

**MINUTES OF THE REGULAR SESSION OF
DEVELOPMENTAL DISABILITY ADVOCATES
BOARD OF DIRECTORS MEETING
January 22, 2024**

The mission of Developmental Disability Advocates is to provide resources to create opportunities for individuals with developmental disabilities in Jefferson County to live full and enriched lives.

This meeting was held as a virtual meeting through Zoom due to weather conditions. The link and phone number to access the meeting virtually were posted more than 24 hours prior to the meeting per Missouri Sunshine Law.

PRESENT:

Mr. Josh Bauman, Chairperson; Dr. Marsha Mertens, Vice-Chair; Mr. Scott Brothers, Treasurer; Mr. Tony Sokolic, Director; Ms. Amie Merz, Director; Ms. Diane Daniels, Director; Ms. Cara Pellerin, Director; Ms. Stacey Ismail, Executive Director DD Advocates; Mr. David Weiler, Director of Administration DD Advocates; Dawn Warner, Executive Assistant DD Advocates.

PUBLIC PRESENT:

Mr. Rob Mathes, Crouch, Farley and Heuring; Mr. Bill Trapp, JSI, Inc.; Rachel Svejowski, FACT; Angie McGoveran, Emily Brouk and Nathan Patton, DD Advocates

- I. OPEN** – Mr. Josh Bauman opened and led the regular session of the meeting of Developmental Disability Advocates Board of Directors at 6:30 p.m.
- II. RECOGNITION OF SERVICE** – Ms. Ismail recognized Mr. Bauman for his 11 years of service on the Board. His term ran from September 2012 to January 2024. Ironically, his first meeting as Chairperson was held virtually as was his last. DDA has a service acknowledgement clock and had planned to present in person at this meeting. Mr. Bauman recruited a potential replacement, Mr. Julian Erber who is an IT Professional at Parkway School District and the parent of a son receiving Service Coordination from DDA. Mr. Erber submitted his application and is awaiting County Council appointment. Ms. Ismail asked that Mr. Bauman come to the office at his convenience to receive his gift and get a picture commemorating his service.
- III. MISSION STATEMENT** – Dr. Marsha Mertens read the Mission Statement.
- IV. MISSION MOMENT** – A video was prepared, however due to technical difficulties there was no sound. Ms. Warner will show the video at the February meeting.
- V. APPROVAL OF MINUTES** – The regular session minutes from November 27, 2023, were presented for approval. Mr. Tony Sokolic made a motion to approve the November 27, 2023, regular session minutes as presented. Ms. Amie Merz seconded. Mr. Bauman called for a roll call vote. Mr. Scott Brothers, yes; Ms. Diane Daniels, yes; Mr. Tony Sokolic, yes; Ms. Elizabeth Spaugh, absent; Dr. Marsha Mertens, yes; Mr. Randy Starkey, absent; Ms. Cara Pellerin, yes; Ms. Amie Merz, yes; Mr. Josh Bauman, abstained. Motion carried.
- VI. REPORTS**
 - a) FY23 Audit Report – Rob Mathes – Crouch, Farley and Heuring** – Mr. Rob Mathes joined the meeting via Zoom to present the FY23 Audit Report that has been prepared by Crouch, Farley and Heuring. Mr. Mathes shared that the report is a clean/unmodified opinion of the

organization as of June 30, 2023. This report is not a forensic or internal control audit. All DD Advocates financial statements have been prepared in accordance with Generally Accepted Accounting Principles (GAAP). Mr. Mathes presented various highlights of the report, Dr. Marsha Mertens made a motion to accept and approve the FY23 Audit Report as prepared and presented by Crouch, Farley and Heuring. Ms. Cara Pellerin seconded. Mr. Bauman called for a roll call vote. Mr. Scott Brothers, yes; Ms. Diane Daniels, yes; Mr. Tony Sokolic, yes; Ms. Elizabeth Spaugh, absent; Dr. Marsha Mertens, yes; Mr. Randy Starkey, absent; Ms. Cara Pellerin, yes; Ms. Amie Merz, yes; Mr. Josh Bauman, yes. Motion carried.

