

**ALBERTINA KERR CENTERS**  
**Governing Board Meeting Minutes**  
**April 26, 2021**  
**5 to 7 p.m.**  
Via Teams

**Governing Board Members Present**

Teri Barichello, David Boxberger, David Connell, Kim Curry, Miki Herman, David Lake, Paul Litwinczuk, Rod Malone, Melissa May, Jill Nickerson, Craig Payne, Karen Rasmussen, Heidi Steeves, Dennis Warneke, David Wilson

**Board Members Excused**

Susan Hobbel, Lisa Powell

**A quorum was present.**

**Staff Present**

Anne Adler, Jeff Carr, Owen Gibson, Janice Jacobs, Derrick Perry, Craig Rusch, Matthew Warner

**Convene** (Miki Herman, Chair)

Miki convened the meeting at 5:05 p.m.

**Approve Consent Agenda**

- Minutes of the January 25<sup>th</sup> Board Meeting
- Policies Recommended for Approval:
  - Agency Mission, Vision, Value Statement;
  - Code of Ethics;
  - Strategic Planning Process;
  - Affirmative Action;
  - Suitability of Board Members;
  - Goal Setting, Evaluation & Compensation of the CEO;
  - Public Affairs;
  - Advocacy and Grassroots & Direct Lobbying Activities; and
  - Financial Reserves
- Fundraising Report
- Strategic Plan Updates

**ACTION: Teri Barichello moved that the Consent Agenda, with the removal of the Code of Ethics policy, be approved. Paul Litwinczuk seconded. The motion passed via unanimous vote.**

**ACTION: Discussion was held and the decision was made to remove the Code of Ethics Policy from the Consent Agenda. A revision to the policy will be made to address the process for handling confidentiality in the event that a complaint is lodged against the Board Chair. The revised policy will be returned to the FAC Committee for recommendation, and then to the full Board for final approval.**

A question was raised about fundraising and the current status of the Golf Tournament. Foursomes are still needed and the Development team is reaching out to donors and networks. A question was asked about the Giving Tuesday that occurred in the spring of last year. That campaign was geared toward

funding the purchase of PPE early on in the outbreak of the COVID-19 pandemic and will not be repeated this year. The regular annual Giving Tuesday event is held on the Tuesday after Thanksgiving.

**ACTION: Board members asked that Anne Adler provide year-over-year fundraising event comparisons in the future.**

Craig Rusch was thanked for the comprehensive Strategic Plan Update and for his work in gathering the data from the various sources.

**CEO Written Report & Discussion** (Jeff Carr)

This information is confidential. Jeff shared that conversations are being held to explore a potential partnership with Providence. Kerr Board member and Providence's Chief HR Officer Lisa Powell reached out to Jeff and Derrick Perry several months ago to discuss the idea of Kerr taking over the care and support for kids who are currently in Providence's Center for Medically Fragile Children, a residential hospital setting with some respite services available as well. Census in the Center has dropped over time from the 50-60 range down to approximately 30. The services are expensive and not sustainable in their current setting and model. The idea is that the kids would be moved to two or three group homes, staffed by Kerr, where residents could age in place. Preliminary exploration suggests the move would be financially and operationally feasible, therefore, Kerr and Providence will begin deeper financial analysis. A project plan and timeline is targeted to be ready in June 2021.

**Board Compliance Training** (Owen Gibson)

Owen delivered training to inform Board members about Kerr's accreditation process. Currently, Kerr's mental health programs attain accreditation through the Joint Commission. At the beginning of the new fiscal year, the MH programs will transition to accreditation by the Commission on Accreditation of Rehabilitation Facilities (CARF). In recent years, the Joint Commission has moved more toward accreditation in hospital settings, which does not closely align with Kerr's programs and strategic plan. Kerr will get mental health programs transitioned to CARF beginning in July 2021, and then the plan is to get Employment Services accredited next year and to eventually see accreditation for all group homes. The change will not affect rates or reimbursements and will open up opportunities for Kerr Employment Services in Washington State, where CARF is preferred. The CARF review conducted on April 12<sup>th</sup> and 13<sup>th</sup> went well. Of the 1633 standards reviewed, recommendations were made for Kerr to update 30 minor items, all of which will be addressed within two to three months.

Owen covered details of the challenges in caring for individuals experiencing IDD in group home settings. Studies show individuals with IDD living in group homes or similar settings experience emotional, mental health, and physical challenges that can increase in congregate care. Individual care plans are developed to address each person's strengths and vulnerabilities. Still, people cared for by rotating staff often have difficulty creating deep emotional bonds. The missing bonds lead to behavioral and mental health issues, often eventually requiring medication and chronic diseases, which require further medication. Patients with IDD often have difficulty describing their symptoms and feelings, making it hard to get accurate diagnoses. Kerr carefully screens and performs risk assessments on all incoming individuals in order to develop appropriate care and support systems. Regular visits with medical teams is a part of each person's ongoing care plan. Kerr's youth group homes have access to mental health therapists and psychiatrists when needed, and they work with families to develop goals to ensure life enrichment. The Quality Improvement and Compliance Department works with program staff from a compliance perspective to make sure clients' needs are met. The transition to Epic in group homes, while still in the early stages of implementation, assists with providing full documentation and understanding of clients' health. Quality of life is linked to overall health.

