

**MID-OHIO PSYCHOLOGICAL SERVICES, INC.**  
**BRADLEY A. HEDGES, PH.D**  
**PSYCHOLOGIST**  
**EXECUTIVE DIRECTOR**

624 East Main Street  
Lancaster, Ohio 43130

(740) 687-0042

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Pursuant to the laws of the state of Ohio in which this corporation is organized, and its bylaws, a meeting of the Directors of Mid-Ohio Psychological Services, Inc. was held on November 4, 2004 at 5:30 p.m. at 624 East Main Street, Lancaster, Ohio. A quorum of members was present.

The following directors were present: Will Sharp, Linda Owen, Larry Novak, and Barbara Salyers. Also present at the meeting were Brad Hedges, Executive Director, Shawna Watts-Shumaker, Administrative Coordinator, and Alice Grant, Accounts Payable. The following members were not present: Jennie Saelens, and Michael Rehrer. The meeting was called to order by Will Sharp, Board Chair.

The following issues were discussed:

1. Agency Goals. Will Sharp reminded the group of his plan to have each board member oversee at least one portion of the agency goals in an effort to insure they are being reached. He asked the members to make their own selection of a goal they felt they would be better suited to handle. The following is a list of the goals and the member who will oversee that goal:

|                                 |              |
|---------------------------------|--------------|
| Quality of Service              |              |
| Staffing                        | Barb Salyers |
| Fiscal Stability                |              |
| Growth                          |              |
| Promote Agency to the Community | Larry Novak  |
| Increase Awareness              | Linda Owen   |

Will plans to talk with the other members and give them an appropriate goal to monitor. He has asked the members to develop a Plan of Action by the next meeting.

2. Dr. Hedges discussed the current time of the board meetings and asked if another time might be better for the members. He stated that he has been difficult in recent months to have a quorum present at the meetings. Will Sharp suggested adding another person to the board in an effort to avoid tie votes and not having a quorum. A suggestion was made to change the by-laws so that members present would make up a quorum. It was stated that theoretically if only one or two members were present, they could change

policies to suit themselves that might not benefit the agency. Dr. Hedges agreed another member would be helpful and briefly discussed the criteria for members. Current members reflect various areas of the community including legal, accounting, child welfare, clergy, and general mental health consortiums. Linda Owen suggested it would be good to have someone from the educational system. Will Sharp stated he would contact some area principals about becoming members or suggestions of others who might be interested.

3. The minutes of the previous meeting were disseminated prior to the board meeting. It was noted that since a quorum was not present at the previous meeting, it would be necessary to approve those minutes as well.

Barb Salyers motions and Larry Novak seconded the following resolution:

**Resolution #11-04-04-01**

**Be it resolved the minutes of the June 2004 and August 2004 Board meetings be approved. The motion passed unanimously.**

4. The financial condition was discussed. Dr. Hedges noted that income was down slightly due to a decrease in productivity resulting from vacations and clinical staff continuing their education and attending workshops. He also stated the agency continues to be understaffed as a result of a commitment to the ADAMH Board to maintain current staff levels as a means of reducing costs. He stated the agency is currently down one and a half clinical positions.

A new Cash Balance Report has been added to the financial statements to better show the monthly cash reserves.

Alice Grant noted the accrual accounting method has been a challenge but is working and we are now able to have a better sense of the financial condition of the agency.

Larry Novak motioned and Barb Salyers seconded the following resolution:

**Resolution #11-04-04-02**

**Be it resolved the financial statements for June, July, August, and September 2004 be approved. The motion passed unanimously.**

5. Dr. Hedges stated the FY04 Financial Audit is still in process but should be completed by the end of the year as planned. He also noted that through the current audit a problem was found with compliance for the Flexible Spending Account. A third party administrator, Total Administrative Services Corporation, has been hired to oversee this program. The new program began November 1 and will continue through

June 30, 2005. The account will operate on a fiscal year instead of a calendar year for tax purposes.

6. Quality Assurance reports have been posted on the web site and reviewed by the Board Members. Shawna Watts-Shumaker noted that reports are almost current. An updated annual review checklist was included in this month's board packet and the overall QA process was discussed.
7. There were no client grievances.
8. Professional Staff Organization items included the resignation of Dawn McCoy. Dr. Hedges noted that Dr. Trisha Ostrander has increased her hours in an effort to take over Ms. McCoy's clients. A new intern, Jessica Heath, has joined the agency. We are still looking for another home-based therapist and a general therapist.
9. Clinical Services. Dr. Hedges noted the Franklin County office is pretty much on target. The office currently is providing six clinical days per week and it will soon be necessary to hire additional staff. It will also be necessary to have additional office space to handle the increased client volume. Dr. Hedges stated there is unfinished space behind the current offices and asked for board approval to have the building owners complete the offices and enter into a lease for the additional space. This should cost approximately \$800 per month to lease. He estimates it will take approximately two to three months for this space to be available and approximately six month to be fully operational.