- b) **JSI, Inc. Report – Bill Trapp**- Mr. Bill Trapp shared that they have quite a bit of work lined up, as compared to this time last year, they had very little. They have been developing great relationships with customers in Jefferson County. They have been working hard to strengthen relationships. Starting in January they began renting space at HJ Industries in order to perform work at their facility. This was primarily due to space and the equipment needed to do the work. JSI worked with OATS to provide transportation from JSI to HJ and sends a supervisor and 5 employees there twice a week. The plan is to have another crew begin going starting in February. Very proud and pleased with this partnership. Profitability still needs work. They are working on getting employees pay up to minimum wage. Are currently interviewing for new employees. They are concerned about an aging workforce.
- c) **Financial Report – Mr. Weiler** presented the December 2023 Financials. County tax revenue has had a good early collection and is strong at \$1.7M for December. Donations/Misc. line is at \$5000. Under operating expenses, repairs and maintenance has been tracking over plan and will continue to be through years end. This includes items at the Imperial building, but also items to finish at the Herculaneum building as we prepared to sell and move out. This account also includes repairs and maintenance needed at the Plass properties, the Pomme’s and JSI. Overall expenses are 4% ahead of plan halfway through the year. On the Financial Position page, Mr. Weiler highlighted that one of the CDs matured in December and Enterprise Bank offered a rollover rate of 5.25%. That CD went from 1.75% to 5.25% for the next 13 months. In next month’s financials, you will see that in January we purchased two T-bills. We bought \$1M for 6-month and \$1M for 12-month terms and they are earning 4.9% and 4.4% respectively. On the checks written page, there is a check for \$1.5M transfer from the operating account to the money market. Mr. Weiler also shared that he is requesting an extended medical leave. He is having heart surgery January 30th and will be out for about 6 weeks. He wanted the Board to be aware of his upcoming absence. Mr. Tony Sokolic made a motion to approve the December 2023 Financial Report as presented. Dr. Marsha Mertens seconded. Mr. Bauman called for a roll call vote. Mr. Scott Brothers, yes; Ms. Diane Daniels, yes; Mr. Tony Sokolic, yes; Ms. Elizabeth Spaugh, absent; Dr. Marsha Mertens, yes; Mr. Randy Starkey, absent; Ms. Cara Pellerin, yes; Ms. Amie Merz, yes; Mr. Josh Bauman, yes. Motion carried.
- d) **Executive Director Report** - Ms. Ismail shared the Executive Directors report. She noted that the DDA client tally report was included in the packet for review. This information replaced the Service Coordination Stats on the Executive Director report as it is a more complete picture of who is being served by the organization.
- **Turnover** – DDA is currently understaffed by .5 FTE but anticipate bringing back a full-time service coordinator from long term disability in mid-February.
 - **Pony Bird HVAC** – Pony Bird will use the full \$100,000 that was put in escrow as part of the Herculaneum building sale. They are spending about \$111,000 and using SMCI to do major improvements to the current system. This completes any obligations we had in relation to that building.
 - **Board Member Appointments** – Mr. Julian Erber and Ms. Amie Merz are expected to be appointed/re-appointed by the County Council in February.
 - **Board Spotlight** – Dawn will be giving you a form to complete and return. This will be displayed on the monitor at the Imperial office to allow the team to get to know our Board members better.

- **Office Cleaning** – Pony Bird cleaning crew is now cleaning the Imperial office on Tuesday and Friday.
- **ERA FY25 Funding Cycle begins this month -**
 - Funding applications are available on Friday, January 26th
 - The funding application and corporate information are both due by Friday, February 16th by 4pm.
 - Board resolutions are due by March 29th at 4pm
 - Board Funding Discussions will be held March/April
 - Board Approves Funding at the April meeting.
 - FY23 Year end reporting and outputs are due in August.
- **Legislative Updates**
 - **MACDDS/Gateway Coalition Legislative Day** – January 30th
 - **HB1436** – Modifies provisions governing the use of county developmental disability resource board tax levies – this was presented by Rep Sherri Gallick (Cass/Bates)
 - **Governor’s State of the State** – This is on January 24th. He will announce his budget recommendations.
- e) **Gateway Coalition Report** – This was included in the packet. The Legislative Breakfast they hosted at Sunnyhill Camp was well attended. Stacey shared the powerpoint presentation from this event via email.