**ACTION: Owen Gibson and the Quality Improvement and Compliance team will look into quality of life factors that could be built into the overall Compliance Plan. When drafted, the additions to the Compliance Plan will be presented to the Finance, Audit & Compliance Committee for review and recommendation, and then to the full Board to be adopted as part of the Compliance Plan.**

**Program & Accreditation Committee Report** (David Wilson, Derrick Perry)

David provided a report on the latest Program & Accreditation Committee meeting. Currently, the biggest concern in programs is staffing. COVID-19, federal stimulus funds distribution, tax credits, and difficulty of the work are all contributing to the lack of applicants and hiring for DSP openings. Human Resources and management are working hard on ways to get new employees hired including a more robust onboarding and new hire training program, standardized schedules, and manager training. Raising wages to \$16.00/hr from the current \$15.40/hr would cost Kerr \$2+ million, so the State would need to raise its reimbursements in order to use wage increases as an incentive. David pointed out highlights of the quarterly compliance report (provided in the meeting packet).

**Finance, Audit & Compliance Committee Report** (Karen Rasmussen)

Karen provided an update on the process audit work being done by consultant Ann Ferguson and new Kerr Director of Accounting, Judy Croxford in addressing the FY2019-20 audit findings. Gary McGee & Co. staff will visit Kerr next week to review and report on progress. Reconciliations continue to be a focus item and a significant number will be completed by next week. Emphasis is being placed on large items.

**Ratify Land Purchase for Group Homes** (All)

Per information provided in Jeff Carr's CEO Written Report about land purchased to build two new group homes, a vote to ratify the purchase is needed.

**ACTION: David Lake moved to ratify the purchase of land to build two new group homes. David Wilson seconded. The motion passed via unanimous vote.**

**February FY2020-2021 Financial Report** (Janice Jacobs)

March financial results will close this week as well. February MTD performance was solid. The conservative budget plan plus COVID-19 related assistance has helped. COVID continues to have a negative impact in some areas such as Employment Services. The shortfall in group home census is due to staffing issues.

February YTD performance is strong despite all of the challenges of the year. Grants contributed to the positive results. Kerr Bikes is rebounding and having the best spring on record. Expenses are being managed well, and investment gains remain healthy. Group homes are doing well against budget due to additional funding for the new Children's DD Residential model and a 5% temporary rate increase from January 2021-June 2021. Outpatient mental health is struggling due to staffing shortages. The balance sheet is strong, and cash is in a good position.

**ACTION: A final draft of the FY2019-2020 990s will be distributed this week to the Finance, Audit & Compliance Committee for review. Upon review, Committee members will be asked to provide an electronic vote to recommend the 990s for final approval to the full Board. Upon recommendation by the FAC Committee, the 990s will be forwarded to the full Board for electronic vote for final approval. 100% membership participation in electronic voting is required for both votes. The deadline for filing is May 15<sup>th</sup>.**

Everyone wished Janice Jacobs well on her retirement, and thanked her for her work at Kerr.

**Board Ad Hoc Working Groups Updates** (Miki Herman, David Lake)

Two Board ad hoc working groups were launched to define a clear Board strategy and to refresh Board member recruitment and engagement toward that strategy and Board goals. Members of the two working groups were thanked for their time and contributions to this effort. The groups combined information to develop a matrix of deliverables, Board org chart, Board orientation process, and Board meeting and member evaluation. Through their work, it was determined that a dedicated, ongoing group needs to be established to continue focusing on engagement of existing and new Board members. A new Board member recruitment process (included in the meeting packet) was reviewed. Discussion was held regarding implementation of a new Board Standing Committee.

**ACTION: David Wilson moved to adopt the new recruiting process. Heidi Steeves seconded. The motion passed via unanimous vote.**

**ACTION: David Lake moved to approve combining the two working groups into one and establishing a new Board Standing Committee titled Board Engagement & Recruitment Committee. David Wilson seconded. The motion passed via unanimous vote.**

**Presentation: Housing on Thrift Shop Site** (Jeff Carr)

Jeff presented an idea for developing the lot where the old Kerr Thrift Shop sits into an affordable and IDD inclusive housing project, and to bundle the project into a joint venture between Kerr and Edlen & Co. to develop additional housing on three interested church sites. The bundled project would qualify for tax credits, much like the Gresham Campus housing project; however, Kerr's pre-development cash flow will be much less than the Gresham Campus. The joint venture and multiple property development pro forma was reviewed. Properties on which housing would be built would be sold to the joint venture for 80% of market value. Gap funds would be sought from the City of Portland's Metro Housing Bond NOFA. A question was asked about the focus and expansion of Kerr services. The housing project does not reduce focus on existing Kerr services, rather expands services to include independent housing for people with IDD and for frontline DSPs in the care industry.

**PROPOSED ACTION: Board authorization to submit an application to the Portland Housing Bureau with Edlen & Co.**

Discussion was held regarding the timing of the application deadline, which is early-July 2021, whether or not there is an opportunity to exit should that become necessary, and taking more time to conduct a deeper review before the Board approves submission of an application. After the application is complete, a 60-day period is allowed for discussion and a decision to continue or withdraw.

**ACTION: It was decided that a fuller pro forma with more details will be provided to the Executive Committee on May 24<sup>th</sup>. The Executive Committee will then decide to proceed with the application or not.**

**Executive Session** (Miki Herman)

Board members entered Executive Session at 7:00 p.m.

**Adjourn**

Miki Herman adjourned the meeting at 7:14 p.m.

Recorded by Holly Edgar, Corporate Secretary