

# Nueces Center for Mental Health and Intellectual Disabilities

## BOARD OF TRUSTEES MEETING MINUTES

September 23, 2025

A regular meeting of the Board of Trustees was held September 23, 2025, at 12:00 p.m., 3733 S. Port, Corpus Christi, Texas in person and by telephonic conference via Microsoft Teams, pursuant to due notice to all members of the Board and public notices posted at the Nueces County Courthouse and Corpus Christi City Hall.

**Presiding Officer:** Linda Fallwell-Stover

**Members Present:** Dr. Carol Houston, Fr. Bruce Wilson, Jimmy Rodriguez, Tracy Jackson, Jane Haas, Aaron Diaz

**Members Present by Microsoft Teams:** Nancy Lechner

**Members Absent:** Jackie Caldwell

**Ex-Officio:** Debbie Dumesnil – not present

**Staff Present:** Mike Davis, Rene Mendiola, Dean Brewer, Andrea Kovarik, Gina Pena, Natalie Salas, Vic Gustafson, Annette Mayne

**Staff Present by Microsoft Teams:** Lisa Molina

**General Counsel:** Tonya Webber

**Guest/Citizen:** Alma Tamez

1. **Meeting Called to Order:** L. Fallwell-Stover called the meeting to order at 12:01 p.m. and a quorum was present.

2. **Public Comment:**

Ms. Alma Tamez, who is a guardian and caregiver for her brother, came forward. Ms. Tamez stated her brother has been a consumer of MHID for over 40 years. Mr. Tamez stated that she came today to express her disappointment in the board's decision to voluntarily terminate the contract with HCS and Texas Home Living Waiver Programs and thus closing the Day Hab Facility. Ms. Tamez stated that her brother looked forward to the different events that Day Hab facilitated for the consumers and does not understand why he will not be able to visit with his friends. Ms. Tamez also stated that she fears that some consumers will fall through the cracks and mentally will not be able to adapt nor fully accept the situation. Although on paper services should transfer seamlessly but fears her brother will have interruptions for his physical therapy and speech therapy, services he vitally needs. Ms. Tamez expressed that she understands that MHID is faced with difficult decisions every day, but her wish is that there could have been other creative ways to keep the program running to serve the vulnerable, intellectual disabled consumers. Ms. Tamez stated that this has taught her that more advocacy is needed for the IDD population. Ms. Tamez stated that she expresses the feelings of other caregivers out in the community. L. Fallwell-Stover thanked her for her time and take comments personally and seriously.

3. **Planning and Network Advisory Committee (PNAC) Report:**

A Kovarik provided an overview of the June 10, 2025, PNAC meeting minutes that were provided in the board packet. L. Fallwell-Stover stated that the CCBHC explanation that was captured was great. A. Kovarik stated that N. Salas had provided that information. There were no recommendations made by the Board at this time.

4. **Discussion and possible action to approve the Planning and Network Advisory Committee minutes of April 8, 2025.**

A. Diaz made a **MOTION** to approve the Planning and Network Advisory Committee minutes of June 10, 2025, as presented. Dr. C. Houston **SECONDED**. All were in favor, motion carried.

### **ACTION ITEMS**

5. **Discussion and possible action regarding Nominating Committee Report and selection of Officers for FY26 per Board Policy II.B and Closed Session as necessary pursuant to Texas Government Code §551.074.**

L. Fallwell-Stover stated that it would not be necessary to go into closed session at this time and expressed appreciation to Dr. C. Houston for leading the Nominating Committee.

Dr. Houston stated that on July 23, 2025, L. Fallwell-Stover appointed three members to the Nominating

Committee: Dr. Carol Houston, Jackie Caldwell, and Fr. Bruce. The committee met and developed a slate of officers: Linda Fallwell-Stover as Chair, Jane Haas as Vice-Chair, Dr. Carol Houston as Secretary.

L. Fallwell-Stover asked if there were any nominations from the floor. No nominations from the floor were made.

L. Fallwell-Stover entertained a motion for Chairperson. Dr. Houston made a **MOTION** to accept the nomination of L. Fallwell-Stover as Chair. J. Haas **SECONDED** the motion. All in favor, motion carried.

L. Fallwell-Stover asked if there were any nominations from the floor for Vice-Chair. Dr. C. Houston made a **MOTION** to accept the nomination for Jane Haas as Vice-Chair. Fr. Bruce **SECONDED** the motion. All in favor, motion carried.

