

**MINUTES**  
**CALIFORNIA MENTAL HEALTH SERVICE AUTHORITY**  
**BOARD OF DIRECTORS MEETING-REGULAR MEETING**

Le Rivage Hotel Sacramento, CA

November 13, 2009

**MEMBERS PRESENT**

Allan Rawland, MSW, CalMHSA President, San Bernardino County  
Mike Opredek, LCSW, CalMHSA Vice President, Solano County  
Dr. Wayne Clark, PhD, CalMHSA Secretary, Monterey County  
Denise Hunt, MFT, CalMHSA Central area Rep., Stanislaus County  
Curtis Boewer, MPA, MFT, CalMHSA Treasurer, Colusa County  
Dr. Karen Baylor, PhD, MFT, CalMHSA Southern Area Rep., San Luis Obispo  
Edward Walker, LCSW, CalMHSA Board Member, Butte County

**MEMBERS ABSENT**

Tom Sherry, MFT, CalMHSA Board Member, Sutter/Yuba County

**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 (CiMH)  
Stephanie Welch, CMHDA  
Patricia Ryan, CMHDA  
Karolyn Stein, Humboldt County  
Dr. Sandra Naylor-Goodwin, CiMH  
Bill Carter, LCSW, CiMH  
Dr. Bill Arroyo, Los Angeles County

**1. CALL TO ORDER**

The meeting was called to order at 12.39 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, Edward Walker, Board Member, Butte County and all public attendees and staff.

Denise Hunt will be leaving the meeting at 2:45 p.m

**3. PUBLIC COMMENT**

No public comments were made.

**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. Boewer Motion passed unanimously.*

**5. NEW MEMBER OUTREACH/DEVELOPMENT**

**5.A. Approval of New applicants for Membership**

- Butte County

Ms. Santin presented the Board Resolution from Butte County. The membership application and documents have been submitted.

*Mr. Oprendeck motioned to approve the Butte County as a member. Seconded by Mr. Boewer. Motion passed unanimously.*

**5.B. Discussion regarding CalMHSA Membership Development and Conference attendance**

At the last meeting staff was directed to look into Conference options that would promote the JPA and its mission. The CSAC conference was determined to be a viable conference and GHC staff, Dr. Clark, and Mr. Boewer will be attending. A display, a personalized table cloth, presentations etc. were created for the CSAC Conference. Everyone was encouraged to come out to the booth and stop by. Mr. Chaquica also presented to the Board the upcoming Conferences and possible options for attendance. After reviewing the Board directed staff to research attendance at the Behavioral Info April Conference in Hollywood, CA. Staff will research the cost versus the benefit. The Board directed staff to present the findings at the December meeting.

### **5.C. Update on Survey Responses**

Alice Washington, California Institute of Mental Health (CiMH) presented an update on Survey Responses regarding the JPA. Ventura County is currently preparing board action. Mr. Boewer indicated that this topic is noted on the Small Counties Meeting Agenda and will be addressed. Mr. Rawland noted he would contact Jerry Wengerd of Riverside County regarding status and Ms. Baylor will contact Ventura and Santa Barbara County. Ms. Hunt is working on setting up a conversation with Sacramento County to address any questions. Santa Clara County is moving forward as well. Dr. Arroyo from Los Angeles County was present and indicated the letter has been finalized and will be going to the Board of Supervisors. The letter is currently on the desk of the CEO and they are hoping the letter to go to the Board in the next few weeks. Orange County, Placer County and Marin County are also getting close to presenting to their Board of Supervisors.

**\*\*Mr. Edward Walker, joined the CalMHSA Meeting at 12:50 p.m.\*\***

### **5.D. Update on CalMHSA related meetings for promotion of the JPA**

Mr. Opredek felt the presentation to the Oversight and Accountability Committee (OAC) went well. The presentation cleared up many misconceptions regarding the JPA, however other misconceptions continued, particularly with Senator Darryl Steinberg and the accountability of JPA and JPA funds. Mr. Opredek suggested a meeting with Senator Steinberg to clear up the roles and responsibilities of the JPA. Mr. Boewer felt the OAC was very interested if Los Angeles County was joining, and felt if they become members the JPA would be solid. Mr. Rawland has the contact information and will set up an appointment with Senator Steinberg on Monday. A letter was sent to the Commissioners thanking them for their time. Mr. Chaquica contacted Mr. Henning and has not heard back.

