

**Denton County MHMR Center  
Special Board of Trustees Meeting Minutes  
Monday, December 5, 2022**

<b>Trustees Present</b>	<b>Trustees Absent</b>	<b>Staff Present</b>	<b>Guests Present</b>
Rhonda Dick, Ph.D.		Veronica Armendariz	Attendee
Patti Dunn		Courtney Carey	Citizen
Barbara Gailey		Terica Chappell	
Dianne Hickey		Michelle Conrad	
Linda Holloway, Ph.D.		Pam Gutierrez	
Doug Lee		Dallas Hamilton	
Jack Phillips		Tashina Landis	
Melanie Royer		Melodye McKaye	
Kelly Sayre		Arianna Moore	
Judi Swayne		Jada Pearson	
		Erin Posey	
		Lisa Settles	
		Lauren Titsworth	
		Dr. Meena Vyas	
		Taylor Warren	
		Wesley Warren	
		Brittany Waymack	
		Ritch Wright	

**I. Call to Order**

**A. Roll Call**

**B. Welcome to Guests and Staff**

Rhonda Dick, Chair, called the Special Meeting of the Denton County MHMR Center Board of Trustees to order at 6:00 p.m. in the boardroom of Denton County MHMR Center, 2519 Scripture Street, Denton, Texas. Rhonda Dick welcomed guests and staff.

**C. Public Comments – None**

**D. Approval of Regularly Scheduled Board of Trustees Meeting Minutes**

The Board of Trustees reviewed the Minutes of the regularly scheduled meeting, October 27, 2022.

**Board Action:** Linda Holloway made a motion for the Board to approve the Minutes of the Board of Trustees Meeting, October 27, 2022, as written. Dianne Hickey seconded the motion, which passed unanimously.

## **II. Other Agenda Items**

### **A. Review and Approval of New Positions:**

- Navigator x 2 – FTE 1.0 - \$60,000/annually  
(Only if a contract is secured for the positions from Denton County, with full-time benefits and all resources for these positions including but not limited to, office space, laptops, cell phones for a two- year timeframe subject to be renewed based on County needs.)

**Board Action:** Kelly Sayre made a motion for the Board to approve the New Positions: Navigator x2 – FTE 1.0 – \$60,000/annually. Jack Phillips seconded the motion, which passed unanimously.

### **B. Review and Approval of Resolution for the Center’s Retirement Plan Outlying Profit Sharing for Center employees.**

**Board Action:** Judi Swayne made a motion for the Board to approve the Resolution for the Center’s Retirement Plan Outlying Profit Sharing for Center employees. Patti Dunn seconded the motion, which passed unanimously.

The Board reserves the right to convene in Executive Session(s) from time to time as deemed necessary during this meeting - Executive Session(s) pursuant to Article 6252-17, Sec. 2, V.T.C.S., regarding Litigation (e), Real Estate (f), Personnel (g) and Security (j).

## **III. Executive Session – Personnel**

Executive Session: 6:15 p.m. – 7:25 p.m.

Convened back in regular session following Executive Session at 7:26 p.m.

## **IV. Board Action – Agenda Item III. A. – Review and Discussion of Allegations regarding Executive Director.**

**Board Action:** No action taken regarding allegations. The Executive Director is to determine a plan for Leadership and Management training and a process for staff to address issues and grievances. The Board is to be informed of these actions and the timeline for executing these actions.

**V. Board Action – Agenda Item III.B. – Review and Approval from Committee, letter prepared by William S. Helfand, Partner with Lewis, Brisbois, for the Executive Director’s Release and Settlement letter.**

**Board Action:** Patti Dunn made a motion to approve the language in the Release and Settlement letter predicated on the evidence presented by Barbara Gailey, regarding the salary increase to cover Medical Benefits. Linda Holloway seconded the motion, which passed unanimously with one abstention from Barbara Gailey.

**VI. Executive Director Report**

I have come to know that some members of my executive management team and a board member have slandered me for months and months instead of the following:

- Working with me to serve the individuals that need our help the most.
- Spread rumors and encourage discord behind my back. Multiple members of the executive management team and a board member have done exactly this and continued to slander me and spread rumors behind my back. Even going so far as to try and solicit employees that no longer work at that Center.
- Every Executive Management team member that is involved in this, and the board member should have had the respect that they would want for themselves. If there is an issue, come directly to me and talk through any issues, but this did not occur. Not one of these members of the executive management team or the board member chose to do this.
- The Executive Management Team and the board hold positions of authority and each of you have the responsibility to maintain the confidentiality of Center business and when you know you were told something in confidence, not to ever betray that confidence or trust. You have a responsibility not to create distrust and discord among other executive management team members, staff, the community, and the board. Yet some members of the board and EMT have done exactly this.
- If you are the honest and true leaders of the Center, you would depict the leaders that you are, you would never do anything that could ever jeopardize any relationships that the Center has built on honesty and trust. Yet members of the board and EMT have done exactly that and continuously defamed me.
- Each executive management team member and board member that has participated in this knows the role they have played and the responsibility they had and what they have done or did not do. Each of us is responsible and accountable for our own actions. Please know what some of the executive management team and a board member has done is defamation.
- Despite this I have never wavered in and continued to care for the individuals that matter the most. I hope what has been done to me by members of the executive management team and a board member never happens to any of you all.