L. Fallwell-Stover asked if there were any nominations from the floor for Secretary. Dr. C. Houston made a **MOTION** to accept the nomination for Carol Houston as Secretary. J. Haas **SECONDED** the motion. All in favor, motion carried.

L. Fallwell-Stover also discussed revisions to the bylaws for two-year terms and would like to see revised bylaws for executive board submitted for the January 2026 workshop. M. Davis reminding the board that a veteran would also need to be appointed to the board as well. L. Fallwell-Stover indicated that a veteran currently serves on the board and would need to be integrated into the board bylaws.

6. **Discussion and possible action to approve the status report on the Diversion Center.** L. Fallwell-Stover stated that the diversion center would open in March of 2026. J. Haas stated that she wanted to acknowledge Andrea Kovarik for the wonderful work that was done on the presentation/slide show discussing how beautiful that facility will be. T. Jackson asked how the six-month delay would affect the FY26 budget. M. Hendrix stated that it delays the expenses but will not negatively impact anything. HHSC approved the funding allocation in FY25 to be expended throughout FY26 so there will not be any dollars lost associated with the delay. Services are still being provided just not under the same hub right now.

Dr. Houston made a **MOTION** to approve the status report on the Diversion Center as presented. J. Rodriguez **SECONDED**. All were in favor, motion carried.

### **CONSENT AGENDA**

7. **Discussion and possible action to ratify Chief Executive Officer's execution of the East Texas Behavioral Healthcare Network Agreement for Telehealth Services and Tele Med Routine Services Agreement.**
8. **Discussion and possible action to ratify Chief Executive Offer's execution of the Health and Human Services Contract No. HHS001606300010, Community Health Worker (CHWs) Grant Program.**
9. **Discussion and possible action to ratify Chief Executive Officer's execution of the Health and Human Services Contract No. HHS000231500010 Amendment No. 3 Renewal of the Projects for Assistance in Transition from Homelessness ("PATH").**
10. **Discussion and possible action to ratify Chief Executive Officer's execution of the FY26-29 Health and Human Services Commission Contract for Treatment for Adults, Treatment for Youth, and Treatment for Females (TRA, TRY, TRF) Substance Use Disorder Contract.**
11. **Discussion and possible action to ratify Chief Executive Officer's execution of the Health and Human Services Contract No. HHS001598600027 under the Local Mental Health Authority Performance Agreement Grant Program.**
12. **Discussion and possible action to ratify Chief Executive Officer's execution of the Texas Department of Criminal Justice (TDCJ) Texas Correctional Office on Offenders with Medical or Mental Impairments (TCOOMMI) Contract.**
13. **Discussion and possible action to approve the Secretary's Report of regular meeting of July 23, 2025.**

No questions or discussion.

Fr. Bruce made a **MOTION** to approve items 7, 8, 9, 10, 11, 12, and 13, as presented, A. Diaz **SECONDED**. All were in favor, motion carried.

### **OPERATIONS REPORT**

14. **Discussion and possible action to approve the Treasurer's Reports for June, July and August 2025.**

D. Brewer stated that the financial report format has changed, which now provides an overall review of Qtr. 1, Qtr. 2, and Qtr. 3 and a follow-up for the whole year. D. Brewer provided an overview of the budget wherein he discussed the cash equivalent and investments earned with total operating cash of \$5,422,166. Expenses outran revenue this year and D. Brewer stated he is currently looking at different ways he will review next year's budget such as looking at it as zero based and build it up from there due to programs changing and other perimeters. M. Davis stated they will review how each program operates and how it is funded. D. Brewer stated that he attended the CFO Consortium last week and spoke to several centers regarding how other center's billing/accounts receivables are running and with a center the size of MHID, it should be running about 1.5 to 1.8 million on cash receivables. Currently, the center is running a little over 2 million. M. Brewer stated that he is looking at a faster process to get monies deposited quicker which will reduce the account receivables, which in turn puts more money into the account faster. Part of the process that has begun was setting up direct deposits and has increased and the goal is to set up more accounts as we move into the new year. D. Brewer stated that he also added the PAP match, which is the Patient Assistance Program monies, as part of the financial report to keep track of what is being received and what that fund is running. M. Hendrix stated that it allows them to avoid the utilization of cold hard cash for matches to avoid the use of real dollars/cash. M. Davis stated that he would send out the Power Point presentation regarding the PAP match that he received. N. Salas's team tracks this on a quarterly basis and this is what Dean will include in the financial reports.