Mr. Chaquica and with Mr. Alliston met with Mr. Heilman and DMH Legal Staff, and gave background information regarding the role of GHC and legal counsel. The meeting did not include finalizing or details regarding the Memorandum of Understanding. The next steps on DMH part were to have legal counsel review the MOU and Mr. Heilman to review and then speak to Dr. Mayberg who was expected to return November 16, 2009.

Mr. Rawland stated Dr. Mayberg expressed support. OAC has postponed the finalization of the guidelines until January. OAC expectations are that the MOU is finalized, and executed by the January OAC Meeting. Dr. Mayberg's conversation with Mr. Rawland was for the MOU to be done by mid November or December.

Board directed staff to draft a letter and send to DMH for an overview of the urgency and timeliness needed for the MOU. Dr. Clark feels the MOU should be aggressive, and make the December CalMHSA meeting be the deadline for the MOU completion.

*Dr. Clark motioned the letter be drafted and sent to DMH. Seconded by Ms. Hunt. Motion passed unanimously.*

#### **5.E. Discussion regarding progress of developing Recommendation Plans For future programs**

Dr. Naylor-Goodwin and Bill Carter, CiMH, presented a process for making a decision to get one project up and running for the JPA (TA and Capacity Building). All information was based on the July 17, 2009 meeting regarding TA and Capacity Building. There are six project areas: Implementing Best Practices, Program Performance Evaluation and Quality Improvement, Systems Design and Change, culturally Informed Quality Improvement Strategies, community Collaboration, and Funding. The Board was given the option to either defer selection of a project to the December meeting or to take action and make selections now, than CiMH will put together a presentation for next meeting regarding the areas selected. Dr. Clark suggested to approve these projects and then select the projects to move forward with.

*Dr. Clark motioned the six (6) project areas presented by CiMH be approved. Seconded by Mr. Boewer. Motion passed unanimously.*

Dr. Sandra Naylor-Goodwin, suggested the sooner the better, for the JPA to decide or narrow the selection choice as to what projects the JPA wants to start with. Mr. Rawland would like to know which project is the quickest and yet the most efficient and financially effective. Mr. Oprendeck reiterated that CiMH has sole source justification in regards to these projects. Mr. Alliston will review and present a draft Procurement and Sole Source Policy at the next meeting. Dr. Clark suggested the Board move forward and select projects, so the projects can begin timely. Board directed staff to forward all procurement polices collected from the County members to Doug Alliston. Mr. Walker stated CiMH has a track record of providing these services, and is an organization held in positive regard, with an understanding that the policy will be created. Mr. Alliston suggested Dr. Clark and Ms. Hunt recuse themselves in regards to decisions with CiMH in regards to Conflict of Interest.

Dr. Baylor was interested in Project 4, as another option, and keep Project 2, 3, and 4, asking if possibly CiMH can determine which one will be fastest and most successful. Dr. Naylor-Goodwin clarified the first project they hoped all member counties would participate. Once that project is launched

then begin working on the other projects. Each County has the option to participate and fund each project.

*Mr. Oprendek motioned that Project 2 and Project 3 by CiMH be approved and then have CiMH present at the next meeting. Seconded by Mr. Boewer. Motion passed unanimously.*

*Mr. Boewer motioned that CiMH would be the chosen Vendor for the production of the Projects. Seconded by Mr. Walker. Dr. Clark and Ms. Hunt abstained. Motion passed.*

Each County member will need a representative to work with CiMH to determine the projects focus.

## **6. CONSENT CALENDAR**

**6.A. Minutes from October 15, 2009 Board of Directors Meeting.**

**6.B. CalMHSA Logo**

**6.C. Signed CalMHSA Agreement for Administrative and Financial Services with Optimum Risk Advisors (ORA) a division of George Hills Company.**

**6.D. Agreement for Legal Services with Murphy Campbell Guthrie & Alliston**

**6.E. Governing Document: Review and Discuss Draft CalMHSA Bylaws**

**6.F. CalMHSA Draft Org Chart and Role Descriptions**

*Dr. Baylor motioned to approve the consent calendar items 6.A – 6.F. Seconded by Mr. Oprendek. The motion carried unanimously.*

Staff asked the Board to review the Org Chart and Role Descriptions as to changes or revisions that may be needed.