**VII. Chair Comments**

- Rhonda Dick opened the floor to discuss why it is important to maintain reputation for the Center.
  - Dianne Hickey stated that we are out there telling people what we are going to do to help our community and our clients. If we cannot help people that we work with and that we see every day, how are we able to help people that have many more problems that need immediate care. We need to help each other get through this. We need to be there for each other. We tell everybody that we are MHMR. We are not a building. We are here for you. Let's be here for each other. We had a little stumble, now it is time to get past the stumble and make us better than we were. With what is going on, more people are getting sick, more people are getting nervous, and more people are getting mental health issues than ever before in our lifetime. We are going through things that our parents and grandparents have never gone through. We need to pull back, be there for everybody and not be afraid to say I am not happy with what I am doing, I am not happy being given twice the amount of work, or whatever it may be. We need to be there for each other.
  - Linda Holloway stated that it damages our reputation, as someone who has reviewed grants for another Board. If you think that there is internal conflict, it is very difficult to if you want to get additional funding. You can air your dirty laundry inside, talk to that person. It can do more harm to the agency, not just to that individual.
  - Dianne Hickey stated that if we make a mistake, let us know and show us what we did wrong so we can change it. We want to be there for you. You are the face of MHMR. All the responsibility that we have is to make sure the Center runs well, and we get the funding we need to go on another month to help more people. We want to help you too.
- Rhonda Dick presented information regarding a Board member contacting an auditor about what is occurring at the Center. This Board member has been sending e-mails over the past several months to Mr. Nelson demanding investigations into MHMR. They have asked Mr. Nelson to contact Cole Denbow, mentioned the Administrator of HR and the PPP loan. Mr. Nelson is concerned because this Board member is asking for things that are outside of the scope of their responsibilities. Mr. Nelson stated there is no wrongdoing in the PPP loan and there are no financial issues. This Board member also mentioned grandchildren being on the Executive Director's healthcare; this was investigated in the past. This Board member stated that the Executive Director can no longer manage the organization. This Board member cc'd Brooke from Judge Eads office and a few others as well on the e-mails.

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- Rhonda Dick opened the floor to discuss what our rule should be if they are going outside of their scope?
  - Dianne Hickey reviewed the Board of Trustee Bylaws, Section III. Bylaws of the Board of Trustees, Item C.5. Removal of a Trustee from the Board:

**Removal of a Trustee from the Board.**

a. Grounds for removal of a trustee are covered in Texas Health and Safety Code, Chapter 534, Subchapter A, Section 534.0065 (Attachment E). Additionally, the following are grounds for removal of a Board of Trustee member include:

- the trustee has violated any law related to his or her office (Section 39.01, Texas Penal Code),
- the trustee's conflicting interest have impaired his or her independence of judgment as a Trustee (Section 171.003, Texas Local Government Code; Section 39.03, Texas Penal Code),
- the trustee engages in conflicting professional practices (Texas Attorney Generals Opinion M-340),
- the trustee solicits, accepts, or agrees to accept any benefit in return for a decision, opinion, recommendation, vote or other exercise of discretion as a public servant (Section 36.08, Texas Penal Code),
- the trustee engages in the practice of nepotism (Article 5996a, Vernon's Texas Civil Statutes),
- the trustee ceases to live within the service boundaries of the establishing agency from which he or she was appointed,
- the trustee is convicted of a felony,
- the trustee is deemed by a court-of-law to be incompetent,
- a trustee is recommended for removal by a majority vote of the Board of Trustees,
- a trustee does not attend 75% of the regularly scheduled Board meetings.

- b. Formal action of the Denton County Commissioners Court is required for removal of an appointed member of the Board of Trustees of Denton County MHMR Center.
- c. The affected appointee shall be notified of the meeting when such action is to be considered.

- Rhonda Dick appointed the Ad Hoc Committee to work with Melanie Royer on the Board of Trustees outing.
- Thank you to the staff, your job is very hard. Thank you to the Board as well for your hard work.

**VIII. New Business**

- Next Board meeting will be held at the Denton Outpatient Clinic (DOPC) on Thursday, January 26, 2023.
- Patti Dunn stated that they really appreciate the Board Chair and the extent they went to present the meeting tonight. It shows how hard you are working for the Board and the Center. It is appreciated.
- Dianne Hickey stated that this was a difficult situation for Rhonda, and she has been working on this all week to ensure that it is fair to everyone. We are so thrilled that she is doing what she is doing.

**IX. Adjourn** – The Board of Trustees adjourned at 7:48 p.m.

*Taylor Warren*

Respectfully Submitted  
Taylor Warren  
Executive Assistant

*RHONDA DICK*

Approved  
Rhonda Dick, Ph.D., Chair  
Board of Trustees