Barb Salyers motioned and Larry Novak seconded the following resolution:

**Resolution #11-04-04-03**

**Be it resolved that Dr. Hedges and Will Sharp be given authorization to enter into a lease agreement with Spotlight Properties for additional space at the Franklin County office. The motion passed unanimously.**

10. Dr. Hedges noted the Jail-Based Program has been officially terminated effective October 1 due to funding cuts. He also noted that MOPS worked very hard to make the closure transition as smooth as possible but cooperation was not received from other agencies and as a result the program may have been unduly harmed by this.
11. The annual Medicaid Audit has been completed with MOPS passing with no major problems. A number of good comments were made and a few minor corrections have been made.

12. The Clinical Information System is in process. Dr. Hedges noted he has requested a couple of additional features for records control and HIPPA requirements. He stated these additions will cost approximately \$5000 and asked for board approval for this. He noted these features will ultimately be a cost-savings in staff time.

Larry Novak motioned and Linda Owen seconded the following resolution:

**Resolution #11-04-04-04**

**Be it resolved that Dr. Hedges be authorized to spend an additional \$5000 for the Clinical Information System. The motion passed unanimously.**

13. Support Services: Sherry Knox was hired as a part-time assistant in the billing department. She will be working with the accounts receivables and is doing very well.
14. A discussion was held on the defeat of the ADAMH levy. Dr. Hedges noted that significant progress was made over the last campaign and that plans are being made to have another one next fall. He mentioned that the ADAMH Board has already cut funding as much as they can with MOPS but the other agencies might lose some additional programs. He stated that Fairfield County is approximately the sixth worst funded area in Ohio and there has not been a new levy since about 1979.
15. Two policy changes were discussed regarding records retention and personnel procedures. Shawna Watts-Shumaker noted she has been attending workshops regarding the Sarbanes Oxley Compliance for accounting procedures. The policy changes are a result of these meetings. Will Sharp noted the Sarbanes Oxley Compliance puts more emphasis on the non-profit boards to be more active in policy making and implementing procedures. Linda Owen asked if background checks are done in-house and Dr. Hedges stated they were formal investigations done by the Sheriff's department.

Barb Salyers motioned and Larry Novak seconded the following resolution:

**Resolution #11-04-04-05**

**Be it resolved the policy change regarding Records Retention be approved. The motion passed unanimously.**

Linda Owen motioned and Larry Novak seconded the following resolution:

**Resolution #11-04-04-06**

**Be it resolved the policy change regarding Employee Background Investigations be approved. The motion passed unanimously.**

16. Dr. Hedges noted a current need for additional space at the Lancaster location. He stated a schedule has had to be implemented for offices and that some clinicians have to share offices or rotate as space becomes available. He noted the building next to 630 East Main is now available and asked for board approval to investigate the feasibility of leasing this space for support staff and clinical staff whose clients are not seen in the office. He stated this would be approximately \$600 per month and add six or seven offices. Larry Novak questioned having the support staff so far away and Dr. Hedges noted this would be staff not involved with client care such as administrative personnel, transcriptionists, and case managers.

Barb Salyers motioned and Larry Novak seconded the following resolution:

**Resolution #11-04-04-07**

**Be it resolved that Dr. Hedges be given authority to investigate the feasibility of leasing the building at 634 East Main Street and with the approval of Will Sharp enter into a lease agreement for this space. The resolution passed unanimously.**

17. Dr. Hedges noted it was necessary for the Board of Directors to review his compensation package annually. Will Sharp requested the board meet briefly in executive session to do this. MOPS personnel were asked to leave the meeting.

At the end of the executive session Will Sharp noted that Dr. Hedges has not had a salary increase since 1996 and that it was the opinion of the board that he be given a twenty percent raise. Given the fact that it has been eight years between raises, this would amount to approximately 2.5 percent per year. It was also felt that a bonus would be in order to help compensate for the lack of annual raises.

Barb Salyers motioned and Larry Novak seconded the following resolution:

**Resolution #11-04-04-08**

**Be it resolved that Dr. Hedges hourly rate be increased by 20% effective January 1, 2005 and that he receive an end-of-the-year bonus equivalent to one half year's hours multiplied by the amount of the increase. The resolution passed unanimously.**

18. A brief discussion was held on staff teams and development of team goals. Copies of these goals were given to board members. Linda Owen would like to go over MOPS programs and have a list of community agencies that utilize our services. She stated she was concerned that most people she works with are aware that they have a choice in which community agency they are able to use. Dr. Hedges gave a brief discussion of the interaction of the ADAMH contract agencies and how funding is distributed.

The meeting was adjourned by Will Sharp, Chairperson.

The next meeting will be held December 9, 2004 at 5:30 pm.

Respectfully submitted by:

Alice J. Grant