D. Brewer stated that he also added the Property Assets to see the total value the center has along with the net worth of the center. D. Brewer stated that the new financial report is a snapshot of where the center is currently and stated if anyone wants to add something to the report feel free to reach out to him.

J. Haas asked if D. Brewer could show the mandated unfunded programs and the zero-based budget building and include the medication that's not real money, to see what would need to be spent for the various programs to see what are unfunded. L. Fallwell-Stover stated that she loved the direction that the center is going, and more questions are sure to follow. Dr. Houston complimented D. Brewer on his presentation, especially paying attention to government billing. Dr. Houston questioned the market investment of \$15,000.00 and inquired as to where the money was being invested. Dr. Brewer stated that he would investigate further and get back to her but believes it is a money market investment. Dr. Houston also requested a line be added to include the Foundation donation amount.

T. Jackson asked for the status of the financial audit. D. Brewer stated that he was promised that the report would be ready next Friday, the 3<sup>rd</sup>. D. Brewer also stated that the RFP is out and has had two firms that have shown great interest. D. Brewer reached out to other CFOs and used these firms and were ecstatic about them.

M. Davis stated once the single audit has been received, a board meeting would need to take place and would need to have a quorum of at least five board members for the audit to be approved.

Dr. Houston made a **MOTION** to approve the Treasurer's Reports for June, July, and August 2025 as presented, J. Rodriguez **SECONDED**. All were in favor, motion carried.

### **CHIEF EXECUTIVE OFFICER'S REPORT**

15. **Closed session pursuant to Texas Government Code §551.074 regarding the employment agreement and evaluation of the Chief Executive Officer.**

At 12:37 p.m., L. Fallwell-Stover moved that the board enter into closed session regarding the employment agreement and evaluation of the Chief Executive Officer.

The Board reconvened in open session at 1:40 p.m.

No action was taken in closed session.

16. **Discussion and possible action regarding Chief Executive Officer's evaluation and employment agreement.**

L. Fallwell-Stover entertained a motion regarding M. Davis's evaluation and employment agreement. J. Haas moved to approve a five (5) year extension on M. Davis's current contract effective through December 31, 2029 which would include two (2) one (1) year options at a rate of \$281,760 coupled with the addition of the 25% of the salary toward the split dollar life insurance plan also retroactive back through September 1, 2024 as stated in the employment agreement.

T. Webber confirmed what L. Fallwell-Stover stated above.

J. Haas made a **MOTION** to approve the Chief Executive Officer's evaluation and employment agreement as presented. T. Jackson **SECONDED**. All were in favor, motion carried.

17. **Annual Report: Clients Rights** – tabled for next meeting.

18. **Annual Report: Compliance** – tabled for next meeting.

**INFORMATIONAL/DISCUSSION ITEMS**

19. **Certified Community Behavioral Health Clinics (CCBHC) Update.**

20. **Home and Community-Based Services (HCS) and Texas Home Living (TxHmL) Update.**

21. **Office of Inspector General (OIG) Update.**

22. **Community Collaborative Status Update.**

23. **Waiver Interest List for Nueces County Update.**

24. **Coastal Bend Day of Giving (CBDOG) - November 4, 2025.** J. Haas reminded everyone to donate for CBDOG. A pamphlet was given out to each board member.

25. **Ed Rachel Foundation Update.** M. Davis stated the application process begins in September.

26. **Discussion to schedule Board of Trustees November Meeting.** November meeting was scheduled for November 5, 2025, at 12:00 p.m.

27. **Board of Trustees Attendance Calendar and dates for renewal of membership (handout).**

28. **Board requests for discussion or educational items for future agenda.**

29. **Meeting Adjourned.**

J. Haas reminded everyone to attend the MHID Fall Fest that will be held on October 24<sup>th</sup>.

A. Diaz made a **MOTION** to adjourn; J. Rodriguez **SECONDED**. The meeting adjourned at 1:46 p.m.

Mr. Carol A Houston

Secretary

1-28-2026

Date

APPROVAL CERTIFICATION AND AUTHENTICATION