

# HOUSTON RECOVERY CENTER LGC

## MEETING OF BOARD OF DIRECTORS MINUTES

May 22, 2014

The undersigned, being the duly appointed Acting Secretary of Houston Recovery Center LGC (the "Corporation"), hereby certifies that the following are true and correct Minutes of the May 22, 2014 meeting of the Board of Directors (the "Board") of the Corporation.

In a manner permitted by the Corporation's Bylaws, the meeting was called by providing all Directors with notice of the date, time, place, and purposes of the meeting more than three days before the date of the meeting.

In accordance with Chapter 551, Texas Government Code, which Chapter is made applicable to the Corporation by Section 431.004, Texas Transportation Code, and a notice of the meeting, was duly filed on May 16, 2014, in the same manner and location as required by law of the City of Houston, Texas (the "City").

- I. The meeting was called to order by Ms. Kay Austin, Chair of the Board, at approximately 1:00 p.m. on Thursday, May 22, 2014, in the Sobering Center Training Room, (150 N. Chenevert), Houston, Texas 77002.
- II. Ms. Austin appointed Ms. Ashley Ochoa as Acting Secretary for the meeting. Ms. Austin called the roll. The following Directors were present:
  - Kay Austin, Chair
  - Deborah Duncan
  - Arlo Weltge, MD
  - David S. Buck, MD
  - Elizabeth T. Nunnally
  - Andy Icken (ex-officio)
  - Timothy N. Oettmeier (ex-officio)
  - Stephen Williams (ex-officio), joined at 1:20 pm

Mr. Leonard Kincaid, Operations Director and Ms. Ursula Williams, Legal Counsel to the Board, were also present at the meeting.

The following Directors were absent:

- David Persse, MD (ex-officio)

- Ms. Austin announced that a quorum of the Directors was present.
- III. Ms. Austin noted that a draft of the Minutes of the Corporation's meeting of April 4, 2014 had been distributed to the Board. A motion was made by Dr. Weltge to approve the April 4, 2014 Minutes without modification and was seconded by Dr. Buck. Minutes were adopted by unanimous consent.
  - IV. Ms. Austin opened the meeting to members of the public who wished to address the Board. There were no comments from members of the public who were present.
  - V. Ms. Austin recognized Mr. Kincaid to present Strategic planning and organization development for the Houston Recovery Center. Mr. Kincaid presented the strategic plan (Exhibit A). Ms. Austin recognized Mr. Williams to facilitate the strategic planning discussion.

Dr. Weltge made a motion to adopt a working draft for vision and mission that the Board will edit during the interim and present at the next Board meeting. The motion was seconded by Dr. Buck and approved unanimously. Ms. Austin appointed Ms. Ochoa to set up the working draft the Board will revise during the interim.

Dr. Weltge made a motion to adopt a working draft of the revised six goals presented in the strategic planning that the Board will edit during the interim. The motion was seconded by Ms. Nunnally then opened for discussion. The motion passed unanimously.

Ms. Duncan made a motion to appoint Dr. Weltge, Ms. Nunnally, and Ms. Williams as the Finance Committee. The motion was seconded by Ms. Austin and passed unanimously.

- VI. Ms. Austin noted the March 31, 2014 monthly financial report had been distributed to the Board (Exhibit B). Ms. Austin recognized Ms. Nunnally for a summary of the financial report. No action was taken.
- VII. Ms. Austin recognized Mr. Kincaid for the Report from Director of Operations. Mr. Kincaid distributed the Client Analysis (Exhibit C) and the Director's Report to the Board (Exhibit D). In discussion of the Director's Report, it was confirmed the Houston Recovery Center may but is not required to publicly post their search for a Public Accounting Firm to conduct an audit. Ms. Nunnally will advise on and present the selection of the firm to the Board at the next meeting.
- VIII. Ms. Austin deferred the discussion of Financial (Investment) Policy for the Board to the next Board meeting.
- IX. The Board discussed the next meeting, which is scheduled for Thursday, July 10, 2014

at 1 pm. Ms. Austin stated it was time to conduct an evaluation of Mr. Kincaid's performance and that it be included on the next agenda.

There being no further business, the meeting ADJOURNED at approximately 2:30 p.m.

HOUSTON RECOVERY CENTER LGC

By:

*Ashley Ochoa*

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Ashley Ochoa  
Acting Secretary