacturing corporation with a nearby research and development facility, has an interest in collaborating with Thrive on a project to improve mobility for our individuals. Staff and individuals served will meet with them in February to further this initiative.

Director of Nursing. The Director of Nursing submitted her resignation in December 2018, effective mid-January 2019. The search for a new Director is in progress, and second round interviews should be completed by the end of January. The significant turnover in the Nursing Department has been addressed by a contract with a medical staffing agency while a new director is hired.

Statewide Issues. The reimbursement rate study by DHHS has yet to be released. The band system is likely to be replaced or greatly changed. A subcommittee has been formed, including Thrive Upstate leadership, to shape the new payment system. The DDSN Commission has hired a consultant to perform a top to bottom review of SC DDSN, including an analysis of the House Oversight Committee's recommendation to move DDSN into a cabinet position, which would make all DSN Board employees, state employees.

Mid-Year Strategic Plan Update. Mr. Rex reported there are five strategic plan goals that will take 3-5 years to accomplish and offered kudos to the team who developed the goals. He reviewed the five strategic goals, and the 18 short-term goals and identified which are on tract and those that need work.

In response to a question whether CARF would be replaced, he said the state favors CQL, which aligns better with the strategic goals. CARF certification will be maintained in some areas.

Room and Board Rate Review: Information on the room and board rate increases for both HUD and Non-HUD CTH II residences was provided in the Board packet. Peggy White explained the room rates and said the increases were approved by DDSN. The audit recommended an increase in the Non-HUD CTH II residence room and board rate, which required Board approval. **A Motion: To accept the room and board rates as described. The motion was made by Christy Cates Bright with a second by Paul Hamberis. The motion passed without opposition.**

Buncombe Road Undeveloped Property Sale: Mr. Rex reviewed the history of the Buncombe Road property, which was purchased in 2007 with a DDSN grant of \$335,00, on which a Day Services facility was to be built in Greer. A recession began shortly following the purchase, which halted the project, and property values dropped. In the intervening years, it was unfeasible to build, and the Board voted to sell it. It did not sell and remained undeveloped. In April 2018, the property was again listed for sale. A potential buyer has been located, and negotiations are underway. SC DDSN has agreed to allow Thrive Upstate to use the proceeds of the sale to retire the \$131,309 mortgage on the Blue Ridge Day Program facility, with the remaining funds to be returned to DDSN. **A Motion: To approve the sale of the Buncombe Road property. The motion was made by Bern Mebane with a second by Clyde Baucom. The motion passed unanimously.**

Annual Conflict of Interest Policy and Acknowledgement Form: As an annual requirement, Policy 100-7 Conflict of Interest, was sent to the Board by email with a hard copy provided at the Board meeting. Signed Conflict of Interest Acknowledgment forms were obtained from all Board members present.

Approval of Advisory Members: Mr. Baucom, the Finance Committee Chair, commented on the contributions of two experts serving as Advisory Members on the Finance Committee for the past two years, Bill Kearney and Alan Austin. Both have agreed to serve another two year term, and Mr. Baucom recommended approval. **A Motion: To approve the appointment of Bill Kearney and Alan Austin as**

Advisory Members of the Finance Committee for an additional two year term. Clyde Baucom made the motion to approve with a second by Paul Hamberis. The motion passed unanimously.

December 2018 Financial Report: Clyde Baucom presented the December 2018 financial report. On the Balance Sheet, he noted Cash-Operating/Payroll decreased by \$301,858 from the previous month. It was noted Cash in the amount of \$250,000 was transferred to the LGIP investment account. The LGIP account balance in December was \$1,009,591, and earns an interest rate of 2.3926 percent. Total Assets were \$1,786,462. The current ratio was 1.13.

On the Profit and Loss statement, it was noted Contract Revenue actual exceeded budget by \$7,368 for the month, and a \$22,347 year-to-date variance. Total Operating Revenue exceeded budget by \$430,733. Net Revenue exceeded budget by \$74,074 for the Current Month and \$221,354 for the Year to Date.

The Profit and Loss Comparison-All Months report showed Total Operating Revenue for December 2018 was \$2,332,497. The Net Gain Year to Date was \$315,567.

The Year-to-Year Comparison statement showed a \$19,873 gain in Total Operating Revenue between December 2017 and December 2018. The variance in Total Operating Expenditures from December 2017 to December 2018 was \$212,820.

On the Cash Flow Projection report, Mr. Baucom reported \$1,583,302 Operating Cash at the Beginning of Period December 2018. Total Receipts in December 2018 was \$2,240,249. The Operating Cash plus LGIP balance was \$2,191,824 in the period ending December 2018.

Officer Elections: Mr. Baucom informed there is currently no Board Chair due to the expiration of the Chair's term; Bob Ariail, the Vice Chair, was unable to be present at the meeting. The Nominating Committee met and discussed concerns that a full nine-member Board was not in place to vote on the officers and recommended the Board elect a slate of interim Board officers to serve until a full Board is seated. **A Motion: To accept the Nominating Committee recommendation to elect interim officers until a full Board is in place, and to have new elections of officers at that time. Bern Mebane made the motion with a second by Paul Hamberis. The motion passed without opposition.**

The Nominating Committee recommended a slate of interim officers as follows: Bob Ariail, Interim Chair; Christy Bright, Interim Vice Chair; and Clyde Baucom, Interim Treasurer. There were no nominations from the floor. **A Motion: To accept the recommendation of the Nominating Committee to elect a slate of interim officers as follows: Bob Ariail, Interim Chair; Christy Bright, Interim Vice Chair; and Clyde Baucom, Interim Treasurer. The motion was made by Alex McNair with a second by Bern Mebane. The motion passed unanimously.**

New Business: There was no new business.

Public Comments: Elise Hardin, Director of Day Services, introduced Quincy Adams, a new staff person, who will work with Day Program staff on person-centered planning and personal outcome measures.

Adjournment: The meeting adjourned on motion of Paul Hamberis and a second by Bern Mebane at 5:58 PM.

Respectfully submitted by Sandra W. Brown, Executive Assistant.

Approved by: 
Bob Ariail, Vice Chair

Sandra W. Brown, Executive Assistant
Date: 2/28/2019