VII. NEW BUSINESS

- a. **Board Officer Vacancy** –Ms. Ismail reviewed the bylaws in light of Mr. Bauman’s resignation, and the Board must appoint someone to fill the Chairperson role until the June officer election. Mr. Brothers made a motion for the Vice-Chair, Dr. Marsha Mertens to serve as Chairperson of the DDA Board until the June officer election. Ms. Amie Merz seconded. Mr. Bauman called for a roll call vote. Mr. Scott Brothers, yes; Ms. Diane Daniels, yes; Mr. Tony Sokolic, yes; Ms. Elizabeth Spaugh, absent; Dr. Marsha Mertens, yes; Mr. Randy Starkey, absent; Ms. Cara Pellerin, yes; Ms. Amie Merz, yes; Mr. Josh Bauman, yes. Motion carried.
- b. **Annual Declaration of Personnel, Medical, and Consumer Records as Closed Records** – The Board annually must make this declaration and have it recorded in the minutes in order to maintain certain records containing confidential information as private / closed records. Dr. Marsha Mertens made a motion to declare all personnel, medical and consumer records as closed records. Ms. Amie Merz seconded. Mr. Bauman called for a roll call vote. Mr. Scott Brothers, yes; Ms. Diane Daniels, yes; Mr. Tony Sokolic, yes; Ms. Elizabeth Spaugh, absent; Dr. Marsha Mertens, yes; Mr. Randy Starkey, absent; Ms. Cara Pellerin, yes; Ms. Amie Merz, yes; Mr. Josh Bauman, yes. Motion carried.
- c. **Policy Changes/Updates** – Two policies were presented for review and approval which were F10 and F90. These updates were prompted by Mr. Weiler’s quarterly building inspections. F10 was with regards to hazardous material storage. F90 also needed an update with regards to handling bodily fluids. These are best practices related to applicable CARF standards. Mr. Scott Brothers made a motion to approve policies F10 and F90 as presented. Mr. Tony Sokolic seconded. Mr. Bauman called for a roll call vote. Mr. Scott Brothers, yes; Ms. Diane Daniels, yes; Mr. Tony Sokolic, yes; Ms. Elizabeth Spaugh, absent; Dr. Marsha Mertens, yes; Mr. Randy Starkey, absent; Ms. Cara Pellerin, yes; Ms. Amie Merz, yes; Mr. Josh Bauman, yes. Motion carried.
- d. **SETWorks** – At the November meeting Ms. Ismail shared that DMH had severed ties with FEI Systems who was working on the statewide data and billing system, ConneXions. DDA was anxious to transition to the ConneXions system as our SCORES system is on an outdated ACCESS database that has multiple issues and we have to utilize three other systems to complete our TCM responsibilities/billing. This is very inefficient. A large number of TCM entities, including DD Resources in St. Louis City who we share our IT Department with, uses a software system called SETWorks. With the ConneXions delay, recent issues with

MOEDI (billing) and the instability of SCORES, DDA has been looking at SETWorks as a potential path forward. The system is HIPAA compliant, includes all DMH requirements, allows billing to Medicaid, and has robust reporting for CARF and agency needs. When DMH requirements change, the system is automatically updated at no cost since it is a state requirement. SETWorks sent a draft 3-year contract for DDA to review. The agreement includes \$2,200 in one time set up fees, including transfer of data and \$2,441 per month. There is a discount if all 3 years are paid at once of \$79,092.00 due Feb. 16, 2024. MOEDI costs approximately \$8000 per year and we would be able to end that subscription in FY26. It would also be reasonable to expect improved relationship building and financial benefits due to efficiencies created by the system. As a side note, DDA's HR database is also on an outdated ACCESS database and will eventually need a new solutions as well. SETWorks also has an HR platform that might be of interest in the future. Mr. Scott Brothers made a motion to proceed with the 3-year SETWorks contract as presented and paying the 3 year lump sum for the discount. Ms. Diane Daniels seconded. Mr. Bauman called for a roll call vote. Mr. Scott Brothers, yes; Ms. Diane Daniels, yes; Mr. Tony Sokolic, yes; Ms. Elizabeth Spaugh, absent; Dr. Marsha Mertens, yes; Mr. Randy Starkey, absent; Ms. Cara Pellerin, yes; Ms. Amie Merz, yes; Mr. Josh Bauman, yes. Motion carried.