Karolyn Stein from Humboldt County asked the Board if items 6.C. and 6.D. were from sole source activity. Mr. Rawland confirmed they were of sole source. Mr. Rawland continued in absence of the policies the consensus was George Hills and the attorney, Mr. Alliston, had the required experience. Both of these agreements have termination clauses included. Mr. Boewer indicated he updates his Board of Supervisors after each meeting on the JPA activities. Mr. Walker suggested having the policies put in place as soon as possible, and if necessary issuing an annual performance evaluation of all staff/vendors. Mr. Walker asked staff to develop review

criteria for an annual or contractual basis. Staff will construct an evaluation system, and stated the contract with George Hills was a one year contract.

## **7. ADMINISTRATIVE MATTERS**

Ms. Hunt requested Item 7.D be moved out of order for discussion, she had another meeting she needed to attend.

### **7.D. CalMHSA Strategic Planning, September 9, 2009-Goals and Objectives**

Staff indicated a teleconference call took place on November 10, including Dr. Naylor-Goodwin, Ms. Hunt and staff from George Hills Company. It was determined the vision statement still needed refining, but that the mission statement should be considered for finalizing. Ms. Hunt indicated there was a discussion in regards to the stakeholder issue. Ms. Hunt felt the stakeholders are the Member Counties and their Board of Supervisors and they are the sole stakeholders of the JPA. The objective is to not duplicate what is already being done by other bodies. The JPA does strictly what the Member Counties have requested. Staff indicated long term and short term goals were reviewed and recommended a group work on the strategic planning and come back to the board in January. Ms. Hunt felt the mission statement should be accepted, accept the definition of stakeholders, and then to ask a sub-committee to develop the goals portion.

Patricia Ryan and Stephanie Welch on behalf of CMHDA suggested whatever the definition of the stakeholders the JPA decides on then the definition be translated to Senator Steinberg.

Stephanie Welch requested a point of clarification regarding: that if the JPA is acting on behalf of the counties and the counties already have defined who the stakeholders are that comply with regulations to MHSA, and if the JPA has to also comply with those same regulations. She suggested clarity in regards to the regulations. Mr. Oprendeck will forward to the JPA legal counsel language that would cover the JPA in addressing the regulations etc. Mr. Rawland indicated the JPA is not a policy making body, the County Board of Supervisors makes policy. The JPA is a group of Counties to implement statewide projects. Mr. Walker suggested drafting an elevator statement defining the JPA.

Patricia Ryan reiterated someone from the JPA, possibly legal counsel set a meeting with DMH legal counsel and Senator Steinberg's office, and the OAC legal counsel so everything can be clarified.

***Ms. Hunt motioned to approve the mission statement, approve the definitions of the stakeholders, and move the strategic planning to the top of***

*the agenda in January to revisit goals as well as the vision statement. Mr. Oprendek seconded the motion. The motion carried unanimously.*

Mr. Walker and Ms. Hunt will work on the sub-committee for strategic planning. Dr. Baylor stated she would like the stakeholders definition be revisited after the meeting takes place with Senator Steinberg's office.

#### **7.A. Consideration /Approval of CalMHSA MOU with the Department of Mental Health**

Mr. Rawland indicated it is in draft form. It is currently with the Department of Mental Health for review, suggestions and any changes. The next step will be for DMH to meet with GHC.

No further action taken at this time.

#### **7.B. County of Humboldt: Suggestions to JPA Agreement and Bylaws**

Recommendations were presented by Humboldt at the last Board of Directors meeting. Staff reviewed and indicated the requested Bylaw amendments can be made to the draft Bylaws with Board approval. Staff feels CalMHSA should wait for a period of time to amend the JPA Agreement. In regards to the JPA Agreement suggested changes can be taken into consideration as a Resolution, which would mean the effect would remain the same. At the last meeting there was interest in going to the CSAC model of voting. The Bylaws and the Resolution would state that majority vote would be used, unless weighted voting was chosen.