- e. **Recent structural evaluation of new office** – There are several concerning cracks in the walls/drywall that have occurred since moving into the Imperial building. Ms. Ismail and Mr. Weiler did a walk thru of the facility with Mike Madden the General Contractor, Tim Hollerbach the architect and a structural engineer from Frontenac Engineering Group (FEG) to assess the issue. The report from the engineer was included in the Board packet. It is the opinion of the engineer that water in the soil has caused the foundation to shift resulting in cracks in the walls and floor primarily in the southwest corner of the building. He suggested recommendations in two phases and in the order in which they should be conducted. The Board authorized Ms. Ismail to begin bidding the work as recommended in Phase I of the plan and report back on costs/progress.
- f. **Disaster Recovery Plan** – The plan was included in the Board packet. Mr. Patton took the plan he prepared for DDR and has been working with Ms. Ismail to update and tailor it for DDA. The plan represents a general disaster recovery from an IT standpoint. The full plan will be stored on the server but also a copy in the Leadership file in Teams so it can be accessed no matter what the situation but still limited as to who has access to confidential information. Mr. Bauman asked if the plan had been reviewed by the Missouri Office of Homeland Security. He shared that they reviewed his plan and provided a couple of helpful suggestions. He has a contact that he will share with Ms. Ismail. Mr. Bauman also recommended adding Revised Missouri Statute (RSMO) to deem the plan a closed document under Sunshine Law due to the confidential nature. Mr. Bauman will share that citation as well. Ms. Ismail and Mr. Patton will review, and update based upon the suggestions and present at a future meeting for approval.

VIII. OLD BUSINESS –

- a. **D & O Policy Insurance Policy** – This is a follow up from the previous meeting. Mr. Weiler shared that the D&O policy was renewed with Philadelphia with \$3M in coverage. Premium costs increased less than 1% from the previous year.
- b. **Cyber Security Insurance Policy** – The Cyber Security policy was due to renew January 1 with Philadelphia, but they would not renew for more than \$1M in coverage. DDA's broker went out for bids and received a renewal option for \$3M in coverage and the premium was less than the \$1M coverage renewal from Philadelphia. Mr. Weiler proceeded with the \$3M policy. The Cyber Security was not under the umbrella with Philadelphia and changing vendors does not affect coverage with them. Due to the favorable premium on the Cyber Security coverage which was received through a bid process, it was recommended by the Board to go out for bid next year on all coverages currently held by Philadelphia.

- IX. APPROVAL OF REQUISITION** – The February 2024 requisition was presented for approval. The requisition is based upon the FY24 budget. Ms. Amie Merz made a motion to approve the February 2024 requisition as presented. Dr. Marsha Mertens seconded. Mr. Bauman called for a roll call vote. Mr. Scott Brothers, yes; Ms. Diane Daniels, yes; Mr. Tony Sokolic, yes; Ms. Elizabeth Spaugh, absent; Dr. Marsha Mertens, yes; Mr. Randy Starkey, absent; Ms. Cara Pellerin, absent; Ms. Amie Merz, yes; Mr. Josh Bauman, yes. Motion carried.
- X. PUBLIC COMMENT** – There were no comments from the public in attendance.
- XI. COMMENTS FROM THE BOARD** – Everyone thanked Mr. Bauman for his service to the Board.
- XII. ADJOURN** – Being no further business, Mr. Tony Sokolic made a motion to adjourn the regular session at 8:14 p.m. Mr. Randy Starkey seconded. Motion carried. Meeting adjourned.

Respectfully submitted,


Mr. Randy Starkey, Secretary