*Ms. Hunt motioned to add as a Resolution the CSAC voting process to be utilized as the JPA voting process. Mr. Oprendek seconded. The motion carried unanimously.*

Staff then presented the suggested change of adding Article 3 to be called Creation of the Authority. Staff recommended the language is appropriate, but should read "Pursuant to Government Code section 6508.1, the assets, debts, liabilities, and obligations of the Authority shall not constitute assets, debts, liabilities or obligations of any party to this Agreement unless otherwise obligated through its participation in any program"

*Dr. Baylor motioned to add as a Resolution the new wording for the JPA Agreement in regards to Article Three. Ms. Hunt seconded. The motion carried unanimously*

The last suggestion from Humboldt County to add two lines of language to Article One. Staff suggested working with Humboldt to come to a consensus for language. Staff feels this language can lead to limiting potential in any one program. The idea of the JPA Agreement was to keep it general, and the

Agreement allows for each County optional participation in each program. The second line speaks of the use of County funds, and it was clarified the JPA has no authority over the County funds. The Board directed staff to work with Humboldt County and legal Counsel to find language to accommodate all parties. Humboldt is looking for small County protection in regards to the charging of a greater amount than they have the ability to contribute.

*Dr. Baylor motioned to instruct staff to continue working with Humboldt County and legal counsel for the appropriate language. Mr. Boewer seconded. The motion carried unanimously.*

*\*\*Ms. Hunt left the meeting at 2:45 p.m.\*\**

#### **7.C. Discussion/Consideration of Alternative Voting Structure for CalMHSA**

Previously addressed and voted on item.

#### **7.E. Review and Approval of the CalMHSA Website**

CiMH has constructed and hosted the CalMHSA website. The website is currently live and available to the public. Staff suggests in regards to the hosting of the website being done by CiMH and possible Conflict of Interest, it may be a good idea to look at other options for who will host and manage the website.

*Dr. Baylor motioned CalMHSA entertain other proposals for management and hosting of the website. Mr. Oprendeck seconded. Dr. Clark abstained. The motion carried.*

### **8. FINANCIAL MATTERS**

#### **8.A. CalMHSA Financial Report**

Ms. Kim Santin presented a Financial Report. Ms. Santin presented a Balance Sheet and Statement of Income as of October 31, 2009. Staff will be processing invoices to the individual Counties for their TA Funds. Staff presented the receivables and the bank account has been established with California Bank & Trust. The new member will be billed and remaining counties will be invoiced. Monterey and Solano are in process, of receiving W-9 and Vendor Registration forms so that the funds can be transferred. Mr. Walker stated the invoice for membership dues has been sent to his Auditor Controller for Butte County.

*Mr. Boewer motioned the financials be approved. Mr. Oprendeck seconded. The motion carried unanimously.*



**8.B. CalMHSA Public Officials Liability Approval Quote**

Staff was instructed to research and obtain quotes for liability insurance for the JPA. Staff presented one quote but indicated the research is still being done and that a Bond is still needed, in which this quote does not include.

*Mr. Opredek motions to move this item to the next meeting allowing staff for further research and quotes. Dr. Clark seconded. The motion carried unanimously.*

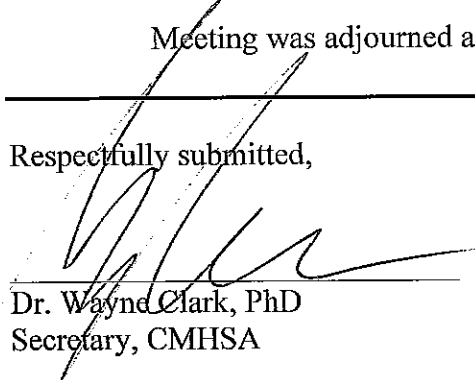
**9. ADJOURNMENT**

*Dr. Baylor makes motion to adjourn the meeting. Mr. Opredek seconded. The motion carried unanimously.*

Meeting was adjourned at 3:01 p.m. by President, Allan Rawland.

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Respectfully submitted,

  
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Dr. Wayne Clark, PhD  
Secretary, CMHSA

*12/10/2009*  
\_\_\_\_\_  
Date